

F.Y. – 2011-12

Purshottam Investofin Limited

ANNUAL REPORT

Company Information

BOARD OF DIRECTORS

Mr. Om Prakash Verma	Managing Director
Mr. Amit Jain	Non – Executive Director
Mr. Rakesh Goel	Independent Director
Mr. Robin Garg	Independent Director

STATUTORY AUDITOR

Narinder Arora & Co.
Chartered Accountants

REGISTERED OFFICE

119, First Floor, Vardhman Fortune Mall,
Community Centre, G.T Karnal Road, Delhi-110033
E. Mail: purshottaminvestofin@gmail.com

REGISTRAR AND SHARE TRANSFER AGENT

MAS Services Limited
T-34, 2nd Floor, Okhla Industrial Area, Phase-II
New Delhi-110020
Email-Id: info@masserv.com
Website: www.masserv.com

Annual General Meeting on Monday, December 17, 2012 at 03.00 PM

At

**119, First Floor, Vardhman Fortune Mall,
Community Centre, G.T Karnal Road, Delhi-110033**

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NOTICE

NOTICE is hereby given that the Annual General Meeting of the Members of **M/s. Purshottam Investofin Limited** will be held as schedule below:

Date : 17.12.2012
Day : Monday
Time : 3.00 PM
Place : 119, First Floor, Vardhman Fortune Mall, Community Centre,
G.T Karnal Road, New Delhi-110033

ORDINARY BUSINESS

1. To receive, consider and adopt the Profit and Loss Account for the year ended 31st March, 2012 and the Balance Sheet as on that date together with the reports of the Directors and Auditors thereon.
2. To appoint a director in place of Mr. Robin Garg, who retired by rotation and being eligible, offers himself for re-appointment
3. To Consider and if deemed fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

"RESOLVED THAT M/s. Narinder Arora & Co, Chartered Accountants, the retiring Auditors be and are hereby re-appointed as the Auditors of the Company to hold office from the conclusion of this meeting till the conclusion of next Annual General Meeting of the Company on such remuneration as may be fixed in this behalf by the Board of Directors of the Company."

**By Order of the Board of Directors
For Purshottam Investofin Limited**

Sd/-

Sd/-

Om Prakash Verma
(Director)

Amit Jain
(Director)

Date: 16 November, 2012

Place: New Delhi

NOTES:

1. **MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE COMPANY'S REGISTERED OFFICE NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. Corporate members are requested to send to the registered office of the company a duly certified copy of the board resolution, pursuant to section 187 of the Companies Act, 1956, authorizing their representative to attend and vote at the general meeting
3. Members/ proxy holder are requested to bring their attendance slip duly signed so as to avoid inconvenience.
4. M/s Mas Services Limited, T-34, 2nd Floor, Okhla Industrial Area, Phase-II, New Delhi-110020. Email: info@masserv.com, Website: www.masserv.com is the Registrar and Share Transfer Agent (RTA) for physical shares. Mas Services is also the depository interface of the company with both NSDL & CDSL
5. The Members holding share in physical form are requested to intimate any change in their registered address, to the company's registrar and share transfer agent quoting their folio number.
6. Members holding shares in electronic form must send the advice about change in their registered address or bank particulars to their respective depository participant and not to the company.
7. The Register of Members and Share Transfer Book of the company shall remain closed from 15.12.2012 to 17.12.2012. (both days inclusive)
8. The Members are requested to:
 - a) Intimate to the Company changes, if any, in their registered address at an early date.
 - b) Quote ledger folio number in all their correspondence.
 - c) Bring their copy of the Annual Report and the attendance slips with them at the Annual General Meeting.
9. Members are requested to intimate their queries, if any, relating to the accounts or any other matters at least seven days in advance of the meeting so that the information can be made readily available and furnished at the meeting.
10. All documents referred to in the accompanying notice are open for inspection at the Registered Office of the company on all working days of the company between 11:00 a.m. to 1:00 p.m. upto the date of the Annual General Meeting.
11. Members are informed that in case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

12. With a view to serving the Members better and for administrative convenience, an attempt has been made to consolidate multiple folios. Members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.
13. Members can avail of the nomination facility by filing Form 2- B, as prescribed under the Companies (Central Government) General Rules & Forms, 1956, with the Company. Blank forms will be supplied on request.
14. As per Section 53 of the Companies Act, 1956, which provides for service of documents under 'Certificate of Posting' as one of the accepted mode of service, whereas the Department of Posts has recently discontinued the postal facility under 'Certificate of Posting' vide their letter dated February 23, 2011. The Information Technology Act, 2000 also permits service of documents etc., in electronic mode. Keeping this in view the Ministry of Corporate Affairs vide their circular no. 17/2011 dated April 21, 2011 clarified that a Company would have complied with Section 53 of the Companies Act, 1956, if the service of document has been made through electronic mode provided the Company has obtained email addresses of its members for sending the notice / documents through email by giving an advance opportunity to every shareholders to register their email address and changes therein from time to time with the Company. In view of the above, the Company requests all its shareholders to kindly provide their email addresses along with client ID / folio no. and number of shares as reference to the following email addresses with Subject as "Purshottam Investofin Limited - Member Email ID" at 'purshottaminvestofin@gmail.com'

15. **Re-appointment of Directors**

In accordance with the provisions of Articles of Association of the Company, Mr. Robin Garg will retire by rotation at the Annual General Meeting and, being eligible, offer himself for re-election who holds the position till the Annual General Meeting and is liable to retire and the Company has received a notice u/s 257 for his appointment

Additional information pursuant to Clause 49 of the Listing Agreement with Stock Exchanges, in respect of Directors seeking election, those retiring by rotation and seeking reappointment at the Annual General Meeting are furnished in the Corporate Governance Report published in this Annual Report.

**By Order of the Board of Directors
For Purshottam Investofin Limited**

Sd/-
Om Prakash Verma
(Director)

Sd/-
Amit Jain
(Director)

Date: 16 November, 2012

Place: New Delhi

(Annexure to Notice dated 16 November, 2012)
Details of Directors seeking appointment / re-appointment at the
Forth coming Annual General Meeting
(Pursuant to clause 49 of the Listing Agreement)

Name of the Director	Mr. Robin Garg
Date of Birth	22 nd May, 1986
Date of Appointment in the Board	18 th May, 2009
Qualification	Company Secretary
Expertise	Management and operations
Director ship held in other companies (excluding Foreign Companies)	Manson Developers Limited Temple Infratech Private Limited
Membership/chairmanship of committees across all companies	Nil
Shareholding	Nil

DIRECTORS' REPORT TO THE MEMBERS

Dear Shareholders,

Your Directors have pleasure in presenting the Annual Report along with the financial statements of the Company for the financial year ended as on **March 31, 2012**

1. FINANCIAL HIGHLIGHTS

(In Rs)

CORPORATE RESULTS	March 31, 2012	March 31, 2011
Total Income	7,729,080.61	3,145,822.00
Less: Expenditure	7,605,223.52	3,020,676.58
Net Amount	123,857.09	125,145.42
Less : Provision for Taxation	37,050.00	(83,505.00)
Profit after Tax	86,807.09	208,650.42

2. PERFORMANCE REVIEW

During the year under review, the Company has a net Profit after tax of Rs. **86,807.09/-** as compared to profit of **Rs. 208,650.42/-** in the previous year. The details of financial performance of the company are appearing in the Balance Sheet and Profit & Loss account for the year.

3. AMOUNT TRANSFERRED TO RESERVES

During the year under review, the company has transferred Rs. **24,771.42** to the reserves of the Company.

4. DIVIDEND

Keeping in view the future requirements of funds by the Company for its proposed growth and expansion, the Board expresses its inability to recommend any dividend from the available profit.

5. OPERATIONS

Your Company continues to take effective steps in broad-basing its range of activities. The performance of the Company during the period under review has been satisfactory.

6. FUTURE OUTLOOK

In the current year, your directors are putting up efforts and it is hoped that the company will do better in the current year. The outlook for the current year is also very bright and your directors are hopeful of doing a good business during the current year.

7. AUDITORS

M/s Narinder Arora & Co., Chartered Accountants, retire as auditors of the company at the conclusion of the ensuing Annual General Meeting and have confirmed their eligibility and willingness to accept the office of the Auditors, if re-appointed.

The Company has received letters from the auditor to the effect that its/his reappointment, if made would be within the prescribed limit under Section 224(1B) of the Companies Act 1956 and is not disqualified for reappointment within the meaning of Section 226 of the said Act.

8. AUDITORS' REPORT

The notes to the Accounts referred to in the Auditors' Report are self-explanatory and therefore does not call for any further comment.

9. PARTICULARS OF EMPLOYEES UNDER SECTION 217(2A) OF THE COMPANIES ACT, 1956

None of the employee drew remuneration of Rs. 5,00,000/- or more per month or Rs. 60,00,000 /- or more per annum during the financial year 31/03/2012. This information is furnished with respect to Section 217(2A) of the Companies Act, 1956 and the Companies (Particulars of the Employees) Rules, 1975 forming part of the Directors' Report.

10. DIRECTOR'S RESPONSIBILITY STATEMENT UNDER SECTION 217(2AA) OF THE COMPANIES ACT, 1956

Your Directors would like to confirm that:

- (i) in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

- (ii) 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 at the end of the financial year and of the profit or loss of the company for that period
- (iii) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- (iv) The directors had prepared the Annual Accounts on a going concern basis.

11. MATERIAL CHANGES

The Company is involved in Corporate restructuring under section 391 and 394 of the Companies Act, 1956 and had filed Petition with Delhi High Court for the scheme of Arrangement.

The same is under consideration with Delhi High Court for approval.

12. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS/OUTGO

CONSERVATION OF ENERGY

Particulars with respect to conservation of energy as per section 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 are given in **Annexure I** to the Directors Report.

FOREIGN EXCHANGE EARNINGS / OUTGO

Foreign exchange earnings and outgo during the financial year are as follows:

Foreign Exchange earned: NIL

Foreign Exchange outgo: Rs. NIL

13. ADDITIONAL INFORMATION-BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

Information pursuant to the Department of Company Affairs notification dated May 15, 1995 relating to the Balance Sheet Abstract and Company's general business profile is provided in the Annual Report for your information.

14. DEPOSITS

Your Company has not accepted any deposits within the meaning of Section 58A of the Companies Act, 1956 and the rules made there under.

As per NBFC Guidelines issued by the Reserve Bank of India, the Board of Directors has passed the required resolution confirming that the Company has neither Accepted any public deposits and nor does it intend to do so in the coming year 2012-2013.

15. CHANGE IN COMPOSITION OF BOARD

Mr. Robin Garg retires by rotation at the forthcoming Annual General Meeting and being eligible offer himself for re-appointment.

He has vast experience of Management and operations. He has served our board with his valuable knowledge. Mr. Robin Garg has contributed immensely to the growth of the company.

16. LISTING OF SHARES

The shares of the company are listed on Delhi Stock Exchange Limited. With the initiatives of directors of the company, the shares of the company have been readmitted for dealings at the stock exchange. The said letter states that the stock exchange has revoked the suspension of trading in the shares of the company. Whenever the stock exchange will be operational, the shares of the company will be made available for trading.

17. MANAGEMENT DISCUSSION AND ANALYSIS REPORT (MDAR)

The Management Discussion and Analysis Report for the year under review, as stipulated under Clause 49 of the Listing Agreement with Stock Exchange is presented in a separate section forming part of the Director's Report.

18. REPORT ON CORPORATE GOVERNANCE

The Company has complied with the basic mandatory provision of the Corporate Governance as prescribed in the Clause 49 of the Listing Agreement with the stock Exchanges. A detailed report on the Corporate Governance is given in a separate section in this Annual Report.

19. AUDIT COMMITTEE

As per Section 292A(1) stipulates that every public company having a paid up capital of not less than Rs. 5,00,00,000 should constitute an Audit Committee.

The Audit Committee of the Board of Directors comprises of 3 Directors namely:

1. Mr. Amit Jain
2. Mr. Robin Garg
3. Mr. Rakesh Goel

The Committee oversees the Company's financial information, review the quarterly/half yearly /annual financial statements before they are submitted to the Board of Directors and performs such other function as are to it by the terms of its reference.

20. ACKNOWLEDGEMENT

The Board acknowledges with gratitude the co-operation and assistance provided by the company's bankers, financiers, government and non-government agencies. The relationship with the employees remained cordial and your director's wish to place on record their appreciation of the contribution made by the employees at all levels. The directors also thank the shareholders for their continued support.

**For and On behalf of the Board of Directors
For Purshottam Investofin Limited**

Date: 16 November, 2012
Place: New Delhi

Sd/-
Amit Jain
Director

Sd/-
Om Prakash Verma
Director

CONSERVATION OF ENERGY

S. No.	Particulars	Description
(a)	Energy Conservation measures taken	The operations of your Company are not energy intensive. Adequate measures have, however, been taken to reduce energy consumption.
(b)	Additional investments and proposals, if any, being implemented for reduction of consumption of energy	No
(c)	Impact of measures at (a) & (b) above for reduction of energy consumption and consequent impact on the cost of production of goods	The impacts of the measures indicated in (a) above are expected to be favourable i.e., reduction in energy consumption.
(d)	Total energy consumption and energy consumption per unit of production as per Form A of the Annexure of Companies (Disclosure of Particulars in the report of Board of Directors) Rules, 1988 in respect of industries specified in the schedule thereto	Not Applicable

FORM B

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO ABSORPTION OF TECHNOLOGY

S. No.	Particulars	Description
	Research and Development (R&D)	
1.	Specific areas in which R&D carried out by the company	Nil
2.	Benefits derived as a result of above R&D	Not Applicable
3.	Future plan of action	Nil
4.	Expenditure on R&D	Nil
	(a) Capital	Nil
	(b) Recurring	Nil
	(c) Total	Nil
	(d) Total R&D expenditure as percentage of total turnover	Nil
	Technology, absorption, adaptation and innovation	
1.	Efforts, in brief, made towards technology absorption, adaptation and innovation	<p>Since the Company has no technical collaboration arrangements with any outside partners, the question of absorption is not relevant to the company. Also, there is no case of adaptation and innovation in the company.</p> <p>However, the Company has made full use of information technology in its operations and efforts are being made to adopt latest technology.</p>
2.	Benefits derived as a result of the above efforts, e.g. product improvement, cost reduction, product development, import substitution, etc.	Not Applicable

3.	<p>In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year), following information may be furnished:</p> <p>(a) Technology imported (b) Year of import (c) Has technology been fully absorbed? (d) If not fully absorbed, areas where this has not taken place, reasons therefore and further plans of action</p>	<p>The company has not imported technology during the last 5 years.</p>
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**For and on behalf of the Board of Directors
For Purshottam Investofin Limited**

Date: November 16, 2012
Place: New Delhi

Sd/-
Amit Jain
Director

Sd/-
Om Prakash Verma
Director

CORPORATE GOVERNANCE REPORT

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The philosophy can be described as the business practices with the ultimate aim of enhancing long term shareholder's value and remaining committed to high standards of business ethics. Your company and its employees have a commitment to its customers, competitors, local communities, shareholders and the nation to conduct the business in an ethical and legal manner.

The Corporate Governance philosophy encompasses not only regulatory and legal requirement, such as the terms of listing agreement with the stock exchange, but also several voluntary practices aimed a high level of business ethics, effective supervision and enhancement of value of all stakeholders.

A report on the implementation of the code of Corporate Governance as per Clause 49 of the Listing Agreement is given below:

I. BOARD OF DIRECTORS

A) Composition of Board

During the year, the Board of the company consists of Four (4) directors, and there is a proper mix of executive and non- executive directors. The composition of the Board of Directors of the company, in compliance with Clause 49 of the Listing Agreement, is given below:

Name of the Director	Category of the Director	Date of appointment	No. of Board Meetings held	No. of Board Meetings attended	Last AGM attended	No. of other directorship and committee membership and chairmanship.			
						Other Board Directorship	Other Board Chairmanship	Committee Membership	Committee Chairmanship
Mr. Amit Jain	Promoter and Non Executive	18.03.10	7	7	Yes	23	Nil	Nil	Nil

Mr. Robin Garg	Non Executive and Independent	18.05.09	7	6	Yes	2	Nil	Nil	Nil
Mr. Rakesh Goel	Non Executive and Independent	21.02.11	7	7	N.A.	3	Nil	Nil	Nil
Mr. Om Prakash Verma	Executive	21.02.11	7	6	N.A.	4	Nil	Nil	Nil

All the present directors of the company are unrelated. The non- executive directors have no pecuniary relationship or transactions with the company.

B) Non Executive directors' compensation

No fees or compensation is paid to any non- executive director during the financial year ended on March 31, 2012.

C) Date and number of board meetings held

The dates of board meeting are fixed in advance and agenda papers are circulated to directors generally one week before the meeting. All material information is incorporated in the agenda papers for facilitating meaningful and focused discussion at the meeting.

During the year Seven (7) Board meetings of Board were held during the year on:

S. No.	Date of Board Meetings
1	05 th April 2011
2	27 th May 2011
3	17 th August 2011
4	01 st September 2011
5	12 th November 2011
6	26 th December 2011
7	13 th February, 2012

D) Code of Conduct

The company has laid down a code of conduct for all the Board Members and Senior Management Personnel. All Board Members and Senior Management Personnel have confirmed compliance with the said code of conduct for the financial year ended 31st March, 2012. The declaration to this effect signed by Mr. Amit Jain, director, forms part of the report.

II. COMMITTEES OF THE BOARD

A) AUDIT COMMITTEE

The Company has an Audit Committee of Directors. The Committee has the powers similar to those stated in the listing Agreement and the term of reference and role of the Audit Committee are as per the guidelines set out in the Listing Agreement entered into with the Stock Exchanges read with 292 A of the Companies Act, 1956 and includes such other functions as may be assigned to it by board from time to time.

i) Composition of Audit Committee

The Audit Committee of the Board of your Company comprises of three members. All members of audit committee are financially literate. Mr. Amit Jain has accounting and related financial management expertise.

Name of Members	Designation	Status/ Position
Mr. Robin Garg	Chairman	Non Executive and Independent
Mr. Amit Jain	Member	Promoter and Non Executive
Mr. Rakesh Goel	Member	Non Executive and Independent

ii) No. of meeting and attendance at meetings

During the year 2011-12, Four Meetings of Audit Committee were held on July 18, 2011; August 17, 2011; September 30, 2011 and February 10, 2012.

The Attendance of the Committee members at the above meeting is as follows:

MEMBERS	COMMITTEE MEETINGS	
	Held	Attended
Mr. Robin Garg	4	4
Mr. Amit Jain	4	4
Mr. Rakesh Goel	4	4

Statutory Auditors are permanent invitees to the Audit Committee.

ii) Powers and role of audit committee and review of information by it

The powers and terms of reference of the Audit Committee are as mentioned in the Clause 49 II(C)(D)&(E) of the Listing Agreement and section 292A of the Companies Act, 1956 including overseeing financial reporting processes, fixation of Audit fees, reviewing with the management, the financial statements, accounting policies and practices, adequacy of internal audit functions and discussion with internal auditors on any significant findings, financial and risk management policies.

B) REMUNERATION COMMITTEE

During the year no remuneration committee was constituted by the Company, as no director in the company is drawing remuneration from the company.

C) SHAREHOLDERS' GRIEVANCE/SHARE TRANSFERS COMMITTEE

The Company has a Shareholders' Grievance/Share transfer Committee to redress the complaints of shareholders in respect of the matters pertaining to transfer/transmission of shares, issue of duplicate shares and non receipt of annual report etc.

The meeting of this committee is held frequently to ensure completion of work allotted to committee.

The Committee comprises of Three Directors namely Mr. Amit Jain, Mr. Robin Garg (Chairman) and Mr. Rakesh Goel. Mr. Robin Garg also acts as the compliance officer of the company

There was no complaint received / pending as on 31.03.2012.

III. SUBSIDIARY COMPANIES

The Company has a wholly owned subsidiary company i.e. Catalyst International Limited whose board consists of Directors occupying the directorship in Purshottam Investofin Limited (Holding Company).

IV. GENERAL BODY MEETINGS

(I) The last three Annual General Meetings were held as under:

Financial Year	Location	Date	Time
2010-2011	119, First Floor, Vardhman Fortune Mall, Community Centre, G. T Karnal Road, Delhi-110033	30.09.2011	10:00 A.M.
2009-2010	46, Raj Nagar, New Delhi-110034	30.09.2010	11.00A.M.
2008-2009	511/2/1, Village Rajokri, New Delhi – 110038	30.09.2009	02.30 .M.

- Special resolution was put through Postal Ballot during year 2009-2010. Voting Pattern is as follows:

S. No.	Particulars	Number of postal ballot forms	Number of shares	% of total paid up equity capital
1.	Total postal ballot forms received	22	91,95,200	76.47%
2.	Less: Invalid postal ballot forms (as per register)	Nil	Nil	Nil
3.	Net valid postal ballot forms (as per register)	22	91,95,200	76.47%
4.	Postal ballot forms with assent for the Resolution	22	91,95,200	76.47%
5.	Postal ballot forms with dissent for the Resolution	Nil	Nil	Nil

V. MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management discussion and Analysis Report is a part of the Director Report.

VI. DIRECTORS

Mr. Robin Garg retires by rotation at the forth coming Annual General Meeting and being eligible offer himself for re-appointment.

He has vast experience of Management and operations. With his rich business experience and extensive contacts in business circles, Mr. Robin Garg has contributed immensely to the growth of the company.

Companies in which Mr. Robin Garg is director are as follows:

1. Temple Infratech Private Limited
2. Manson Developers Limited

He is not a member in any committee of the Board of above said companies except M/s. Purshottam Investofin Limited.

VII. PREVENTION OF INSIDER TRADING

The Company has adopted a Code of conduct for prevention of Insider Trading, under the SEBI (Prohibition of Insider Trading Regulations). Mr. Robin Garg, Director of the company is appointed as the Compliance Officer for the implementation of and overseeing compliance with the regulations and the Code across the Company.

VIII. CEO/CFO CERTIFICATION

As required by the clause 49(V) of the Listing Agreement, Mr. Amit Jain, Director, certify the Financial Statements, the Cash Flow Statement and the Internal Control Systems for financial year ending on 31.03.2012 and is hereby enclosed.

IX. COMPLIANCE OFFICER

As per the requirement of the Listing Agreement with the Stock Exchange, Mr. Robin Garg, acts as the Compliance officer of the Company.

During the year under the review the Company has not received any complaint from Shareholders. There are no pending transfers as on 31st March, 2012.

X. DISCLOSURES

1. There was no materially significant related party transactions transaction of the company with its promoters, the directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interest of the company at large.
2. There have been instances of receiving notice with regard to non – compliances by the Company and imposing of penalties and strictures on the company by stock exchange which have been resolved to the benefit of the stock exchange, however, there were no instances of receiving notice with regard to non – compliances by the Company and imposing of penalties and strictures on the company by SEBI or any statutory authority or on any matter related to capital markets, during the last three years.
3. There has been a whistle blower policy and no personnel have been denied access to the audit committee.
4. The company has complied with the basic mandatory requirements of the clause 49 of the Listing Agreement and not adopted any non mandatory requirements of this clause.
5. In the preparation of financial statements, a treatment different from that prescribed in an Accounting Standard has not been followed.
6. The company has laid down procedures to inform Board members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that board controls risk through means of a properly defined framework.
7. No proceeds have been received through public issue, right issue and preferential issue, etc. during the financial year ending on March 31, 2012.
8. The directors of the company are not receiving any remuneration from the company.

XI. Distribution of Shareholding as on 31st March, 2012

No. of Shares	Shareholders		Shares held	
	Numbers	Percentage	Numbers	Percentage
1 to 5000	433	73.39%	65751	0.44%
5001 to 10000	106	17.96%	91375	0.61%
10001 to 20000	5	0.85%	7125	0.05%
20001 to 30000	1	0.17%	2250	0.01%
30001 to 40000	0	0.00%	0	0%
40001 to 50000	3	0.51%	13625	0.09%
50001 to 100000	1	0.17%	6250	0.04%
Above 100000	41	6.95%	14843499	98.76%
Total	590	100%	15029875	100.00%

• **Shareholding Pattern as on 31st March, 2012**

Description of Investors	No. of Shares Held	% of Shareholding
Promoters	1690814	11.25
Financial Institutions, Insurance Companies Banks & Mutual Funds etc	Nil	Nil
Foreign Institutional Investors	Nil	Nil
Bodies Corporate	1858202	12.36
NRIs/OCBs	Nil	Nil
Indian Public:		
i) Individual Shareholders holding nominal Share Capital up to Rs. 1 Lacs	182250	1.21
ii) Individual Shareholders holding nominal Share Capital in excess of Rs1 Lacs	11298609	75.17
Total	15029875	100%

• **Shareholding of Non Executive Directors**

Name of Director	Number of Shares
Mr. Amit Jain	3,38,125
Mr. Rakesh Goel	Nil
Mr. Om Prakash Verma	Nil
Mr. Robin Garg	Nil

XII. MEANS OF COMMUNICATION

The Company has promptly reported all material information including the declaration of quarterly financial results to the Delhi Stock Exchange Limited (DSE), where the equity shares of the Company are listed. The quarterly, half yearly and annual financial results duly approved by the board and other statutory information are communicated to the shareholders by way of advertisement published in either Business Standard (English and Hindi) or The Pioneer and Hari Bhoomi. The Results were not displayed on any website. No official news releases were displayed and no presentations were made to institutional investors or to the analysts.

XIII. GENERAL SHAREHOLDERS' INFORMATION

Annual General Meeting

Date and Time : 17th September, 2012 at 3:00 P.M.
Venue : 119, First Floor, Vardhman Fortune Mall,
Community Centre, G.T. Karnal Road, Delhi-
110033
Financial Year : April 01 to March 31

Book Closure:

15th December, 2012 to 17th December, 2012

Dividend Payment Date

The Company didn't declare any dividend for the financial year 2012.

Listing on stock exchanges

Your Company's Shares are listed on the following Stock exchanges:

- a) The Delhi Stock Exchanges Ltd.
DSE House, 3/1, Asaf Ali Road
New Delhi -110002.

Stock Code

The stock code of the company on Delhi Stock Exchange is 104151.

Market Price Data

There was no trading in the Company's Equity Shares in any Stock Exchanges during the period April 2011 to March 2012.

Performance in comparison to broad-based indices such as BSE Sensex, CRISIL index etc.

There was no trading in the Company's Equity Shares on Stock Exchange during the period April 2011 to March 2012. Thus, disclosure of performance in comparison to broad-based indices such as BSE Sensex, CRISIL index etc. are not applicable on the company.

Registrar and Transfer Agent

The Company's Shares were not traded on any stock exchanges for last several years. However, in Compliance of SEBI requirements, the Company has appointed M/s. MAS Services Limited as Registrar to Transfer Agent who can handle share transfer work in physical form and other related activities.

MAS Services Limited
T-34, 2nd Floor, Okhla Industrial Area,
Phase -II, New Delhi-110020
Ph: 26387281/82/83
Fax: 26387384
Email: info@masserv.com
Website: www.masserv.com

Share Transfer System

The Company's shares are transferable through the depository system. However the shares in physical form are processed by the registrar & Transfer Agent and approved by the shareholders/ Investors grievance Committee. The Share Transfer process is reviewed by the said Committee.

All the valid share transfers are registered and duly transferred Share certificates are dispatched within a period of 30 days from the date of receipt if applicable.

The Company obtains from a Company Secretary in Practice half yearly certificate of compliance with the Share Transfer formalities as required under clause 47 © of the listing agreement and files with stock exchange.

Investors' Service

The Company has a system of attending and redressing all investors' grievances and no complaints/grievances has been received during the year ended on March 31, 2012.

Investors' Correspondence may be addressed to:

Mr. Robin Garg
Purshottam Investofin Ltd.
119, First Floor, Vardhman Fortune Mall,
Community Centre, G.T. Karnal Road,
Delhi- 110033

Dematerialization of shares and liquidity

The company's shares are available for trading in dematerialized form. To facilitate trading in demat form, there are two depositories. i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

The Company has entered into an agreement with both of these depositories. Shareholders can open account with any of the Depository Participant registered with any of these two Depositories.

Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity

Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity are not applicable on the company.

Plant locations

Not Applicable

XIV. Non- mandatory requirement

The Company has not adopted any of the non- mandatory requirements specified in Annexure-III of clause 49 of the Listing Agreement.

**For and on behalf of the Board of Directors
For Purshottam Investofin Limited**

Date: November 16, 2012

Place: New Delhi

Sd/-
Amit Jain
Director

Sd/-
Om Prakash Verma
Director

Declaration by Mr. Amit Jain, Director, under clause 49 of the Listing Agreement regarding compliance with code of Conduct

In accordance with Clause 49 ID of the Listing Agreement, I hereby confirm that, all the Directors and the Senior Management personnel of the Company have affirmed compliance with code of Conduct, as applicable to them, for the Financial Year ended on March 31, 2012.

Sd/-

Date: November 16, 2012

Place: New Delhi

Amit Jain
Director

Certification by Mr. Amit Jain, Director, pursuant to Clause 49 of the Listing Agreement regarding financial statements

I, Amit Jain, certify that:

- a) I have reviewed the financial statements and the cash flow of Purshottam Investofin Ltd (“the company”) for the year ended March 31, 2012 and to the best of my knowledge and belief:
- 1) These statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - 2) These statements together present a true and fair view of the Company’s affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of my knowledge and belief, no transactions entered into by the company during the year that are fraudulent, illegal or violative of the Company’s code of conduct.
- c) I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting. There are no deficiencies in the design or operation of internal control.
- d) I have indicated to the Auditors and the Audit Committee that there are no
- 1) Significant changes in the internal control over financial reporting during the year;
 - 2) Significant changes in accounting policies during the year;
 - 3) Instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company’s internal control system over financial reporting.

For Purshottam Investofin Limited

Sd/-

Date: November 16, 2012

Place: New Delhi

Amit Jain

Director

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and Development

The finance sector continues to be characterized by high volatility. The recent governmental policies have strived to lend stability and provided the much needed fillip to the industry. The banking as well as the non-banking entities showed remarkable progress during the year under report.

Outlook, Risk and Concern

Management of risks to the business is a continuous challenge for any organization growing in size and enhancing its purpose. The traditional risk factors like client risks, industry segment risks and economic risks are well understood and the means to handle them are also fairly established.

To counter all these risks, your company conducting its risk identification, assessment and management activities through a dedicated risks and audit department. This Department has been set up by your company expressly to anticipate the impact of potential and economical risk factors to the business and provide guidance on how to handle them so as to minimize their business impact.

Adequate management control is in place to ensure quick action on early warnings, and to proactively monitor and mitigate all potential risks. A comprehensive risk Management strategy developed by the risk and Audit Department forms the framework for all de-risking and risk mitigation activities undertaken by your company with the fullest involvement of top management professionals.

Opportunities and Threats

As observed during last few years, the traditionally debt-averse Indian Consumer has been gradually becoming more and more credit happy and has aspiration to enhance the quality of his life. Considering this, there are tremendous potential in retail financing in the years to come. Positive attitude of the Indian consumers will result in the growth of the business of the Company in future.

However tough competition, strict regulations by regulatory authorities, non recovery of dues due to lack of favourable recovery mechanism and uncertain market conditions continues to be threats for the business of the Company.

Adequacy of Internal Control System

The Company has adequate internal control systems to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance of laws and regulations. The Company regularly monitors that all regulatory guidelines are complied with at all levels

The Audit Committee constituted by the Board reviews the adequacy of internal control system.

Segment Wise Performance

The Company operates only in one segment.

Discussion of Financial Performance

The financial statements are prepared in compliance with the requirements of the Companies Act and the Accounting Standards prescribed by the Institute of Chartered Accountants of India and Generally Accepted Accounting Principles in India.

Cautionary Forward Looking Statements

The company has made forward- looking statements in this document that are subject to risks and uncertainties. Forward- looking statements may be identified by their use of words like 'expects', 'believes', 'estimates' or similar expressions. All statements that address expectations or projections about the future, including, but not limited to, statements about Company's strategy for growth, product development, market position, market expenditures, and financial results are forward looking statements.

For those statements the Company cautions that numerous important factors could affect the Company's actual results and could cause its results to differ materially from those expressed in any such forward looking statements.

Human Resources

Management is keen on following the best practices for attracting, retaining and enhancing human resources of the Company. Internal transfer, job rotation and training have been inculcated at different levels of the organization hierarchy to evolve team leaders and managers. The Company has in place the employee stock option scheme for seniors and middle level management. The above-mentioned measures will ensure motivated workforce, promote the ownership and sharing economic growth of the Company.

**For and on behalf of the Board of Directors
For Purshottam Investofin Limited**

Date: November 16, 2012

Place: New Delhi

Sd/-
Amit Jain
Director

Sd/-
Om Prakash Verma
Director

Certificate from Practicing Company Secretary regarding compliance of conditions of corporate governance

To the members of Purshottam Investofin Limited,

We have examined the compliance of conditions of Corporate Governance by Purshottam Investofin Limited, for the year ended 31st March 2012 as stipulated in clause 49 of listing agreement of the said company with the stock exchange (s).

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to the review of the procedures and implementation thereof adopted by the company for ensuring compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the management, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the clause 49 of the above-mentioned Listing Agreement.

On the basis of the records maintained by the Shareholder's/Invertors Grievance Committee of the company, we state that, no investor grievances were received during the year.

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

Kailash Chandra Pandey
Company secretary

Sd/-

CP. No. 9930

Date: November 16, 2012

Place: New Delhi

STANDALONE AUDITOR'S REPORT

TO THE MEMBERS OF PURSHOTTAM INVESTOFIN LIMITED

1. We have audited the attached Balance Sheet of **Purshottam Investofin Limited** as at 31st March, 2012 and also the Profit & Loss Account for the period ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amount and disclosures in the financial statement. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government in terms of section 227 (4A) of the Companies Act, 1956 we enclose in the annexure hereto a statement on the matters specified in the paragraphs 4 and 5 of the said order.
4. Further to our comments in the annexure referred to the above, we state that:-
 - (a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company, so far as appears from our examination of the books.
 - (c) The Balance Sheet and Profit & Loss Account dealt with by this report are in agreement with the books of account.
 - (d) In our opinion, the Balance Sheet and Profit & Loss Account dealt with by this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956.

- (e) On the basis of the written representation received from the director's, as on 31st March, 2012, and taken on record by the Board of Directors, we report that none of the directors are disqualified as on 31st March, 2012, from being appointed as a director, in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
- (f) In our opinion and to the best of our information and according to the explanation given to us, the said accounts read together with the significant accounting policies and other notes thereon give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
- (i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2012 and
- (ii) in the case of the Profit and Loss Account, of the Profit for the period ended on that date.

For Narinder Arora & Co.
(Chartered Accountants)
Firm No. : 012262N

Sd/-
Pawan Gupta
(Partner)
M. No.: 092170

Place: New Delhi
Date: 16th November, 2012

ANNEXURE TO THE AUDITORS REPORT

Referred to in paragraph (3) of our report of even date on the financial statements for the year ended on 31st March, 2012 of M/s Purshottam Investofin Limited

1. The Company has maintained adequate records showing particulars including quantitative details and location of Fixed Assets. As explained to us, fixed assets are physically verified by the management at reasonable intervals. We are informed that no material discrepancies were noticed on such verification. In our opinion and according to the information and explanations given to us, the company has not disposed of any substantial part of the fixed assets during the year.

2. The Company is a non banking financial company and does not hold any inventories. Accordingly clause (ii)(a), (ii)(b) and (ii)(c) of paragraph 4 of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.

3. (a) As per the information and records made available, the company has not granted unsecured loans to any company covered in the register maintained under section 301 of the Act.

(b) The company has not taken unsecured loans from persons covered in the register maintained under section 301 of the Act.

4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and nature of its business with regard to purchase of inventory, fixed assets and for the sale of goods and services. There is no continuing failure to correct major weakness in the internal control system.

5. In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts and arrangements the particulars of which need to be entered in the register required to be maintained under Section 301 of the Companies Act, 1956 and recorded and entered in the register maintained under section 301 of the Companies Act, 1956.

6. The Company has not accepted any deposits from the public, within the meaning of Sections 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 during the year.

7. The Board of directors has passed a resolution for non acceptance of any public deposits.
8. The company has complied with the prudential norms relating to income recognition & accounting standards.
9. In our opinion the Company has an internal audit system commensurate with the size and nature of its business.
10. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956 for the business activities of the Company.
11. According to the records of the company, the company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Investor Education and Protection Fund, Income Tax, Sales Tax, Wealth Tax, Service tax, Custom Duty, Excise Duty, Cess and other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Investor Education and Protection Fund, Income Tax, Sales Tax, Wealth Tax, Service tax, Custom Duty, Excise Duty, Cess were outstanding, as at 31 March, 2012 which were due for more than six months from the date they became payable.
12. According to the information and explanations given to us, there are no dues of income tax, sales tax, service tax, excise duty, customs duty, wealth tax and cess that have not been deposited on account of any dispute.
13. The company has no accumulated losses at the end of financial year and and it has not incurred any cash losses in the current and immediately preceding Financial Year.
14. According to the records of the Company and the information and explanations given to us, there has been no default in repayment of dues to banks, financial institutions or debenture holders.
15. According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
16. In our opinion and according to the information and explanations given to us, the Company is not a chit fund or a nidhi/mutual benefit fund/society.

17. In our Opinion the company is not dealing or trading in shares, securities, debentures and any other investment.
18. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
19. The Company has not raised any term loan during the year.
20. According to the information and explanations given to us, the funds raised for short term purposes have not been used for Long term Investments.
21. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956.
22. The Company has not issued any debentures during the year.
23. The Company has not raised any money by way of public issues during the year.
24. According to information and explanation given to us we report that no fraud on or by the Company has been noticed or reported during the year.

For Narinder Arora & Co.
(Chartered Accountants)
Firm No. : 012262N

Sd/-
Pawan Gupta
(Partner)
M. No.: 092170

Place: New Delhi
Date: 16th November, 2012

Purshottam Investofin Limited

Regd Office : 119 First Floor, Vardhman Fortune Mall, Community Centre, G T Karnal Road, Delhi-110033

Balance Sheet as at 31st March, 2012

S.No	Descriptions	Note No.	Figures at the end of current reporting period	Figures at the end of previous reporting period
<u>EQUITIES & LIABILITIES</u>				
I	Shareholders Funds			
	Capital	BS-A	150,298,750.00	150,298,750.00
	Reserve & Surplus	BS-B	(9,100,156.93)	(9,186,964.02)
II	Share Application Money Pending Allotment		-	-
III	Non Current Liabilities			
	Long Term Borrowing	BS-C	79,269,042.00	97,440,000.00
	Long Term Provisions		-	-
IV	Current Liabilities			
	Short Term Borrowing		-	-
	Trade Payables	BS-D	178,994,151.00	62,529,800.00
	Other Current Liabilities	BS-E	1,991,732.00	653,351.00
	Short Term Provisions	BS-F	37,050.00	23,202.00
Total (I + II + III + IV)			401,490,568.07	301,758,138.98
<u>ASSETS</u>				
V	Non Current Assets			
	Fixed Assets	BS-G	81,074.59	134,954.68
	Non Current Investments	BS-H	163,900,000.00	87,000,000.00
	Long Term Loans & Advances	BS-I	231,512,165.00	211,306,348.00
	Other non current Assets	BS-J	583,400.00	717,200.00
	Deferred Tax Assets		106,707.00	106,707.00
VI	Current Assets			
	Trade Receivables		-	-
	Cash & Cash Equivalents	BS-K	2,172,890.48	2,276,831.30
	Short Term Loans & Advances		-	-
	Other Current Assets	BS-L	3,134,331.00	216,098.00
Total (V + VI)			401,490,568.07	301,758,138.98

Auditor's Report

Signed in terms of our Separate Report of Even Date
For Narinder Arora & Co.
Chartered Accountants
(Firm Reg. No.012262N)

For and on Behalf of the Board of Directors
Purshottam Investofin Limited

Sd/-
Pawan Gupta
Partner
Membership No. 092170

Sd/-
Amit Jain
Director

Sd/-
Om Prakash Verma
Director

Place : New Delhi
Dated : 16th November, 2012

Purshottam Investofin Limited

Regd Office : 119 First Floor, Vardhman Fortune Mall, Community Centre, G T Karnal Road, Delhi-110033

Statement of Profit & Loss Account for the period ended 31st March, 2012

S.No	Particulars	Note No.	Figures at the end of current reporting period	Figures at the end of previous reporting period
I	Revenue			
	Professional Receipts	PL-A	7,566,705.00	3,141,722.00
	Other Income	PL-B	162,375.61	4,100.00
Total (I)			7,729,080.61	3,145,822.00
II	Expenses			
	Finance Costs	PL-C	4,800,324.73	887,124.58
	Depreciation and Amortization Expenses	PL-D	146,549.70	356,600.00
	Other Expenses	PL-E	2,658,349.09	1,776,952.00
Total (II)			7,605,223.52	3,020,676.58
III	Profit before Exceptional and Extraordinary Items and Tax (I - II)		123,857.09	125,145.42
IV	Exceptional Items		-	-
V	Profit before Extraordinary Items and Tax (III - IV)		123,857.09	125,145.42
VI	Extraordinary Items		-	-
VII	Profit before Tax (V - VI)		123,857.09	125,145.42
VIII	Tax Expenses			
	Current Tax		37,050.00	23,202.00
	Deferred Tax		-	(106,707.00)
	Mat Credit Entitlement		-	-
Profit(Loss) for the Period (VII - VIII)			86,807.09	208,650.42
Basic and Diluted Earning Per Equity Share (As per Point 2.4 of Notes to Accounts)			0.01	0.01

Auditor's Report
Signed in terms of our Separate Report of Even Date
For Narinder Arora & Co.
Chartered Accountants
(Firm Reg. No.012262N)

For and on Behalf of the Board of Directors
Purshottam Investofin Limited

Sd/-
Pawan Gupta
Partner
Membership No. 092170

Sd/-
Amit Jain
Director

Sd/-
Om Prakash Verma
Director

Place : New Delhi
Dated : 16th November, 2012

Purshottam Investofin Limited

Regd Office : 119 First Floor, Vardhman Fortune Mall, Community Centre, G T Karnal Road, Delhi-110033

Notes to and forming Part of Balance Sheet as at 31st March, 2012

Note No.	Particulars	Figures at the end of current reporting period	Figures at the end of previous reporting period	
BS-A	Share Capital:			
	<u>Authorised:</u> 1,51,00,000 equity shares of Rs. 10/- each (Last Year 1,51,00,000 Equity Shares of Rs. 10/- each)	151,000,000.00	151,000,000.00	
	<u>Issued, Subscribed and Paid up:</u> Shares at the beginning of Accounting Period (1,50,29,875 (Previous Year 1,50,29,875) Equity Shares of Rs 10/- each) Addition during the Year Shares at the end of Accounting Period (1,50,29,875 (Previous Year 1,50,29,875) Equity Shares of Rs 10/- each)	150,298,750.00 - 150,298,750.00	150,298,750.00 - 150,298,750.00	
BS-B	Reserve & Surplus			
	<u>Statutory Reserve</u> At the beginning of Accounting Period Addition during the year At the end of Accounting Period (I)	25,029.00 24,771.42 49,800.42	25,029.00 - 25,029.00	
	<u>Security Premium Account</u> At the beginning of Accounting Period Addition during the year At the end of Accounting Period (II)	7,341,550.00 - 7,341,550.00	7,341,550.00 - 7,341,550.00	
	<u>Provision on standard Assets</u> At the beginning of Accounting Period Addition during the year At the end of Accounting Period (I)	- 578,780.41 578,780.41	- - -	
	<u>Profit & Loss Account</u> At the beginning of Accounting Period Addition during the year Less: Appropriations-Transfer to Statutory Reserve (Pursuant to Section 45-IC of RBI Act, 1934) Less: Appropriations-Provision on Standard Assets (Pursuant to RBI, Notification No. 2010-11/370) (Balance in Statement of Profit & Loss A/c) At the end of Accounting Period (III)	(16,553,543.02) 86,807.09 (24,771.42) (578,780.41) (17,070,287.76)	(16,737,164.44) 183,621.42 - - (16,553,543.02)	
	Grand Total (I + II + III)		(9,100,156.93)	(9,186,964.02)
	BS-C	Short Term Borrowings		
		Unsecured Loan from Companies under same management Unsecured Loan from others (As per annexure "A")	- 79,269,042.00	- 97,440,000.00
		Total	79,269,042.00	97,440,000.00
	BS-D	Trade Payables		
		Sundry Creditors (As per annexure "B")	178,994,151.00	62,529,800.00
		Total	178,994,151.00	62,529,800.00
	BS-E	Other Current Liabilities		
Audit Fees Payable		5,515.00	5,515.00	
Salary Payable		620,000.00	-	
Provision for Gratuity		10,496.00	10,496.00	
Cheques in Hand		1,056,180.00	440,430.00	
TDS Payable		298,398.00	195,767.00	
Provision for Leave Encashment		1,143.00	1,143.00	
	Total	1,991,732.00	653,351.00	

BS-F	Short Term Provisions Provision for Income Tax		37,050.00	23,202.00
Total			37,050.00	23,202.00
BS-H	Non Current Investment Investment (As per annexure "C")		163,900,000.00	87,000,000.00
Total			163,900,000.00	87,000,000.00
BS-I	Long Term Loans & Advances (Annexure "D") (Unsecured considered good unless otherwise stated) Share Application Money Pending Allotment Advances given to Corporate Advances given to Other		- 146,593,615.00 84,918,550.00	14,000,000.00 80,695,458.00 116,610,890.00
Total			231,512,165.00	211,306,348.00
BS-J	Other Non Current Assets <u>Misc. Expenses</u> (to the extent not written off or adjusted) Preliminary & Pre Operative Expense: Opening Balance/Addition Less: Written off during the year <u>Security Deposit</u>		535,200.00 133,800.00 401,400.00 182,000.00	669,000.00 133,800.00 535,200.00 182,000.00
Closing Balance			583,400.00	717,200.00
BS-K	Cash & Cash Equivalents <u>Balance with Banks</u> HDFC Bank Ltd . A/c No. - 04402050000021 State Bank of India A/c No. -10378031149 HDFC Bank Ltd . A/c No. - 07112560001207 ING Vysya Bank Limited - <u>Cash in Hand</u>		21,695.21 - 297,010.02 981,108.25 873,077.00	51,505.21 474,088.09 281,353.00 - 1,469,885.00
Total			2,172,890.48	2,276,831.30
BS-L	Other Current Assets Tax Deducted at Source (A Y 2012-13) Tax Deducted at Source (A Y 2011-12) Income Tax Refund (AY 2011-12) Cheques in Hand		532,469.00 - 101,862.00 2,500,000.00	- 125,064.00 91,034.00 -
Total			3,134,331.00	216,098.00

Auditor's Report

Signed in terms of our Separate Report of Even Date
For Narinder Arora & Co.
Chartered Accountants
(Firm Reg. No.012262N)

Sd/-
Pawan Gupta
Partner
Membership No. 092170

For and on Behalf of the Board of Directors
Purshottam Investofin Limited

Sd/-
Amit Jain
Director

Sd/-
Om Prakash Verm
Director

Purshottam Investofin Limited

Regd Office : 119 First Floor, Vardhman Fortune Mall, Community Centre, G T Karnal Road, Delhi-110033

Notes to and forming Part of Statement of Profit & Loss for the year ended 31st March, 2012

Note No.	Particulars		Figures at the end of current reporting period	Figures at the end of previous reporting period
PL-A	Revenue From Operations			
	Interest Income		6,822,930.00	3,141,722.00
	Professional Receipts		743,775.00	-
Total			7,566,705.00	3,141,722.00
PL-B	Other Income			
	Misc. Income		162,375.61	4,100.00
Total			162,375.61	4,100.00
PL-C	Financial Cost			
	Bank Charges		1,003.73	202.58
	Interest Expense:		4,799,321.00	886,922.00
Total			4,800,324.73	887,124.58
PL-D	Depreciation & Amortization Expenses			
	Depreciation		12,749.70	222,800.00
	Preliminary & Pre-Operative Expenses Written off		133,800.00	133,800.00
Total			146,549.70	356,600.00
PL-E	Other Expenses			
	Advertisement Expense:		-	17,944.00
	Commission Expense:		-	1,000,000.00
	Conveyance		59,464.00	-
	Electricity Expense:		-	13,611.00
	Fees & Taxes:		126,790.00	110,094.00
	Gratuity Expense:		-	10,496.00
	Insurance Expense:		9,233.00	10,003.00
	Leave Encashment Expense:		-	1,143.00
	Legal & Professional Expense:		135,190.00	83,192.00
	Misc. Expense:		5,689.00	13,904.00
	Payment to Auditor:		5,515.00	5,515.00
	Rent Expense:		-	31,050.00
Salary Expense:		2,277,400.00	480,000.00	
Travelling Expense:		39,068.09	-	
Total			2,658,349.09	1,776,952.00

Auditor's Report

Signed in terms of our Separate Report of Even Date
For Narinder Arora & Co.
Chartered Accountants
(Firm Reg. No.012262N)

Sd/-

Pawan Gupta
Partner
Membership No. 092170

For and on Behalf of the Board of Directors
Purshottam Investofin Limited

Sd/-

Amit Jain
Director

Sd/-

Om Prakash Verm
Director

Place : New Delhi

Dated : 16th November, 2012

Purshottam Investofin Limited

Regd Office : 119 First Floor, Vardhman Fortune Mall, Community Centre, G T Karnal Road, Delhi-110033

BS-G	Fixed Assets					
	Tangible & Intangible Assets					
	Gross Block	<u>Opening Balance</u>	<u>Addition</u>	<u>Deletion</u>	<u>Closing Balance</u>	
	- Computers	662,014.00	-	-	662,014.00	
	- Vehicles	2,211,062.39		2,211,062.39	-	
	- Furniture & Fixture	479,135.38			479,135.38	
	- Office Equipment	207,125.00			207,125.00	
	- Office Premises	27,948.32			27,948.32	
	- Generator	27,798.97			27,798.97	
	- Air Conditioner	23,900.00			23,900.00	
Total		3,638,984.06	-	2,211,062.39	1,427,921.67	
Total of the Previous Year		3,638,984.06	-	-	3,638,984.06	
	Depreciation Block					
	- Computers	662,014.00	-	-	662,014.00	
	- Vehicles	2,169,932.00	-	2,211,062.39	(41,130.39)	
	- Furniture & Fixture	479,135.38	-	-	479,135.38	
	- Office Equipment	163,862.00	9,838.44	-	173,700.44	
	- Office Premises	7,811.00	455.56	-	8,266.56	
	- Generator	19,773.00	1,320.45	-	21,093.45	
	- Air Conditioner	1,502.00	1,135.25	-	2,637.25	
Total		3,504,029.38	12,749.70	2,211,062.39	1,305,716.69	
Total of the Previous Year		3,281,229.38	222,800.00	-	3,504,029.38	
	Net Block	<u>Current Year</u>		<u>Last Year</u>		
	- Computers	-		-		
	- Vehicles	-		41,130.39		
	- Furniture & Fixture	-		-		
	- Office Equipment	33,424.56		43,263.00		
	- Office Premises	19,681.76		20,137.32		
	- Generator	6,705.52		8,025.97		
	- Air Conditioner	21,262.75		22,398.00		
Total		81,074.59		134,954.68		

Purshottam Investofin Limited

Regd Office : 119 First Floor, Vardhman Fortune Mall, Community Centre, G T Karnal Road, Delhi-110033

Annexure "A" For Note BS-C

Short Term Borrowings

Particulars	Figures at the end of current reporting period	Figures at the end of previous reporting period
Unsecured Loan from Others		
From Corporates	-	-
From Others	79,269,042.00	97,440,000.00
Total	79,269,042.00	97,440,000.00

Annexure "B" For Note BS-D

Trade Payables

Particulars	Figures at the end of current reporting period	Figures at the end of previous reporting period
Sundry Creditors	178,994,151.00	62,529,800.00
Total	178,994,151.00	62,529,800.00

Annexure "D" For Note BS-H

Loans & Advances

Particulars	Figures at the end of current reporting period	Figures at the end of previous reporting period
Share Application Money	-	14,000,000.00
Advance Given To Corporates	146,593,615.00	80,695,458.00
Advance Given To Others	84,918,550.00	116,610,890.00
Total	231,512,165.00	211,306,348.00

Annexure "C" For Note BS-G

Investments

Particulars	Figures at the end of current reporting period	Figures at the end of previous reporting period
Catalyst International Limited (1,00,000 equity shares of Rs. 10/- each fully paid up)	1,000,000.00	
Castle Rock Advisors Private Limited (14,500 equity shares of Rs. 10/- each fully paid up)	10,875,000.00	
Cyan Consultants Private Limited (20,250 equity shares of Rs. 10/- each fully paid up)	15,187,500.00	
Humming Metal & Alloys Private Limited (24,050 equity shares of Rs. 10/- each fully paid up)	18,037,500.00	
Loire Impex Private Limited (43,200 equity shares of Rs. 10/- each fully paid up)	21,600,000.00	
Maksad Buildcon Private Limited (50,000 equity shares of Rs. 10/- each fully paid up)	5,000,000.00	
Omura Developers Private Limited (43,100 equity shares of Rs. 10/- each fully paid up)	21,550,000.00	
Omura Sales Private Limited (8,00 equity shares of Rs. 10/- each fully paid up)	4,000,000.00	
Orchid Info Solutions Private Limited (14,000 equity shares of Rs. 10/- each fully paid up)	10,500,000.00	
Rhone Sales Private Limited (48,200 equity shares of Rs. 10/- each fully paid up)	24,100,000.00	
Zeal Computech Private Limited (64,100 equity shares of Rs. 10/- each fully paid up)	32,050,000.00	
Reliable Books & Grapix Private Limited (22,500 equity shares of Rs. 10/- each fully paid up)	-	2,250,000.00
A.R Overseas Links Private Limited (70,000 equity shares of Rs. 10/- each fully paid up)	-	7,000,000.00
A.R Propmart Private Limited (68,000 equity shares of Rs. 10/- each fully paid up)	-	6,800,000.00
B P Castings Private Limited (20,000 equity shares of Rs. 10/- each fully paid up)	-	2,000,000.00
Metbrass Plassim India Limited (1,61,000 equity shares of Rs. 10/- each fully paid up)	-	16,100,000.00
NRS Investment Consultants Private Limited (80,000 equity shares of Rs. 10/- each fully paid up)	-	8,000,000.00
P.D Fabrication Private Limited (1,61,500 equity shares of Rs. 10/- each fully paid up)	-	16,150,000.00
Sapbelle Tradelinks Private Limited (1,77,000 equity shares of Rs. 10/- each fully paid up)	-	17,700,000.00
SGS Commodities Private Limited (75,000 equity shares of Rs. 10/- each fully paid up)	-	7,500,000.00
Stotz Gears Private Limited (20,000 equity shares of Rs. 10/- each fully paid up)	-	2,000,000.00
Transparent Stocknet Private Limited (15,000 equity shares of Rs. 10/- each fully paid up)	-	1,500,000.00
Total	163,900,000.00	87,000,000.00

Purshottam Investofin Limited

Regd Office : 119 First Floor, Vardhman Fortune Mall, Community Centre, G T Karnal Road, Delhi-110033

Annexures Forming Part of Balance Sheet

Sub-Annexure "A" For Annexure-A

Unsecured Loans from Others

Particulars	As on 31/03/2012	As on 31/03/2011
A. R. Propmart Private Limited	-	23,600,000.00
A. R. Overseas Links Private Limited	-	35,840,000.00
Ankit Infoweb Private Limited	-	4,000,000.00
Beta Metal & Alloys Private Limited	3,100,000.00	3,000,000.00
Hermes Education Soutions Private Limited	1,500,000.00	4,000,000.00
Jeet Collection Private Limited	3,200,000.00	-
Keshav Consultancy Services Private Limited	500,000.00	4,000,000.00
Nirvana Lifestyle Private Limited	2,000,000.00	2,000,000.00
Nitya Infotech Private Limited	-	3,000,000.00
Saffron Infratech Private Limited	9,559,200.00	-
Sajan International Private Limited	39,409,842.00	-
Shomit Finance Limited	20,000,000.00	10,000,000.00
TTJ Impex Private Limited	-	1,000,000.00
Vatsal Infraprojects Private Limited	-	7,000,000.00
Total	79,269,042.00	97,440,000.00

Sub-Annexure "B" For Annexure-B

Sundry Creditors

Particulars	As on 31/03/2012	As on 31/03/2011
Advance Home & Personal Care Limited	800,000.00	800,000.00
Advance Surfactants Limited	2,300,000.00	2,300,000.00
AKS International Limited	-	1,200,000.00
AKS Properties Limited	-	200,000.00
Anil Varma	7,457,000.00	200,000.00
Atul Mittal & Sons	150,000.00	-
Beta Metal & Alloys Private Limited	4,000,000.00	-
Castle Rock Advisors Private Limited	31,915,000.00	-
Chetan Gupta & Associates	337,812.00	2,550.00
Cyan Consultants Private Limited	20,912,500.00	-
Deco Design Solutions LLC	1,000,000.00	-
Delicious coco Water Private Limited	-	2,000,000.00
Efficient Investment Consultant Private Limited	-	1,689,490.00
Gupta Commodities Private Limited	-	37,725,336.00
Humming Metal & Alloys Private Limited	21,717,500.00	-
K2 Infosolutions Private Limited	7,200,000.00	-
Kanpur Securities Limited	-	1,290,000.00
Laxmi Malla Cables Private Limited	-	180,000.00
Nishant Paper Works	2,000,000.00	-

NRS Investment Consultant Private Limited	3,060,000.00	35,000.00
Om Prakash Verma	-	-
Omura Developers Private Limited	-	-
Online Holdings Private Limited	-	1,839,958.00
Pioneer Drycleaners Private Limited	1,300,000.00	-
Prakash Tiwari	450,000.00	-
Pytex Impex Private Limited	11,109,466.00	10,029,466.00
Qubic Information Private Limited	4,900,000.00	-
Rajeev Goel	-	400,000.00
Rashmi Gupta	450,000.00	-
Rashmi Varma	490,373.00	-
Rathi Trading	-	100,000.00
Ritu Gupta	1,200,000.00	-
Rohit Khandelwal	50,000.00	-
S K Investments	-	-
Sapbelle Tradelinks Private Limited	6,522,000.00	50,000.00
Sheela Rani Verma	-	288,000.00
Sobhagya Capital Option Limited	50,562.00	-
Southwind Agro & Infra Developers Private Limited	10,000,000.00	-
Spark Zone Farm & Infra Developers Private Limited	29,378,995.00	-
Tapi Marketing Private Limited(2011-12)	3,250,000.00	-
Vinyak Vanijya Limited	2,500,000.00	-
Vipin Gera	700,000.00	600,000.00
VTS management Consultant Private Limited	3,400,000.00	-
Wegman Financial Private Limited	392,943.00	-
Wegman Industries Private Limited	-	1,600,000.00
Zeal Computech Private Limited	-	-
Total	178,994,151.00	62,529,800.00

Sub-Annexure "C" For Annexure-D

Share Application Money-pending allotment

Particulars	As on 31/03/2012	As on 31/03/2011
Advance Surfactants India Limited	-	6,000,000.00
Shree Krishna Tankers Private Limited	-	8,000,000.00
Total	-	14,000,000.00

Advances given to Corporates

Particulars	As on 31/03/2012	As on 31/03/2011
A R Overseas Links Private Limited	4,000,000.00	-
A R Propmart Private Limited	200,000.00	-
Advance Finvest Private Limited	11,000.00	11,000.00
Advance Satellite Communication Network Limited	478,500.00	478,500.00
Advance Surfactants India Limited	-	800,000.00
Akshi Marketing Private Limited	200,000.00	-
APAC Consultants Pvt Ltd	1,689,984.00	685,000.00
APAC Infra Project Pvt Ltd	3,364,973.00	1,629,800.00
APAC Ventures India Private Limited	21,407,170.00	50,000.00
Chetan Gupta & Associates	2,143,200.00	1,368,200.00
Crest Finvest Private Limited	10,000.00	10,000.00
D.G.Estates Private Limited	1,250,000.00	1,250,000.00
Danodia Impex Private Limited	2,500,000.00	-
Delhi Sugar Tradings Co.	1,507,626.00	15,047,106.00
Delicious Coco Water Private Limited	4,316,585.00	-
DRV Portfolio Private Limited	-	2,500,000.00

Expert Project Consultants Private Limited	1,743,880.00	5,760,000.00
Gupta Commodities Private Limited	787,361.00	-
Heartland City Developers Private Limited	5,000,000.00	-
Kushagra Exports Private Limited	2,500,000.00	-
LRA Real Estates Private Limited	5,275,000.00	-
Maha Laxmi Castles & Villas Private Limited	2,000,000.00	1,000,000.00
Orchid Infosolutions Private Limited	100,000.00	-
P.D. Fabrication Private Limited	26,437,000.00	35,100,000.00
PLG Constructions Private Limited	2,100,000.00	2,100,000.00
PLG Hospitality Private Limited	9,010,651.00	-
Qubic Information Systems Private Limited	-	1,800,000.00
RMP Holdings Private Limited	10,077,485.00	7,532,054.00
Rosebud Buildwell Private Limited	-	2,573,233.00
Sakar Portfolio Private Limited	94,500.00	94,500.00
Srishti Sales Corporation	-	500,000.00
STM Traders Private Limited	12,700,000.00	-
Team Realtors Private Limited	1,000,000.00	-
Turbo Buildwell Private Limited	1,000,000.00	-
VTS Management Consultants Private Limited	-	406,065.00
Wegman Constructions Private Limited	2,660,000.00	-
Wegman Industries Private Limited	17,500,000.00	-
Zeal Computech Private Limited	3,528,700.00	-
Total	146,593,615.00	80,695,458.00
Advances given to Others		
Particulars	As on 31/03/2012	As on 31/03/2011
Alka Mahendru	-	6,920,650.00
Ashish Mahindru	115,000.00	115,000.00
Ashok Mahindru	1,907,100.00	1,907,100.00
Ashutosh Mahindru	799,700.00	799,700.00
Atul Mahindru	200,000.00	200,000.00
M. G. Engineering	-	650,000.00
Pawan Gupta	-	400,000.00
Ravi Gupta	-	600,000.00
Ravi Parkash Singh	-	782,479.00
Sadhna Mahindru	2,551,911.00	10,051,911.00
Sheela Industries	-	1,057,479.00
Shoba Shagal	-	300,000.00
Yashpal Mahindru	511,239.00	511,239.00
Aditya Jain	-	1,000,000.00
Akdant Buildtech	20,000,000.00	-
Akesh Chand Jain	-	3,200,000.00
Akshay Enterprises	2,270,000.00	2,000,000.00
Arvind Steels	210,000.00	-
Ashish Jain	-	1,500,000.00
Auto spares	1,000,000.00	-
C D Modi HUF	500,000.00	-
Commilla Mohan	-	1,000,000.00
Dinesh Modi	1,750,000.00	-
Divya Khanna	2,500,000.00	-
Edit Factory	5,600,000.00	-
Gaurav & Associates	10,000,000.00	-
Hemant Kumar	1,000,000.00	-
Jagan Nath Arora	-	1,850,000.00
Kamla Rani Rajput	-	1,700,000.00
Mona Jain	3,033,600.00	3,033,600.00
Om Prakash Varma	-	100,000.00
Pawan Bansal	500,000.00	-
Pawan Bansal HUF	500,000.00	-
Pytex Hosiery	11,080,000.00	10,030,940.00

R P Mittal	2,500,000.00	-
Rajan Mehta	-	500,000.00
Rakesh Goel	-	200,000.00
Rakesh Mohan	-	1,500,000.00
Rashmi Varma	-	410,000.00
Rashmi Vij	30,000.00	-
Rimpy Bansal	500,000.00	-
Ritu Goel	600,000.00	-
S K Investments	-	1,000,000.00
Sahil Jain	-	1,000,000.00
Sanajy Jain	1,000,000.00	-
Sandeep Arora	-	750,000.00
Shantanu Prakash	-	51,775,342.00
Sidharth Jain	4,860,000.00	4,515,450.00
Silver Line	-	1,000,000.00
Sourav Steels	9,400,000.00	-
Uma Rani	-	750,000.00
Vibha Arora	-	750,000.00
Vidya Devi Yadav	-	1,750,000.00
Vinay Gupta	-	1,000,000.00
Total	84,918,550.00	116,610,890.00

Purshottam Investofin Limited

Regd Office : 119 First Floor, Vardhman Fortune Mall, Community Centre, G T Karnal Road, Delhi-110033

ING Bank Limited- A/c No. 612011012360

ING Bank Limited-31/03/2012

S. No.	Name of the party	Amount
Balance as per books		2,424,928.25
Cheques issued but not presented		
1	Sadhna Goel	100,000.00
2	Anirudh Goel	650,000.00
3	Shyam Goel	250,000.00
4	NSDL	33,708.00
5	NSDL	22,472.00
		1,056,180.00
Cheques Received but not yet Deposited		
1	Focus Infracon Private Limited	2,500,000.00
		2,500,000.00
	Balance as per bank	981,108.25

Purshottam Investofin Limited

**Regd Office :119,First Floor,Vardhaman Fortune Mall,Community Centre,G T Karnal Road, New
Delhi-110033**

**CASH FLOW STATEMENT
FOR THE PERIOD APRIL 01, 2011 TO MARCH 31, 2012**

S.No.	Particulars	Amount (Rs.)	
I.	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit Before Tax		123,857
	Add:Depreciation	12,750	
	Add:Preliminary Expenses Written Off	133,800	
	Add:Interest Paid	4,800,325	4,946,874
	Less:Profit on Sale of Fixed Assets	158,870	
	Less:Interest Income	6,822,930	
			6,981,800
	Adjustments(if any)		-
	Operating Profit before Working Capital Changes		(1,911,068)
	Adjustments for:		
	Increase/(Decrease) in Payables	116,464,351	
	Increase/(Decrease) in Other Current Liabilities & Provisions	1,338,381	
	(Increase)/Decrease in Other Current Assets	(2,918,233)	
	(Increase)/Decrease in Other Assets		114,884,499
	Cash Generated from Operations		112,973,430
	Income Tax Paid		23,202
	Interest Paid		4,800,325
	Net Cash flow Generated from Operating Activities (A)		108,149,904
II.	CASH FLOW FROM INVESTING ACTIVITIES		
	Sale of Fixed Assets	200,000	
	Less :Purchase of Goodwill		200,000
	Net Cash Flow Generated from Investing Activities (B)		200,000
III.	CASH FLOW FROM FINANCING ACTIVITIES		
	Proceeds from Interest Income	6,822,930	6,822,930
	Less : Repayment of Loans	18,170,960	
	Less: Loans & Advances Given	20,205,817	
	Less:Investment in Shares	76,900,000	115,276,777
	Net Cash Generated from Financing Activities (C)		(108,453,847)
IV.	Net increase in Cash & Cash Equivalentents (A - B - C)		(103,943)
	Cash and Cash equivalentents as on April 1,2011		2,276,831
	Cash and Cash equivalentents as on March 31,2012		2,172,888
V.	Cash & Cash equivalentents as stated in Balance Sheet		
	Cash in Hand		873,077
	Cash at Bank		1,299,813
	Cash & Cash equivalentents as stated in Balance Sheet		2,172,890

Purshottam Investofin Limited

For the Year ended 31st March, 2012

Background

Purshottam Investofin Limited ('The Company') was incorporated in India on 04th November 1988. The company is registered with Reserve Bank of India (RBI) as a Non-Banking financial Company vide Certificate No. B-14-01044 dated 14th May 2003. The company is primarily engaged in the business of NBFC (Non-Accepting Public Deposits). The accompanying financial statements reflect the results of the activities undertaken by the company from the period 1st April 2011 to 31st March, 2012.

1. Significant Accounting Policies

1.1. Basis of preparation of Accounts

The financial statements have been prepared under the historical cost convention in accordance with generally accepted accounting policies in India. The accounting standards notified by the Companies Act, 1956 and the provisions of the Companies Act, 1956 as adopted consistently by the Company.

The company follows the mercantile system of accounting and recognizes items of incomes and expenditure on accrual basis.

1.2. Taxation

Provision for current tax is determined as the amount of tax payable in respect of estimated taxable income for the year and in accordance with the provisions of Income Tax Act, 1961. Deferred tax is recognized using the enacted tax rates and laws as on the Balance Sheet date, subject to the consideration of prudence in respect of deferred tax assets on all timing differences, between taxable income and accounting income that originate in one period and are capable of reversal in one of more subsequent periods.

1.3. Earnings per share

The earnings considered in ascertaining the Company's EPS comprises the net profit after tax. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the period.

1.4. Investments

Long Term Investments are stated at cost less provision for permanent diminution, if any.

1.5. Revenue Recognition

Revenue is recognized to the extent that it can be reliably measured and is probable that the economic benefits will flow to the company.

1.6. Provisions & Contingencies

A provision is recognized when the company has a present obligation as a result of a past event, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and reliable estimate can be made of the amount of the obligation. Contingent Liabilities and Contingent Assets are neither recognized nor disclosed in the financial statements.

1.7. Cash and Cash Equivalents

Cash and cash equivalents comprise cash and cash deposit with banks.

**For Narinder Arora & Co.
Chartered Accountants
(Firm Reg. No.: 012262N)**

**For and on Behalf of the Board of Directors
Purshottam Investofin Limited**

**Sd/-
Pawan Gupta
Partner
Membership No.: 092170**

**Sd/-
Amit Jain
Director**

**Sd/-
Om Prakash Verma
Director**

**Place : New Delhi
Dated : 16th November, 2013**

Purshottam Investofin Limited

2. Additional Information And Notes Forming Part Of Balance Sheet As At 31st March, 2012

2.1 Contingent Liabilities : Nil

2.2 Terms/Rights attached to Equity Shares

The company had only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of company, the holders of equity shares will be entitled to receive remaining assets of company after distribution of all preferential amounts. The distribution will be in proportion of the number of equity shares held by the share holders.

2.3 Shareholders holding more than 5% shares in the company along with number of shares.

S. No.	Name of Shareholder	As on 31 st March, 2012		As on 31 st March, 2011	
		No. of shares	% of holding	No. of shares	% of holding
1	Ashok Mahindru	9,58,561	6.40	9,58,561	6.40
2	Atul Mahindru	9,61,875	6.40	9,61,875	6.40
3	Ashutosh Mahindru	32,01,750	21.30	32,01,750	21.30
4	VTS Management Consultants Private Limited	13,52,688	9.00	13,52,688	9.00
5	Sakar Portfolio Private Limited	Nil	Nil	10,61,750	7.06
Total		64,74,874	43.08	75,36,624	50.16

2.4 Earning Per Share

Particulars	2011-12	2010-11
Net Profit/(Loss) after tax (in Rs)	86,807/-	2,08,650/-
Weighted Average No. of Equity Shares	1,50,29,875	1,50,29,875
Earning Per Share (in Rs)	0.01	0.01
Nominal Value per equity share (in Rs)	10/-	10/-

2.5 Amount due to Micro, Small and Medium Enterprises

There are no Micro and Small Scale Business Enterprises to whom the company overdues, which are outstanding for more than 45 days as at 31st March, 2012. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company. Therefore, the prescribed disclosures for liability of interest on overdue payment have not been given.

2.6 The company has not recognized any permanent diminution in the investments and hence all the investment is stated at cost.

2.7 In the opinion of the management of the company, the current assets and loans & advances have realization value in the ordinary course at least equal to the figures stated in the balance sheet and provisions for all known liabilities have been made.

2.8 Previous year figures have been re-arranged & re-grouped wherever necessary.

**For Narinder Arora & Co.
Chartered Accountants
(Firm Reg. No.: 012262N)**

**For and on Behalf of the Board of Directors
Purshottam Investofin Limited**

**Sd/-
Pawan Gupta
Partner
Membership No.: 092170**

**Sd/-
Amit Jain
Director**

**Sd/-
Om Prakash Verma
Director**

**Place : New Delhi
Dated : 16th November, 2012**

3. Additional Information And Notes Forming Part Of Profit & Loss Account As At 31st March, 2012

3.1 Payment to Auditors

For Taxation Matters	:	Nil
For Company law Matters	:	Nil
For Management Fees	:	Nil
For Audit Fees	:	5,515/-
For Reimbursement of Expenses	:	Nil

3.2 Current Tax Payable : 37,050/-

3.3 Value of Import on CIF basis : Nil

3.4 Earning/Expenditure in Foreign Currency : Nil

**For Narinder Arora & Co.
Chartered Accountants
(Firm Reg. No.: 012262N)**

**For and on Behalf of the Board of Directors
Purshottam Investofin Limited**

**Sd/-
Pawan Gupta
Partner
Membership No.: 092170**

**Sd/-
Amit Jain
Director**

**Sd/-
Om Prakash Verma
Director**

**Place : New Delhi
Dated : 16th November, 2012**

Consolidated Financial Statements 2011-2012

AUDITOR'S REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

TO THE MEMBERS OF PURSHOTTAM INVESTOFIN LIMITED

1. We have audited the accompanying Consolidated Financial Statements of Purshottam Investofin Limited and its subsidiary Catalyst International Limited which comprise the consolidated Balance Sheet as at 31st March, 2012 and the Consolidated Statement of Profit & Loss and the Consolidated Cash Flow Statement for the period ended on that date and a summary of significant accounting policies and other explanatory information. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amount and disclosures in the consolidated financial statement. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall consolidated financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government in terms of section 227 (4A) of the Companies Act, 1956 we enclose in the annexure hereto a statement on the matters specified in the paragraphs 4 and 5 of the said order.
4. Further to our comments in the annexure referred to the above, we state that:-
 - (a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company, so far as appears from our examination of the books.
 - (c) The Consolidated Balance Sheet and the Statement of Profit & Loss Account dealt with by this report are in agreement with the books of account.
 - (d) In our opinion, the Consolidated Balance Sheet and the Statement of Profit & Loss Account dealt with by this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956.

- (e) In our opinion and to the best of our information and according to the explanation given to us, the said accounts read together with the significant accounting policies and other notes thereon give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
- (i) in the case of the Consolidated Balance Sheet, of the state of affairs of the Company as at 31st March, 2012,
 - (ii) in the case of the Consolidated Statement of Profit and Loss , of the Profit for the period ended on that date, and
 - (iii) in the case of Consolidated Cash Flow Statement, of the cash flows for the year ended on that date.
5. We did not audit annual accounts of subsidiary-Catalyst International Limited included in the accompanying consolidated financial statements whose financial statements and other financial information have been audited by other auditor and whose report has been furnished to us. Our opinion, in so far as it relates to the affairs of such subsidiary is based solely on the report of other auditor. Our opinion is not qualified in respect of this matter.

For Narinder Arora & Co.
(Chartered Accountants)
Firm Reg. No. : 012262N

Sd/-
Pawan Gupta
(Partner)
M. No.: 092170

Place: New Delhi
Date: 16th November, 2012

ANNEXURE TO THE AUDITORS REPORT

Referred to in paragraph (3) of our report of even date on the Consolidated Financial Statements for the year ended on 31st March, 2012 of M/s Purshottam Investofin Limited.

1. The Company has maintained adequate records showing particulars including quantitative details and location of Fixed Assets. As explained to us, fixed assets are physically verified by the management at reasonable intervals. We are informed that no material discrepancies were noticed on such verification. In our opinion and according to the information and explanations given to us, the company has not disposed of any substantial part of the fixed assets during the year.
2. The Company is a non banking financial company and does not hold any inventories. Accordingly clause (ii)(a), (ii)(b) and (ii)(c) of paragraph 4 of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
3. (a) As per the information and records made available, the company has not granted unsecured loans to any company covered in the register maintained under section 301 of the Act.

(b) The company has not taken unsecured loans from persons covered in the register maintained under section 301 of the Act.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and nature of its business with regard to purchase of inventory, fixed assets and for the sale of goods and services. There is no continuing failure to correct major weakness in the internal control system.
5. In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts and arrangements the particulars of which need to be entered in the register required to be maintained under Section 301 of the Companies Act, 1956 and recorded and entered in the register maintained under section 301 of the Companies Act, 1956.
6. The Company has not accepted any deposits from the public, within the meaning of Sections 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 during the year.

7. The Board of directors has passed a resolution for non acceptance of any public deposits.
8. The company has complied with the prudential norms relating to income recognition & accounting standards.
9. In our opinion the Company has an internal audit system commensurate with the size and nature of its business.
10. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956 for the business activities of the Company.
11. According to the records of the company, the company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Investor Education and Protection Fund, Income Tax, Sales Tax, Wealth Tax, Service tax, Custom Duty, Excise Duty, Cess and other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Investor Education and Protection Fund, Income Tax, Sales Tax, Wealth Tax, Service tax, Custom Duty, Excise Duty, Cess were outstanding, as at 31 March, 2012 which were due for more than six months from the date they became payable.
12. According to the information and explanations given to us, there are no dues of income tax, sales tax, service tax, excise duty, customs duty, wealth tax and cess that have not been deposited on account of any dispute.
13. The company has no accumulated losses at the end of financial year and and it has not incurred any cash losses in the current and immediately preceding Financial Year.
14. According to the records of the Company and the information and explanations given to us, there has been no default in repayment of dues to banks, financial institutions or debenture holders.
15. According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
16. In our opinion and according to the information and explanations given to us, the Company is not a chit fund or a nidhi/mutual benefit fund/society.

17. In our Opinion the company is not dealing or trading in shares, securities, debentures and any other investment.
18. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
19. The Company has not raised any term loan during the year.
20. According to the information and explanations given to us, the funds raised for short term purposes have not been used for Long term Investments.
21. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956.
22. The Company has not issued any debentures during the year.
23. The Company has not raised any money by way of public issues during the year.
24. According to information and explanation given to us we report that no fraud on or by the Company has been noticed or reported during the year.

**For Narinder Arora & Co.
(Chartered Accountants)
Firm Reg No. : 012262N**

**Sd/-
Pawan Gupta
(Partner)
M. No.: 092170**

**Place: New Delhi
Date: 16th November, 2012**

Purshottam Investofin Limited

Regd Office :119,First Floor,Vardhaman Fortune Mall,Community Centre,G T Karnal Road, New Delhi-110033

Consolidated Balance Sheet as at March 31, 2012

S.No	Descriptions	Note No.	Figures at the end	Figures at the end
			of current reporting	of previous
			As on 31.03.2012	As on 31.03.2011
<u>EQUITIES & LIABILITIES</u>				
I	<u>Shareholders Funds</u>			
	Capital	BS-A	150,298,750	150,298,750
	Reserve & Surplus	BS-B	(9,100,113)	(9,186,964)
II	<u>Non Current Liabilities</u>			
	Long Term Borrowings	BS-C	79,269,040	97,440,000
III	<u>Current Liabilities</u>			
	Trade Payables	BS-D	178,994,151	62,529,800
	Other Current Liabilities	BS-E	2,002,732	653,351
	Short Term Provisions	BS-F	37,460	23,202
Total (I + II + III)			401,502,020	301,758,139
<u>ASSETS</u>				
IV	<u>Non-Current Assets</u>			
	Fixed Assets	BS-G	81,075	134,955
	Goodwill arising pursuant to Consolidation		24,928	-
	Long Term Loans & Advances	BS-H	231,512,165	211,306,348
	Non Current Investments	BS-I	162,900,000	87,000,000
	Other Non Current Assets	BS-J	619,400	717,200
	Deferred Tax Assets		106,707	106,707
V	<u>Current Assets</u>			
	Cash & Cash Equivalents	BS-K	3,123,415	2,276,831
	Other Current Assets	BS-L	3,134,331	216,098
Total (IV + V)			401,502,020	301,758,139

Significant Accounting Policies & Notes to Accounts refer to above form an Integral Part of our financial statements
As per our report attached
For Narinder Arora & Co
Chartered Accountants
(Firm Reg. No.012262N)

For and on Behalf of the Board of Directors
Purshottam Investofin Limited

Sd/-
Pawan Gupta
Partner
Membership No: 092170

Sd/-
Pravin Santlal Jain
Director

Sd/-
Naman Jain
Director

Place : New Delhi
Dated : 16th November 2012

Purshottam Investofin Limited

Regd Office :119,First Floor,Vardhaman Fortune Mall,Community Centre,G T Karnal Road, New Delhi-110033

Consolidated Statement of Profit & Loss Account for the period ended March 31, 2012

S.No	Particulars	Note No.	Figures at the end	Figures at the end
			of current reporting period	of previous reporting period
			As on 31.03.2012	As on 31.03.2011
I	Revenue			
	Revenue from Operations	PL-A	7,596,555	3,141,722
	Other Income	PL-B	162,376	4,100
Total (I)			7,758,931	3,145,822
II	Expenses			
	Finance Cost	PL-C	4,800,450	887,125
	Depreciation and Amortization Expenses	PL-D	158,550	356,600
	Other Administrative Expenses	PL-E	2,674,749	1,776,952
Total (II)			7,633,748	3,020,677
III	Profit before Exceptional and Extraordinary Items and Tax (I - II)		125,182	125,145
IV	Exceptional Items		-	-
V	Profit before Extraordinary Items and Tax (III - IV)		125,182	125,145
VI	Extraordinary Items		-	-
VII	Profit before Tax (V - VI)		125,182	125,145
VIII	Tax Expenses			
	Current Tax		37,460	23,202
	Deferred Tax		-	(106,707)
Profit(Loss) for the Period (VII - VIII)			87,722	208,650
	Earning Per Equity Shares			
	Basic		0.01	0.01

Significant Accounting Policies & Notes to Accounts refer to above form an Integral Part of our financial statements
As per our report attached
For Narinder Arora & Co
Chartered Accountants
(Firm Reg. No.012262N)

For and on Behalf of the Board of Directors
Purshottam Investofin Limited

Sd/-
Pawan Gupta
Partner
Membership No: 092170

Sd/-
Pravin Santlal Jain
Director

Sd/-
Naman Jain
Director

Place : New Delhi
Dated : 16th November 2012

Purshottam Investofin Limited

Regd Office :119,First Floor,Vardhaman Fortune Mall,Community Centre,G T Karnal Road, New Delhi-110033

Notes to and forming Part of Consolidated Balance Sheet as at March 31, 2012

Note No.	Particulars	Figures at the end	Figures at the end
		of current reporting period As on 31.03.2012	of previous reporting period As on 31.03.2011
BS-A	Share Capital:		
	Authorized: 1,51,00,000 equity shares of Rs. 10/- each (Last Year 1,51,00,000 Equity Shares of Rs 10/- each)	151,000,000	151,000,000
	Issued, Subscribed and Paid up: Shares at the beginning of Accounting Period 1,50,29,875 Equity Shares of Rs 10/- each (Last Year 1,50,29,875 Equity Shares)	150,298,750	150,298,750
	Addition during the Year Nil Equity Shares of Rs 10/- each (Last Year Nil Equity Shares)	-	-
	Closing Capital	150,298,750	150,298,750
BS-B	Reserve & Surplus		
	Provision For Standard Assets At the beginning of Accounting Period	-	-
	Addition during the year	578,780	-
	At the end of Accounting Period (I)	578,780	-
	Statutory Reserve At the beginning of Accounting Period	25,029	25,029
	Addition during the year	24,771	-
	At the end of Accounting Period (II)	49,800	25,029
	Security Premium Account At the beginning of Accounting Period	7,341,550	7,341,550
	Addition during the year	-	-
	At the end of Accounting Period (III)	7,341,550	7,341,550
	Profit & Loss Account At the beginning of Accounting Period	(16,553,543)	(16,737,164)
	Addition during the year	86,807	183,621
	Add: Post Acquisition Profit	43	-
	Less: Appropriations-Transfer to Statutory Reserve (Pursuant to Section 45-IC of RBI Act, 1934)	(24,771)	-
	Less: Appropriations-Provision on Standard Assets (Pursuant to RBI, Notification No. 2010-11/370)	(578,780)	-
	At the end of Accounting Period (IV)	(17,070,244)	(16,553,543)
	Total	(9,100,113)	(9,186,964)
BS-C	Long Term Borrowings		
	Unsecured Loans From Others	79,269,040	97,440,000
	Total	79,269,040	97,440,000
BS-D	Trade Payables		
	Sundry Creditors	178,994,151	62,529,800
	Total	178,994,151	62,529,800
BS-E	Other Current Liabilities		
	Other Liabilities	2,002,732	653,351
	Total	2,002,732	653,351

BS-F	Short Term Provisions Provision for Income Tax		37,460	23,202
Total			37,460	23,202
BS-H	Long Term Loans & Advances Share Application Money Pending Allotment Advance given to Corporates Advance given to Others (Unsecured considered Good unless other stated)		- 146,593,615 84,918,550	14,000,000 80,695,458 116,610,890
Total			231,512,165	211,306,348
BS-I	Non Current Investments Investments in Equity Shares		162,900,000	87,000,000
Total			162,900,000	87,000,000
BS-J	Other Non Current Assets Misc. Expenses (to the extent not written off or adjusted) Preliminary & Pre Operative Expenses Opening Balance/Addition Add:Non-Current Assets of Subsidiary Company Less: Written off during the year Closing Balance		535,200 48,000 145,800 437,400	669,000 - 133,800 535,200
	Security Deposit		182,000	182,000
Total			619,400	717,200
BS-K	Cash & Cash Equivalents Balance with Scheduled Banks Cash in Hand		1,301,688 1,821,727	806,946 1,469,885
Total			3,123,415	2,276,831
BS-L	Other Current Assets Cheque in Hand Income Tax Refund(AY 2011-12) Tax Deducted at Source-AY 2011-2012 Tax Deducted at Source-AY 2012-2013		2,500,000 101,862 - 532,469	- 91,034 125,064 -
Total			3,134,331	216,098
<p>Significant Accounting Policies & Notes to Accounts refer to above form an Integral Part of our financial statements As per our report attached For Narinder Arora & Co Chartered Accountants (Firm Reg. No.012262N)</p>				
		For and on Behalf of the Board of Directors Purshottam Investofin Limited		
Sd/- Pawan Gupta Partner Membership No: 092170		Sd/- Pravin Santlal Jain Director		Sd/- Naman Jain Director
Place : New Delhi Dated : 16th November 2012				

Purshottam Investofin Limited

Regd Office :119,First Floor,Vardhaman Fortune Mall,Community Centre,G T Karnal Road, New Delhi-110033

Notes to and forming Part of Consolidated Statement of Profit & Loss for the year ended March 31, 2012

Note No.	Particulars	Figures at the end of current reporting period	Figures at the end of previous reporting period
		As on 31.03.2012	As on 31.03.2011
PL-A	Revenue from Operations		
	- Interest Income	6,822,930	3,141,722
	- Professional Receipts	773,625	-
Total		7,596,555	3,141,722
PL-B	Other Income		
	- Misc. Income	162,376	4,100
Total		162,376	4,100
PL-C	Financial Cost		
	- Bank Charges	1,129	203
	- Interest on Loan	4,799,321	886,922
Total		4,800,450	887,125
PL-D	Depreciation & Amortization Expenses		
	- Depreciation	12,750	222,800
	- Preliminary & Pre-Operative Expenses Written off	145,800	133,800
Total		158,550	356,600
PL-E	Other Administrative Expenses		
	- Conveyance	59,464	-
	- Commission Paid	-	1,000,000
	- Advertisement	-	17,944
	- Fees & Taxes	126,790	110,094
	- Insurance Expenses	9,233	10,003
	- Misc Expenses	9,589	13,904
	- Payment to Auditors	16,515	5,515
	- Electricity Expenses	-	13,611
	- Rent	-	31,050
	- Legal & Professional Expenses	135,190	83,192
	- Gratuity Expenses	-	10,496
	- Leave Encashment Expenses	-	1,143
	- ROC Filing Fees	1,500	-
- Salary Expenses	2,277,400	480,000	
- Travelling Expenses	39,068	-	
Total		2,674,749	1,776,952

Significant Accounting Policies & Notes to Accounts refer to above form an Integral Part of our financial statements
As per our report attached
For Narinder Arora & Co
Chartered Accountants
(Firm Reg. No.012262N)

For and on Behalf of the Board of Directors
Purshottam Investofin Limited

Sd/-
Pawan Gupta
Partner
Membership No: 092170
Place : New Delhi
Dated : 16th November 2012

Sd/-
Pravin Santlal Jain
Director

Sd/-
Naman Jain
Director

Purshottam Investofin Limited

Regd Office :119,First Floor,Vardhaman Fortune Mall,Community Centre,G T Karnal Road, New Delhi-110033

BS-G	Fixed Assets					
	Tangible & Intangible Assets					
	Gross Block	<u>Opening Balance</u>	<u>Addition</u>	<u>Deletion</u>	<u>Closing Balance</u>	
	- Computers	662,014	-	-	662,014	
	- Vehicles	2,211,062	-	2,211,062	-	
	- Furniture & fixtures	479,135	-	-	479,135	
	- Office Equipment	207,125	-	-	207,125	
	- Office Premises	27,948	-	-	27,948	
	- Generator	27,799	-	-	27,799	
	- Air Conditioner	23,900	-	-	23,900	
Total		3,638,984	-	2,211,062	1,427,922	
Total of the Previous Year		3,638,984		-	3,638,984	
	Depreciation Block					
- Computers	662,014	-	-	662,014		
- Vehicles	2,169,932	-	2,211,062	(41,130)		
- Furniture & fixtures	479,135	-	-	479,135		
- Office Equipment	163,862	9,838	-	173,700		
- Office Premises	7,811	456	-	8,267		
- Generator	19,773	1,320	-	21,093		
- Air Conditioner	1,502	1,135	-	2,637		
Total		3,504,029	12,750	2,211,062	1,305,717	
Total of the Previous Year		3,281,229	222,800	-	3,504,029	
	Net Block	<u>Current Year</u>	<u>Last Year</u>			
- Computers		-	-			
- Vehicles		-	41,130			
- Furniture & fixtures		-	-			
- Office Equipment		33,425	43,263			
- Office Premises		19,682	20,137			
- Generator		6,706	8,026			
- Air Conditioner		21,263	22,398			
Total		81,075	134,955			

Purshottam Investofin Limited

**Regd Office :119,First Floor,Vardhaman Fortune Mall,Community Centre,G T Karnal Road, New
Delhi-110033**

**CASH FLOW STATEMENT
FOR THE PERIOD APRIL 01, 2011 TO MARCH 31, 2012**

S.No.	Particulars	Amount (Rs.)	
I.	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit Before Tax		125,182
	Add:Depreciation	12,750	
	Add:Preliminary Expenses Written Off	145,800	
	Add:Interest Paid	4,800,450	4,958,999
	Less:Profit on Sale of Fixed Assets	158,870	
	Less:Interest Income	6,822,930	
			6,981,800
	Adjustments(if any)		-
	Operating Profit before Working Capital Changes		(1,897,618)
	Adjustments for:		
	Increase/(Decrease) in Payables	116,464,351	
	Increase/(Decrease) in Other Current Liabilities & Provisions	1,349,381	
	(Increase)/Decrease in Other Current Assets	(2,918,233)	
	(Increase)/Decrease in Other Assets	(48,871)	114,846,628
	Cash Generated from Operations		112,949,009
	Income Tax Paid		23,202
	Interest Paid		4,800,450
	Net Cash flow Generated from Operating Activities (A)		108,125,358
II.	CASH FLOW FROM INVESTING ACTIVITIES		
	Sale of Fixed Assets	200,000	
	Less :Purchase of Goodwill	24,928	175,073
	Net Cash Flow Generated from Investing Activities (B)		175,073
III.	CASH FLOW FROM FINANCING ACTIVITIES		
	Proceeds from Interest Income	6,822,930	6,822,930
	Less : Repayment of Loans	18,170,960	
	Less: Loans & Advances Given	20,205,817	
	Less:Investment in Shares	75,900,000	114,276,777
	Net Cash Generated from Financing Activities (C)		(107,453,847)
IV.	Net increase in Cash & Cash Equivalents (A - B - C)		846,583
	Cash and Cash equivalents as on April 1,2011		2,276,831
	Cash and Cash equivalents as on March 31,2012		3,123,415
V.	Cash & Cash equivalents as stated in Balance Sheet		
	Cash in Hand		1,301,688
	Cash at Bank		1,821,727
	Cash & Cash equivalents as stated in Balance Sheet		3,123,415

Purshottam Investofin Limited
Notes to Financial Statements
For the Year ended 31st March, 2012

Background

Purshottam Investofin Limited ('The Company') was incorporated in India on 04th November 1988. The company is registered with Reserve Bank of India (RBI) as a Non-Banking financial Company vide Certificate No. B-14-01044 dated 14th May 2003. The company is primarily engaged in the business of NBFC (Non-Accepting Public Deposits). The accompanying Consolidated financial statements reflect the results of the activities undertaken by the company & its subsidiary from the period 1st April 2011 to 31st March, 2012.

1. Significant Accounting Policies

1.1. Basis of preparation of Accounts

The consolidated financial statements of Purshottam Investofin Limited and its subsidiary Catalyst International Limited have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on an accrual basis and under the historical cost convention.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

1.2. Principle of Consolidation

The consolidated financial statements of the group have been prepared in accordance with the Accounting Standard 21 "Consolidated Financial Statements" notified by the Companies (Accounting Standards) Rules, 2006 (as amended).

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the company's separate financial statements.

The financial statements of the company and its subsidiary have been combined on a line-by-line by adding together book values of the like items of assets, liabilities, income & expenses after eliminating all intra group transactions and balances.

The company considered in the consolidated financial statements are listed below-

S.No.	Name of Subsidiary	Date of Acquisition	Proportion of Ownership Interest either directly or indirectly	
			As on Mar 31, 2012	As on Mar 31, 2011
1	Catalyst International Limited	Mar 15,2012	100%	NIL

1.3. Presentation and Disclosure of Financial Statements

During the year ended March 31,2012,the revised schedule VI notified under the Companies Act, 1956, has become applicable to the company, for preparation and presentation of its financial statements. The adoption of revised schedule VI does not impact recognition and measurement principles followed for preparation of financial statements. However, it has significant impact on presentation and disclosures made in the financial statements. The company has also reclassified the previous year figures in accordance with the requirements applicable in the current year.

1.3. Taxation

Provision for current tax is determined as the amount of tax payable in respect of estimated taxable income for the year and in accordance with the provisions of Income Tax Act, 1961. Deferred tax is recognized using the enacted tax rates and laws as on the Balance Sheet date, subject to the consideration of prudence in respect of deferred tax assets on all timing differences, between taxable income and accounting income that originate in one period and are capable of reversal in one of more subsequent periods.

1.4. Earnings per share

The earnings considered in ascertaining the Company's EPS comprises the net profit after tax. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the period. The Company does not have any diluted equity shares as at the period end.

1.5. Investments

Long Term Investments are stated at cost less provision for permanent diminution, if any.

1.7. Revenue Recognition

Revenue is recognized to the extent that it can be reliably measured and is probable that the economic benefits will flow to the company.

1.8. Provisions & Contingencies

A provision is recognized when the company has a present obligation as a result of a past event, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and reliable estimate can be made of the amount of the obligation. Contingent Liabilities and Contingent Assets are neither recognized nor disclosed in the consolidated financial statements.

1.9. Cash and Cash Equivalents

Cash and cash equivalents comprise cash and cash deposit with banks.

2.0. Pursuant to the scheme of arrangement, the company is in the process of corporate restructuring under section 391 & 394 of the Companies Act 1956.

**For Narinder Arora & Co.
Chartered Accountants
(Firm Reg. No.: 012262N)**

**For and on Behalf of the Board of Directors
Purshottam Investofin Limited**

**Sd/-
Pawan Gupta
Partner
Membership No.: 092170**

**Sd/-
Director
Amit Jain**

**Sd/-
Director
Om Prakash Verma**

**Place : New Delhi
Dated : 16th November, 2012**

Purshottam Investofin Limited

2. Additional Information And Notes Forming Part Of Balance Sheet As At 31st March, 2012

2.1 Contingent Liabilities : Nil

2.2 Terms/Rights attached to Equity Shares

The company had only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of company, the holders of equity shares will be entitled to receive remaining assets of company after distribution of all preferential amounts. The distribution will be in proportion of the number of equity shares held by the share holders.

2.3 Shareholders holding more than 5% shares in the company along with number of shares.

S. No.	Name of Shareholder	As on 31 st March, 2012		As on 31 st March, 2011	
		No. of shares	% of holding	No. of shares	% of holding
1	Ashok Mahindru	9,58,561	6.40	9,58,561	6.40
2	Atul Mahindru	9,61,875	6.40	9,61,875	6.40
3	Ashutosh Mahindru	32,01,750	21.30	32,01,750	21.30
4	VTS Management Consultants Private Limited	13,52,688	9.00	13,52,688	9.00
5	Sakar Portfolio Private Limited	Nil	Nil	10,61,750	7.06
Total		64,74,874	43.08	75,36,624	50.16

2.4 Earning Per Share

Particulars	2011-12	2010-11
Net Profit/(Loss) after tax (in Rs)	87,722/-	2,08,650/-
Weighted Average No. of Equity Shares	1,50,29,875	1,50,29,875
Earning Per Share (in Rs)	0.01	0.01
Nominal Value per equity share (in Rs)	10/-	10/-

2.5 Amount due to Micro, Small and Medium Enterprises

There are no Micro and Small Scale Business Enterprises to whom the company overdues, which are outstanding for more than 45 days as at 31st March, 2012. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company. Therefore, the prescribed disclosures for liability of interest on overdue payment have not been given.

2.6 The company has not recognized any permanent diminution in the investments and hence all the investment is stated at cost.

2.7 In the opinion of the management of the company, the current assets and loans & advances have realization value in the ordinary course at least equal to the figures stated in the balance sheet and provisions for all known liabilities have been made.

2.8 Previous year figures have been re-arranged & re-grouped wherever necessary.

**For Narinder Arora & Co.
Chartered Accountants
(Firm Reg. No.: 012262N)**

**For and on Behalf of the Board of Directors
Purshottam Investofin Limited**

**Sd/-
Pawan Gupta
Partner
Membership No.: 092170**

**Sd/-
Director
Amit Jain**

**Sd/-
Director
Om Prakash Verma**

**Place : New Delhi
Dated : 16th November, 2012**

3. Additional Information And Notes Forming Part Of Profit & Loss Account As At 31st March, 2012

3.1 Payment to Auditors

For Taxation Matters	:	Nil
For Company law Matters	:	Nil
For Management Fees	:	Nil
For Audit Fees	:	16,515/-
For Reimbursement of Expenses	:	Nil

3.2 Current Tax Payable : 37,460/-

3.3 Value of Import on CIF basis : Nil

3.4 Earning/Expenditure in Foreign Currency : Nil

**For Narinder Arora & Co.
Chartered Accountants
(Firm Reg. No.: 012262N)**

**For and on Behalf of the Board of Directors
Purshottam Investofin Limited**

**Sd/-
Pawan Gupta
Partner
Membership No.: 092170**

**Sd/-
Director
Amit Jain**

**Sd/-
Director
Om Prakash Verma**

**Place : New Delhi
Dated : 16th November, 2012**

Statement Pursuant To Section 212 of the Companies Act, 1956 Relating To Subsidiary Company

S. No	Particulars	Catalyst International Ltd Amount (Rs)
1	Date from which they became subsidiary	15.03.2012
2	Financial year of the subsidiary ended on	31 st March
3	Shares of the subsidiary held by Purshottam Investofin Limited on the above dates	
	1. Number of shares	1,00,000
	2. Face value	10
	3. Shareholding Percentage	100%
4	Net aggregate Profit/ (Loss) for the current year (in Rs.)	
	Net aggregate amounts of the profits or losses of the subsidiary so far it concerns the members of the holding company and is dealt with in the accounts of holding company :	
	1. for the financial year of the subsidiary	-
	2. for the previous financial years of the subsidiary since it became its subsidiary	-
	Net aggregate amounts of the profits or losses of the subsidiary so far it concerns the members of the holding company and is not dealt with in the accounts of holding company :	-
	1. for the financial year of the subsidiary	
	2. for the previous financial years of the subsidiary since it became its subsidiary	-
5	Material changes, if any between the end of the financial year of the subsidiary company and that of the Holding Company	-
6	Additional information on Subsidiary Companies	
	Share Capital	10,00,000
	Share Application Money Pending Allotment	-
	Reserves	(24,885)
	Total Assets	9,86,525
	Total Liabilities	9,86,525
	Investment(except in case of investment in subsidiaries)	-
	Turnover	29,850
	Profit before Taxation	1,325
	Provision for Taxation	410
	Interim/Proposed final Dividend (including Dividend Distribution Tax thereon)	-

For Purshottam Investofin Limited

Sd/-

Sd/-

Amit Jain
Director

Om Prakash Verma
Director

NOTICE

NOTICE is hereby given that the Annual General Meeting of the Members of **M/s. Catalyst International Limited** will be held as schedule below:

Date	: 17/12/2012
Day	: Monday
Time	: 11.00 A.M
Place	: 119, First Floor, Vardhman Fortune Mall, Community Centre, G.T Karnal Road, New Delhi-11033

ORDINARY BUSINESS

1. To receive, consider and adopt the Profit and Loss Account for the year ended 31st March, 2012 and the Balance Sheet as on that date together with the reports of the Directors and Auditors thereon.
2. To appoint a director in place of Mr. Om Prakash Verma, who retired by rotation and being eligible, offers himself for reappointment
3. To Consider and if deemed fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** M/s. Gaurav A Jain & Associates, Chartered Accountants, the retiring Auditors be and are hereby re-appointed as the Auditors of the Company to hold office from the conclusion of this meeting till the conclusion of next Annual General Meeting of the Company on such remuneration as may be fixed in this behalf by the Board of Directors of the Company."

SPECIAL BUSINESS

4. To consider and, if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION**:

REGULARIZATION OF DIRECTOR

"**RESOLVED THAT** Mr. Amit Jain, who was appointed as additional director of Company with effect from 15/03/2012 at the meeting of Board of Director of the Company who hold office till the date of this annual general meeting in terms of section 260 of the Companies Act, 1956, be is hereby appointed as a director liable to retire by rotation."

5. To consider and, if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION**:

REGULARIZATION OF DIRECTOR

“RESOLVED THAT Mr. Rakesh Goel, who was appointed as additional director of Company with effect from 15/03/2012 at the meeting of Board of Director of the Company who hold office till the date of this annual general meeting in terms of section 260 of the Companies Act, 1956, be is hereby appointed as a director liable to retire by rotation.”

6. To consider and, if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION**:

REGULARIZATION OF DIRECTOR

“RESOLVED THAT Mr. Om Prakash Verma, who was appointed as additional director of Company with effect from 15/03/2012 at the meeting of Board of Director of the Company who hold office till the date of this annual general meeting in terms of section 260 of the Companies Act, 1956, be is hereby appointed as a director liable to retire by rotation.”

**By Order of the Board of Directors
For Catalyst International Limited**

Sd/-
Om Prakash Verma
(Director)

Sd/-
Amit Jain
(Director)

Date: 14/11/2012

Place: New Delhi

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE COMPANY'S REGISTERED OFFICE NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

2. Corporate members are requested to send to the registered office of the company a duly certified copy of the board resolution, pursuant to section 187 of the Companies Act, 1956, authorizing their representative to attend and vote at the general meeting.
3. Members/ proxy holder are requested to bring their attendance slip duly signed so as to avoid inconvenience.
4. The explanatory statement pursuant to section 173(2) of the companies act, 1956, in respect of special business under item no. 3 to 5 above is annexed hereto and form part of this notice.

Item No. 3

Mr. Amit Jain was appointed as additional director of Company with effect from 15.03.2012 pursuant to applicable provisions of the Companies Act, 1956. Your Directors consider that the Company would be benefited and recommends the acceptance of the resolution and confirmation of his candidature as a Director of the Company

None of the Directors is interested in the appointment of Mr. Amit Jain, the proposed appointee.

Item No. 4

Mr. Rakesh Goel was appointed as additional director of Company with effect from 15.03.2012 pursuant to applicable provisions of the Companies Act, 1956. Your Directors consider that the Company would be benefited and recommends the acceptance of the resolution and confirmation of his candidature as a Director of the Company

None of the Directors is interested in the appointment of Mr. Rakesh Goel, the proposed appointee.

Item No. 5

Mr. Om Praksh Verma was appointed as additional director of Company with effect from 15.03.2012 pursuant to applicable provisions of the Companies Act, 1956. Your Directors consider that the Company would be benefited and recommends the acceptance of the resolution and confirmation of his candidature as a Director of the Company

None of the Directors is interested in the appointment of Mr. Om Praksh Verma, the proposed appointee.

**By Order of the Board of Directors
For Catalyst International Limited**

Sd/-
Om Prakash Verma
(Director)

Sd/-
Amit Jain
(Director)

Date: 14/11/2012
Place: New Delhi

DIRECTORS' REPORT TO THE MEMBERS

Dear Shareholders,

Your Directors have pleasure in presenting the Annual Report along with the financial statements of the Company for the financial year ended as on **March 31, 2012**

1. FINANCIAL HIGHLIGHTS

(In Rs)

CORPORATE RESULTS	March 31st, 2012	March 31st, 2011
Total Income	29,850.00	0.00
Less: Expenditure	28,525.00	25,800.00
Net Amount	1,325.00	(25,800.00)
Less : Provision for Taxation	410.00	0.00
Profit after Tax	915.00	(25,800.00)

3. PERFORMANCE REVIEW

During the year under review, the Company has a net Profit after tax of Rs. **915.00/-** as compared to loss of Rs. **25,800.00/-** in the previous year. The details of financial performance of the company are appearing in the Balance Sheet and Profit & Loss account for the year.

4. AMOUNT TRANSFERRED TO RESERVES

During the year under review, the company has not transferred any amount to the reserves of the company.

5. DIVIDEND

Keeping in view the future requirements of funds by the Company for its proposed growth and expansion, the Board expresses its inability to recommend any dividend from the available profit.

6. OPERATIONS

Your Company continues to take effective steps in broad-basing its range of activities. The performance of the Company during the period under review has been satisfactory.

7. FUTURE OUTLOOK

In the current year, your directors are putting up efforts and it is hoped that the company will do better in the current year. The outlook for the current year is also very bright and your directors are hopeful of doing a good business during the current year.

8. AUDITORS

M/s GAURAV A JAIN & ASSOCIATES, Chartered Accountants, retire as auditors of the company at the conclusion of the ensuing Annual General Meeting and have confirmed their eligibility and willingness to accept the office of the Auditors, if re-appointed.

The Company has received letters from the auditor to the effect that his reappointment, if made would be within the prescribed limit under Section 224(1B) of the Companies Act 1956 and is not disqualified for reappointment within the meaning of Section 226 of the said Act.

9. AUDITORS' REPORT

The notes to the Accounts referred to in the Auditors' Report are self-explanatory and therefore does not call for any further comment.

10. PARTICULARS OF EMPLOYEES UNDER SECTION 217(2A) OF THE COMPANIES ACT, 1956

None of the employee drew remuneration of Rs. 5,00,000/- or more per month or Rs. 60,00,000 /- or more per annum during the financial year **31/03/2012**. This information is furnished with respect to Section 217(2A) of the Companies Act, 1956 and the Companies (Particulars of the Employees) Rules, 1975 forming part of the Directors' Report.

11. DIRECTOR'S RESPONSIBILITY STATEMENT UNDER SECTION 217(2AA) OF THE COMPANIES ACT, 1956

Your Directors would like to confirm that:

- (i) in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (ii) 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 at the end of the financial year and of the profit or loss of the company for that period;
- (iii) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(iv) The directors had prepared the Annual Accounts on a going concern basis.

12. MATERIAL CHANGES

The following are the material changes and commitments, affecting the financial position of the Company between the end of the financial year of the company and the date of the Director's Report:

- 1.The Authorized Share Capital of the company has increased from Rs.10,00,000 (Rupees Ten Lac) to Rs. 75,00,000 on 28th September, 2012.
- 2.The Company is involved in Corporate restructuring under section 391 and 394 of the Companies Act, 1956 and had filed Petition with Delhi High Court for the scheme of Arrangement. The same is under consideration with Delhi High Court for approval.

13. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS/OUTGO

The requirement of disclosure, in terms of Section 217(1) (e) of the Companies Act, 1956 regarding conservation of energy and technology absorption does not apply to your Company. The company has been, however, making all possible attempts to reduce energy Conservation and has made full use of information technology in its operations. There is no foreign exchange earning / outgo during the financial year.

14. CHANGE IN COMPOSITION OF BOARD

The appointment and cessation of directors have been duly made.

S. No.	Name of Director	Appointment/ Resignation	Effective Date
1	Om Prakash Verma	Appointment	15/03/2012
2	Amit Jain	Appointment	15/03/2012
3	Rakesh Goel	Appointment	15/03/2012
4	Shyam Goel	Resignation	20/03/2012
5	Anirudh Goel	Resignation	20/03/2012
6	Sadhana Goel	Resignation	20/03/2012

15. SECRETARIAL COMPLIANCE CERTIFICATE

According to the proviso to sub section (1) of section 383A, the Company is required to file compliance certificate by a whole time Secretary as its paid up capital is Rs. 10 (Rupees Ten Lac Only) and must attach to the board's report a Compliance Certificate from a company secretary in whole time practice as to whether the provisions of the Act have been complied or not.

The compliance Certificate is attached herewith

16. ACKNOWLEDGEMENT

Your Directors would like to place on record their appreciation of the contribution made by employees at all levels, who, through their hard work, solidarity, co-operation, support, and commitment have enabled the Company to achieve the growth. The Board gratefully acknowledges the support and co-operation extended by the Bankers, Shareholders and other business associates.

**By Order of the Board of Directors
For CATALYST INTERNATIONAL LIMITED**

Sd/-

Sd/-

Om Prakash Verma
(Director)

Amit Jain
(Director)

Date: 14/11/2012

Place: New Delhi

AUDITOR'S REPORT

TO THE MEMBERS OF CATALYST INTERNATIONAL LIMITED

1. We have audited the attached Balance Sheet of **CATALYST INTERNATIONAL LIMITED** as at 31st March, 2012 and also the Profit & Loss Account for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statement. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government in terms of section 227 (4A) of the Companies Act, 1956 we enclose in the annexure hereto a statement on the matters specified in the paragraphs 4 and 5 of the said order.
4. Further to our comments in the annexure referred to the above, we state that:-
 - (a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company, so far as appears from our examination of the books.
 - (c) The Balance Sheet, Profit & Loss Account dealt with by this report are in agreement with the books of account.

- (d) In our opinion, the Balance Sheet and Profit & Loss Account dealt with by this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956.
- (e) On the basis of the written representation received from the director's, as on 31st March, 2012, and taken on record by the Board of Directors, we report that none of the directors are disqualified as on 31st March, 2012, from being appointed as a director, in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
- (f) In our opinion and to the best of our information and according to the explanation given to us, the said accounts read together with the significant accounting policies and other notes thereon give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
- (i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2012, and
 - (ii) in the case of the Profit and Loss Account, of the profit for the year ended on that date.

For Gaurav A Jain & Associates
Chartered Accountants
(Firm Reg. No.022339N)

Sd/-

Gaurav Jain
Proprietor
Membership No: 512348

Place: New Delhi
Date: 14th November 2012

ANNEXURE TO THE AUDITOR'S REPORT

Referred to in paragraph (3) of our report of even date on the financial statements for the year ended on 31st March, 2012 of CATALYST INTERNATIONAL LIMITED

1. There are no fixed assets in the company as on the balance sheet date hence clauses (i)(a), (i)(b) and (i)(c) of the order are not applicable to the company.
2. There are no inventories in the company hence clauses (ii)(a) , (ii)(b) and (ii)(c) of the order are applicable to the company.
3. (a) As per the information and records made available, the company has not granted unsecured loans to the companies covered in the register maintained under section 301 of the Act. Hence clause (iii)(b), (iii)(c) and (iii)(d) are applicable to the company.

(b) The company has not taken unsecured loans from persons covered in the register maintained under Section 301 of the Act. Hence, sub clause (c), (d) is not applicable to the company.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and nature of its business with regard to purchase of inventory, fixed assets and for the sale of goods and services. There is no continuing failure to correct major weakness in the internal control system.
5. In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts and arrangements the particulars of which need to be entered in the register required to be maintained under Section 301 of the Companies Act, 1956 and recorded and entered in the register maintained under section 301 of the Companies Act, 1956.
6. The Company has not accepted any deposits from the public, within the meaning of Sections 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975.

7. In our opinion the Company has an internal audit system commensurate with the size and nature of its business.
8. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956 for the business activities of the Company.
9. According to the records of the company, the company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Investor Education and Protection Fund, Income Tax, Sales Tax, Wealth Tax, Service tax, Custom Duty, Excise Duty, Cess and other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Investor Education and Protection Fund, Income Tax, Sales Tax, Wealth Tax, Service tax, Custom Duty, Excise Duty, Cess were outstanding, as at 31 March, 2012 which were due for more than six months from the date they became payable.
10. According to the information and explanations given to us, there are no dues of income tax, sales tax, service tax, excise duty, customs duty, wealth tax and cess that have not been deposited on account of any dispute.
11. The company is incorporated on 06th October, 2010. Since the company is registered for less than five years we are not required to comment on the same.
12. According to the records of the Company and the information and explanations given to us, there has been no default in repayment of dues to banks, financial institutions or debenture holders.
13. According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
14. In our opinion and according to the information and explanations given to us, the Company is not a chit fund or a nidhi/mutual benefit fund/society.
15. In our Opinion the company is not dealing or trading in shares, securities, debentures and any other investment.

16. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
17. The Company has not raised any term loan during the year.
18. According to the information and explanations given to us, the funds raised for short term purposes have not been used for Long term Investments.
19. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956.
20. The Company has not issued any debentures during the year.
21. The Company has not raised any money by way of public issues during the year.
22. According to information and explanation given to us we report that no fraud on or by the Company has been noticed or reported during the year.

For Gaurav A Jain & Associates
Chartered Accountants
(Firm Reg. No.022339N)

Sd/-
Gaurav Jain
Proprietor
Membership No: 512348

Place: New Delhi
Date: 14th November 2012

Catalyst International Limited
(Formerly Known As Om Dairy & Agro Products Limited)

Regd Office : 119, First Floor, Vardhman Fortune Mall, Community Centre, G.T. Karnal Road, New Delhi-110033

Balance Sheet as at 31st March, 2012

S.No	Descriptions	Note No.	Figures at the end of current reporting period	Figures at the end of previous reporting period
<u>EQUITIES & LIABILITIES</u>				
I	<u>Shareholders Funds</u>			
	Capital	BS-A	1,000,000.00	1,000,000.00
	Reserve & Surplus	BS-B	(24,885.00)	(25,800.00)
II	Share Application Money Pending Allotment		-	-
III	<u>Non Current Liabilities</u>			
	Long Term Borrowing		-	-
	Other Long Term Liabilities		-	-
IV	<u>Current Liabilities</u>			
	Short Term Borrowing		-	-
	Trade Payables		-	-
	Other Current Liabilities	BS-C	11,000.00	38,700.00
	Short Term Provisions	BS-D	410.00	-
Total (I + II + III + IV)			986,525.00	1,012,900.00
<u>ASSETS</u>				
V	<u>Non Current Assets</u>			
	Fixed Assets		-	-
	Non Current Investments		-	-
	Loans & Advances		-	-
	Other non current Assets	BS-E	36,000.00	48,000.00
VI	<u>Current Assets</u>			
	Trade Receivables		-	-
	Cash & Cash Equivalents	BS-F	950,525.00	964,900.00
	Short Term Loans & Advances		-	-
	Other Current Assets		-	-
Total (V + VI)			986,525.00	1,012,900.00

Auditor's Report

Signed in terms of our Separate Report of Even Date
For Gaurav A Jain & Associates
Chartered Accountants
(Firm Reg. No.022339N)

For and on Behalf of the Board of Directors
Catalyst International Limited

Sd/-
Gaurav Jain
Proprietor
Membership No: 512348

Sd/-
Amit Jain
Director

Sd/-
Om Prakash Verma
Director

Place : New Delhi
Dated : 14th November 2012

Catalyst International Limited

(Formerly Known As Om Dairy & Agro Products Limited)

Regd Office : 119, First Floor, Vardhman Fortune Mall, Community Centre, G.T. Karnal Road, New Delhi-110033

Statement of Profit & Loss Account for the period ended 31st March, 2012

S.No	Particulars	Note No.	Figures at the end of current reporting period	Figures at the end of previous reporting period
I	<u>Revenue</u> Professional Receipts	PL-A	29,850.00	-
Total (I)			29,850.00	-
II	<u>Expenses</u> Finance Cost Depreciation and Amortization Expenses Other Administrative Expenses	PL-B PL-C PL-D	125.00 12,000.00 16,400.00	- 12,000.00 13,800.00
Total (II)			28,525.00	25,800.00
III	Profit before Exceptional and Extraordinary Items and Tax (I - II)		1,325.00	(25,800.00)
IV	Exceptional Items		-	-
V	Profit before Extraordinary Items and Tax (III - IV)		1,325.00	(25,800.00)
VI	Extraordinary Items		-	-
VII	Profit before Tax (V - VI)		1,325.00	(25,800.00)
VIII	<u>Tax Expenses</u> Current Tax Deferred Tax		410.00 -	- -
Profit(Loss) for the Period (VII - VIII)			915.00	(25,800.00)
Basic & Diluted Earning Per Equity Share (As per point 2.4 of Notes to Accounts)			0.01	(0.26)

Auditor's Report

Signed in terms of our Separate Report of Even Date
For Gaurav A Jain & Associates
Chartered Accountants
(Firm Reg. No.022339N)

For and on Behalf of the Board of Directors
Catalyst International Limited

Sd/-
Gaurav Jain
Proprietor
Membership No: 512348

Sd/-
Amit Jain
Director

Sd/-
Om Prakash Verma
Director

Place : New Delhi
Dated : 14th November 2012

Catalyst International Limited

(Formerly Known As Om Dairy & Agro Products Limited)

Regd Office : 119, First Floor, Vardhman Fortune Mall, Community Centre, G.T. Karnal Road, New Delhi-110033

Notes to and forming Part of Balance Sheet as at 31st March, 2012

Note No.	Particulars	Figures at the end of current reporting period	Figures at the end of previous reporting period
BS-A	Share Capital:		
	<u>Authorised:</u> 100,000 equity shares of Rs. 10/- each (Last Year 100,000 Equity Shares of Rs 10/- each)	1,000,000.00	1,000,000.00
	<u>Issued, Subscribed and Paid up:</u> 100,000 equity shares of Rs. 10/- each (Last Year 100,000 Equity Shares of Rs 10/- each)	1,000,000.00	1,000,000.00
		1,000,000.00	1,000,000.00
BS-B	Reserve & Surplus		
	<u>General Reserve</u>		
	At the beginning of Accounting Period	-	-
	Addition during the year	-	-
	At the end of Accounting Period (I)	-	-
	<u>Security Premium Account</u>		
	At the beginning of Accounting Period	-	-
	Addition during the year	-	-
	At the end of Accounting Period (II)	-	-
	<u>Profit & Loss Account</u>		
At the beginning of Accounting Period	(25,800.00)	-	
Addition during the year (Balance in Statement of Profit & Loss A/c)	915.00	(25,800.00)	
At the end of Accounting Period (III)	(24,885.00)	(25,800.00)	
Grand Total (I + II + III)		(24,885.00)	(25,800.00)
BS-C	Other Current Liabilities		
	- Audit Fees Payable	11,000.00	11,000.00
	- Other Current Liability	-	27,700.00
Total		11,000.00	38,700.00

BS-D	Short Term Provisions			
	- Provision for Income Tax		410.00	-
Total			410.00	-
BS-E	Other Non Current Assets			
	<u>Misc. Expenses</u>			
	(to the extent not written off or adjusted)			
	Preliminary & Pre Operative Expenses			
	Opening Balance/Addition		48,000.00	60,000.00
Less: Written off during the year		12,000.00	12,000.00	
Closing Balance			36,000.00	48,000.00
BS-F	Cash & Cash Equivalents			
	<u>Balance with Schedule Banks</u>			
	- Punjab National Bank		1,875.00	-
	<u>Cash in Hand</u>		948,650.00	964,900.00
Total			950,525.00	964,900.00

Auditor's Report
Signed in terms of our Separate Report of Even Date
For Gaurav A Jain & Associates
Chartered Accountants
(Firm Reg. No.022339N)

For and on Behalf of the Board of Directors
Catalyst International Limited

Sd/-
Gaurav Jain
Proprietor
Membership No: 512348

Sd/-
Amit Jain
Director

Sd/-
Om Prakash Verma
Director

Place : New Delhi
Dated : 14th November 2012

Catalyst International Limited

(Formerly Known As Om Dairy & Agro Products Limited)

Regd Office : 119, First Floor, Vardhman Fortune Mall, Community Centre, G.T. Karnal Road, New Delhi-110033

Notes to and forming Part of Statement of Profit & Loss for the year ended 31st March, 2012

Note No.	Particulars		Figures at the end of current reporting period	Figures at the end of previous reporting period
PL-A	Professional Receipts - Professional Receipts		29,850.00	-
Total (Gross Revenue)			29,850.00	-
PL-B	Financial Cost - Bank Charges		125.00	-
Total			125.00	-
PL-C	Depreciation & Amortization Expenses - Depreciation - Preliminary & Pre-Operative Expenses Written off		- 12,000.00	- 12,000.00
Total			12,000.00	12,000.00
PL-D	Other Administrative Expenses - Payment to Auditors - Miscellaneous Expenses - ROC Charges		11,000.00 3,900.00 1,500.00	11,000.00 2,800.00 -
Total			16,400.00	13,800.00

Auditor's Report
Signed in terms of our Separate Report of Even Date
For Gaurav A Jain & Associates
Chartered Accountants
(Firm Reg. No.022339N)

For and on Behalf of the Board of Directors
Catalyst International Limited

Sd/-
Gaurav Jain
Proprietor
Membership No: 512348

Sd/-
Amit Jain
Director

Sd/-
Om Prakash Verma
Director

Place : New Delhi
Dated : 14th November 2012

Catalyst International Limited

For the Year ended 31st March, 2012

Background

Catalyst International Limited ('The Company') was incorporated in India on 06th October, 2010. The accompanying financial statements reflect the results of the activities undertaken by the company for the period from 1st April, 2011 to 31st March, 2012.

1. Significant Accounting Policies

1.1. Basis of preparation of Accounts

The financial statements have been prepared under the historical cost convention in accordance with generally accepted accounting policies in India. The accounting standards notified by the Companies Act 1956 and the provisions of the Companies Act 1956, as adopted consistently by the Company.

The company follows the mercantile system of accounting and recognizes items of incomes and expenditure on accrual basis

1.2. Presentation and disclosure of financial statements

During the year ended 31st March 2012, the revised Schedule VI notified under the companies Act 1956, has become applicable to the company, for preparation and presentation of its financial statements. The adoption of revised Schedule VI does not impact recognition and measurement principles followed for preparation of financial statements. However, it has significant impact on presentation and disclosures made in the financial statements. The company has also reclassified the previous year figures in accordance with the requirements applicable in the current year.

1.3. Taxation

Provision for current tax is determined as the amount of tax payable in respect of estimated taxable income for the year and in accordance with the provisions of Income Tax Act, 1961. Deferred tax is recognized using the enacted tax rates and laws as on the Balance Sheet date, subject to the consideration of prudence in respect of deferred tax assets on all timing differences, between taxable income and accounting income that originate in one period and are capable of reversal in one of more subsequent periods.

1.4. Earnings per share

The earnings considered in ascertaining the Company's EPS comprises the net profit after tax. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the period.

1.5. Revenue Recognition

Revenue is recognized to the extent that it can be reliably measured and is probable that the economic benefits will flow to the company

1.6. Provisions & Contingencies

A provision is recognized when the company has a present obligation as a result of a past event, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and reliable estimate can be made of the amount of the obligation. Contingent Liabilities and Contingent Assets are neither recognized nor disclosed in the financial statements.

1.7. Cash and Cash Equivalents

Cash and cash equivalents comprise cash and cash deposit with banks.

1.8. Related Party Disclosure

(a) The company is a wholly owned subsidiary of the “**Purshottam Investofin Limited**”.

(b) In the year ended 31st March 2012, there are no transactions between the parties.

1.9. Pursuant to scheme of arrangement, the company is in the process of corporate restructuring under section 391 & 394 of the Companies Act 1956.

**For Gaurav A Jain & Associates
Chartered Accountants
(Firm Reg. No. 022339N)**

**For and Behalf of the Board of Directors
Catalyst International Limited**

Sd/-

Sd/-

Sd/-

**Gaurav Jain
Proprietor
Membership No.: 512348**

**Amit Jain
Director**

**Om Prakash Verma
Director**

Place : New Delhi

Dated : 14th November, 2012

Catalyst International Limited

2. Additional Information And Notes Forming Part Of Balance Sheet As At 31st March, 2012

2.1 Contingent Liabilities : Nil

2.2 Terms/Rights attached to Equity Shares

The company had only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of company, the holders of equity shares will be entitled to receive remaining assets of company after distribution of all preferential amounts. The distribution will be in proportion of the number of equity shares held by the share holders.

2.3 Shareholders holding more than 5% shares in the company along with number of shares.

S.No	Name of Shareholder	As on 31 st March, 2012		As on 31 st March, 2011	
		No. of shares	% of holding	No. of shares	% of holding
1	Anirudh Goel	-	-	25,000	25.00
2	Ashish Gupta	-	-	10,000	10.00
3	Neha Gupta	-	-	10,000	10.00
4	Nidhi Goel	-	-	10,000	10.00
5	Sadhna Goel	-	-	10,000	10.00
6	Vernika Gupta	-	-	10,000	10.00
7	Shyam Goel	-	-	25,000	10.00
8	Purshottam Investofin Limited*	99,994	99.99	-	-
Total		99,994	99.99	1,00,000	100.00

* 100 % paid-up capital is acquired by the parent company i.e. "Purshottam Investofin Limited". Also, it has appointed its 6 nominees with 1 share each.

2.4 Earnings Per Share

Particulars	2011-12	2010-11
Net Profit/(Loss) after tax (in Rs)	915/-	(25,800)/-
Weighted Average No. of Equity Shares	1,00,000	1,00,000
Earning Per Share (in Rs)	0.01	(0.26)
Nominal Value per equity share (in Rs)	10/-	10/-

2.5 Amount due to Micro, Small and medium Enterprises

There are no Micro and Small Scale Business Enterprises to whom the company owes, which are outstanding for more than 45 days as at 31st March, 2012. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company. Therefore, the prescribed disclosures for liability of interest on overdue payment have not been given.

2.6 In the opinion of the management of the company, the current assets and loans & advances have realization value in the ordinary course at least equal to the figures stated in the balance sheet and provisions for all known liabilities have been made.

**As per our report of even date attached
For Gaurav A Jain & Associates
Chartered Accountants
Firm Reg. No. 022339N**

**Sd/-
Gaurav Jain
Proprietor
Membership No.: 512348**

**Place : New Delhi
Dated : 14th November, 2012**

**For and on behalf of
Catalyst International Limited**

**Sd/-
Amit Jain
Director**

**Sd/-
Om Prakash Verma
Director**

3. Additional Information And Notes Forming Part Of Profit & Loss Account As At 31st March, 2012

3.1 Payment to Auditors

For Taxation Matters	:	Nil
For Company law Matters	:	Nil
For Management Fees	:	Nil
For Audit Fees	:	11,000/-
For Reimbursement of Expenses	:	Nil

3.2 Current Tax Payable : 410/-

3.3 Value of Import on CIF basis : Nil

3.4 Earning/Expenditure in Foreign Currency : Nil

**As per our report of even date attached
For Gaurav A Jain & Associates
Chartered Accountants
Firm Reg. No. 022339N**

**For and on behalf of
Catalyst International Limited**

**Sd/-
Gaurav Jain
Proprietor
Membership No.: 512348**

**Sd/-
Amit Jain
Director**

**Sd/-
Om Prakash Verma
Director**

**Place : New Delhi
Dated : 14th November, 2012**

PURSHOTTAM INVESTOFIN LIMITED

REGISTERED OFFICE: 119, FIRST FLOOR, VARDHMAN FORTUNE MALL, COMMUNITY CENTRE, G.T. KARNAL ROAD, DELHI- 110033

E- Mail: purshottaminvestofin@gmail.com

ATTENDANCE SLIP

Members attending the Meeting in person or by Proxy or as Authorised Representatives are requested to complete this attendance slip and hand it over at the entrance of the Meeting hall. Joint shareholders may obtain additional Attendance Slip at the venue of the meeting.

I hereby record my presence at the **ANNUAL GENERAL MEETING** of **PURSHOTTAM INVESTOFIN LIMITED** at 119, First Floor, Vardhman Fortune Mall, Community Centre, G.T. Karnal Road, Delhi- 110033 (address), at 3:00 p.m. on Monday, December 17, 2012.

Full name of the Shareholder (in capital letters) _____

Address _____

Signature _____

Folio No. _____

Full name of Proxy/Authorised Representative (in capital letters) _____

Signature of Proxy /Authorised Representative _____

Note: Shareholder/Proxy holder/Authorised Representative desiring to attend the Meeting should bring his copy of the Annual Report to the Meeting.

PURSHOTTAM INVESTOFIN LIMITED

REGISTERED OFFICE: 119, FIRST FLOOR, VARDHMAN FORTUNE MALL, COMMUNITY CENTRE, G.T. KARNAL ROAD, DELHI- 110033

E- Mail: purshottaminvestofin@gmail.com

FORM OF PROXY

Regd. Folio No.....

I/We _____ of _____ being a Member(s) of PURSHOTTAM INVESTOFIN LIMITED hereby appoint _____ of _____ or failing him _____ of _____ as my/our proxy to vote for me/ us on my/ our behalf at the _____ Annual General Meeting of the Company, to be held on the _____ day of _____ and at _____ a.m./p.m. and at any adjournment thereof.

Signed this _____ day of _____ 20_____.

Affix Revenue Stamp

Notes:

- a. The Proxy, to be effective, must be received at the Registered Office of the Company not less than forty-eight hours before the time fixed for the Meeting.
- b. A Proxy need not be a Member of the Company.
- c. In the case of joint holders, the vote of the senior who tenders the vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holder(s). Seniority shall be determined by the order in which the names stand in the Register of Members.
- d. The submission by a Member of this Proxy form will not preclude such Member from attending in person and voting at the Meeting.