

D.K. Jhanwar & Associates  
Chartered Accountants

201, CITI MALL, 1<sup>ST</sup> FLOOR,  
LINK ROAD, ANDHERI (W)  
MUMBAI-400 053

## Independent Auditor's Report

To the Members of

M/s. Agamesh Properties Pvt. Ltd

### Report on the Financial Statements

We have audited the accompanying financial statements of M/s. Agamesh Properties Pvt. Ltd, which comprise the Balance Sheet as at 31<sup>st</sup> March, 2013, the Statement of Profit and Loss for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**Certified True Copy**



For Agamesh Properties Private Limited

  
Director / Authorised Signatory

## Opinion

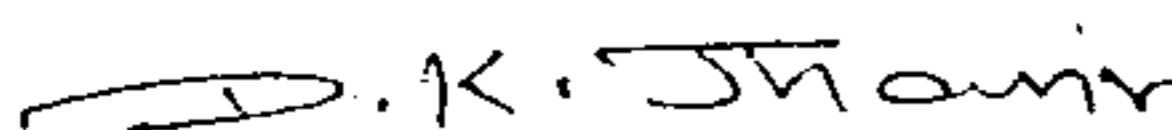
In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March, 2013;
- (b) in the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date, and

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we have not enclosed the said statement as the same is applicable not to the Company due to the conditioned laid down.
2. As required by Section 227(3) of the Act, we report 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 it appears from our examination of those books.
  - (c) The Balance Sheet, Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the Balance Sheet, Statement of Profit and Loss comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Act.
  - (e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2013 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2013 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act.

For D.K. Jhanwar & Associates  
Chartered Accountants  
FRN: 133091W

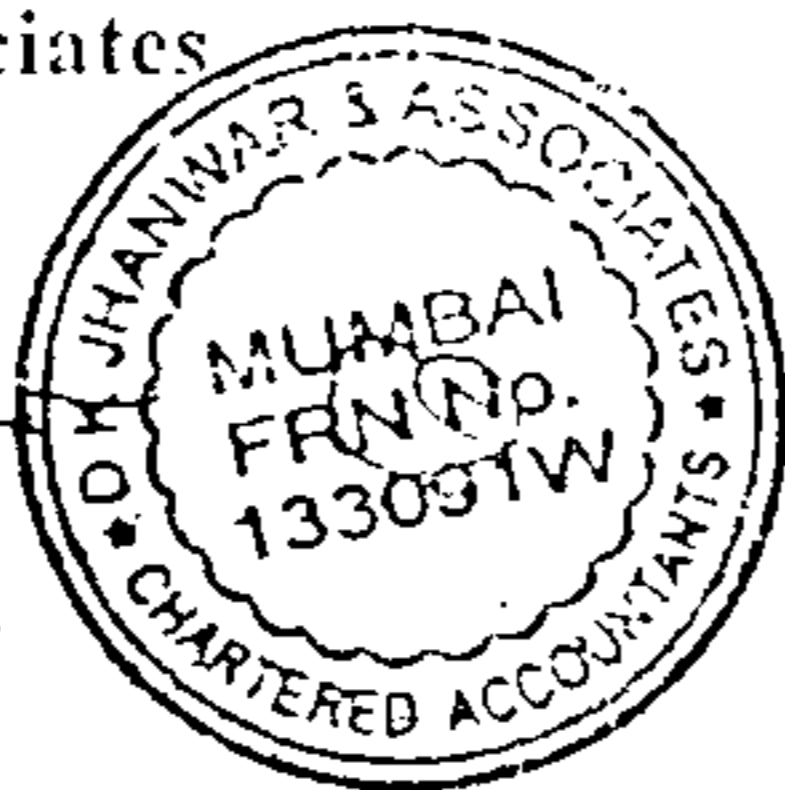
  
(CA Dev Kishan Jhanwar)

Proprietor

M.N. 046928

Place: Mumbai

Dated: 19 JUL 2013



**AGAMESH PROPERTIES PRIVATE LIMITED**

**BALANCE SHEET AS AT 31ST MARCH 2013**

( Amounts in Rupees )

Particulars	Notes	As at 31st March 2013
<b>Equity and Liabilities</b>		
<b>Shareholder's Funds</b>		
Share Capital	3	100 000
Reserves and Surplus	4	898,514
<b>Current Liabilities</b>		
Trade Payable & other Liability	5	259,351
Short Term Provisions	6	401,795
<b>Total</b>		<b>1,659,660</b>
<b>Assets</b>		
<b>Non-Current Assets</b>		
Non-Current Investments		
<b>Current Assets</b>		
Trade Receivable & other Current Assets	7	1,574,160
Cash and Bank Balances	8	85,500
<b>Total</b>		<b>1,659,660</b>

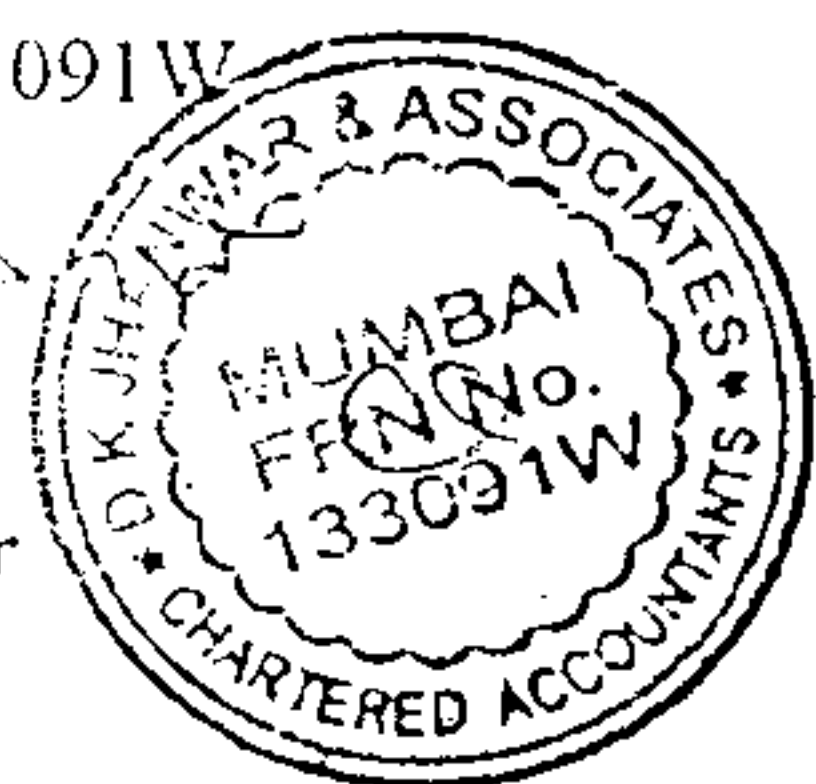
The accompanying notes 1 to 9 are an integral part of the Financial Statement

For D.K. Jhanwar & Associates.

Chartered Accountants

Firm Registration No. 133091W

*D.K. Jhanwar*



CA Dev Kishan Jhanwar

Proprietor

Membership No. 046928

Mumbai,

19 JUL 2013

For and on behalf of the Board

*[Signature]*

Director

*[Signature]*

Director

**Certified True Copy**

For Agamesh Properties Private Limited

*[Signature]*

Director / Authorised Signatory

**AGAMESH PROPERTIES PRIVATE LIMITED**

**STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH 2013**

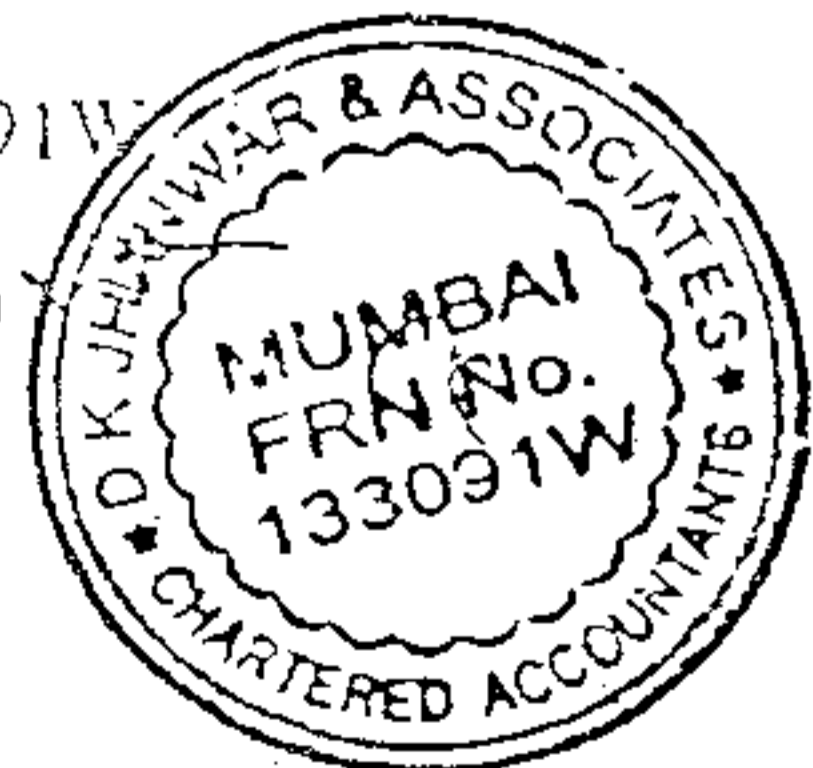
(Amounts in Rupees)

Particulars	Notes	From 3rd July 2012 to 31st March 2013
Income		
Consultancy Income		1,500,000
<b>Total</b>		<b>1,500,000</b>
Expenses		
Rates and taxes		1,600
Legal and Professional charges		163,100
Payment to Auditors		
-Audit fees		15,000
-other matter		-
Conveyance Expenses		3,366
Preliminary Expenses W/off		14,500
Printing & stationery		2,125
<b>Total</b>		<b>199,691</b>
<b>Profit/ (Loss) before tax</b>		<b>1,300,309</b>
Less:-Tax expense:		
Current tax		401,795
Deferred tax		-
<b>Profit/(Loss) after tax</b>		<b>898,514</b>
Earnings/(Loss) per equity share:	9	
(1) Basic		89.85
(2) Diluted		89.85
Nominal value of equity shares		

The accompanying notes 1 to 9 are an integral part of the Financial Statement

For D.K. Jhanwar & Associates.  
Chartered Accountants  
Firm Registration No. 133091W

*D.K. Jhanwar*  
CA Dev Kishan Jhanwar  
Proprietor  
Membership No. 016928  
Mumbai, 19 JUL 2013



For and on behalf of the Board

*Qam* Director      *Awgah* Director

**Certified True Copy**

For Agamesh Properties Private Limited

*Qam*  
Director / Authorised Signatory



**AGAMESH PROPERTIES PRIVATE LIMITED**

**Notes forming part of the financial statements**

(Amount in Rupees)

	As At 31st March 2013
<b>3. Share Capital</b>	
Authorised 10,000 (10,000) Equity Shares of Rs 10/- each	100,000
	100,000
Issued, Subscribed and fully paid up 10,000 (10,000) Equity Shares of Rs 10/- each fully paid up	100,000
<b>Total</b>	<b>100,000</b>

**a. Reconciliation of number of Equity shares and Equity Share Capital**

	As at 31st March 2013	
	Number of Equity Shares	Rupees
At the beginning of the year	-	-
Add : Changes during the period	10,000	100,000
Outstanding at the end of the year	10,000	100,000

**b. Details of Shareholders holding more than 5 percent shares**

Name of Shareholders	As at 31st March 2013	
	Number of Equity Shares	Percentage (%) of Shareholding
Prime Publishing Private Limited	10,000	100.00%

**c. Terms/ rights attached to equity shares**

The Company has 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. The Company declares and pays dividend in Indian Rupees. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**d. Shares held by Holding Company**

	As at 31st March 2013
Prime Publishing Private Limited	10,000

	As at 31st March 2013
<b>4. Reserves and Surplus</b>	
Surplus/ (Deficit) in Statement of Profit and Loss	
As per last Balance sheet	-
Add: Profit/ (Loss) for the year	898,514
<b>Total</b>	<b>898,514</b>



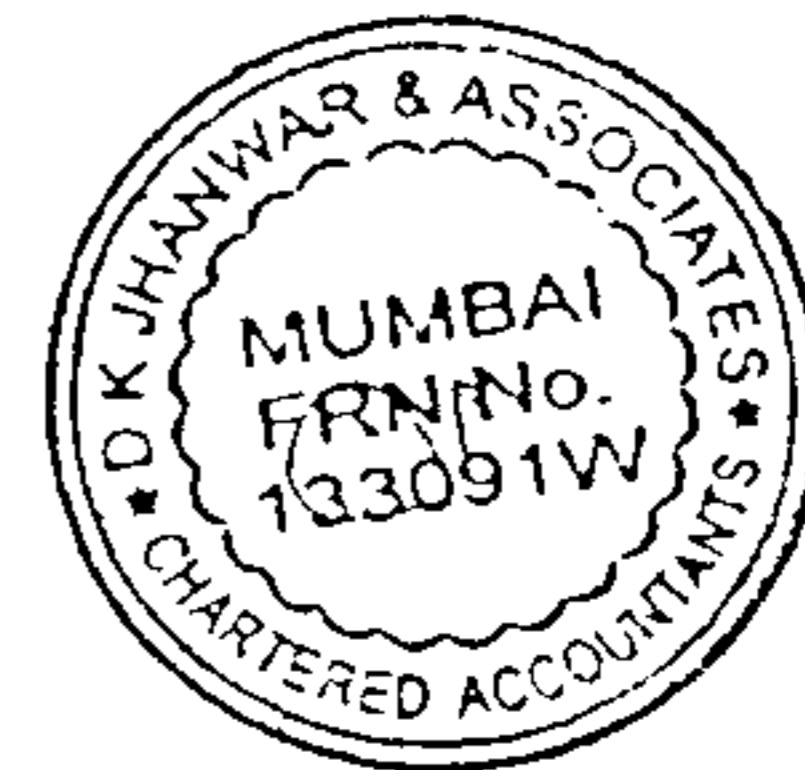
AGAMESH PROPERTIES PRIVATE LIMITED

		As at 31st March 2013
<b>5. Trade Payable &amp; other liability</b>		
Service Tax Payable		74,160
Other Expenses payable		185,191
	<b>Total</b>	<b>259,351</b>

		As at 31st March 2013
<b>6. Short Term Provisions</b>		
Provision for Income Tax		401,795
	<b>Total</b>	<b>401,795</b>

		As at 31st March 2013
<b>7. Trade Receivable &amp; other Current Assets</b>		
Trade Receivable		1,574,160
	<b>Total</b>	<b>1,574,160</b>

		As at 31st March 2013
<b>8. Cash and Bank Balances</b>		
Cash in hand		85,500
	<b>Total</b>	<b>85,500</b>



## AGAMESH PROPERTIES PRIVATE LIMITED

### 1 Corporate Information

Agamesh Properties Private Limited ("the Company") is incorporated in State of Maharashtra on 3rd July, 2012. Prime Publishing Private Limited, the holding company, holds the entire equity share capital of the Company.

### 2 Significant Accounting Policies

#### (i) Basis of Preparation

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on accrual basis and comply in all material aspects with the accounting standards notified under Section 211 (3C), Companies(Accounting Standards) Rules, 2006, and the provisions of the Companies Act, 1956.

#### (ii) Use of estimates

The preparation of financial statements requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, as of the date of the financial statements and the reported amount of revenue and expenses of the year. Actual results could differ from these estimates. Any revision to estimates is recognised prospectively in current and future periods.

#### (iii) Investments

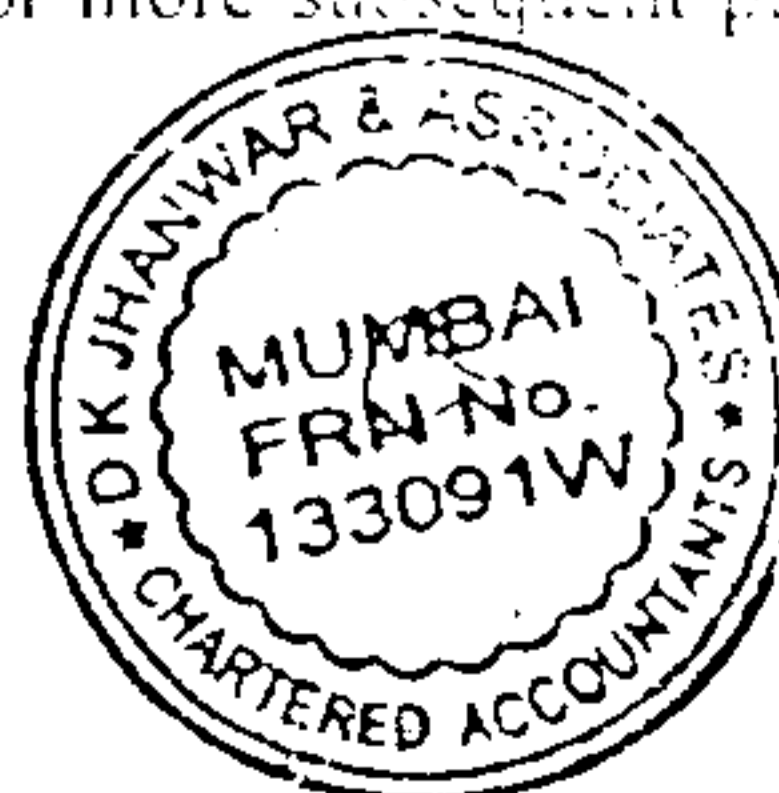
Investments intended to be held for more than one year, from the date of acquisition, are classified as long term and are carried at cost. Provision for diminution in value of these investments is made to recognize a decline other than temporary.

#### (iv) Revenue recognition

- (a) Dividend income is recognised when the Company's right to receive dividend is established.
- (b) Interest income is recognised on a time proportion basis taking into account outstanding and the applicable interest rate.

#### (v) Accounting for taxes on income

- (a) Current Tax is determined as the amount of tax payable in respect of its taxable income as per the provisions of the Income Tax Act, 1961.
- (b) Deferred tax is recognized, subject to consideration of prudence in respect of deferred tax asset, on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods and measured using tax rates and laws enacted.



(vi) **Earnings Per Share**

Basic earnings per share is computed and disclosed using the weighted average number of equity shares outstanding during the year. Dilutive earnings per share is computed and disclosed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the year, except when the results would be anti-dilutive.

(vii) **Provisions, Contingent Liabilities and Contingent Assets**

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes to accounts. Contingent Assets are neither recognized nor disclosed in the financial statements.

(viii) **Micro, Small and Medium Enterprises**

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. No Information was provided by the management about dues of Micro, Small and Medium Enterprises. So we are not able to give any disclosure about outstanding dues to Micro and Small enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006.

(ix) **Segment Reporting**

The Company does not have any reportable business segment in context of Accounting Standard 17 "Segment Reporting", hence not applicable.

(x) **Related Party Transactions**


**Holding Company**  
Prime Publishing Private Limited

No Related Party transaction taken place during the period.

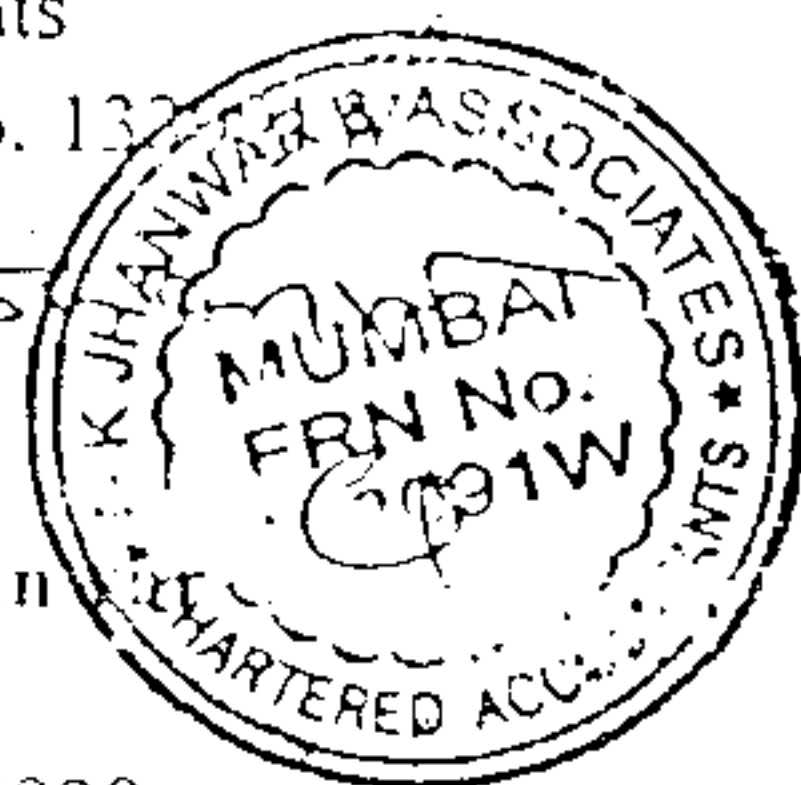
(xi) **This is the first year of incorporation so the accounts has been prepared for the period 3rd July, 2012 to 31st March, 2013 and there is no corosponding previous year figure available.**

For D.K. Jhanwar & Associates,  
Chartered Accountants  
Firm Registration No. 132

For and on behalf of Board of Directors

  
Dev Kishan Jhanwar  
Proprietor

Membership No. 046928  
Mumbai, 19 JUL 2013



  
Director

  
Director



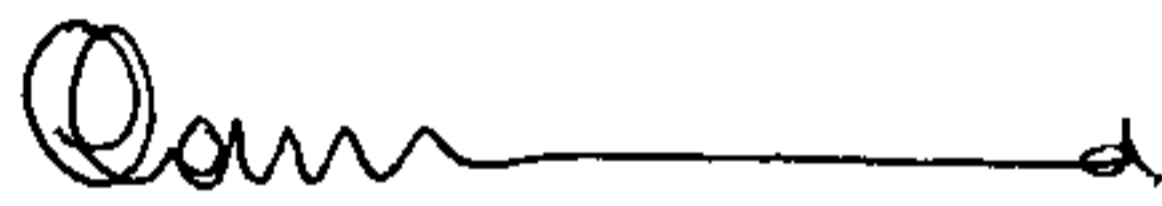
AGAMESH PROPERTIES PRIVATE LIMITED

9 EARNINGS PER SHARE:

Particulars	Current Year 2012-2013 (Rs.)
Net profit after tax as per profit and loss account (Rs.)	898,514
Weighted average number of equity shares outstanding during the period/year for basic earnings per share (No.)	10,000
Diluted earning for the period/year (Rs.)	898,514
Weighted average number of equity shares outstanding during the period/year for diluted earnings per share (No.)	10,000
Basic earnings per share (Rs.)	89.85
Diluted earnings per share (Rs.)	89.85
Nominal value of share (Rs.)	10

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For Agamesh Properties Private Limited



Director / Authorised Signatory

