

# PRIMAX FISCAL SERVICES LIMITED

## DIRECTORS' REPORT TO THE MEMBERS

Your Directors have pleasure in presenting the 21<sup>st</sup> Annual Report together with Audited Accounts of the Company for the year ended 31<sup>st</sup> March 2012.

### FINANCIAL RESULTS:

	For the Year Ended 31-03-2012 <u>Rs. In Lakhs</u>	For the Year Ended 31-03-2011 <u>Rs. In Lakhs</u>
Gross Revenue	146.21	780.78
Profit/(Loss) before Tax	67.28	(28.30)
Provision for Taxation	13.50	0.85
Profit/(Loss) after Tax	52.35	(29.15)
Transfer to Reserve Fund	10.47	0.00
Add: Balance brought forward from Previous Year	82.43	(53.28)
Balance Carried to Balance Sheet	(40.55)	(82.43)

### DIVIDEND

With view to strength the financial position of the Company, your Director has not recommended any Dividend.

### DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies (Amendment) Act, 2000, the Directors 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) that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that were 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 of the Company for that period;
- iii) that 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) that the Directors had prepared the Annual Accounts on a going concern basis.

### CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges, a separate section titled "Corporate Governance" is attached to this Annual Report and as marked Annexure I

### MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis has been annexed to this report in terms of the Listing Agreement and marked as Annexure II

## **LISTING**

The Company's shares are listed on The Calcutta Stock Exchange and The Stock Exchange, Ahmedabad. The Listing fees to the Stock Exchanges for the year 2012-13 have been paid.

## **DIRECTORS**

In accordance with the Company's Articles of Association, Sharad Kedia, Director of the Company retires by rotation and being eligible, offer himself for re-appointment.

## **FIXED DEPOSITS**

The Company has not accepted any Fixed Deposit during the year ended 31<sup>st</sup> March 2012 from public.

## **COMPLIANCE CERTIFICATE**

The Company has received a Certificate u/s 383A of the Companies Act, 1956 from M/s Babu Lal Patni, whole time practice in the prescribed form within prescribed time and a copy of which is enclosed with the report of Directors.

## **AUDITORS AND AUDITORS' REPORT**

During the year M/s Agarwal Maheswari & Co., Chartered Accountants, Auditors of the retires at the conclusion of the Nineteenth Annual General Meeting and being eligible offer themselves for re-appointment. The Company has also received a certificate from them under section 224 (1-B) of the Companies Act, 1956.

The report of the Auditor is self-explanatory and does not require any further elaboration.

## **DISCLOSURE OF PARTICULARS**

The Company has no employee in the Category as specified in the provisions of Section 217 (2A) of the Companies Act, 1956.

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, AND FOREIGN EXCHANGE EARNING**

The Company being basically in the financial sector, requirements regarding the disclosure of particulars of conservation of energy and technology absorption prescribed by the rules are not applicable. The Company has no foreign exchange inflow or outflow during the year under review.

## **ACKNOWLEDGMENTS**

Your Directors would like to express their appreciation of the co-operation and assistance received from the officers and staff, shareholders, bankers and other business constituents during the year under review.

By Order of the Board



Chairman

Place:

33-A, Jawaharlal Nehru Road,  
6<sup>th</sup> Floor, Kolkata-700 071

**Date: 31.05.2012**

# **PRIMAX FISCAL SERVICES LIMITED**

## **ANNEXURE TO THE DIRECTORS REPORT**

### **STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956 RELATING TO SUBSIDIARY COMPANIES :**

1	Name of the Company	Kalyan Vincom (P) Limited
2	Financial Year of the Subsidiary Company ended on	31 <sup>st</sup> March 2012
3	No. of Equity Shares in the Subsidiary Company held by Lyons Corporate Market Limited including its nominees	10,000 (100%)
4	The Net aggregate of Profit/(Loss) of the Subsidiary Company so far it concerns the members of Lyons Corporate Market Limited	
	i) Dealt with in the accounts of Lyons Corporate Market Limited	
	a For the Subsidiary's Financial Year ended 31 <sup>st</sup> March 2012	Nil
	b For the Previous Financial Year of Subsidiary since it became Subsidiary	N.A.
	ii) Not dealt with in the accounts of Lyons Corporate Market Limited	
	a For the Subsidiary's Financial Year ended 31 <sup>st</sup> March 2012	Rs. (23,477)
	b For the Previous Financial Year of Subsidiary since it became Subsidiary	N.A.

## **ANNEXURE –I CORPORATE GOVERNANCE**

In Compliance with Clause 49 of the listing agreement with stock Exchanges, the Company submits the reports on the matters mentioned in the said clause and the practices followed by the Company.

### **(a) Company's Philosophy**

The Company believes that good corporate governance consists of a combination of business practices that result in enhancement of the value of the Company to the shareholders and simultaneously enable the Company to fulfil its obligations to other stakeholders such as customers, employees, and to the society in general.

The Company firmly believes in and has consistently endeavoured good Corporate Governance and has acted as a good corporate citizen keeping its firm commitment towards the transparency, professionalism and accountability.

### **(b) Board of Directors**

The Board of Directors comprised of three Non-Executive non-promoter Directors. None of the Directors on the Board is a Member of more than 10 Committees and Chairman of more than 5 Committees (as specified in clause 49 of the Listing Agreement with Stock Exchanges) across all the Companies in which they are Directors

During the year, 2011-12 ,14 Meetings of the Board of Directors were held, on 07.04.11, 31.05.11, 30.07.11, 11.08.11, 23.09.11, 30.10.11, 21.11.11, 12.12.11, 09.01.12, 31.01.12, 16.02.12, 13.03.12, 27.03.12 and 30.03.12. The Annual General Meeting was held on the 29th September 2011.

The composition of the Board of Directors and their attendance at the Meetings during the year and at the last Annual General Meeting as also number of other directorships & membership of Committees are as follows:

Name of Director	Nature of Director-ship	No of Board Meetings attended	Attendance at AGM	No of other Director-ship	Committee Membership	
					Member	Chairman
Mr.Ajay Thirani	Non-Executive	14	Yes	24	2	1
Mr. Utpal Das	Non-Executive	14	Yes	11	2	1
Mr. Sharad Kedia	Non-Executive	14	No	2	Nil	Nil

(c) **Audit Committee**

The Audit Committee of the Company meets five times in a year in the following pattern one meeting is held before finalisation of annual accounts and one at the end of each quarter. The attendance of the members at these meeting was as follows:-

Sl No.	Name of the Member	Status	No of Meetings attended
1	Sri Ajay Thirani	Chairman	5
2	Sri Utpal Das	Member	5
3	Sri Sharad Kedia	Member	5

(d) **Details of Remuneration paid to Directors for the year ended 31<sup>st</sup> March 2012.**

1. **Executive Directors**

Name	Salary	Commission	Perquisites	Retirement benefits
Not Applicable				

2. **Non-Executive Directors**

Name	Sitting Fees	Commission
No Sitting Fees and / or Commission has been paid to the Non-Executive Directors		

(e) **Shareholders' Grievance Committee**

The Board has formed shareholders Grievance Committee under the Chairmanship of Sri Utpal Das, Sri Sharad Kedia and Sri Ajay Thirani being the members respectively

The Committee had four meetings during the year, the attendance of the members at the meeting was as below: -

Sl No.	Name of the Member	Status	No of Meetings attended
1	Sri Utpal Das	Chairman	4
3	Sri Ajay Thirani	Member	4
4	Sri Sharad Kedia	Member	3

There is no grievance pending as on date.

(f) **Share Transfer Committee**

In accordance with Clause 49 para VI D of the Listing Agreement of the stock exchanges the board has delegated the powers of share transfer to the share transfer committee under the chairmanship of Sri Ajay Thirani, Sri Utpal Das and Sri Sharad Kedia being the members.

There were one meeting held of the share transfer committee during the year.

Sl No.	Name of the Member	Status	No of Meetings attended
1	Sri Ajay Thirani	Chairman	1
2	Sri Utpal Das	Member	1
3	Sharad Kedia	Member	1

**(g) Code of Conduct**

The Company has adopted code of conduct and ethics for Directors and senior management. The Code had been circulated to all the members of the Board and senior management. The Board members and senior management have affirmed their compliance with the code and a declaration signed by the CEO of the Company appointed in terms of the Companies Act, 1956 (i.e. the CEO within the meaning of clause 49-V of the listing agreement) is given below :

“It is hereby declared that the Company has obtained from all members of the Board and senior management affirmation that they have complied with the code of conduct for directors and senior management of the Company for the year 2011-2012”.

Ajay Thirani  
CEO

**(h) CEO/CFO certification**

A certificate from the Chief Executive Officer and the finance head on the financial statements of the Company was placed before the Board.

**(i) General Body Meeting**

The last three Annual General Meetings of the Company were held as under.

Financial year	Date	Time	Location
2010 –2011	29.09.2011	10.00A.M	33-A, Jawaharlal Nehru Road, 6th Floor, Flat No.A-5, Kolkata-700 071
2009 –2010	29.09.2010	10.00A.M	33-A, Jawaharlal Nehru Road, 6th Floor, Flat No.A-5, Kolkata-700 071
2008 –2009	29.09.2009	10.00A.M	33-A, Jawaharlal Nehru Road, 6th Floor, Flat No.A-5, Kolkata-700 071

No Special Resolution was required to be put through ballot last year.

No Special Resolution on matters requiring postal ballot are placed for shareholders approval at this meeting.

**(j) Disclosures**

During the year, there were no transactions of the Company of material nature with the promoters, the directors or the management or their subsidiaries or their relatives that had potential conflict with the interest of the Company. There has been no non-compliance or penalties or strictures imposed on your Company by any of the Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

(k) **Means of Communication**

Quarterly and Annual Results are published in Prominent Daily Newspapers viz., The Financial Express in English and Arthik Lipi in Bengali. Official news releases are sent to the Stock Exchanges, where the Shares of the Company are listed.

(l) **General Shareholders' Information**

1. Annual General Meeting will be convened on 29<sup>th</sup> day of September 2012 at Chatterjee International Centre, 33-A, Jawaharlal Nehru Road, 6th Floor, Kolkata - 700 071 at 10.00 A.M.

2. Financial Calendar

Annual General Meeting	on 29 <sup>th</sup> September 2012
First Quarter results	on or before 31 <sup>st</sup> July 2012
Second Quarter results	on or before 31 <sup>st</sup> October 2012
Third Quarter results	on or before 31 <sup>st</sup> January 2013
Results for the financial year Ending March 31 <sup>st</sup> 2012	on or before 31 <sup>st</sup> May 2013

3. Book Closure: 27<sup>th</sup> September 2012 to 29<sup>th</sup> September 2012

4. The Company's Shares are listed at The Calcutta Stock Exchange and The Stock Exchange, Ahmedabad. Listing Fees for the year 2012-13 has been paid.

5. Stock Market price data for the year 2011- 2012

No trading took place on the Stock Exchanges

6. Registrars and Share Transfer Agency

The Company has engaged the services of M/s Niche Technologies Private Limited, D-511, Bagree Market 71, B.R.B. Basu Road, Kolkata-700 001, Telephone No.2234-3576, E-mail – nichetechpl@nichetechpl.com a SEBI registered Registrar as share Transfer Agents for processing the transfers, sub-division, consolidation, splitting of securities etc.

7. Distribution of Shareholding as on 31<sup>st</sup> March 2011

No of Share	SHAREHOLDERS		SHAREHOLDERS	
	Nos	%	No	%
Upto 500	794	73.72	117300	2.84
500 – 1000	193	17.92	155000	3.75
1001 – 2000	7	0.65	10000	0.24
2001 – 3000	6	0.56	17000	0.41
3001 – 4000	2	0.19	8000	0.19
4001 – 5000	Nil	Nil	Nil	Nil
5001 – 10000	65	6.03	640000	15.48
Above 10001	10	0.93	3187300	77.09
TOTAL	1077	100.00	4134600	100.00

(8) Categories of Shareholders as on 31<sup>st</sup> March, 2012

Category	Shareholding	
	No of Shares	% of Paid-up Capital
Financial Institutions	Nil	Nil
Bodies Corporate	1113140	26.93
Promoters Holding	2395760	57.94
Others	625700	15.13
Total	4134600	100.00

(9) Dematerialization of Shares

As on 31<sup>st</sup> March 2012, a total of 2,09,000 shares of the Company constituting 5.05% of the Share Capital of the Company were dematerialized and 39,25,600 were in physical form.

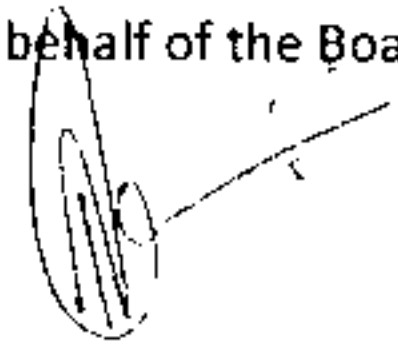
(10) Address for Correspondence

The Company's Registered Office is situated at Kolkata Shareholder correspondence may be directed to.

Mr.Ajay Thirani  
33-A, Jawaharlal Nehru Road, 6th Floor, Flat No.A-5,  
Kolkata-700 071

Date: 31.05.2012

For and on behalf of the Board



Chairman

## **ANNEXURE II – MANAGEMENT DISCUSSION & ANALYSIS**

### **(a) Industrial Structure and developments**

The Financial sector is undergoing several changes. The line of distinction between types of entities i.e., Non-Banking Financial Companies, Financial Institutions, Bank etc, is breaking down. There no longer is any segment/ product, which is the preserve of a specific type of entity. Entry/ expansion by several MNCs into the sector is also a significant change that has taken place.

### **(b) Opportunities and threats**

With increasing liberalization and industrial growth, expected recovery in the US economy. Government's measures to control the inflation, we feel improvement in capital markets in medium to long term. The scope of investment will increase in coming years. The key threats include the change / slowdown in policies of Government for disinvestments. U- turn on subsidies and indecisiveness of the Govt. because of political pressures, change in tax structure, failure to contain inflation within reasonable range, governing rules of SEBI and RBI etc., which may effect the capital market substantially.

### **(c) Segmentwise performance**

The Company is a Non Banking Finance Company (NBFC) and is engaged in the business of finance and investment, which is the only segment in the Company. Hence, the results for the year under review pertains only to finance and investment activity and segment-wise or product-wise performance cannot be made applicable.

### **(d) Industry Outlook**

The Company continues to concentrate on finance and investment.

### **(e) Risks and concerns**

The Company is exposed to specific risks that are particular to its business and the environment within which it operates, including interest rate volatility, economic cycle, market risk and credit risk. The Company manages these risks by maintaining a conservative financial profile and by following prudent business and risk management practices.

### **(f) Internal control system and their adequacy**

The Company has a proper and adequate system of internal controls to ensure that all activities are monitored and controlled against any unauthorized use or disposition of assets and that the transactions are authorised, recorded and reported correctly.

The Company ensures adherence to all internal control policies and procedures as well as compliance with all regulatory guidelines.

The Audit Committee periodically reviews the adequacy of internal controls.

### **(g) Discussion on financial performance with respect to operational performance**

The Company's total earnings during the year was Rs.146.21 Lakhs and had a net Profit of Rs.52.35 Lakhs after tax.

**(h) Human Resource Development/Industrial Relation**

The Company considers its human resource as the most valuable ingredient of the functioning of the Company and utmost endeavor is made to maintain good relation with the employees at all levels.

Place: Kolkata

Date: 31.05.2012

For and on behalf of the Board



Chairman

## **Auditors' Report**

To the Members of *Primax Fiscal Services Limited*

We have audited the attached Balance Sheet of **PRIMAX FISCAL SERVICES LIMITED**, as at 31st March 2012 and also the Statement of Profit & Loss and Cash Flow Statement 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.

We have 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 statements. 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.

As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.

Further to our comments in the Annexure referred to above, 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 appears from our examination of those books.
- c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement 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 and Cash Flow Statement 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 written representations received from the directors, as on 31<sup>st</sup> March 2012 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31<sup>st</sup> 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 explanations given to us, the said Balance Sheet, Statement of Profit & Loss and Cash flow Statement read together with other notes and schedules annexed thereto 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;



**AGARWAL MAHESWARI & CO.**  
**CHARTERED ACCOUNTANTS**

- i. In the case of the Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March, 2012; and
- ii. In the case of the Statement of Profit and Loss, of the Profit for the year ended 31<sup>st</sup> March 2012; and
- iii. In the case of Cash Flow Statement, of the Cash Flow for the year ended on that date.

Place: Kolkata

Date: 31.05.2012



For Agarwal Maheswari & Co.  
Chartered Accountants  
Firm's Regd No.314030E

A handwritten signature in black ink, appearing to read "Ashoke Kumar Maheswari".

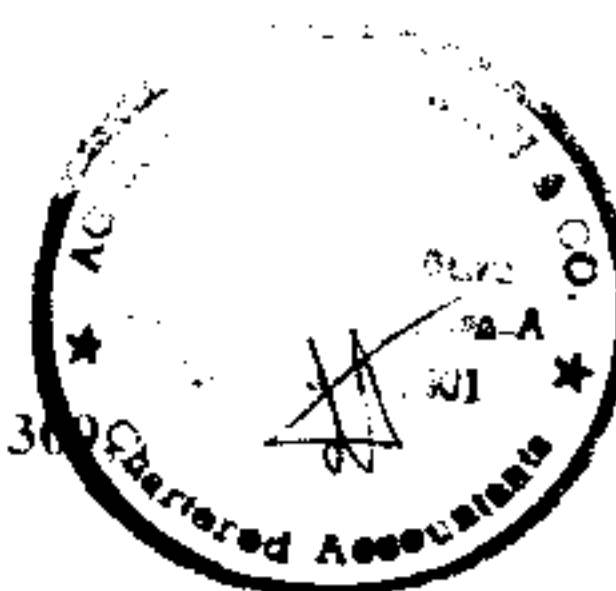
(Ashoke Kumar Maheswari)  
Partner  
Membership No: 51394

**ANNEXURE TO THE AUDITORS'S REPORT**

Statement referred to in paragraph 3 of our report of even date to the members of **PRIMAX FISCAL SERVICES LIMITED** on the accounts for the year ended 31st March 2012.

In terms of the information and explanation given to us and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

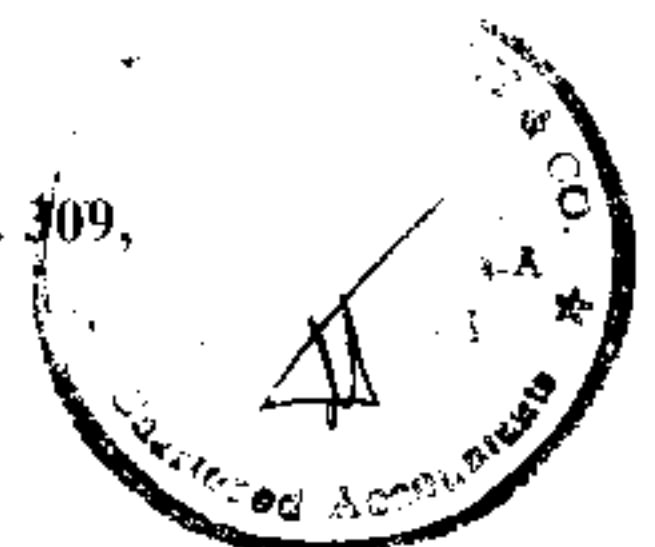
- I. a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed Assets.  
b) The Fixed Assets of the Company have been physically verified by the management at reasonable intervals. No material discrepancies have been noticed on such verification.  
c) Fixed assets have been sold / disposed off during the year under report.
- II. a) Stock of Shares physically lying with the Company has been verified by the management at reasonable intervals. No material discrepancies have been noticed on such verification. Further the Company has received confirmations of shares lying with depository participants at regular intervals.  
b) In our opinion, the procedures of physical verification of stocks followed by the Management are reasonable and adequate in relation to the size of the Company and nature of its business.  
c) The Company is maintaining proper records of inventory. No material discrepancies have been noticed on such verification.
- III. As informed to us, the company has neither granted nor taken any loans, secured or unsecured to/from companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956 and as such clauses (iii)(a) to (iii)(g) of the Companies (Auditors Report) Order 2003 are not applicable.
- IV. In our opinion and according to the information and explanations, given to us there is an adequate internal control procedure commensurate with the size of the Company and nature of its business with regard to purchases of shares and sale of shares. During the course of our Audit, we have not observed any continuing failure to correct major weaknesses in internal controls.
- V. (a) According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered, if any, into the register maintained under section 301 of the companies Act 1956 have been so entered.  
(b) According to the information and explanations given to us, there are no transactions of purchase of shares and materials and sale of shares, materials and services made in pursuance of contracts or arrangements with any party entered in the register maintained under Section 301 of the Companies Act, 1956 for value aggregating to Rs. 500000 or more during the year under review.



**AGARWAL MAHESWARI & CO.**  
**CHARTERED ACCOUNTANTS**

- VI. The Company has not accepted any deposits from the public during the year within the meaning of Section 58A and Section 58AA of the Companies Act, 1956 and the rules framed there under with regard to the deposits accepted from the public. No order has been passed by the Company Law Board, National Company Law Tribunal or Reserve Bank or any court or any other Tribunal.
- VII. In our opinion there is an adequate internal Audit System commensurate with the size of the Company and nature of its business.
- VIII. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under sections 209(1)(d) of the Companies Act, 1956, since it is not a manufacturing Company.
- IX. (a) As explained to us, the Provident Fund Scheme and Employees State Insurance Scheme are not applicable to the company. According to the information given to us, no undisputed amounts payable in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax customs duty and excise duty and cess were in arrears, as at 31st March 2012 for the period exceeding six months from the date they become payable.
- (b) According to the information and explanation given to us, there are no dues of Sales Tax, Income Tax, Service Tax, Wealth Tax, Customs Duty, Excise Duty and Cess, which have not been deposited on account of any dispute.
- X. In our opinion, the accumulated losses of the Company are not more than fifty percent of its net worth. The company has not incurred cash losses during the financial year covered by our audit but had incurred cash loss in the immediately preceding financial year.
- XI. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to bank with whom transactions have been made during the year.
- XII. The Company has granted loans on the basis of security by way of pledge of shares and other securities. It has maintained proper records for such loans. Such securities are held in the name of the Company.
- XIII. The Company is not a chit fund, nidhi, mutual benefit fund and therefore the requirements pertaining to such class of companies is not applicable. Therefore the provision of clause 4(xiii) of the Companies (Auditors' Report) Order 2003 are not applicable to the company.
- XIV. The Company has maintained proper records of transactions and contracts in respect of trading in shares and other securities and timely entries have been made therein. The Investments are held by the Company in its own name except to the extent exemption provided under Section 49 of the Companies Act 1956.
- XV. According to the information and explanation given to us, the terms and condition of guarantees given by the Company for loan taken by others from banks are not prejudicial to the interest of the company.
- XVI. The Company has not taken any term loans during the year.

**24, Hemant Basu Sarani, Mangalam –“A”, 3rd Floor, Room No. 309,  
Kolkata – 700 001. Phone: 2213-5516, Fax: 2213-5415**



**AGARWAL MAHESWARI & CO.**  
**CHARTERED ACCOUNTANTS**

- XVII. According to the information and explanations given to us and on overall examination of the Balance Sheet of the company we report that the Funds raised if any on short term basis during the year have not been used for long term investment.
- XVIII. The Company has not made any preferential allotment of shares during the year to parties and companies covered in the Register maintained under Section 301 of The Companies Act, 1956.
- XIX. The Company has not issued any debentures during the year and therefore the question of creating security in respect thereof does not arise.
- XX. The Company has not made any public issues during the year and therefore the question of disclosing the end use of money does not arise.
- XXI. According to the information and explanations given no fraud on or by the company has been noticed or reported during the year.

Place: Kolkata

Date: 31.05.2012



For Agarwal Maheswari & Co.  
Chartered Accountants  
Firm's Regd No.314030E

  
(Ashoke Kumar Maheswari)  
Partner  
Membership No: 51394

**24, Hemant Basu Sarani, Mangalam –“A”, 3rd Floor, Room No. 309,  
Kolkata – 700 001. Phone: 2213-5516, Fax: 2213-5415**



**PRIMAX FISCAL SERVICES LIMITED**

Balance Sheet as at 31-03-2012

Amount in Rupees

Note	as at 31st March, 2012	as at 31st March, 2011
<b>EQUITY AND LIABILITIES</b>		
<b><u>1. Shareholders' Funds</u></b>		
a) Share Capital	4,20,34,500	4,20,34,500
b) Reserves and Surplus	5,52,06,125	4,99,71,144
	9,72,40,625	9,20,05,644
<b><u>2. Non-Current Liabilities</u></b>		
a) Long-Term Borrowings	92,00,000	92,00,000
b) Long Term Provisions	1,81,10,413	1,82,32,496
	2,73,10,413	2,74,32,496
<b><u>3. Current Liabilities</u></b>		
a) Short-Term Borrowings	32,83,08,105	40,39,53,051
b) Other Current Liabilities	1,49,06,828	3,36,19,132
	34,32,14,933	43,75,72,183
<b>TOTAL</b>	<b>46,77,65,971</b>	<b>55,70,10,323</b>
<b>ASSETS</b>		
<b><u>1. Non-Current Assets</u></b>		
a) Fixed Assets		
Tangible Assets	72,50,247	88,136
b) Non Current Investments	3,93,53,877	5,86,28,877
c) Long Term Loans & Advances	14,01,29,727	15,26,54,994
	18,67,33,851	21,13,72,007
<b><u>2. Current Assets</u></b>		
a) Inventories	1,83,41,408	2,35,95,039
b) Trade Receivables	0	4,500
c) Cash and Bank Balances	5,28,15,989	12,88,79,898
d) Short-Term Loans and Advances	20,08,93,871	17,85,09,342
e) Other Current Assets	89,80,852	1,46,49,537
	28,10,32,120	34,56,38,316
<b>TOTAL</b>	<b>46,77,65,971</b>	<b>55,70,10,323</b>

Notes forming part of the Financial Statements 1 to 23  
As per our Report of even date

For **AGARWAL MAHESWARI & CO.**  
Chartered Accountants  
Firm Reg. No. 314030E

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(A. K. Maheswari)

Partner

M. No. - 51394

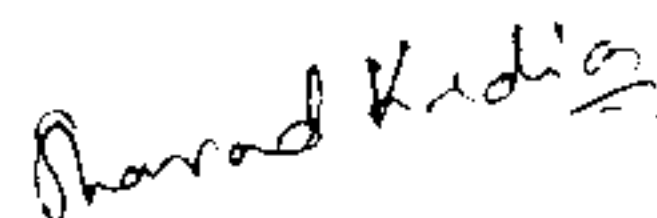
Place - 24 Hemanta Basu Sarani,

Mangalam A, Room No. 309

Kolkata - 700 001

Dated : 31.05.2012





**PRIMAX FISCAL SERVICES LIMITED**

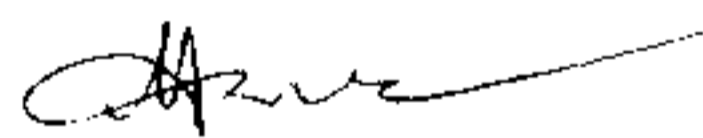
**Statement of Profit and Loss for the year ended 31-03-2012**

Amount in Rupees

Particulars	Note	For the year ended 31st March, 2012	For the year ended 31st March, 2011
<b>INCOME</b>			
Revenue from Operations	15	19,49,682	7,80,74,649
Other Income	16	1,27,93,710	3,054
<b>Total Revenue</b>		<b>1,47,43,392</b>	<b>7,80,77,703</b>
<b>EXPENSES</b>			
Purchase of Stock in Trade		195	6,53,02,320
Changes in inventories of stock in trade	17	52,53,631	1,04,30,855
Finance Costs	18	17,24,275	17,78,867
Employee benefits expense	19	5,21,068	5,51,004
Depreciation and amortization expense	7	97,797	35,067
Other expenses	20	4,18,428	20,66,032
Contingent Provisions Against Standard Assets		0	7,43,571
<b>Total Expenses</b>		<b>80,15,394</b>	<b>8,09,07,716</b>
<b>Profit before Tax</b>		<b>67,27,999</b>	<b>(28,30,013)</b>
<b>Tax Expenses</b>			
1) Current Tax		13,50,000	85,000
2) Income Tax for Earlier Years		1,43,018	0
<b>Profit/(Loss) for the year</b>		<b>52,34,981</b>	<b>(29,15,013)</b>
Earnings per equity share of Rs.10/- Basic & Diluted	21	1.27	(0.71)

Notes forming part of the Financial Statements 1 to 23  
As per our Report of even date

For AGARWAL MAHESWARI & CO.  
Chartered Accountants  
Firm Reg. No. 314030E



( A. K. Maheswari )

Partner

M. No. - 51394

Place - 24 Hemanta Basu Sarani,

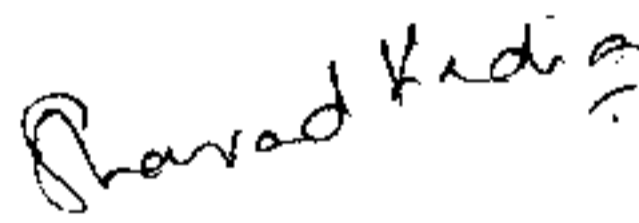
Mangalam A, Room No. 309

Kolkata - 700 001

Dated : 31.05.2012



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**PRIMAX FISCAL SERVICES LIMITED**  
Notes forming part of Financial Statements

Amount in Rupees

Particulars	As at March 31, 2012 Amount in Rs.	As at March 31, 2011 Amount in Rs.
<b>Note 1</b>		
<b>Share Capital</b>		
<b>Authorised</b>		
4500000 Equity share of Rs. 10/- each	4,50,00,000	4,50,00,000
	<b>4,50,00,000</b>	<b>4,50,00,000</b>
<b>Issued, subscribed and paid-up capital</b>		
4134600 (P.Y. 4134600) Equity share of Rs. 10/- each	4,13,46,000	4,13,46,000
Forfeited Shares (Amount originally paid up)	6,88,500	6,88,500
	<b>4,20,34,500</b>	<b>4,20,34,500</b>

**a) Terms/rights attached to equity shares**

The company has only one class of equity shares having per value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share and equal rights of dividend, if any.

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 all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**Reconciliation of Number of Shares**

Equity Shares of Rs. 10/- each	As at March 31, 2012		As at March 31, 2011	
	Nos.	Amount (Rs.)	Nos.	Amount (Rs.)
Opening Balance	41,34,600	4,13,46,000	41,34,600	4,13,46,000
Changes during the year	0	0	0	0
Closing Balance	<b>41,34,600</b>	<b>4,13,46,000</b>	<b>41,34,600</b>	<b>4,13,46,000</b>

**b) Subscribed and paid-up share capital includes :**

Equity shareholder holding more than 5% of equity shares

Name of the shareholder	As at 31-03-2012		As at 31-03-2011	
	No. of shares		No. of shares	
DIPL Computers Pvt. Ltd.	2049260		2049260	



**PRIMAX FISCAL SERVICES LIMITED**  
Notes forming part of Financial Statements

Amount in Rupees

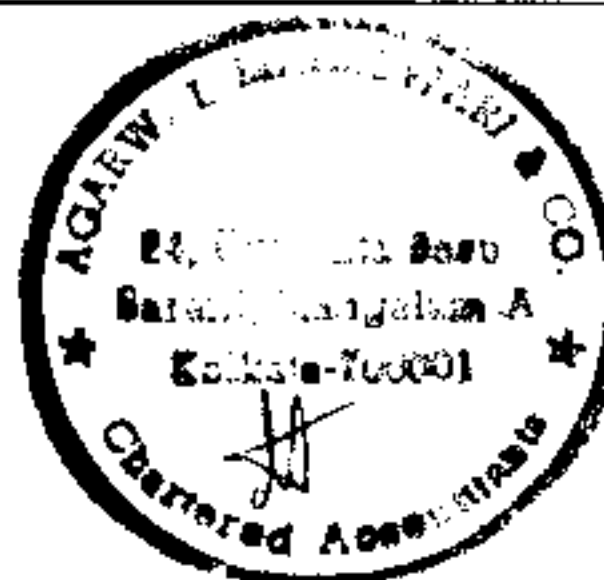
Particulars	As at March 31, 2012	As at March 31, 2011
<b>Note 2</b>		
<b>Reserves and Surplus</b>		
Capital Reserve	1,60,000	1,60,000
	<b>1,60,000</b>	<b>1,60,000</b>
Amalgamation Adjustment Reserve	5,58,63,600	5,58,63,600
	<b>5,58,63,600</b>	<b>5,58,63,600</b>
<b>Statutory Reserve (under RBI Act)</b>		
Opening balance	21,91,000	21,91,000
Add: Transferred from surplus	10,46,997	0
Closing balance	<b>32,37,997</b>	<b>21,91,000</b>
<b>Surplus/(deficit) in statement of Profit &amp; Loss</b>		
Opening balance	(82,43,456)	(53,28,443)
Add: Net Profit/(Loss) after Tax from Statement of Profit and Loss	52,34,981	(29,15,013)
<b>Amount available for appropriation</b>	<b>(30,08,475)</b>	<b>(82,43,456)</b>
<b>Less : Appropriations</b>		
Transfer to Statutory Reserve	10,46,997	0
Closing balance	<b>(40,55,472)</b>	<b>(82,43,456)</b>
<b>TOTAL</b>	<b>5,52,06,125</b>	<b>4,99,71,144</b>



**PRIMAX FISCAL SERVICES LIMITED**  
Notes forming part of Financial Statements

Amount in Rupees

Particulars	As at March 31, 2012	As at March 31, 2011
<b>Note 3</b>		
<b><u>Long-Term Borrowings</u></b>		
<b><u>Loans</u></b>		
Unsecured		
From Body Corporates	92,00,000	92,00,000
<b>TOTAL</b>	<b>92,00,000</b>	<b>92,00,000</b>
<b>Note 4</b>		
<b><u>Long Term Provisions</u></b>		
<b>Contingent Provision on Standard Assets</b>		
Opening Balance	7,43,571	0
Add : Provision made during the year	(28,365)	7,43,571
	7,15,206	7,43,571
<b>Provision for Non Performing Assets</b>	1,73,95,207	1,74,88,925
	<b>1,81,10,413</b>	<b>1,82,32,496</b>
<b>Note 5</b>		
<b><u>Short-Term Borrowings</u></b>		
Loans repayable on Demand		
From Bank	16,08,08,105	4,42,53,051
<b><u>Unsecured</u></b>		
Loan from Related Parties	0	10,00,000
Inter Corporate Loans	16,75,00,000	35,87,00,000
( Secured against Bank Fixed Deposits)		
<b>TOTAL</b>	<b>32,83,08,105</b>	<b>40,39,53,051</b>
<b>Note 6</b>		
<b><u>Other Current Liabilities</u></b>		
Interest accrue and due on borrowing	1,21,20,022	3,10,71,880
Statutory Liability	26,86,858	24,31,091
Liabilities for Expenses	99,948	1,16,161
<b>TOTAL</b>	<b>1,49,06,828</b>	<b>3,36,19,132</b>

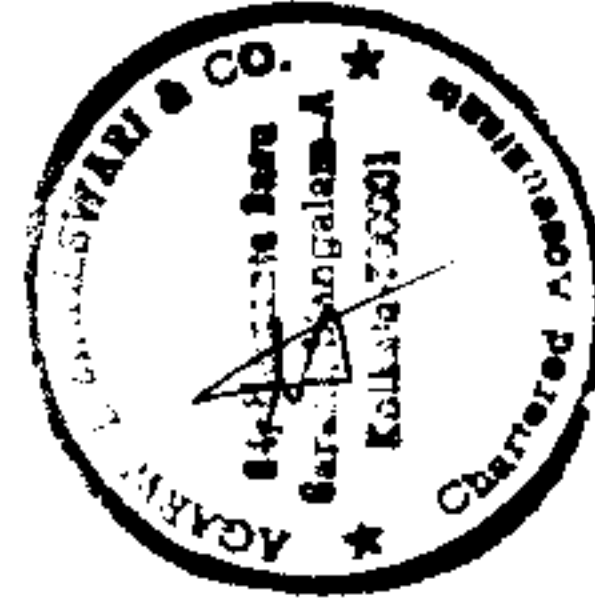


**PRIMAX FISCAL SERVICES LIMITED**

Notes forming part of Financial Statements

**Note 7 - Fixed Assets**

Description	Rate of Depreciation	Gross Block			Accumulated Depreciation and impairment			Net Block		
		Balance as at 01-04-2011	Additions	Disposal	As at 31-03-2012	As at 01-04-2011	Depreciation/ amortisation expenses	Elimination on disposal of assets	As at 31-03-2012	As at 31-03-2011
<b>Tangible</b>										
Office Premises	5%	0	73,18,142	0	73,18,142	0	75,981	0	72,42,161	0
Motor Car	25.89%	6,26,219	0	6,26,219	5,51,560	16,425	5,67,985	0	0	74,659
Printer	40%	6,500	0	0	6,500	4,968	613	0	919	1,532
Computer	40%	25,896	0	0	25,896	13,951	4,778	0	7,167	11,945
<b>TOTAL</b>		<b>6,58,615</b>	<b>73,18,142</b>	<b>6,26,219</b>	<b>73,50,538</b>	<b>5,70,479</b>	<b>97,797</b>	<b>5,67,985</b>	<b>1,00,291</b>	<b>88,136</b>
Previous year		6,58,615	0	0	6,58,615	5,35,412	35,067	0	5,70,479	88,136



**PRIMAX FISCAL SERVICES LIMITED**  
Notes forming part of Financial Statements

Amount in Rupees

Particulars		As at March 31, 2012	As at March 31, 2011
<b>Note 8</b>			
<b>Non Current Investment</b>	<b>Face Value</b>		
<b>Investment in Equity Instruments (at cost)</b>			
<b>Quoted :- Equity</b>			
3700 (P.Y. 3700) Fully Paid Up Equity Shares of Union Bank of India	Rs.10	59,200	59,200
100000 (P.Y.100000) Fully Paid Up Equity Shares of The Ganges Manufacturing Co. Ltd.	Rs.10	10,00,000	10,00,000
<b>SUB TOTAL (A)</b>		<b>10,59,200</b>	<b>10,59,200</b>
<b>Unquoted :- Equity</b>			
5000 (P.Y.5000) Fully paid up Equity Shares of Midwest Holdings & Properties Pvt. Ltd.	Rs.10	50,000	50,000
250000 (P.Y.250000) Fully paid up Equity Shares of The Samnuggur Jute Factory Co. Ltd.	£1	31,87,500	31,87,500
140000 (P.Y.140000) Fully paid up Equity Shares of Amit Vanijya Pvt. Ltd.	Rs.10	2,80,000	2,80,000
5000 (P.Y.5000) Fully paid up Equity Shares of Arch Enclave Pvt. Ltd.	Rs.10	50,000	50,000
2000000 (P.Y. 200000) Fully Paid Up Equity Shares of Class - B of Ganges Jute Pvt. Ltd.	Rs.10	2,00,00,000	2,00,00,000
10000 (P.Y.10000) Fully paid up Equity Shares of Walmor Infotech Pvt. Ltd.	Rs.10	1,00,000	1,00,000
<b>SUB TOTAL (B)</b>		<b>2,36,67,500</b>	<b>2,36,67,500</b>
<b>Investment in Subsidiary Companies</b>			
10000 (P.Y.Nil) Fully paid up Equity Shares of Kalyan Vincom Pvt. Ltd.	Rs.10	1,00,000	0
<b>SUB TOTAL (C)</b>		<b>1,00,000</b>	<b>0</b>
<b>Preference Shares</b>			
Nil (P.Y. 200000) Fully Paid Up 4% Redeemable Non Cumulative Participating Preference Shares of Ganges Jute Pvt. Ltd.	Rs.100	0	2,00,00,000
51000 (P.Y. 51000) 6% Optionally Convertible Non Cumulative Redeemable Preference Shares of Shark Vincom Pvt. Ltd.	Rs.100	51,00,000	51,00,000
31000 (P.Y. 31000) 6% Optionally Convertible Non Cumulative Redeemable Preference Shares of Siyona Tradres Pvt. Ltd.	Rs.100	31,00,000	31,00,000
31000 (P.Y. 31000) 6% Optionally Convertible Non Cumulative Redeemable Preference Shares of Turvi Dealers Pvt. Ltd.	Rs.100	31,00,000	31,00,000
<b>SUB TOTAL (D)</b>		<b>1,13,00,000</b>	<b>3,13,00,000</b>
<b>Units of Private Equity Fund</b>			
250000 ( P.Y.250000 )Reliance Alternative Investments Fund (Rs.7.50 Paidup)	Rs.10	19,30,150	13,05,150
5000000 (P.Y.5000000 )TATA Capital Healthcare Fund I (Rs.0.25 paid up)	Re.1	12,97,027	12,97,027
<b>SUB TOTAL (E)</b>		<b>32,27,177</b>	<b>26,02,177</b>
<b>TOTAL (A+B+C+D+E)</b>		<b>3,93,53,877</b>	<b>5,86,28,877</b>
<b>Aggregate Market value of Quoted Investment</b>		<b>12,03,945</b>	<b>16,19,825</b>
<b>Aggregate Amount of Quoted Investment</b>		<b>10,59,200</b>	<b>10,59,200</b>
<b>Aggregate Amount of UnQuoted Investment</b>		<b>3,82,94,677</b>	<b>5,75,69,677</b>



**PRIMAX FISCAL SERVICES LIMITED**  
Notes forming part of Financial Statements

Amount in Rupees

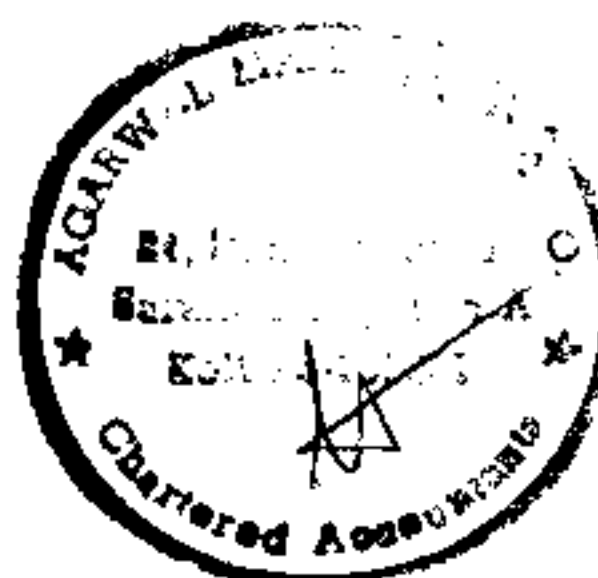
Particulars	As at March 31, 2012	As at March 31, 2011
<b>Note 9</b>		
<b><u>Long Term Loans &amp; Advances</u></b>		
<b><u>Loans</u></b>		
Secured	5,76,475	5,75,234
Unsecured considered good :	9,15,58,044	12,34,46,868
Considered Doubtful	1,73,95,208	1,73,96,449
	10,95,29,727	14,14,18,551
<b><u>Advances</u></b>		
Advance Against Land	2,96,00,000	1,01,00,000
Other Advances	10,00,000	11,36,443
<b>TOTAL</b>	<b>14,01,29,727</b>	<b>15,26,54,994</b>
<b>Note 10</b>		
<b><u>Inventories</u></b>		
Stock in Trade (Shares)	1,15,60,550	1,50,05,635
Mutual Fund	67,80,858	85,89,404
(Stock in trade of securities is valued at cost or market price which is lower. In case of units of mutual funds (Unquoted), N.A.V. as at 31.03.2012 has been taken as market price)		
<b>TOTAL</b>	<b>1,83,41,408</b>	<b>2,35,95,039</b>
<b>Note 11</b>		
<b><u>Trade Receivable (Unsecured)</u></b>		
Trade receivables outstanding for a period exceeding six months from the date they were due for payment	0	4,500
<b>TOTAL</b>	<b>0</b>	<b>4,500</b>
<b>Note 12</b>		
<b><u>Cash and Bank Balances</u></b>		
Cash on hand	80,583	91,121
Balances with banks in current accounts	2,85,191	4,27,82,680
Fixed Deposits with Bank (including accrued interest)	5,24,50,215	8,60,06,097
<b>TOTAL</b>	<b>5,28,15,989</b>	<b>12,88,79,898</b>
<b>Note :</b>		
(Fixed Deposit of Rs.5,19,27,175/- with Indusind Bank have been Pledged with the bank as margin money against Bank Overdraft facility)		
<b>Note 13</b>		
<b><u>Short-Term Loans and Advances</u></b>		
<b><u>Loans</u></b>		
Unsecured considered good		
Loans to Related Parties	25,00,000	0
Loans to others	18,33,73,753	15,90,05,479
	18,58,73,753	15,90,05,479
<b><u>Advances</u></b>		
Pre-paid Expenses	0	23,182
Advance to Staff	14,000	12,145
Other Advances & Receivables	1,00,36,636	65,02,000
Advance Income Tax & TDS	49,69,483	1,29,66,536
(Net of provisions as at 31st March 2012 Rs.13,50,000/-, as at 31st March 2011 Rs.18,10,728/-)		
<b>TOTAL</b>	<b>20,08,93,871</b>	<b>17,85,09,342</b>
<b>Note 14</b>		
<b><u>Other Current Assets</u></b>		
Accruals:		
Interest accrued on Loans	89,80,852	1,46,49,537
<b>TOTAL</b>	<b>89,80,852</b>	<b>1,46,49,537</b>



**PRIMAX FISCAL SERVICES LIMITED**  
Notes forming part of Financial Statements

Amount in Rupees

Particulars	2012	2011
<b>Note 15</b>		
<b><u>Revenue from operations</u></b>		
Sale of Shares	16,37,282	7,94,24,157
<b><u>Interest on Loan</u></b>		
Interest received on loan	2,34,02,949	2,87,22,788
Interest on Fixed Deposits	62,52,050	59,16,090
Interest paid on loan	(3,04,40,451)	(3,64,97,946)
Dividend Income	1,04,649	2,30,412
Share Trading Income	9,203	2,79,148
Rent Received	8,20,000	0
Maintenance Charges Received	1,64,000	0
<b>TOTAL</b>	<b>19,49,682</b>	<b>7,80,74,649</b>
<b>Note 16</b>		
<b><u>Other Income</u></b>		
Interest on I.T. Refund	13,28,305	0
Long Term Capital Gain	1,12,00,000	0
Miscellaneous Receipt	0	3,054
Profit on sale of Motorcar	46,766	0
Dividend Income	95,876	0
Other Interest from Portfolio	680	0
NPA Provision written back	93,718	0
Contingent Provisions Against Standard Assets written back	28,365	0
<b>TOTAL</b>	<b>1,27,93,710</b>	<b>3,054</b>
<b>Note 17</b>		
<b><u>Changes in inventories</u></b>		
Inventories at the beginning of the year:		
stock in trade	2,35,95,039	3,40,25,894
Inventories at the end of the year:		
stock in trade	1,83,41,408	2,35,95,039
Net (increase)/decrease in stock	<b>52,53,631</b>	<b>1,04,30,855</b>
<b>Note 18</b>		
<b><u>Finance Cost</u></b>		
Interest Expenses	16,26,770	17,78,867
Other Borrowing Cost	97,505	0
<b>TOTAL</b>	<b>17,24,275</b>	<b>17,78,867</b>
<b>Note 19</b>		
<b><u>Employee Benefit Expenses</u></b>		
Salaries, wages and bonus	5,16,311	5,46,336
Staff Welfare Expenses	4,757	4,668
<b>TOTAL</b>	<b>5,21,068</b>	<b>5,51,004</b>



**PRIMAX FISCAL SERVICES LIMITED**  
Notes forming part of Financial Statements

Amount in Rupees

Particulars	2012	2011
<b>Note 20</b>		
<b><u>Other Expenses</u></b>		
Advertisement Expenses	13,648	23,604
Bank Charges	9,069	3,278
Books & Periodicals	0	1,400
Bad Debts	2,53,003	0
Car Insurance	12,830	8,425
Car Running Expenses	2,910	88,012
Conveyance Expenses	951	1,413
Custodial Fees	13,236	13,236
Demat Charges	1,866	30,260
Entertainment Expenses	390	655
Filing Fees	7,500	1,500
General Expenses	769	2,951
Listing Fee	19,856	19,854
Legal Expenses	1,400	0
Portfolio Management Fees	0	45,002
Postage & Telegram	225	237
Printing & Stationery	2,496	880
Profession Tax	2,500	2,500
Rates & Taxes	18,622	53,754
Share Transfer Registrar Fees	9,928	9,928
Securities Transaction Tax	3,697	0
Compliance Certificate Fees	3,000	3,000
Certification Charges	12,750	10,250
Provision for Bad & Doubtful Debts	0	17,10,657
TDS Written Off	0	6,705
<b><u>Auditors Remuneration :</u></b>		
Statutory Audit	8,427	8,273
Tax Audit	2,809	2,758
Other Capacities	16,546	17,500
<b>TOTAL</b>	<b>4,18,428</b>	<b>20,66,032</b>
<b>Note 21</b>		
<b><u>Earnings Per Shares (EPS)</u></b>		
Net profit for the year	52,34,981	(29,15,013)
<b>Shares</b>		
Number of shares at the beginning of the period	41,34,600	41,34,600
Number of shares at the end of the period	41,34,600	41,34,600
Weighted average number of equity shares outstanding during the period- Basic & Diluted	41,34,600	41,34,600
Earnings per share of par value Rs.10/- - Basic & diluted (Rs.)	1.27	(0.71)



# PRIMAX FISCAL SERVICES LIMITED

## NOTES FORMING PART OF FINANCIAL STATEMENTS

### NOTE – 22 SIGNIFICANT ACCOUNTING POLICIES

a) **Accounting Concepts:**

The Financial Statements of the Company are prepared on accrual basis, under historical cost convention, in accordance with the generally accepted accounting principles, in compliance with the Accounting Standards specified to be mandatory by The Companies (Accounting Standards) Rules 2006 and the relevant provisions and requirements of the Companies Act, 1956 except Dividend on Shares and item of nominal value which is accounted for on cash basis.

b) **Revenue Recognition**

Income is recognized on accrual basis. Interest on loan is accounted for on day-to-day basis, as per Norms issued by Reserve Bank of India from time to time in this regard. Revenue for purchase of debts is accounted when there is reasonable certainty of its realisation.

c) **Stock-in Trade / Units of Mutual Funds**

Stock in trade of securities is valued at cost or market price which is lower. In case of units of mutual funds (Unquoted), N.A.V. as at 31.03.2012 has been taken as market price.

d) **Investments:**

Long-term investments are stated at cost. Provision for diminution in the value of Long term Investment is made only if such a decline is other than temporary.

e) i) **Employees benefits of Short Term nature are recognized as expense as and when it accrues.**

ii) Long term and post employment benefit is recognized as expenses as and when it accrues.

f) **Prudential Norms:**

The Company has followed during the year prudential norms for Income recognition and for provisions of Non Performing Assets prescribed by Reserve Bank of India for Non Banking Financial Companies.

g) **Taxation:**

Income-tax expense comprises current tax and deferred tax charge or release. The deferred tax charge or credit is recognised using current tax rates. Where there are unabsorbed depreciation or carry forward losses, deferred tax assets are recognized only if there is virtual certainty of realisation of such assets. Other deferred tax assets are recognized only to the extent there is reasonable certainty of realisation in future. Such assets are reviewed as at each balance sheet date to reassess realisation.

h) **Fixed Assets :**

i) Fixed Assets are stated at cost less accumulated depreciation.

ii) Depreciation on assets are provided on written Down Value Method at the rate and in the manner prescribed in schedule XIV of the Companies Act, 1956 as amended from time to time.



## NOTES FORMING PART OF FINANCIAL STATEMENTS

### NOTE – 23 NOTES ON ACCOUNTS

- a) The provisions of Provident Fund Act, ESI Act and Payment of Gratuity Act are not applicable to the Company since the number of employees is less than those specified in the aforesaid Acts.
- b) The Company has applied the revised Accounting Standard (AS) 15 – Employees Benefits notified under the Companies (Accounting Standards) Rules, 2006. There is no present obligation of any post employment benefit including payment of gratuity during the year. Therefore no actuarial gains or loss arose at the end of the year.
- c) There are no reported Micro, Small and Medium Enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 to whom the company owes dues.
- d) The Company does not permit leave encashment during their tenure of employment and on retirement or termination and hence there is no liability towards leave encashment.
- e) As the business activity falls within a single segment, the disclosure requirements of Accounting Standard 17 “Segment Reporting”, issued by the Institute of Chartered Accountants of India, is not applicable.

f) Related party disclosures

Related Part Disclosures as required under AS 18 issued by the Institute of Chartered Accountants of India.

- i. List of Related Parties: Nature of Relationship:  
 DIPL Computers Pvt. Ltd. Associate Company  
 Kalyan Vincom Pvt. Ltd. Subsidiary

- ii. Transactions with related parties:-  
 DIPL Computers (P) Ltd.

Type of related parties	Description of the nature of the transactions	Volume of transactions during 2011-12(Rs.)	Amount outstanding as on	
			31.03.2012 (Rs.)	31.03.2011 (Rs.)
Associates	Loan Refund Granted	6,53,18,423/- 6,14,04,007/-	23,24,952/- (Dr.)	14,14,416/- (Cr.)
	Interest Paid(Net)	1,75,048/-		

Related party relationship is as identified by the management and relied upon by the auditors.

- g) The Company has uncalled liability of Rs. 42,72,823/- (P.Y.48,97,823/- ) on Partly Paid up Private Equity Fund held as investment.



h) Contingent Liability :-

1) The company has provided a corporate guarantee of Rs. 113.15 crores to Punjab National Bank for credit facilities to M/s. Ganges Jute Pvt. Ltd.

2) The company has given Bank Guarantee for US\$ 1,70,000 in favour of Ghana Cocoa Board for trade with them.

i) Deferred Tax:

There remains a deferred tax asset on brought forward loss as on 01-04-2011. However the amount of such deferred tax assets has not been recognised in the books of account on consideration of prudence as per said Accounting Standard – 22.

j) The company has made an advance of Rs.2,96,00,000/- towards purchase of land. The registry of which is yet to be made.

k) The Reserve Bank of India (RBI) vide its Notification No. DNBS. 223/CGM(US)-2011 dated 17th January, 2011 has issued directions to all NBFCs to make provision of 0.25% against Standard Assets with immediate effect. Accordingly, the company has reversed back provision of Rs.28,365/- during the year on Standard Assets which has been credited to Profit & Loss Account.

l) These financial statements have been prepared in the format prescribed by the Revised Schedule VI to the Companies Act 1956. Previous years figure have been recasted / restated to confirm to the classification of the current period.

Notes forming part of the Financial Statements 1 to 23

As per our Report of even date

For Agarwal Maheswari & Co.  
Chartered Accountants  
Firm Reg No. 314030E



(A.K. Maheswari)

Partner

M.No.: 51394

Place : 24 Hemanta Basu Sarani,

Mangalam A, Room No. 309

Kolkata – 700 001



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Date : 31.05.2012



5	<b>Break – up of Investments:</b>		
	Current Investments:		
	1. Quoted:		
	(i) Share: (a) Equity	8658985	
	(b) Preference	-	
	(ii) Debentures and Bonds	-	
	(iii) Units of mutual funds	-	
	(iv) Government Securities	-	
	(v) Others (please specify)	-	
	2. Unquoted:		
	(i) Share: (a) Equity	2901565	
	(b) Preference	-	
	(ii) Debentures and Bonds	-	
	(iii) Units of mutual funds	6780858	
	(iv) Government Securities	-	
	(v) Others (please specify)	-	
	Long Term Investments:		
	1. Quoted:		
	(i) Share: (a) Equity	1059200	
	(b) Preference	-	
	(ii) Debentures and Bonds	-	
	(iii) Units of mutual funds	-	
	(iv) Government Securities	-	
	(v) Others (please specify)	-	
	2. Unquoted:		
	(i) Share: (a) Equity	23767500	
	(b) Preference	11300000	
	(ii) Debentures and Bonds	-	
	(iii) Units of mutual funds	3227177	
	(iv) Government Securities	-	
	(V) Others (Please specify)	-	
6	<b>Borrower group-wise classification of assets financed as in (3) and (4) above :</b> <b>Please see Note 2</b>		
		Amount net of provisions	
	Category	Secured	Unsecured
			Total
	1. Related Parties**		
	(a) Subsidiaries	-	-
	(b) Companies in the same group	-	-
	(c) Other related parties	-	-
	2. Other than related parties	576475	158570739
	Total	576475	158570739
			159147214
7	<b>Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):</b> <b>Please See Note-3 below</b>		
		Market Value/ Break-up or fair value or NAV	Book Value (Net of Provision)
	Category		
	1. Related Parties**		
	(a) Subsidiaries		-
	(b) Companies in the same group	-	-
	(c) Other related parties	-	-
	2. Other than related parties	86273457	57695285
	Total	86273457	57695285
	** As per Accounting Standard of ICAI ( Please see Note 3 )		



8	Other information		
		Particulars	Amount
	(i)	Gross Non-Performing Assets	
		(a) Related parties	-
		(b) Other than related parties	17971682
	(ii)	Net Non-Performing Assets	
		(a) Related parties	-
		(b) Other than related parties	576475
(iii)	Assets acquired in satisfaction of debt	-	

For Agarwal Maheswari & Co.  
Chartered Accountants  
Firm's Regd No.314030E

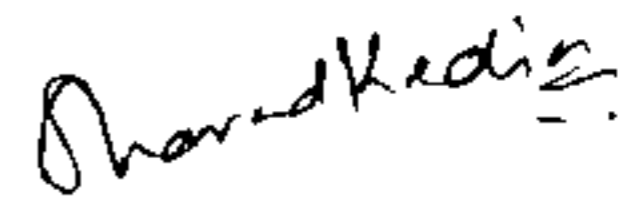


(Ashoke Kumar Maheswari)  
Partner

Membership No. 51394  
Place: 24, Hemanta Basu Sarani, Room.No.309,  
3rd Floor, Kolkata-700 001.



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Date : 31.05.2012

**Note:** 1. As defined in paragraph 2(1)(xii) of the Non Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998.

2. Provisioning norms shall be applicable as prescribed in Non-Banking Financial (Deposit Accepting or holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.

3. All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, market value in respect of quoted investments and break up / fair value / Nav in respect of unquoted investments should be disclosed irrespective of whether they are classified as long term or current in (5) above. Loans & Advances included TDS made by parties.

**AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS**

**TO THE BOARD OF DIRECTORS OF  
PRIMAX FISCAL SERVICES LIMITED**

- 1) We have audited the attached Consolidated Balance Sheet of **PRIMAX FISCAL SERVICES LIMITED** ("the Company") and its subsidiary (Kalyan Vincom Pvt. Ltd.), as at 31st March 2012, the Consolidated Statement of Profit & Loss and the Consolidated Cash Flow Statement for the year ended on that date, both annexed thereto. These financial statements are the responsibility of the Company's management and have been prepared by the management on the basis of separate financial statements and other financial information regarding components. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2) We conducted our audit in accordance with the 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 statements, 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) We report that the consolidated financial statements have been prepared by the Company's management in accordance with the requirements of the Accounting Standard (AS) 21, Consolidated Financial Statements prescribed by the Central Government under section 211(3C) of the Companies Act, 1956 and other recognised accounting practices and policies.
- 4) Based on our audit and on consideration of the separate audit reports on the individual financial statements of the Company and the aforesaid subsidiary and other financial information of the components, and to the best of our information and according to the explanations given to us, we are of the opinion that the attached consolidated financial statements 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 & its Subsidiary Company as at 31<sup>st</sup> March, 2012; and
  - ii. In the case of the Consolidated Statement of Profit and Loss, of the Profit of the Company & its Subsidiary Company for the year ended 31<sup>st</sup> March 2012; and
  - iii. In the case of Consolidated Cash Flow Statement, of the Cash Flow of the Company & its Subsidiary Company for the year ended on that date.

**24, Hemant Basu Sarani, Mangalam –“A”, 3rd Floor, Room No. 309,  
Kolkata – 700 001. Phone: 2213-5516, Fax: 2213-5415**



**AGARWAL MAHESWARI & CO.  
CHARTERED ACCOUNTANTS**

Place: Kolkata

Date: 31.05.2012



**For Agarwal Maheswari & Co.  
Chartered Accountants  
Firm's Regd No.314030E**

A handwritten signature in black ink, appearing to read "Ashoke".

**(Ashoke Kumar Maheswari)  
Partner  
Membership No: 51394**

**24, Hemant Basu Sarani, Mangalam –“A”, 3rd Floor, Room No. 309,  
Kolkata – 700 001. Phone: 2213-5516, Fax: 2213-5415**

**PRIMAX FISCAL SERVICES LIMITED**  
**Consolidated Balance Sheet as at 31-03-2012**

Amount in Rupees

Note	as at 31st March, 2012	as at 31st March, 2011
<b>EQUITY AND LIABILITIES</b>		
<b><u>1. Shareholders' Funds</u></b>		
a) Share Capital	4,20,34,500	4,20,34,500
b) Reserves and Surplus	5,51,82,648	4,99,71,144
	9,72,17,148	9,20,05,644
<b><u>2. Non-Current Liabilities</u></b>		
a) Long-Term Borrowings	92,00,000	92,00,000
b) Long Term Provisions	1,81,10,413	1,82,32,496
	2,73,10,413	2,74,32,496
<b><u>3. Current Liabilities</u></b>		
a) Short-Term Borrowings	32,83,08,105	40,39,53,051
b) Other Current Liabilities	1,49,14,946	3,36,19,132
	34,32,23,051	43,75,72,183
<b>TOTAL</b>	<b>46,77,50,612</b>	<b>55,70,10,323</b>
<b>ASSETS</b>		
<b><u>1. Non-Current Assets</u></b>		
a) Fixed Assets		
Tangible Assets	72,50,247	88,136
Intangible Assets	4,013	0
b) Non Current Investments	3,92,53,877	5,86,28,877
c) Long Term Loans & Advances	14,01,29,727	15,26,54,994
	18,66,37,864	21,13,72,007
<b><u>2. Current Assets</u></b>		
a) Inventories	1,83,41,408	2,35,95,039
b) Trade Receivables	0	4,500
c) Cash and Bank Balances	5,28,96,617	12,88,79,898
d) Short-Term Loans and Advances	20,08,93,871	17,85,09,342
e) Other Current Assets	89,80,852	1,46,49,537
	28,11,12,748	34,56,38,316
<b>TOTAL</b>	<b>46,77,50,612</b>	<b>55,70,10,323</b>

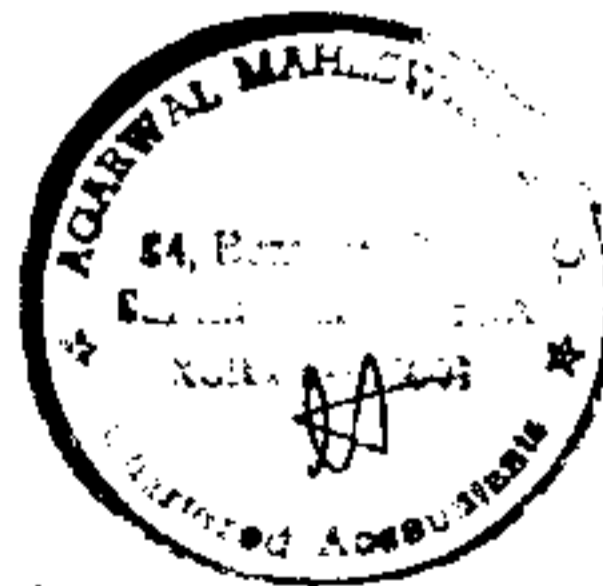
Notes forming part of the Financial Statements 1 to 23  
As per our Report of even date

**For AGARWAL MAHESWARI & CO.**  
Chartered Accountants  
Firm Reg. No. 314030E

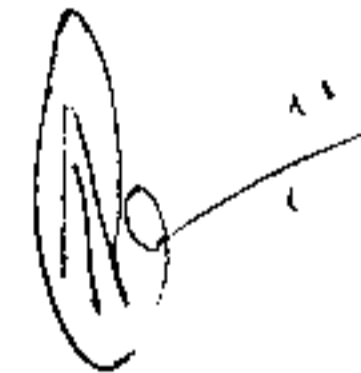


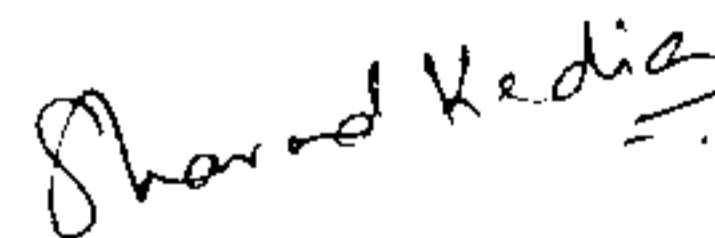
( A. K. Maheswari )  
Partner  
M. No. - 51394

Place - 24 Hemanta Basu Sarani,  
Mangalam A, Room No. 309  
Kolkata - 700 001  
Dated : 31.05.2012



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**PRIMAX FISCAL SERVICES LIMITED**

**Consolidated Statement of Profit and Loss for the year ended 31-03-2012**


Amount in Rupees

Particulars	Note	For the year ended 31st March, 2012	For the year ended 31st March, 2011
<b>INCOME</b>			
Revenue from Operations	15	19,49,682	7,80,74,649
Other Income	16	1,27,93,710	3,054
<b>Total Revenue</b>		<b>1,47,43,392</b>	<b>7,80,77,703</b>
<b>EXPENSES</b>			
Purchase of Stock in Trade		195	6,53,02,320
Changes in inventories of stock in trade	17	52,53,631	1,04,30,855
Finance Costs	18	17,24,275	17,78,867
Employee benefits expense	19	5,21,068	5,51,004
Depreciation and amortization expense	7	97,797	35,067
Other expenses	20	4,41,905	20,66,032
Contingent Provisions Against Standard Assets		0	7,43,571
<b>Total Expenses</b>		<b>80,38,871</b>	<b>8,09,07,716</b>
<b>Profit before Tax</b>		<b>67,04,522</b>	<b>(28,30,013)</b>
<b>Tax Expenses</b>			
1) Current Tax		13,50,000	85,000
2) Income Tax for Earlier Years		1,43,018	0
<b>Profit/(Loss) for the year</b>		<b>52,11,504</b>	<b>(29,15,013)</b>
Earnings per equity share of Rs.10/- Basic & Diluted	21	1.26	(0.71)

Notes forming part of the Financial Statements  
As per our Report of even date

1 to 23

For **AGARWAL MAHESWARI & CO.**  
Chartered Accountants  
Firm Reg. No. 314030E



( A. K. Maheswari )  
Partner  
M. No. - 51394  
Place - 24 Hemanta Basu Sarani,  
Mangalam A, Room No. 309  
Kolkata - 700 001  
Dated : 31.05.2012



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**PRIMAX FISCAL SERVICES LIMITED**  
Notes forming part of the Consolidated Financial Statements

Particulars	Amount in Rupees			
	As at March 31, 2012 Amount in Rs.	As at March 31, 2011 Amount in Rs.		
<b>Note 1</b>				
<b>Share Capital</b>				
<b>Authorised</b>				
4500000 Equity share of Rs. 10/- each	4,50,00,000	4,50,00,000		
	<b>4,50,00,000</b>	<b>4,50,00,000</b>		
<b>Issued, subscribed and paid-up capital</b>				
4134600 (P.Y. 4134600) Equity share of Rs. 10/- each	4,13,46,000	4,13,46,000		
Forfeited Shares (Amount originally paid up)	6,88,500	6,88,500		
	<b>4,20,34,500</b>	<b>4,20,34,500</b>		
<b>a) Terms/rights attached to equity shares</b>				
The company has only one class of equity shares having per value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share and equal rights of dividend, if any.				
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 all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.				
<b>Reconciliation of Number of Shares</b>				
<b>Equity Shares of Rs. 10/- each</b>	<b>As at March 31, 2012</b>		<b>As at March 31, 2011</b>	
	<i>Nos.</i>	<i>Amount (Rs.)</i>	<i>Nos.</i>	<i>Amount (Rs.)</i>
Opening Balance	41,34,600	4,13,46,000	41,34,600	4,13,46,000
Changes during the year	0	0	0	0
Closing Balance	<b>41,34,600</b>	<b>4,13,46,000</b>	<b>41,34,600</b>	<b>4,13,46,000</b>
<b>b) Subscribed and paid-up share capital includes :</b>				
Equity shareholder holding more than 5% of equity shares				
<b>Name of the shareholder</b>	<b>As at 31-03-2012</b>		<b>As at 31-03-2011</b>	
	No. of shares		No. of shares	
DIPL Computers Pvt. Ltd.	2049260		2049260	



**PRIMAX FISCAL SERVICES LIMITED**  
Notes forming part of the Consolidated Financial Statements

Amount in Rupees

Particulars	As at March 31, 2012	As at March 31, 2011
<b>Note 2</b>		
<b><u>Reserves and Surplus</u></b>		
Capital Reserve	1,60,000	1,60,000
	<b>1,60,000</b>	<b>1,60,000</b>
Amalgamation Adjustment Reserve	5,58,63,600	5,58,63,600
	<b>5,58,63,600</b>	<b>5,58,63,600</b>
<b>Statutory Reserve (under RBI Act)</b>		
Opening balance	21,91,000	21,91,000
Add: Transferred from surplus	10,46,997	0
Closing balance	<b>32,37,997</b>	<b>21,91,000</b>
<b>Surplus/(deficit) in statement of Profit &amp; Loss</b>		
Opening balance	(82,43,456)	(53,28,443)
Add: Net Profit/(Loss) after Tax from Statement of Profit and Loss	52,11,504	(29,15,013)
<b>Amount available for appropriation</b>	<b>(30,31,952)</b>	<b>(82,43,456)</b>
<b>Less : Appropriations</b>		
Transfer to Statutory Reserve	10,46,997	0
Closing balance	<b>(40,78,949)</b>	<b>(82,43,456)</b>
<b>TOTAL</b>	<b>5,51,82,648</b>	<b>4,99,71,144</b>



**PRIMAX FISCAL SERVICES LIMITED**  
Notes forming part of the Consolidated Financial Statements

Amount in Rupees

Particulars	As at March 31, 2012	As at March 31, 2011
<b>Note 3</b>		
<b><u>Long-Term Borrowings</u></b>		
<b><u>Loans</u></b>		
Unsecured		
From Body Corporates	92,00,000	92,00,000
<b>TOTAL</b>	<b>92,00,000</b>	<b>92,00,000</b>
<b>Note 4</b>		
<b><u>Long Term Provisions</u></b>		
<b>Contingent Provision on Standard Assets</b>		
Opening Balance	7,43,571	0
Add : Provision made during the year	(28,365)	7,43,571
	7,15,206	7,43,571
<b>Provision for Non Performing Assets</b>	1,73,95,207	1,74,88,925
	<b>1,81,10,413</b>	<b>1,82,32,496</b>
<b>Note 5</b>		
<b><u>Short-Term Borrowings</u></b>		
Loans repayable on Demand		
From Bank	16,08,08,105	4,42,53,051
<b><u>Unsecured</u></b>		
Loan from Related Parties	0	10,00,000
Inter Corporate Loans	16,75,00,000	35,87,00,000
( Secured against Bank Fixed Deposits)		
<b>TOTAL</b>	<b>32,83,08,105</b>	<b>40,39,53,051</b>
<b>Note 6</b>		
<b><u>Other Current Liabilities</u></b>		
Interest accrue and due on borrowing	1,21,20,022	3,10,71,880
Statutory Liability	26,89,358	24,31,091
Liabilities for Expenses	1,05,566	1,16,161
<b>TOTAL</b>	<b>1,49,14,946</b>	<b>3,36,19,132</b>

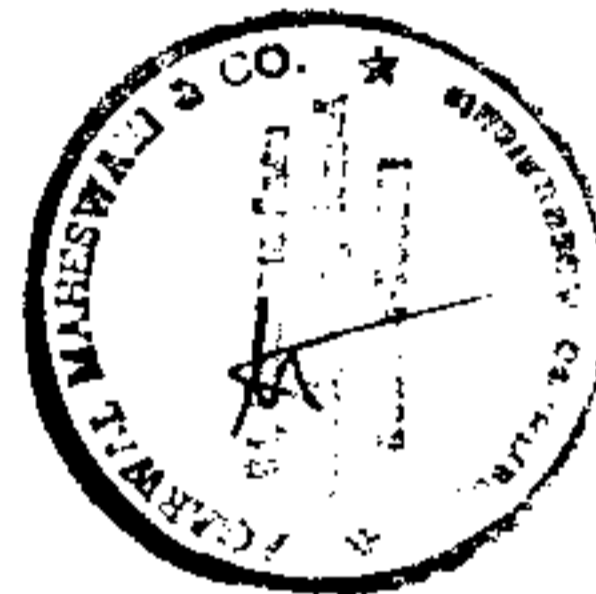


**PRIMAX FISCAL SERVICES LIMITED**

Notes forming part of the Consolidated Financial Statements

**Note 7 - Fixed Assets**

Description	Rate of Depreciation	Gross Block				Accumulated Depreciation and impairment				Net Block		
		Balance as at 01-04-2011	Additions	Disposal	As at 31-03-2012	As at 01-04-2011	Depreciation/amortisation expenses	Elimination on disposal of assets	As at 31-03-2012	As at 31-03-2012	As at 31-03-2011	
<b>Tangible Assets</b>												
Office Premises	5%	0	73,18,142	0	73,18,142	0	75,981	0	75,981	72,42,161	0	
Motor Car	25.89%	6,26,219	0	6,26,219	5,51,560	16,425	5,67,985	0	0	0	74,659	
Printer	40%	6,500	0	0	4,968	613	0	0	5,581	919	1,532	
Computer	40%	25,896	0	0	13,951	4,778	0	0	18,729	7,167	11,945	
<b>TOTAL (A)</b>		<b>6,58,615</b>	<b>73,18,142</b>	<b>6,26,219</b>	<b>73,50,538</b>	<b>5,70,479</b>	<b>97,797</b>	<b>5,67,985</b>	<b>1,00,291</b>	<b>72,50,247</b>	<b>88,136</b>	
<b>Intangible Assets</b>												
Goodwill		0	4,013	0	4,013	0	0	0	0	4,013	0	
<b>TOTAL (B)</b>		<b>0</b>	<b>4,013</b>	<b>0</b>	<b>4,013</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>4,013</b>	<b>0</b>	
<b>Grand TOTAL (A+B)</b>		<b>6,58,615</b>	<b>73,22,155</b>	<b>6,26,219</b>	<b>73,54,551</b>	<b>5,70,479</b>	<b>97,797</b>	<b>5,67,985</b>	<b>1,00,291</b>	<b>72,54,260</b>	<b>88,136</b>	
Previous year		6,58,615	0	0	6,58,615	5,35,412	35,067	0	5,70,479	88,136		



**PRIMAX FISCAL SERVICES LIMITED**  
Notes forming part of the Consolidated Financial Statements

Amount in Rupees

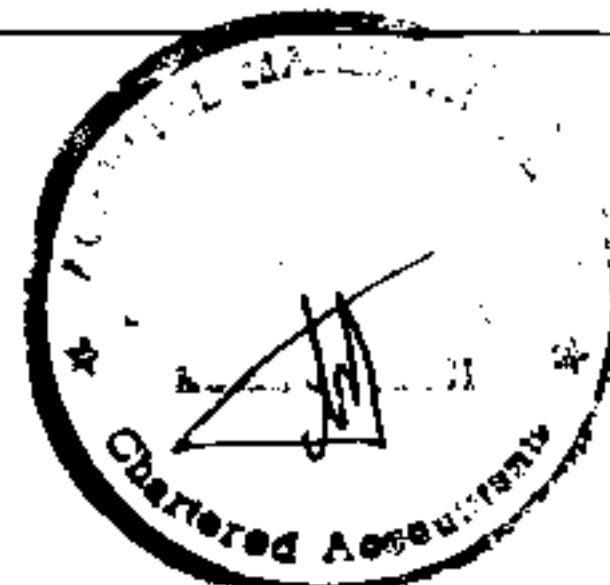
Particulars		As at March 31, 2012	As at March 31, 2011
<b>Note 8</b>			
<b>Non Current Investment</b>	<b>Face Value</b>		
<b>Investment in Equity Instruments (at cost)</b>			
<b>Quoted :- Equity</b>			
3700 (P.Y. 3700) Fully Paid Up Equity Shares of Union Bank of India	Rs.10	59,200	59,200
100000 (P.Y.100000) Fully Paid Up Equity Shares of The Ganges Manufacturing Co. Ltd.	Rs.10	10,00,000	10,00,000
<b>SUB TOTAL (A)</b>		<b>10,59,200</b>	<b>10,59,200</b>
<b>Unquoted :- Equity</b>			
5000 (P.Y.5000) Fully paid up Equity Shares of Midwest Holdings & Properties Pvt. Ltd.	Rs.10	50,000	50,000
250000 (P.Y.250000) Fully paid up Equity Shares of The Samnuggur Jute Factory Co. Ltd.	£1	31,87,500	31,87,500
140000 (P.Y.140000) Fully paid up Equity Shares of Amit Vanijya Pvt. Ltd.	Rs.10	2,80,000	2,80,000
5000 (P.Y.5000) Fully paid up Equity Shares of Arch Enclave Pvt. Ltd.	Rs.10	50,000	50,000
2000000 (P.Y. 20000) Fully Paid Up Equity Shares of Class - B of Ganges Jute Pvt. Ltd.	Rs.10	2,00,00,000	2,00,00,000
10000 (P.Y.10000) Fully paid up Equity Shares of Walmor Infotech Pvt. Ltd.	Rs.10	1,00,000	1,00,000
<b>SUB TOTAL (B)</b>		<b>2,36,67,500</b>	<b>2,36,67,500</b>
<b>Preference Shares</b>			
Nil (P.Y. 200000) Fully Paid Up 4% Redeemable Non Cumulative Participating Preference Shares of Ganges Jute Pvt. Ltd.	Rs.100	0	2,00,00,000
51000 (P.Y. 51000) 6% Optionally Convertible Non Cumulative Redeemable Preference Shares of Shark Vincorn Pvt. Ltd.	Rs.100	51,00,000	51,00,000
31000 (P.Y. 31000) 6% Optionally Convertible Non Cumulative Redeemable Preference Shares of Siyona Tradres Pvt. Ltd.	Rs.100	31,00,000	31,00,000
31000 (P.Y. 31000) 6% Optionally Convertible Non Cumulative Redeemable Preference Shares of Turvi Dealers Pvt. Ltd.	Rs.100	31,00,000	31,00,000
<b>SUB TOTAL (C)</b>		<b>1,13,00,000</b>	<b>3,13,00,000</b>
<b>Units of Private Equity Fund</b>			
250000 ( P.Y.250000 )Reliance Alternative Investments Fund (Rs.7.50 Paidup)	Rs.10	19,30,150	13,05,150
5000000 (P.Y.5000000 )TATA Capital Healthcare Fund I (Rs.0.25 paid up)	Re.1	12,97,027	12,97,027
<b>SUB TOTAL (D)</b>		<b>32,27,177</b>	<b>26,02,177</b>
<b>TOTAL (A+B+C+D)</b>		<b>3,92,53,877</b>	<b>5,86,28,877</b>
<b>Aggregate Market value of Quoted Investment</b>		<b>12,03,945</b>	16,19,825
<b>Aggregate Amount of Quoted Investment</b>		<b>10,59,200</b>	10,59,200
<b>Aggregate Amount of UnQuoted Investment</b>		<b>3,81,94,677</b>	5,75,69,677



**PRIMAX FISCAL SERVICES LIMITED**  
Notes forming part of the Consolidated Financial Statements

Amount in Rupees

Particulars	As at March 31, 2012	As at March 31, 2011
<b>Note 9</b>		
<b>Long Term Loans &amp; Advances</b>		
<b>Loans</b>		
Secured	5,76,475	5,75,234
Unsecured considered good :	9,15,58,044	12,34,46,868
Considered Doubtful	1,73,95,208	1,73,96,449
	<b>10,95,29,727</b>	<b>14,14,18,551</b>
<b>Advances</b>		
Advance Against Land	2,96,00,000	1,01,00,000
Other Advances	10,00,000	11,36,443
<b>TOTAL</b>	<b>14,01,29,727</b>	<b>15,26,54,994</b>
<b>Note 10</b>		
<b>Inventories</b>		
Stock in Trade (Shares)	1,15,60,550	1,50,05,635
Mutual Fund	67,80,858	85,89,404
(Stock in trade of securities is valued at cost or market price which is lower. In case of units of mutual funds (Unquoted), N.A.V. as at 31.03.2012 has been taken as market price)		
<b>TOTAL</b>	<b>1,83,41,408</b>	<b>2,35,95,039</b>
<b>Note 11</b>		
<b>Trade Receivable (Unsecured)</b>		
Trade receivables outstanding for a period exceeding six months from the date they were due for payment	0	4,500
<b>TOTAL</b>	<b>0</b>	<b>4,500</b>
<b>Note 12</b>		
<b>Cash and Bank Balances</b>		
Cash on hand	1,47,285	91,121
Balances with banks in current accounts	2,99,117	4,27,82,680
Fixed Deposits with Bank (including accrued interest)	5,24,50,215	8,60,06,097
<b>TOTAL</b>	<b>5,28,96,617</b>	<b>12,88,79,898</b>
<b>Note :</b>		
(Fixed Deposit of Rs.5,19,27,175/- with IndusInd Bank have been Pledged with the bank as margin money against Bank Overdraft facility)		
<b>Note 13</b>		
<b>Short-Term Loans and Advances</b>		
<b>Loans</b>		
Unsecured considered good		
Loans to Related Parties	25,00,000	0
Loans to others	18,33,73,753	15,90,05,479
	<b>18,58,73,753</b>	<b>15,90,05,479</b>
<b>Advances</b>		
Pre-paid Expenses	0	23,182
Advance to Staff	14,000	12,145
Other Advances & Receivables	1,00,36,636	65,02,000
Advance Income Tax & TDS	49,69,483	1,29,66,536
(Net of provisions as at 31st March 2012 Rs.13,50,000/-, as at 31st March 2011 Rs.18,10,728/-)		
<b>TOTAL</b>	<b>20,08,93,871</b>	<b>17,85,09,342</b>
<b>Note 14</b>		
<b>Other Current Assets</b>		
Accruals:		
Interest accrued on Loans	89,80,852	1,46,49,537
<b>TOTAL</b>	<b>89,80,852</b>	<b>1,46,49,537</b>



**PRIMAX FISCAL SERVICES LIMITED**  
Notes forming part of the Consolidated Financial Statements

Amount in Rupees

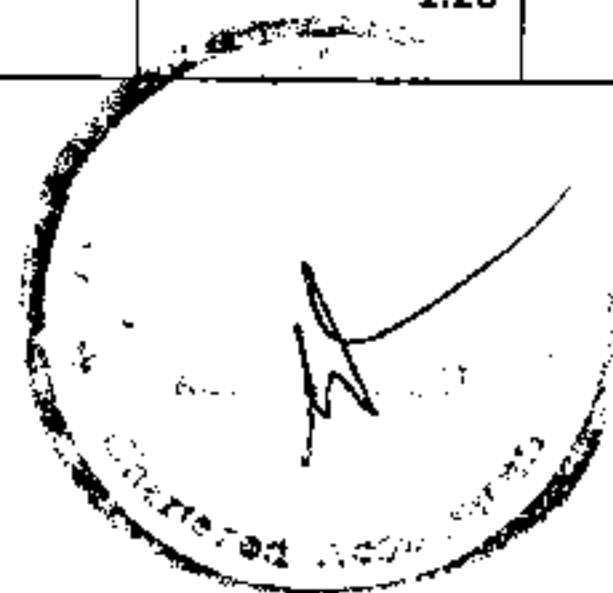
Particulars	2012	2011
<b>Note 15</b>		
<b>Revenue from operations</b>		
Sale of Shares	16,37,282	7,94,24,157
<b>Interest on Loan</b>		
Interest received on loan	2,34,02,949	2,87,22,788
Interest on Fixed Deposits	62,52,050	59,16,090
Interest paid on loan	(3,04,40,451)	(3,64,97,946)
Dividend Income	1,04,649	2,30,412
Share Trading Income	9,203	2,79,148
Rent Received	8,20,000	0
Maintenance Charges Received	1,64,000	0
<b>TOTAL</b>	<b>19,49,682</b>	<b>7,80,74,649</b>
<b>Note 16</b>		
<b>Other Income</b>		
Interest on I.T. Refund	13,28,305	0
Long Term Capital Gain	1,12,00,000	0
Miscellaneous Receipt	0	3,054
Profit on sale of Motorcar	46,766	0
Dividend Income	95,876	0
Other Interest from Portfolio	680	0
NPA Provision written back	93,718	0
Contingent Provisions Against Standard Assets written back	28,365	0
<b>TOTAL</b>	<b>1,27,93,710</b>	<b>3,054</b>
<b>Note 17</b>		
<b>Changes in inventories</b>		
Inventories at the beginning of the year:		
stock in trade	2,35,95,039	3,40,25,894
Inventories at the end of the year:		
stock in trade	1,83,41,408	2,35,95,039
Net (increase)/decrease in stock	<b>52,53,631</b>	<b>1,04,30,855</b>
<b>Note 18</b>		
<b>Finance Cost</b>		
Interest Expenses	16,26,770	17,78,867
Other Borrowing Cost	97,505	0
<b>TOTAL</b>	<b>17,24,275</b>	<b>17,78,867</b>
<b>Note 19</b>		
<b>Employee Benefit Expenses</b>		
Salaries, wages and bonus	5,16,311	5,46,336
Staff Welfare Expenses	4,757	4,668
<b>TOTAL</b>	<b>5,21,068</b>	<b>5,51,004</b>



**PRIMAX FISCAL SERVICES LIMITED**  
Notes forming part of the Consolidated Financial Statements

Amount in Rupees

Particulars	2012	2011
<b>Note 20</b>		
<b>Other Expenses</b>		
Advertisement Expenses	13,648	23,604
Bank Charges	10,724	3,278
Books & Periodicals	0	1,400
Bad Debts	2,53,003	0
Car Insurance	12,830	8,425
Car Running Expenses	2,910	88,012
Conveyance Expenses	951	1,413
Custodial Fees	13,236	13,236
Demat Charges	1,866	30,260
Entertainment Expenses	390	655
Filing Fees	7,900	1,500
General Expenses	773	2,951
Listing Fee	19,856	19,854
Legal & Professional Fees	1,900	0
Portfolio Management Fees	0	45,002
Postage & Telegram	225	237
Printing & Stationery	2,496	880
Profession Tax	5,000	2,500
Rates & Taxes	18,622	53,754
Share Transfer Registrar Fees	9,928	9,928
Securities Transaction Tax	3,697	0
Compliance Certificate Fees	3,000	3,000
Certification Charges	12,750	10,250
Provision for Bad & Doubtful Debts	0	17,10,657
TDS Written Off	0	6,705
Miscellaneous Expenditure W/off	12,800	0
<b>Auditors Remuneration :</b>		
Statutory Audit	14,045	8,273
Tax Audit	2,809	2,758
Other Capacities	16,546	17,500
<b>TOTAL</b>	<b>4,41,905</b>	<b>20,66,032</b>
<b>Note 21</b>		
<b>Earnings Per Shares (EPS)</b>		
Net profit for the year	52,11,504	(29,15,013)
<b>Shares</b>		
Number of shares at the beginning of the period	41,34,600	41,34,600
Number of shares at the end of the period	41,34,600	41,34,600
Weighted average number of equity shares outstanding during the period- Basic & Diluted	41,34,600	41,34,600
<b>Earnings per share of par value Rs.10/- - Basic &amp; diluted (Rs.)</b>	<b>1.26</b>	<b>(0.71)</b>



Norms issued by Reserve Bank of India from time to time in this regard. Revenue for purchase of debts is accounted when there is reasonable certainty of its realisation.

**c) Stock-in Trade / Units of Mutual Funds**

Stock in trade of securities is valued at cost or market price which is lower. In case of units of mutual funds (Unquoted), N.A.V. as at 31.03.2012 has been taken as market price.

**d) Investments:**

Long-term investments are stated at cost. Provision for diminution in the value of Long term Investment is made only if such a decline is other than temporary.

e) i) Employees benefits of Short Term nature are recognized as expense as and when it accrues.

ii) Long term and post employment benefit is recognized as expenses as and when it accrues.

**f) Prudential Norms:**

The Company has followed during the year prudential norms for Income recognition and for provisions of Non Performing Assets prescribed by Reserve Bank of India for Non Banking Financial Companies.

**g) Taxation:**

income-tax expense comprises current tax and deferred tax charge or release. The deferred tax charge or credit is recognised using current tax rates. Where there are unabsorbed depreciation or carry forward losses, deferred tax assets are recognized only if there is virtual certainty of realisation of such assets. Other deferred tax assets are recognized only to the extent there is reasonable certainty of realisation in future. Such assets are reviewed as at each balance sheet date to reassess realisation.

**h) Fixed Assets :**

i) Fixed Assets are stated at cost less accumulated depreciation.

ii) Depreciation on assets are provided on written Down Value Method at the rate and in the manner prescribed in schedule XIV of the Companies Act, 1956 as amended from time to time.



## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

### NOTE – 23 NOTES ON ACCOUNTS

- a) The provisions of Provident Fund Act, ESI Act and Payment of Gratuity Act are not applicable to the Company since the number of employees is less than those specified in the aforesaid Acts.
- b) The Company has applied the revised Accounting Standard (AS) 15 – Employees Benefits notified under the Companies (Accounting Standards) Rules, 2006. There is no present obligation of any post employment benefit including payment of gratuity during the year. Therefore no actuarial gains or loss arose at the end of the year.
- c) There are no reported Micro, Small and Medium Enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 to whom the company owes dues.
- d) The Company does not permit leave encashment during their tenure of employment and on retirement or termination and hence there is no liability towards leave encashment.
- e) As the business activity falls within a single segment, the disclosure requirements of Accounting Standard 17 “Segment Reporting”, issued by the Institute of Chartered Accountants of India, is not applicable.

f) Related party disclosures

Related Part Disclosures as required under AS 18 issued by the Institute of Chartered Accountants of India.

- i. List of Related Parties:
- |                          |                   |
|--------------------------|-------------------|
| DIPL Computers Pvt. Ltd. | Associate Company |
| Kalyan Vincom Pvt. Ltd.  | Subsidiary        |

ii. Transactions with related parties:-

DIPL Computers (P) Ltd.

Type of related parties	Description of the nature of the transactions	Volume of transactions during 2011-12(Rs.)	Amount outstanding as on	
			31.03.2012 (Rs.)	31.03.2011 (Rs.)
Associates	Loan Refund Granted	6,53,18,423/- 6,14,04,007/-	23,24,952/- (Dr.)	14,14,416/- (Cr.)
	Interest Paid(Net)	1,75,048/-		

#### Particulars of Subsidiary

Name of the Company	Country of Incorporation	Percentage of voting power As at 31.03.2012	Percentage of voting power As at 31.03.2011
Kalyan Vincom Pvt. Ltd.	India	100	Nil

Related party relationship is as identified by the management and relied upon by the auditors.



- g) The Company has uncalled liability of Rs. 42,72,823/- (P.Y.48,97,823/- ) on Partly Paid up Private Equity Fund held as investment.
- h) Contingent Liability :-  
 1) The company has provided a corporate guarantee of Rs. 113.15 crores to Punjab National Bank for credit facilities to M/s. Ganges Jute Pvt. Ltd.  
 2) The company has given Bank Guarantee for US\$ 1,70,000 in favour of Ghana Cocoa Board for trade with them.
- i) Deferred Tax:  
 There remains a deferred tax asset on brought forward loss as on 01-04-2011. However the amount of such deferred tax assets has not been recognised in the books of account on consideration of prudence as per said Accounting Standard – 22.
- j) The company has made an advance of Rs.2,96,00,000/- towards purchase of land. The registry of which is yet to be made.
- k) The Reserve Bank of India (RBI) vide its Notification No. DNBS. 223/CGM(US)-2011 dated 17th January, 2011 has issued directions to all NBFCs to make provision of 0.25% against Standard Assets with immediate effect. Accordingly, the company has reversed back provision of Rs.28,365/- during the year on Standard Assets which has been credited to Profit & Loss Account.
- l) These financial statements have been prepared in the format prescribed by the Revised Schedule VI to the Companies Act 1956. Previous years figure have been recasted / restated to confirm to the classification of the current period.

Notes forming part of the Financial Statements 1 to 23

As per our Report of even date

For Agarwal Maheswari & Co.  
 Chartered Accountants  
 Firm Reg No. 314030E

  
 (A.K. Maheswari)

Partner

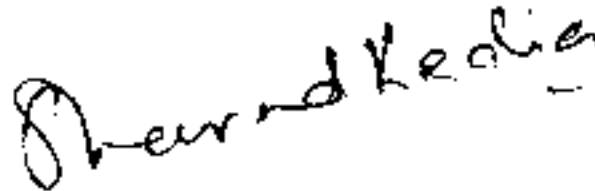
M.No.: 51394

Place : 24 Hemanta Basu Sarani,  
 Mangalam A, Room No. 309  
 Kolkata – 700 001



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Date : 31.05.2012