

**THE AMALGAMATED  
ELECTRICITY COMPANY  
LIMITED**

**2008-2009**

**74<sup>th</sup> Annual Report**

**2008-2009**

**THE AMALGAMATED ELECTRICITY COMPANY LIMITED**

**DIRECTORS**

**MR. MILAN B. DALAL**

**MR. CHAMPAK KANABAR (up to 15th October 2008)**

**MR. SATYEN B. DALAL**

**MR. S.R. MISHRA (up to 15th October 2008)**

**MR. DEEPAK SHETH (from 15th October 2008)**

**MR. NITIN VELHAL (from 15th October 2008)**

**THE SOUTH INDIAN BANK LTD.**

**MUMBAI**

**AUDITORS**

**Messrs. GANESH & RAJENDRA ASSOCIATES**

**REGISTERED OFFICE**

**17-B, KORNIMAN CIRCLE, FORT**

**MUMBAI 400 023**

**A REQUEST**

The practice of distributing copies of the Annual Report at the Annual General Meeting has been discontinued in view of the high cost of paper and printing. You are, therefore, requested to bring your copy of the Annual Report at the Meeting. Please bring with you the Entrance Pass duly completed.

**NOTICE**

NOTICE is hereby given that the SEVENTY-FOURTH ANNUAL GENERAL MEETING of the Members of THE AMALGAMATED ELECTRICITY COMPANY LIMITED will be held on Wednesday, 30<sup>th</sup> September, 2009 at 3:45 p.m. at "Orchid", 1<sup>st</sup> Floor, MVRDC, World Trade Centre, Centre 1, Cuffe Parade, Mumbai 400 005, to transact the following business :

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2009 and the Profit & Loss Account of the Company for the year ended on that date alongwith the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Milan B. Dalal who retires by rotation and is eligible for re-appointment.
3. To appoint Auditors and to fix their remuneration.

**SPECIAL BUSINESS:**

4. To consider, and, if thought, to pass with or without modification(s), if any, the following resolution as an Ordinary Resolution.

"RESOLVED THAT Mr. Deepak Sheth, who, having been appointed earlier as an Additional Director, holds office till this Annual General Meeting and in respect of whom the Company has received a notice under Section 257 of the Companies Act, 1956, proposing his candidature, be and is hereby appointed Director liable to retire by rotation."

5. To consider, and, if thought, to pass with or without modification(s), if any, the following resolution as an Ordinary Resolution

"RESOLVED THAT Mr. Niran Vajhal, who, having been appointed earlier as an Additional Director, holds office till this Annual General Meeting and in respect of whom the Company has received a notice under Section 257 of the Companies Act, 1956, proposing his candidature, be and is hereby appointed Director liable to retire by rotation."

BY ORDER OF THE BOARD  
Milan B. Dalal  
DIRECTOR

Mumbai

Dated: 4<sup>th</sup> September, 2009

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.
2. The instrument appointing the proxy should be deposited with the Company at least 48 hours before the commencement of the Meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed on Wednesday, 30<sup>th</sup> September, 2009.
4. Members are requested to intimate change of address, if any, to the Company.

**ANNEXURE TO THE NOTICE**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956**

The following explanatory statement sets out in detail all material facts relating to the item of Special Business as mentioned in the accompanying Notice convening the Seventy-Fourth Annual General Meeting of the Company.

**Item No. 4 and 5**

Mr. Deepak Sheth and Mr. Niran Vajhal were appointed Additional Directors of the Company pursuant to Section 260 of the Companies Act, 1956 and hold office till the forthcoming Seventy-Fourth Annual General Meeting of the Company.

Notices proposing the candidatures for the appointments of Mr. Deepak Sheth and Mr. Niran Vajhal as Directors liable to retire by rotation have been received from members alongwith deposits of Rs.500/- each.

Hence the Ordinary Resolution.

Mr. Deepak Sheth and Mr. Niran Vajhal are deemed to be interested or concerned in the above resolution to the extent of their respective appointments.

BY ORDER OF THE BOARD

Milan B. Dalal  
DIRECTOR

Mumbai

Dated: 4<sup>th</sup> September, 2009

# THE AMALGAMATED ELECTRICITY COMPANY LIMITED

## REPORT OF THE DIRECTORS TO THE SHAREHOLDERS

Your Directors present the SEVENTY-FOURTH ANNUAL REPORT of the Company together with the Audited Statements of Accounts for the year ended 31<sup>st</sup> March, 2009.

### FINANCIAL RESULTS

	Amount (Rs.)	
	Year ended 31 <sup>st</sup> March, 2009	Year ended 31 <sup>st</sup> March, 2008
Profit/(Loss) for the year	47,722	(35,173)
Less: Provision for Taxation	-	-
	<u>47,722</u>	<u>(35,173)</u>
Add/Less: Deferred Tax Provision	2,999	(2,718)
Prior year taxes	<u>44,723</u>	<u>(37,891)</u>
	<u>(53,44,919)</u>	<u>(53,07,090)</u>
Adj. Deficit brought forward from last year	<u>(53,00,198)</u>	<u>(53,44,919)</u>
Deficit carried to Balance Sheet		

### PENDING LEGAL DISPUTES

The Appeal filed in the Hon'ble Rajasthan High Court by a consumer of the Company's erstwhile Ajmer undertaking involving a claim of Rs.78,800/- is still pending.

### DIVIDEND

In view of the accumulated losses, your Directors do not recommend any dividend for the year under report.

### FIXED DEPOSITS

As on 31<sup>st</sup> March, 2009, there were no fixed deposits remaining overdue.

### DIRECTORS

During the year under report, Mr. Deepak Sheth and Mr. Nitin Vathal were appointed Additional Directors on the Board of Directors of the Company. Resolutions for their respective appointments, pursuant to Section 257 of the Companies Act, 1956, as Directors liable to retire by rotation form part of the accompanying Notice.

Your Directors recommend the appointments of Mr. Deepak Sheth and Mr. Nitin Vathal as Directors liable to retire by rotation.

Further, during the year under report, Mr. Champak Kanabar and Mr. S.R. Mishra resigned as Directors from the Board of Directors of the Company. Your Directors place on record their deep sense of appreciation of the valuable advice rendered by Mr. Champak Kanabar and Mr. S.R. Mishra during their respective tenures as Director of the Company.

Mr. Milan B. Dalal retires by rotation at the forthcoming Annual General Meeting and, being eligible, offers himself re-appointment.

### PARTICULARS OF EMPLOYEES

During the year under report, there was no employee of the category mentioned in Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 and hence information in this regard is not required to be furnished.

### DIRECTORS' RESPONSIBILITY STATEMENT

As required under Section 217(2AA) of the Companies Act, 1956, the

Directors hereby confirm that:

1. In the preparation of the Annual Accounts, the applicable accounting standards have been followed.
2. They have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year covered under this Report and of the profit of the Company for the year.
3. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. The Annual Accounts have been prepared on a going concern basis.

### COMPLIANCE CERTIFICATE

A compliance certificate received from M/s Sanjay Soman & Associates, Practising Company Secretaries, pursuant to Section 383A(1) of the Companies Act, 1956, read together with the Companies (Compliance Certificate) Rules, 2001, is attached hereto and forms part of this Report.

### CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

As the Company is not engaged in any manufacturing activity, furnishing of information in respect of conservation of energy and technology absorption as required under Section 217(1)(g) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 does not arise for your Company.

Further, the Company neither used nor earned any foreign exchange during the year under report.

### SUBSIDIARY COMPANY

Statement pursuant to Section 212 of the Companies Act, 1956 in respect of your Company's Subsidiary is annexed and forms part of this Report.

### AUDITORS

M/s Ganesh Rajendra & Associates, Chartered Accountants, Mumbai, hold office as Auditors of the Company upto the conclusion of the forthcoming Annual General Meeting. A certificate has been obtained from them pursuant to Section 224(1-B) of the Companies Act, 1956 to the effect that their appointment, if made, would be within the limits prescribed thereunder.

### ACKNOWLEDGEMENTS

Your Directors wish to place on record their appreciation of the co-operation and diligent efforts of the employees of the Associate Companies.

### FOR AND ON BEHALF OF THE BOARD

Milan B. Dalal  
DIRECTOR

Nitin Vathal  
DIRECTOR

Mumbai  
Dated: 4<sup>th</sup> September, 2009

**COMPLIANCE CERTIFICATE****THE MEMBERS OF****Amalgamated Electricity Company Limited**

We have examined the registers, records, books and papers of Amalgamated Electricity Company Limited (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the Rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the Financial Year ended on 31<sup>st</sup> March, 2009. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid Financial Year:

1. The Company is registered under CIN U31100MH1936-PLC002497 with the Registrar of Companies, Maharashtra and having its Registered Office at Dana Bank Building, 1<sup>st</sup> Floor, 17-B, Horniman Circle, Fort, Mumbai 400023 has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions and the rules made thereunder and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns prescribed under the Act and the rules made thereunder as stated in Annexure 'B' to this certificate with the Registrar of Companies, Maharashtra or other authorities within the time prescribed under the Act.
3. The Company is a Public Limited Company, comments are not required.
4. The Board of Directors duly met 4 (four) times on the under mentioned dates:
  - 29<sup>th</sup> April, 2008
  - 29<sup>th</sup> July, 2008
  - 15<sup>th</sup> October, 2008
  - 25<sup>th</sup> January, 2009
 In respect of which Meetings, proper Notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company closed its Register of Members on September 30, 2008 and necessary compliance of Section 154 of the Act has been made.
6. The 73<sup>rd</sup> Annual General Meeting for the Financial Year ended on 31<sup>st</sup> March, 2009 was held on September 30, 2008 after giving due Notice to the Members of the Company and the resolutions passed thereat were duly recorded in the Minutes Book of the Company.
7. No Extra Ordinary General Meeting was held during the financial year.
8. The Company has not advanced any loans to its Directors or persons or firms or companies referred to under Section 295 of the Act.
9. The Company has entered into certain contracts/arrangements for services sold which were of special nature, which are outside the purview of Section 297 of the Act.
10. The Company has made necessary entries in the Register maintained under Section 301 of the Act.
11. The Company has obtained necessary approvals from the Board of Directors and Members pursuant to Section 314 of the Act wherever applicable.
12. The Share Transfer Committee, constituted by the Board of Directors, has approved the issue of duplicate share certificates and the Deectors have notified the same at the next Board Meeting.
13. The Company has:
  - (i) delivered all the certificates on lodgement thereof for transfer/transmission or any other purpose in accordance with the provisions of the Act.
  - (ii) not declared dividend during the Financial Year ended 31<sup>st</sup> March, 2009.
  - (iii) duly complied with the requirements of Section 217 of the Act
14. The Board of Directors of the Company is duly constituted and the appointments of Directors and Additional Directors have been duly made.
15. The Company has not appointed any Managing Director/Whole-time Director/ Manager during the Financial Year.
16. The Company has not appointed any sole-selling agents during the year.
17. During the year the Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar of Companies, Maharashtra or such other authorities as are prescribed under the various provisions of the Act
18. All the Directors have disclosed their interest in other firms/ companies to the Board of Directors pursuant to the provisions of the section 298 Act and the rules made thereunder.
19. The Company has not issued any shares/debentures/other securities during the Financial Year.
20. The Company has not bought back any shares during the Financial Year.
21. The Company has no Preference Share Capital nor has it issued any debentures, hence there had been no redemption of preference shares or debentures during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares.
23. The Company has neither invited nor accepted any deposits during the period under scrutiny.
24. The Company has not borrowed any amount from Directors, Members, public, financial institutions, banks and others during the financial year ended 31<sup>st</sup> March, 2009.
25. The Company has not made any loans and investments, or given guarantees or provided securities to other bodies corporate during the year under scrutiny
26. The Company has not altered the provisions of the Memorandum of Association with respect to situation of the Company's Registered Office from one state to another during the year under scrutiny
27. The Company has not altered the provisions of the Memorandum of Association with respect to the objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum of Association with respect to name of the Company during the

## THE AMALGAMATED ELECTRICITY COMPANY LIMITED

year under scrutiny.

29. The Company has not altered the provisions of the Memorandum of Association with respect to share capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of its Articles of Association during the financial year.
31. There was no prosecution initiated against the Company nor were any show cause notices received by the Company and no fines or penalties or any other punishment has been imposed on the Company during the Financial Year for offences, if any, under the Act.
32. The Company has not received any money as security from its employees during the Financial Year.
33. The Company has deposited both employees and employers contribution of Provident Fund with the prescribed authorities.

For Sanjay Soman & Associates

Place: Mumbai

Sanjay Soman (CP 817)

Date: 4<sup>th</sup> September, 2009

### ANNEXURE A

#### Registers as maintained by the Company

1. Application for and Allotment of Shares Register
2. Register of Members under Section 150
3. Register of Charges under Section 143
4. Register of Transfers
5. Register of Directors, Managing Directors etc. under Section 300
6. Register of Directors' shareholdings under Section 307
7. Attendance Register
8. Register of Contracts under Section 301
9. Register of Contracts, Companies and Firms in which Directors are interested under Section under Section 301(3)
10. Board Minutes Book and General Body Minutes Book under Section 183
11. Books of Accounts under Section 209
12. Register of Deposits under Section 58A
13. Register of Investments under Section 49(7)
14. Index of Members under Section 151

### ANNEXURE B

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending on 31<sup>st</sup> March, 2009

1. Annual Return dated 30<sup>th</sup> September, 2008 - Not filed
2. Audited Statements of Accounts, Directors' and Auditors' Reports thereon - Not Filed.
3. Secretarial Compliance Certificate w/o 383 A(1) - Not Filed

## AUDITORS' REPORT

To The Members of

## THE AMALGAMATED ELECTRICITY COMPANY LIMITED

1. We have audited the attached Balance Sheet of THE AMALGAMATED ELECTRICITY COMPANY LIMITED as at 31st March 2009, Profit and Loss Account and Cash Flow Statement for the year ended on that date. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the Indian auditing standards issued by the Institute of Chartered Accountants of India. Our audit includes an examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates and judgments made by the management in the preparation of financial statements and evaluating the overall financial statement presentation. We planned and performed our audit, so as to obtain all the information and explanations which we considered necessary in order to provide us the sufficient evidence to give reasonable assurance that the financial statements are free from material misstatements and to provide a reasonable basis for our opinion.
3. As required by the Companies (Auditors' Report) Order, 2003, issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956, we give in the Annexure a Statement on the matters specified in the paragraph 4 and 5 of the said order.
4. Further to our comments in the Annexure referred to in Paragraph (3) 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 purpose of our audit;
  - b) in our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of the books;
  - c) the Balance Sheet, Profit and Loss Account and the Cash Flow Statement dealt with by this report are in agreement with the Books of Account;
  - d) in our opinion, the Balance Sheet, Profit and Loss Account and the Cash Flow Statement dealt with by this report are in compliance with the Accounting Standards referred to in Section 211(3C) of the Company, 1956 in so far as they apply to Company;
  - e) in our opinion and based on information and explanations given to us, none of the directors are disqualified as on 31st March, 2009 from being appointed as directors in terms of clause (g) of subsection (1) of section 274 of Companies Act 1956;
  - f) in our opinion and to the best of our information and according to the explanations given to us the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
    - i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2009;

- i) in the case of the Profit and Loss Account, of the profit for year ended on that date; and
- ii) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

For GANESH & RAJENDRA ASSOCIATES  
CHARTERED ACCOUNTANTS(GANESH MEHTA)  
PARTNER  
(Membership No. 32939)

MUMBAI,

DATED : 4th September 2009

## ANNEXURE TO AUDITORS' REPORT

Referred to in Paragraph 3 of our Report of even date.

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
  - (b) All the assets have been physically verified by the management during the year. No material discrepancies were noticed on such verification.
  - (c) The Company has not disposed off substantial part of the fixed assets during the year.
- (ii) Considering the activity carried out during the year, in our opinion the provision of clause 4(i) of the Companies (Auditors' Report) Order, 2003 are not applicable.
- (iii) The Company has not granted or taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained U/s. 301 of the Act. Hence the provision of clause 4 (ix) (a), (b), (c), (d), (e) & (f) of the Companies (Auditors Report) Order 2003 are not applicable.
- (iv) In our opinion and according to the information and explanations given to us and in view of the activities carried on by the Company, the provision of clause 4(iv) of the Companies (Auditors Report) Order, 2003 are not applicable to the Company.
- (v) According to the information and explanations given to us, we are of the opinion that there were no contracts or arrangements that need to be entered into the register maintained under section 301 of the Companies Act, 1956. Hence the provision of clause 4(v) (a) & (b) of the Companies (Auditors Report) Order, 2003 are not applicable to the Company.
- (vi) The Company has not accepted any deposits from the public during the year, therefore, in our opinion the question of applicability of directives issued by the Reserve Bank of India and the provisions of sections 58A and 58AA of the Act and the rules framed there under does not arise.
- (vii) As informed to us, the Company did not have formal internal audit system during the year.
- (viii) As informed to us, the maintenance of cost records has not been prescribed by the Central Government U/s. 209(1)(d) of the Companies Act, 1956, in respect of the activities carried on by the company.
- (ix) (a) The Company did not have to pay any undisputed statutory dues except Income Tax and Tax Deducted at source under Income Tax Act, 1961 as under :

## THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Name of Dues	Assessment Year	Amount	Due Date
Income Tax	2001 - 02	5,762/-	08/08/2006
	2002 - 03	5,28,055/-	27/09/2005
		5,33,817/-	

However, the company has paid Rs. 4,50,000/- on account during the year.

- (b) According to the information and explanation given to us, there are no dues of sales tax, income tax, customs duty, wealth tax, excise duty and cess, which have not been deposited on account of any dispute.
- (c) 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 loss during the current financial year. However company has incurred cash loss of Rs. 32,794/- during the year and Rs. 2,098/- during immediate preceding year.
- (d) The Company has no dues payable to financial institutions, banks or debenture holders during the year.
- (e) The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (f) In our opinion, the Company is not a child fund or a night / mutual benefit fund / society. Therefore, the provisions of clause 4 (iii) of the companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- (g) The Company has maintained proper records of the transactions and contracts in respect of shares and debentures and other securities and timely entries have been made therein. The shares, securities, debentures and other investments have been held by the Company in its own name except in case of

investments in Preference Shares of Rs. 65,11,200/- and we have been informed that the transfer is still in process.

- (iv) As per the information and explanations given to us, the Company has not given any guarantee (or loans taken by others from banks or financial institutions).
- (v) The Company has not taken term loans during the year.
- (vi) The Company has not raised any fund either short term or long term during the year. Accordingly the clause 4(xvii) of the Companies (Auditor's Report) Order, 2003 is not applicable to the company.
- (vii) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained U/s. 301 of the Act during the year.
- (viii) The Company has not issued any debentures and hence the question of creating securities thereof does not arise.
- (ix) The Company has not raised money by public issue during the year.
- (x) According to the information and explanation given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

For GANESH & RAJENDRA ASSOCIATES  
CHARTERED ACCOUNTANTS

(GANESH MEHTA)  
PARTNER

(Membership No. 32939)

MUMBAI.

DATED : 4th September 2009

### CERTIFICATE

We have examined the attached Cash Flow Statement of Amalgamated Electricity Company Limited for the period ended 31st March 2009. The statement has been prepared by the Company in accordance with the requirements of listing agreement clause 32 with Bombay Stock Exchange and is based on and in agreement with the corresponding profit and loss account and balance sheet of the Company covered by our report of 4th September 2009 to the members of the Company.

For GANESH & RAJENDRA ASSOCIATES  
CHARTERED ACCOUNTANTS

(GANESH MEHTA)  
PARTNER

(Membership No. 32939)

MUMBAI.

DATED : 4th September 2009



## SEVENTY FOURTH ANNUAL REPORT 2008-09

## BALANCE SHEET AS AT 31ST MARCH, 2009

	Schedule	Rupees	31st March 2009 Rupees	31st March 2008 Rupees
<b>I SOURCES OF FUNDS :</b>				
<b>1 Shareholders funds :</b>				
Capital	(1)		13,882,560	13,882,560
<b>2 Deferred tax liability</b>			<u>19,706</u>	<u>18,707</u>
			<u>13,902,266</u>	<u>13,899,267</u>
<b>II APPLICATION OF FUNDS :</b>				
<b>1 Fixed assets :</b>				
a) Gross block		432,163		432,163
b) Less : Depreciation		<u>395,524</u>		<u>390,597</u>
c) Net block			38,639	41,566
<b>2 Investments</b>	(3)		6,908,121	6,882,121
<b>3 Current assets, loans &amp; advances :</b>				
a) Sundry debtors	(4)	683,241		773,174
b) Cash and bank balances	(5)	153,161		22,310
c) Loans and advances	(6)	<u>1,268,772</u>		<u>1,215,321</u>
		<u>2,025,174</u>		<u>2,010,805</u>
Less : Current liabilities & provisions :				
Liabilities	(7)	<u>387,864</u>		<u>390,144</u>
		<u>387,864</u>		<u>390,144</u>
Net current assets			1,657,310	1,620,661
<b>4 Profit and loss account</b>			<u>5,300,196</u>	<u>5,344,919</u>
			<u>13,902,266</u>	<u>13,899,267</u>
Notes to the accounts	(9)			

As per our report attached  
For GANESH & RAJENDRA ASSOCIATES  
Chartered Accountants

GANESH MENTA  
Partner  
(Membership No. 32939)

MUMBAI,  
DATED - 4th September 2009

For and on behalf of the Board

MILAN B. DALAL Director

NITIN VELHAL Director

**THE AMALGAMATED ELECTRICITY COMPANY LIMITED**

**PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009**

	Schedule	31st March 2009 Rupees	31st March 2008 Rupees
<b>INCOME :</b>			
Computer hire income		76,000	74,400
Professional fees		100,000	-
Misc. income		20,000	-
Balances / accounts write back		-	200,330
		<u>196,000</u>	<u>274,730</u>
<b>EXPENDITURE :</b>			
Administrative & other expenses	(8)	145,351	307,524
Depreciation		4,927	2,379
		<u>150,278</u>	<u>309,903</u>
Profit / (Loss) before adjustments		47,722	(35,173)
Deferred tax provision		2,889	2,716
		<u>44,723</u>	<u>(37,889)</u>
Deficit brought forward from last year		5,344,919	5,307,000
Deficit carried to balance sheet		<u>5,300,196</u>	<u>5,344,919</u>
Earning per share ( Basic / Diluted )		0.03	(0.03)
Nominal value of share		10	10
( See note No.x of schedule 9(2) )			
Notes to the accounts	(9)		

As per our report attached  
For GANESH & RAJENDRA ASSOCIATES  
Chartered Accountants

GANESH MENTA  
Partner  
(Membership No. 32939)

MUMBAI,  
DATED : 4th September 2009

For and on behalf of the Board

MILAN B. DALAL Director

MITIN VELHAL Director

## SEVENTY FOURTH ANNUAL REPORT 2008-09

## SCHEDULES FORMING PART OF THE BALANCE SHEET

	31st March 2009 Rupees	31st March 2008 Rupees
<b>1. SHARE CAPITAL :</b>		
<b>Authorised :</b>		
14,00,000 equity shares of Rs. 10/- each.	14,000,000	14,000,000
6,00,000 unclassified shares of Rs. 10/- each	6,000,000	6,000,000
25,000 10% (Free of Company's Income Tax but subject to deduction of tax at source and at the prescribed rates applicable) cumulative redeemable preference shares of Rs. 100/- each. Redeemable at per wholly or partly at the Company's option at any time after the expiry of four years from the date of allotment by giving three months previous notice in writing and in any case redeemable at per wholly on the expiry of seven years from the date of allotment thereof.	2,500,000	2,500,000
	<u>22,500,000</u>	<u>22,500,000</u>

**2. FIXED ASSETS :**

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	AS ON 4/1/2008 Rs.	ADDITION Rs.	AS ON 3/31/2009 Rs.	AS ON 4/1/2008 Rs.	DEDUC- TION Rs.	FOR THE YEAR Rs.	AS ON 3/31/2009 Rs.	AS ON 3/31/2009 Rs.	AS ON 3/31/2008 Rs.
Plant and Machinery	301,307	-	301,307	259,741	-	4,927	284,668	36,639	41,566
Furniture, Fixtures & Equipments	130,856	-	130,856	130,856	-	-	130,856	-	-
<b>TOTAL</b>	<b>432,163</b>	<b>-</b>	<b>432,163</b>	<b>390,597</b>	<b>-</b>	<b>4,927</b>	<b>395,524</b>	<b>36,639</b>	<b>41,566</b>
PREVIOUS YEAR	401,483	30,680	432,163	388,218	-	2,379	390,597	41,566	13,255

	Face Value	31st March 2009 Rupees	31st March 2008 Rupees
<b>3. INVESTMENTS (All over) :</b>			

**(Unless otherwise stated)  
NON TRADE INVESTMENTS.****Unquoted :****In subsidiary company**

In Amalgamated Investments Ltd.  
25192 (Pr. Yr. 23592) Equity shares of  
Rs. 10/- each fully paid-up.

**Others**

In Global Financial Services Ltd.  
68112 5% cumulative redeemable  
preference

share of Rs. 100/- each

In Punjath Testing Company Pvt. Ltd.  
4500 Equity Shares of Rs. 10/- each

₹ 251,921 235,921

100 8,611,200 6,611,200

₹ 45,000 45,000

8,698,121 6,892,121

**4. SUMMARY DEBTORS :**

(Considered good unless otherwise specified)

Unsecured - debts outstanding for a period  
exceeding six months

Other Debts

555,138 734,774

108,102 38,400

663,240 773,174

**5. CASH AND BANK BALANCES :**

Cash in hand

128,083 530

Balance with Schedule Banks :

In current accounts

24,136 21,777

152,219 223,107

**Issued, subscribed and paid-up :**

13,88,258 equity shares of Rs. 10/- each  
fully paid up.

13,882,560 13,882,560

(Of the above 2,65,948 equity shares of  
Rs. 10/- each are allotted pursuant to the  
amalgamation scheme without payment  
being received in cash and 3,47,084 equity  
shares of Rs. 10/- each are allotted as  
fully paid up bonus shares by capitalising  
Rs. 25,00,000/- and Rs. 9,70,640/- out of  
the Capital Redemption Reserve and  
General Reserve respectively.)

**6. LOANS AND ADVANCES :**

(Unless secured and considered good unless  
otherwise specified)

Inter-company deposits

Miscellaneous advances and claims receivable

Prepaid taxes

- 21,210

1,022,541 1,194,011

188,231 -

1,208,772 1,215,321

**7. CURRENT LIABILITIES :**

Sundry creditors

387,884 380,144

387,884 380,144

**8. ADMINISTRATIVE & OTHER EXPENSES**

Rent, rates & taxes

Auditors' remuneration

Administrative & other expenses

Computer hire charges

Listing fees

Professional fees

Repair & maintenance expenses

Electricity charges

Conveyance expenses

Prior year expenses

31,322 220,670

13,299 12,360

22,680 3,194

12,000 24,000

15,684 10,000

25,757 30,000

22,350 -

2,250 -

- 1,500

- 5,800

145,351 307,524

## THE AMALGAMATED ELECTRICITY COMPANY LIMITED

### B NOTES ON THE BALANCE SHEET AND THE PROFIT AND LOSS ACCOUNT

#### 1 Contingent Liability :

With regard to the claim of Rs. 78,600/- by a consumer of electricity Ajmer undertaking, the company does not expect any liability and if any arises, same is unascertainable.

#### 2 Statement of Accounting Policies :

##### i) BASIS OF ACCOUNTING :

The financial statements have been prepared under the historical cost convention in accordance with the accounting standards issued by the Institute of Chartered Accountants of India and the provisions of the Companies Act, 1956, as adopted consistently by the Company. All income & expenditure having the material bearing on the financial statements are recognized on accrual basis.

##### ii) USE OF ESTIMATES :

The preparation of financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of financial statements and a reported amount of revenues and expenses during the reporting period. Difference between the actual expenses and estimates is recognized in the period in which the results are known/materialised.

##### iii) REVENUE RECOGNITION :

Revenue is recognized only when no significant uncertainties as to the measurability or realisability of any claim exists. In case of uncertainties in either aspects revenue recognition is postponed to the time of realizing such claims.

##### iv) FIXED ASSETS & DEPRECIATION :

All the Fixed Assets are stated at cost of acquisition less accumulated depreciation. Depreciation has been calculated on straight line method in accordance with section 205(2)(b) of the Companies Act, 1956 on the cost of the assets as per Circular Nos. 1/1/86-CL-V and 15(50) 84-CL-VI dated. 21/05/1986 issued by the Department of Company Affairs, Government of India, on assets acquired before 02/04/1987 and on the Assets acquired thereafter, depreciation has been calculated on the straight line method at the rates prescribed in Schedule XIV of the Companies Act, 1956.

##### v) INVESTMENTS :

Investments are capitalised at cost plus brokerage and stamp charges. The profit/(loss) on the sale of investments is dealt with at the time of actual sale/redemption. Provision is made for depletion in market value of Long Term Investments, if the same is considered permanent in nature by the management. Current investments are valued at lower of Cost or fair value.

##### vi) RETIREMENT BENEFITS :

In absence of employees, the company does not require to make any provision in respect of retirement benefits.

##### vii) SEGMENT REPORTING :

Considering the activity of the company during year with the objective of the Accounting Standards 17 and the company having no products and services, this information is not furnished.

##### viii) BORROWING COST :

Borrowing cost are charged to the profit & loss account in the year in which they are incurred.

##### ix) TAXES ON INCOME :

a) Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income-tax Act, 1961.

b) Deferred tax is recognised, on timing differences, being the difference between taxable income and accounting income that originates in one period and are capable of reversal in one or more subsequent periods.

c) Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised if there is virtual certainty that there will be sufficient future taxable income available to realise such losses.

d) The company has not recognised the net deferred tax assets in respect of accumulated losses in view of the uncertainty of availing the benefit in future.

##### x) EARNINGS PER SHARE :

1	Loss after taxation	(44,723)	37.889
2	Weighted average number of Equity shares outstanding	1,388,258	1,388,258
3	Basic and diluted earnings per share in rupees	0.03	(0.03)
		(Face value - Rs. 10/- per share)	

##### xi) AUDITORS REMUNERATION :

As audit fees	9,927	10,874
As taxation & other matters	3,372	1,686
	<u>13,299</u>	<u>12,360</u>

3 The Company has not received any intimation from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2008 and hence the disclosures relating to amount unpaid as at end of the year together with interest payable as required under the said act has not been furnished and provision for interest, if any, on delayed payment is not ascertainable at this stage. No interest payment is made during the year.

##### 4 DEFERRED TAX :

The break up of deferred tax liabilities as on 31st March, 2009 is as under :

PARTICULARS	AS ON 31/3/2008	CURRENT YEAR	AS ON 31/3/2009
Difference between book and tax depreciation	18,707	2,999	18,706
	<u>18,707</u>	<u>2,999</u>	<u>19,706</u>

- 5 Income tax department have raised Rs. 4,62,806/- for AY 2001-02 and Rs. 5,28,055/- for AY 2002-03 which are not disputed by the company. Against these liabilities the company has made a claim for interest on delayed income tax refund to the extent of Rs. 3,32,000/- and balance of Rs. 2,01,347/- is still payable. However, the company has paid Rs. 4,50,000/- which has still remain unadjusted.
- 6 Rent, Rates and taxes includes arrears of municipal taxes of Rs. 49,253/- for the period from April, 2007 to March, 2009.
- 7 Certain Debit and Credit balances have remained unconfirmed.

8 RELATED PARTY DISCLOSURES :

Disclosures as required by the Accounting Standard 18 "Related Party Disclosures" are given below .

i) List of Related Parties :

- a) Holding company None
- b) Subsidiary company Amalgamated Investments pld
- c) Associate concerns
- 1 Citco Limited
  - 2 Tropical Securities & Investments P. Ltd
  - 3 Western Press Pvt. Ltd.
  - 4 Citco Properties Pvt. Ltd.

- 5 Citco Travels Pvt. Ltd.
- 6 Bombay Swadeshi Store Ltd.
- 7 Gateway International Pvt. Ltd.
- 8 Grishma Construction & Trading Pvt. Ltd.
- 9 Sam Leasco Ltd.
- 10 Arcadia Investments Co. Ltd.
- 11 Apurva Investments Co. Ltd.
- 12 Chasam Investment & Leasing Pvt. Ltd.
- 13 Midan Investments Pvt. Ltd.
- 14 Herbinger Trading Co. Pvt. Ltd.
- 15 The Amalgamated Investments Ltd.

- d) Key management personnel and relatives
- Key management personnel
- |                      |
|----------------------|
| Shri M. B. Datal     |
| Shri Satyen B. Datal |
| Shri Nitin E. Vekhal |
| Shri Deepak K. Sheth |

ii) Transactions with related parties:

Related Parties	Nature of Transaction	31st March 2009 Rupees	31st March 2008 Rupees
<b>a) Capital transactions :</b>			
Amalgamated Investments Limited	Investments	18,000	-
Western Press Pvt. Ltd.	Receipt of debts	120,000	-
<b>b) Revenue transactions :</b>			
Citco Ltd.	Computer hire charges	37,200	3,400
Western Press Pvt. Ltd.	Professional fees	100,000	-
	Out of pocket expenses	20000	-
<b>c) Payment of expenses / others</b>			
S. Ramdas (Mr. M. B. Datal)	Sundry expenses	-	31,500
<b>d) Receipts of on account</b>			
Amalgamated Investments Limited	Sundry advances	143,415	-
S. Ramdas (Mr. M. B. Datal)	Sundry advances	179,952	-
<b>e) Outstanding at the year end :</b>			
Citco Ltd.	Sundry creditors/(debtors)	4,600	(2,400)
S. Ramdas	Sundry advances	179,952	-
Amalgamated Investments Limited	Sundry debtors	349,819	493,234

## THE AMALGAMATED ELECTRICITY COMPANY LIMITED

### 9 BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

#### I Registration Details

Registration No.	U31100MH1906PLCC02497
State Code	11
Balance Sheet Date	31-Mar-2009

#### II Capital Raised during the year (Rupees in Thousands).

Public Issue	NIL
Rights Issue	NIL
Bonus Issue	NIL
Private Placement	NIL

#### III Position of Mobilization and Deployment of funds (Rupees in Thousands).

Total Liabilities	13,902
Total Assets	13,902
Source of Funds :	
Paid-up Capital	13,883
Reserves & Surplus	NIL
Secured Loans	NIL
Unsecured Loans	NIL
Deferred tax liability (net)	20
Application of Funds	
Net Fixed Assets	37
Investments	6,508
Net Current Assets	1,657
Misc. Expenditure	NIL
Accumulated Losses	5,300

#### IV Performance of company (Rupees in Thousands).

Turnover (Net Income from finance and other income)	188
Total Expenditure	150
Profit/Loss Before tax	48
Profit/Loss After tax	45
Earning per share in Rs.	0.03
Dividend	NIL

#### V Generic Names of Three Principal Product/ Services of company (as per monetary terms.)

Item Code No. (ITC Code)	N.A
Service Description	FINANCE AND INVESTMENT

#### 10 Figures of the previous year are re-grouped / re-arranged to make them comparable with the figures of the year under review.

As per our report attached

For GANESH & RAJENDRA ASSOCIATES For and on behalf of the Board  
Chartered Accountants

MILAN B. DALAL Director

GANESH MEHTA Director

(GANESH MEHTA)

Partner

(Membership No. 32939)

MUMBAI, DATED: 4th September 2009

## SEVENTY FOURTH ANNUAL REPORT 2008-09

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2009

	Year ended 31st March 2009 Rupees	Year ended 31st March 2008 Rupees
<b>A. Cash Flow from operating activities :</b>		
Net profit before tax and extraordinary items	44,723	(37,889)
Adjustment for :		
Deferred Tax	2,998	(1,407)
Depreciation	4,927	2,379
Provision for doubtful loan	-	-
Interest & Dividend	(100,000)	-
Operating Profit before working capital charges	(47,351)	(36,817)
Adjustment for :		
Trade and other receivable	116,481	393,466
Trade payable	(22,279)	(384,730)
Cash generated from operating activities	46,852	(28,181)
Direct taxes paid including prior years tax adjustment	-	-
Cash from Operating Activities before extraordinary items :	-	-
Net cash from operating activities (A)	46,852	(28,181)
<b>B. Cash Flow from investment activities :</b>		
Purchase of Plant and Machinery	(30,680)	-
Net cash used in investing activities (B)	(30,680)	-
<b>C. Cash Flow from Financing activities :</b>		
Interest received	100,000	-
Net cash used in Financing activities (C)	100,000	-
Net increase in cash and cash equivalent (A+B+C)	116,172	(28,181)
Cash & Cash equivalent at the beginning of the year	22,310	8,782
Cash & Cash equivalent at the end of the year	138,481	22,310

For and on behalf of the Board

Milan B. Dole  
DIRECTORNitin Vaidal  
DIRECTORMumbai  
Dated: 4<sup>th</sup> September, 2009

**THE AMALGAMATED ELECTRICITY COMPANY LIMITED**

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

1.	Name of the Subsidiary Company	AMALGAMATED INVESTMENTS LIMITED
2.	Financial Year of the Subsidiary	31 <sup>st</sup> March, 2009
3.	Equity shares of the Subsidiary held by THE AMALGAMATED ELECTRICITY COMPANY LIMITED	25,192
	i. Number of shares and face value per share	25,192 equity shares of Rs.10/- each
	ii. Extent of holding	50.38%
4.	Net aggregate amount of profit/(losses) of the Subsidiary for its financial year so far as they concern members of THE AMALGAMATED ELECTRICITY COMPANY LIMITED	
	i. Dealt with in the accounts of THE AMALGAMATED ELECTRICITY COMPANY LIMITED for the year ended 31 <sup>st</sup> March, 2009.	Nil (Previous year - Nil)
	ii. Not dealt with in the accounts of THE AMALGAMATED ELECTRICITY COMPANY LIMITED for the year ended 31 <sup>st</sup> March, 2009.	Rs.1,39,175/- (Previous year - Nil)
5.	Net aggregate amount of profit/(losses) of the Subsidiary for its previous financial years since it became Subsidiary so far as they concern members of THE AMALGAMATED ELECTRICITY COMPANY LIMITED	
	i. Dealt with in the accounts of THE AMALGAMATED ELECTRICITY COMPANY LIMITED for the year ended 31 <sup>st</sup> March, 2009.	Nil (Previous year - Nil)
	ii. Not dealt with in the accounts of THE AMALGAMATED ELECTRICITY COMPANY LIMITED for the year ended 31 <sup>st</sup> March, 2009.	Nil (Previous year - Nil)
6.	Change of interest of THE AMALGAMATED ELECTRICITY COMPANY LIMITED between the end of the financial year of the subsidiary and that of THE AMALGAMATED ELECTRICITY COMPANY LIMITED	Nil
7.	Material changes between the end of the financial year of the subsidiary and that of THE AMALGAMATED ELECTRICITY COMPANY LIMITED in respect of Subsidiary's fixed assets, investments, lending and borrowings.	Nil

MILAN B. DALAL Director

MITIN VELHAL Director

Mumbai

Date: 4<sup>th</sup> September, 2009



## CONSOLIDATED AUDITORS' REPORT

To The Members of  
THE AMALGAMATED ELECTRICITY COMPANY LIMITED

1. We have audited the attached Consolidated Balance Sheet of THE AMALGAMATED ELECTRICITY COMPANY LIMITED (the Company), its subsidiary as at 31st March 2009, and also the Consolidated Profit and Loss Account and the Consolidated Cash Flow Statement for the year ended on that date. These consolidated 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 consolidated 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 prepared, in all material respects, in accordance with an identified financial reporting framework and 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 the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. We have audited the financial statements of the subsidiary whose financial statements reflect total assets of Rs. (1,44,278/-) as at 31<sup>st</sup> March, 2009 and total revenue of Rs. 6,00,489/-.

4. We report that the consolidated financial statements have been prepared by the Company in accordance with the requirement of Accounting Standard (AS) - 21 "Consolidated Financial Statements", Accounting Standard (AS) - 23 "Accounting for Investments in Associates in Consolidated Financial Statements" and Accounting Standard (AS) - 27 as notified under the Companies (Accounting Standards) Rules, 2008.
5. Based on our audit and to the best of our information and according to the explanations given to us, we are of the opinion that the consolidated financial statements read with the notes thereon 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 consolidated affairs of the Company as at 31st March 2009;
  - ii) in the case of the Consolidated Profit and Loss Account, of the profit for year ended on that date; and
  - iii) in the case of the Consolidated Cash Flow Statement, of the consolidated cash flows for the year ended on that date.

For GANESH & RAJENDRA ASSOCIATES  
CHARTERED ACCOUNTANTS

(GANESH MEHTA)  
PARTNER

(Membership No. 32939)

MUMBAI, DATED : 4th September 2009

**THE AMALGAMATED ELECTRICITY COMPANY LIMITED**

**CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2009**

	Schedule	Rupees	Rupees
<b>I SOURCES OF FUNDS :</b>			
<b>1 Shareholders funds :</b>			
Capital	(1)		13,882,560
Reserve & surplus			20,154
Deferred tax liability			19,708
			<u>13,922,420</u>
<b>II APPLICATION OF FUNDS :</b>			
<b>1 Fixed assets :</b>	(2)		
a) Gross block		612,330	
b) Less : Depreciation		<u>567,836</u>	
c) Net block			44,494
<b>2 Investments</b>	(3)		6,656,200
<b>3 Current assets, loans &amp; advances :</b>			
a) Sundry debtors	(4)	313,423	
b) Cash and bank balances	(5)	155,231	
c) Loans and advances	(6)	<u>6,119,857</u>	
		<u>6,588,510</u>	
Less : Current liabilities & provisions :			
a) Liabilities	(7)	5,051,934	
b) Provisions	(8)	<u>31,500</u>	
		<u>5,083,434</u>	
Net current assets			1,505,177
<b>4 Minority interest</b>			71,586
<b>5 Profit and loss account</b>			<u>5,644,863</u>
			<u>13,922,420</u>
Notes to the accounts	(10)		

As per our report attached

For GANESH & RAJENDRA ASSOCIATES  
CHARTERED ACCOUNTANTS

For and on behalf of the Board

Milan Datta Director

Nitin Vaidya Director

(GANESH MEHTA)  
PARTNER  
Membership No. 32939

MUMBAI, DATED : 4th September 2009

**CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009**

	Schedule	Rupees
<b>INCOME :</b>		
Computer hire income		75,000
Professional fees		100,000
Misc. Income		620,000
Balances / accounts write back		488
		<u>795,488</u>
<b>EXPENDITURE :</b>		
Administrative & other expenses	(9)	468,062
Depreciation		6,454
		<u>474,516</u>
Profit / (Loss) before adjustments		320,972
Deferred tax provision		2,999
		320,973
Minority interest		339,512
Deficit brought forward from last year		6,305,447
Deficit carried to balance sheet		<u>(5,644,982)</u>
Earning per share [ Basic / Diluted ]		0.23
Nominal value of share		10
[ See note No. ix of schedule 10(i) ]		
Notes to the accounts	10	

As per our report attached

For GANESH & RAJENDRA ASSOCIATES  
CHARTERED ACCOUNTANTS

For and on behalf of the Board

Milan Datta Director

Nitin Vaidya Director

(GANESH MEHTA)  
PARTNER  
Membership No. 32509

MUMBAI, DATED : 4th September 2009

# THE AMALGAMATED ELECTRICITY COMPANY LIMITED

## CONSOLIDATED SCHEDULES FORMING PART OF THE BALANCE SHEET

	Rupees		Rupees
<b>1 SHARE CAPITAL :</b>		Issued, subscribed and paid-up :	
<b>Authorised :</b>		13,88,258 equity shares of Rs. 10/- each fully paid up.	13,882,560
14,00,000 equity shares of Rs. 10/- each.	14,000,000		
6,00,000 unclassified shares of Rs. 10/- each	6,000,000	(Of the above 2,65,948 equity shares of Rs. 10/- each are allotted pursuant to the amalgamation scheme without payment being received in cash and 3,47,064 equity shares of Rs. 10/- each are allotted as fully paid up bonus shares by capitalising Rs.25,00,000/- and Rs.9,70,840/- out of the Capital Redemption Reserve and General Reserve respectively.)	
25,000 10% (Free of Company's Income Tax but subject to deduction of tax at source and at the prescribed rates applicable) cumulative redeemable preference shares of Rs. 100/- each, Redeemable at par wholly or partly at the Company's option at any time after the expiry of four years from the date of allotment by giving three months previous notice in writing and in any case redeemable at par wholly on the expiry of seven years from the date of allotment thereof.	2,500,000		
	<u>22,500,000</u>		<u>13,882,560</u>

### 2. FIXED ASSETS :

PARTICULARS	GROSS BLOCK			DEPRECIATION				NET BLOCK	
	AS ON 31/3/2008	ADDITION	AS ON 30/3/2009	AS ON 31/3/2008	DEPRECIATION	FOR THE YEAR	AS ON 30/3/2009	AS ON 30/3/2009	AS ON 30/3/2009
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Plant and Machinery	301,307	-	301,307	259,741	-	4,927	254,814	36,493	41,566
Furniture, Fixtures	130,856	-	130,856	130,856	-	-	130,856	-	-
& Equipments									
Office Equipments	89,017	-	89,017	80,488	-	1,187	81,675	7,344	8,531
Computer	81,150	-	81,150	80,299	-	340	80,839	511	851
<b>TOTAL</b>	<b>612,330</b>	<b>-</b>	<b>612,330</b>	<b>511,382</b>	<b>-</b>	<b>6,454</b>	<b>507,836</b>	<b>44,494</b>	<b>50,948</b>

	Rupees		Rupees
<b>3 INVESTMENTS (At cost) :</b>		<b>4 SUNDRY DEBTORS :</b>	
(Unless otherwise stated)	Face Value	(Considered good unless otherwise specified)	
<b>NON TRADE INVESTMENTS :</b>		Unsecured debts outstanding for a period exceeding six months	313,423
Unquoted :		Other Debts	
Others			<u>313,423</u>
In Global Financial Services Ltd.		<b>5 CASH AND BANK BALANCES :</b>	
68112 8% cumulative redeemable preference share of Rs. 100/- each	100	Cash in hand	131,093
In Pursarth Trading Company Pvt. Ltd.		Balance with Schedule Banks :	
4500 Equity Shares of Rs. 10/- each	10	In current accounts	24,138
	<u>8,658,200</u>		<u>155,231</u>

## CONSOLIDATED SCHEDULES FORMING PART OF THE BALANCE SHEET

	Rupees
<b>6 LOANS AND ADVANCES :</b>	
(Unsecured and considered good unless otherwise specified)	
Miscellaneous advances and claims receivable	5,412,681
Prepaid taxes	707,276
	<u>6,119,957</u>
<b>7 CURRENT LIABILITIES :</b>	
Sundry creditors	84,183
Other liabilities	931,791
Deposits	4,035,060
	<u>5,051,034</u>
<b>8 PROVISIONS :</b>	
Provision for current taxation	31,500
	<u>31,500</u>
<b>9 ADMINISTRATIVE &amp; OTHER EXPENSES :</b>	
Frent, rates & taxes	400
Auditors' remuneration	17,711
Administrative & other expenses	52,841
Computer hire charges	12,000
Listing fees	15,664
Company profession tax	5,000
Professional fees	182,145
Repair & maintenance expenses	187,319
Rent	28,422
Electricity charges	6,540
	<u>468,062</u>

**10 CONSOLIDATED NOTES ON THE BALANCE SHEET AND THE PROFIT AND LOSS ACCOUNT****1 Contingent Liability :**

With regard to the claim of Rs. 78,600/- by a consumer of erstwhile Ajmer undertaking, the company does not expect any liability and if any arises, same is unascertainable.

**2 Statement of Accounting Policies :****i) BASIS OF ACCOUNTING :**

The financial statements have been prepared under the historical cost convention in accordance with the accounting standards issued by the Institute of Chartered Accountants of India and the provisions of the Companies Act, 1956, as adopted consistently by the Company. All income & expenditure having the material bearing on the financial statements are recognized on accrual basis.

**ii) USE OF ESTIMATES :**

The preparation of financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of financial statements and a reported amount of revenues and expenses during the reporting period. Difference between the actual expenses and estimates is recognized in the period in which the results are known/materialised.

**iii) REVENUE RECOGNITION :**

Revenue is recognised only when no significant uncertainties as to the measurability or realisability of any claim exists. In case of uncertainties in either aspects revenue recognition is postponed to the time of realizing such claims.

**iv) FIXED ASSETS & DEPRECIATION :**

All the Fixed Assets are stated at cost of acquisition less accumulated depreciation. Depreciation has been calculated on straight line method in accordance with section 205(2)(b) of the Companies Act, 1956 on the cost of the assets as per Circular Nos. 1/1/86-CL-V and 15(50)/84-CL-VI dated, 21/05/1986 issued by the Department of Company Affairs, Government of India, on assets acquired before 02/04/1987 and on the Assets acquired thereafter, depreciation has been calculated on the straight line method at the rates prescribed in Schedule XIV of the Companies Act, 1956.

**v) INVESTMENTS :**

Investments are capitalised at cost plus brokerage and stamp charges. The profit/(loss) on the sale of investments is dealt with at the time of actual sale/redemption. Provision is made for depletion in market value of Long Term Investments, if the same is considered permanent in nature by the management. Current investments are valued at lower of Cost or fair value.

**vi) RETIREMENT BENEFITS :**

In absence of employees, the company does not require to make any provision in respect of retirement benefits.

**vii) SEGMENT REPORTING :**

Considering the activity of the company during year with the objective of the Accounting Standards 17 and the company having no products and services, the information is not furnished.

**viii) BORROWING COST :**

Borrowing cost are charged to the profit & loss account in the year in which they are incurred.

**ix) TAXES ON INCOME :**

- Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income-tax Act, 1961.
- Deferred tax is recognised, on timing differences, 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.
- Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised if there is virtual certainty that there will be sufficient future taxable income available to realise such losses.
- The company has not recognised the net deferred tax assets in respect of accumulated losses in view of the uncertainty of availing the benefit in future.

**x) EARNINGS PER SHARE :**

1 Loss after taxation	(320,973)
2 Weighted average number of Equity shares outstanding	1,388,258
3 Basic and diluted earnings per share in rupees (Face value - Rs. 10/- per share)	0.23

# THE AMALGAMATED ELECTRICITY COMPANY LIMITED

## vi) AUDITORS REMUNERATION .

As audit fees	17,711
	<u>17,711</u>

3 The Company has not received any intimation from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence the disclosures relating to amount unpaid as at end of the year together with interest payable as required under the said act has not been furnished and provision for interest, if any, on delayed payment is not ascertainable at this stage. No interest payment is made during the year.

## 4 DEFERRED TAX :

The break up of deferred tax liabilities as on 31st March, 2009 is as under :

Particulars	As on 3/31/2008	Current Year	As on 3/31/2009
Difference between book and tax depreciation	16,707	2,999	19,706
	<u>16,707</u>	<u>2,999</u>	<u>19,706</u>

5 Income tax department have raised Rs. 4,52,808/- for AY 2001-02 and Rs. 5,28,055/- for AY 2002-03 which are not disputed by the company. Against these liabilities the company has made a claim for interest on delayed income tax return to the extent of Rs. 3,32,000/- and balance of Rs. 2,01,347/- is still payable. However, the company has paid Rs. 4,50,000/- which has still remain unadjusted.

6 Rent, Rates and taxes Includes areas of municipal taxes of Rs. 49,253/- for the period from April, 2007 to March, 2008.

7 Certain Debt and Credit balances have remained unconfirmed

## 8 RELATED PARTY DISCLOSURES :

Disclosures as required by the Accounting Standard 18 "Related Party Disclosures" are given below .

### i) List of Related Parties :

- a) Associate concerns
- 1 Clico Limited
  - 2 Tropical Securities & Investments P. Ltd.
  - 3 Western Press Pvt. Ltd.
  - 4 Clico Properties Pvt. Ltd.
  - 5 Clico Travels Pvt. Ltd.
  - 6 Bombay Swadeshi Store Ltd.
  - 7 Gateway International Pvt. Ltd.
  - 8 Gresham Construction & Trading Pvt. Ltd.
  - 9 Sam Leasco Ltd.
  - 10 Arcadia Investments Co. Ltd.

- 11 Apurva Investments Co. Ltd.
  - 12 Chesam Investment & Leasing Pvt. Ltd.
  - 13 Milan Investments Pvt. Ltd.
  - 14 Harbinger Trading Co. Pvt. Ltd.
  - 15 The Amalgamated Investments Ltd.
  - 16 Chestha Holdings Pvt. Ltd.
  - 17 Swarnashree Holdings Pvt. Ltd.
  - 18 Satyajothi Holdings Pvt. Ltd.
  - 19 Raganj Publishers Pvt. Ltd.
- Shri M. B. Dalal

### b) Key management personnel and relatives

- Key management personnel
- Shri Satyan B. Dalal  
Shri Nitin E. Vethal  
Shri Deepak K. Sheth  
Shri Salish Sheth  
Shri Pravin Dargi

### ii) Transactions with related parties:

Related Parties Nature of Transaction

		Rupees
a) Capital transactions :		
Western Press Pvt. Ltd.	Receipt of debts	120,000
b) Revenue transactions :		
Clico Ltd.	Computer hire charges	37,200
Western Press Pvt. Ltd.	Professional fees	100,000
	Out of pocket expenses	20,000
c) Payment of expenses / others		
S. Ramdas (Mr. M. B. Dalal)	Sundry expenses	-
d) Receipts of on account		
S. Ramdas (Mr. M. B. Dalal)	Sundry advances	179,952
e) Outstanding at the year end :		
Clico Ltd.	Sundry creditors/ (debtors)	4,800
S. Ramdas	Sundry advances	179,952

- 8 a. Figures pertaining to the subsidiary companies have been reclassified wherever necessary to bring them in line with the parent company's financial statement.
- b. Figures of the previous year are not given as this is the first year of the consolidated accounts as the parent company acquired controlling interest in subsidiary company during the year.

As per our report attached

For GANESH & RAJENDRA ASSOCIATES  
CHARTERED ACCOUNTANTS

For and on behalf of the Board

Milan Dalal Director

Nitin Vethal Director

(GANESH MENTA)  
PARTNER  
Membership No. (22339)

MUMBAI, DATED : 4th September 2009

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2009

	Year ended 31st March 2008 Rupees	Year ended 31st March 2007 Rupees
<b>A. Cash Flow from operating activities :</b>		
Net profit before tax and extraordinary items	320,973	-
Adjustment for :		
Deferred Tax	2,999	(1,407)
Depreciation	5,454	-
Provision for doubtful loan	-	-
Interest & Dividend	(100,000)	-
Operating Profit before working capital changes	230,426	(1,407)
Adjustment for :		
Trade and other receivable	(8,433,380)	393,486
Trade payable	5,051,934	(384,730)
Cash generated from operating activities	(1,151,019)	7,329
Direct taxes paid including prior years tax adjustment	-	-
Cash from Operating Activities before extraordinary items :	-	-
Net cash from operating activities (A)	(1,151,019)	7,329
<b>B. Cash Flow from Investment activities :</b>		
Purchase of Plant and Machinery	(30,680)	-
Net cash used in Investing activities (B)	(30,680)	-
<b>C. Cash Flow from Financing activities :</b>		
Interest received	100,000	-
Net cash used in Financing activities (C)	100,000	-
Net increase in cash and cash equivalent (A+B+C)	(1,081,699)	7,329
Cash & Cash equivalent at the beginning of the year	-	9,762
Cash & Cash equivalent at the end of the year	(1,081,700)	-

As per our report attached

For GANESH & RAJENDRA ASSOCIATES  
CHARTERED ACCOUNTANTS

For and on behalf of the Board

Milan Datal Director

Nitin Vethal Director

S

(GANESH MENTA)  
PARTNER  
Membership No. 32939

MUMBAI, DATED : 4th September 2009

## THE AMALGAMATED INVESTMENTS LIMITED

### DIRECTORS' REPORT TO THE SHAREHOLDERS

Your Directors present the **TWENTY-EIGHTH ANNUAL REPORT** of the Company together with the Audited Statements of Accounts for the year ended 31<sup>st</sup> March, 2009.

#### FINANCIAL RESULTS

During the year under report, the Company's operations, in the nature of consultancy rendered on various Secretariat matters, resulted in profit of Rs.2,76,250/-, after providing Rs.1,527/- towards depreciation. After adjusting Rs.9,60,528/-, being losses brought forward from earlier years, the net loss of Rs.9,60,528/- has been carried to the Balance Sheet.

#### DIVIDEND

In view of the accumulated losses, your Directors do not recommend any dividend for the year under report.

#### FIXED DEPOSITS

During the year under report, the Company had neither accepted nor invited any deposits as governed by Reserve Bank of India Directions, 1977.

#### DIRECTORS

Mr. Deepak Sheth retires by rotation at the forthcoming Annual General Meeting and, being eligible, offers himself for re-appointment.

#### PARTICULARS OF EMPLOYEES

During the year under report, there was no employee of the category mentioned in Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.

#### CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company has no activity relating to conservation of energy or technology absorption. Hence, furnishing of information in respect of conservation of energy and technology absorption as required under Section 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1983 does not arise for the Company.

Further, the Company neither used nor earned any foreign exchange during the year under report.

#### AUDITORS

M/s. Man V. Kulkarni & Company, Chartered Accountants, Mumbai, who held office as Auditors of the Company upto the conclusion of the forthcoming Annual General Meeting, have expressed their unwillingness to continue as Auditors for the current year. Hence the Company has approached M/s. Ganesh Rajendra & Associates, Chartered Accountants, to act as the Company's Auditors and have received their consent thereto. A certificate has been obtained from them pursuant to Section 224(1-B) of the Companies Act, 1956 to the effect that their appointment, if made, would be within the limits prescribed thereunder.

#### DIRECTORS' RESPONSIBILITY STATEMENT

As required under Section 217(2AA) of the Companies Act, 1956, the Directors hereby confirm that:

1. In the preparation of the Annual Accounts, the applicable accounting standards have been followed.
2. They have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year covered under this Report and of the profit of the Company for the year.
3. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. The Annual Accounts have been prepared on a going concern basis.

#### FOR AND ON BEHALF OF THE BOARD

Satish Sheth  
Director

Deepak Sheth  
Director

Mumbai  
Dated: 3<sup>rd</sup> September, 2009



**AUDITORS' REPORT**

To the Members of

**AMALGAMATED INVESTMENTS LIMITED**

1. We have audited the attached Balance Sheet of AMALGAMATED INVESTMENTS LIMITED as at 31st March 2009 and also the Profit and Loss Account for the year ended on that date. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the Indian auditing standards issued by the Institute of Chartered Accountants of India. Our audit includes an examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates and judgments made by the management in the preparation of financial statements and evaluating the overall financial statement presentation. We planned and performed our audit, so as to obtain all the information and explanations which we considered necessary in order to provide us the sufficient evidence to give reasonable assurance that the financial statements are free from material misstatements and to provide a reasonable basis for our opinion.
3. This report does not include a statement on the matters specified in paragraph 4 of the Companies (Auditor's Report) Order, 2003, issued by the Department of Company Affairs, in terms of section 227(4A) of the Companies Act, 1956, since in our opinion and according to the information and explanations given to us, the said order is not applicable to the company.
4. Further to our comments in paragraph (3) 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 purpose of our audit;

- b) in our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of the books;
- c) the Balance Sheet and the Profit and Loss Account dealt with by this report are in agreement with the Books of Account;
- d) in our opinion, the Balance Sheet and the Profit and Loss Account dealt with by this report are in compliance with the Accounting Standards referred to in Section 211(3C) of the Company, 1956 in so far as they apply to Company;
- e) in our opinion and based on information and explanations given to us, none of the directors are disqualified as on 31st March, 2009 from being appointed as directors in terms of clause (g) of subsection (1) of section 274 of Companies Act 1956;
- f) in our opinion and to the best of our information and according to the explanations given to us the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India -
  - i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2009; and
  - ii) in the case of the Profit and Loss Account, of the profit of the Company for year on that date

For GANESH & RAJENDRA ASSOCIATES  
CHARTERED ACCOUNTANTS

(MOHAMMED KAPADIA)  
PARTNER  
Membership No. 109100

MUMBAI, DATED : 3<sup>rd</sup> September, 2009

**THE AMALGAMATED INVESTMENTS LIMITED**

**BALANCE SHEET AS AT 31ST MARCH, 2009**

	Schedule	Rupees	31st March 2009 Rupees	31st March 2008 Rupees
<b>I. SOURCES OF FUNDS</b>				
1 Shareholders' funds				
a) Capital	(1)		500,000	500,000
b) Reserve & surplus	(2)		40,000	40,000
			<u>540,000</u>	<u>540,000</u>
<b>II. APPLICATION OF FUNDS</b>				
1 Fixed assets	(3)			
Gross block		180,187		180,187
Less : Depreciation		<u>172,312</u>		<u>170,785</u>
Net block			7,855	9,382
2 Current assets, loans and advances				
a) Cash & bank balances	(4)	2,070		1,009,064
b) Loans & advances	(5)	<u>4,816,038</u>		<u>4,128,288</u>
		<u>4,818,108</u>		<u>5,137,350</u>
Loss : Current liabilities and Provisions				
a) Liabilities	(6)	4,938,741		5,535,760
b) Provisions	(7)	<u>31,500</u>		<u>31,500</u>
		<u>4,970,241</u>		<u>5,567,260</u>
Net current assets			(152,133)	(429,910)
3 Profit & loss account			<u>684,275</u>	<u>950,528</u>
			<u>540,000</u>	<u>540,000</u>
Notes to the accounts	(9)			

As per our report attached

For and on behalf of the Board

For GANESH & RAJENDRA ASSOCIATES  
CHARTERED ACCOUNTANTS

Satish Sheth  
Director

Deepak Sheth  
Director

(MOHAMMED KAPADIA)  
PARTNER  
MEMBERSHIP NO. : 109100

MUMBAI, DATED : 3<sup>rd</sup> September, 2009

**PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009**

	Schedule	31st March 2009 Rupees	31st March 2008 Rupees
<b>INCOME :</b>			
Dividend		-	300
Interest		-	125,000
Other income		600,000	-
Sundry balance w/back		488	-
		<u>600,488</u>	<u>125,300</u>
<b>EXPENDITURE :</b>			
Miscellaneous expenses	(8)	36,942	8,556
Professional fees		136,388	4,028
Repair & maintenance		144,969	-
Audit fees		4,412	1,885
Depreciation		1,527	1,845
		<u>324,238</u>	<u>18,214</u>
Profit for the year		276,250	109,086
Less : Provision for taxation		-	2,000
		276,250	107,086
Deficit brought forward from last year		980,528	1,087,614
Deficit carried to balance sheet		<u>684,278</u>	<u>960,528</u>
Earning per share ( Basic / Diluted )		5.62	2.14
Nominal value of share (See note no.3 of schedule 9)		10	10
Notes to the accounts	(9)		

As per our report attached

For and on behalf of the Board

For GANESH & RAJENDRA ASSOCIATES  
CHARTERED ACCOUNTANTS

Satish Sheth  
Director

Deepak Sheth  
Director

(MOHAMMED KAPADIA)  
PARTNER  
MEMBERSHIP NO. : 109100

MUMBAI, DATED : 3<sup>rd</sup> September, 2009

**THE AMALGAMATED INVESTMENTS LIMITED**

**SCHEDULES FORMING PART OF THE BALANCE SHEET**

	31st March, 2009 Rupees	31st March, 2008 Rupees
<b>(1) SHARE CAPITAL :</b>		
Authorised :		
50,000 equity shares of Rs.10/- each	500,000	500,000
Issued, subscribed and paid-up :		
50,000 equity shares of Rs. 10/- each fully paid-up	500,000	500,000
<b>(2) RESERVE &amp; SURPLUS :</b>		
General reserve	40,000	40,000
	40,000	40,000

**3. FIXED ASSETS :**

PARTICULARS	GROSS BLOCK			DEPRECIATION		NET BLOCK		
	AS ON 01-04-2008	ADDITION	AS ON 31-03-2009	AS ON 01-04-2008	FOR THE YEAR	AS ON 31-03-2009	AS ON 31-03-2009	AS ON 31-03-2008
1) Office equipments	89,017	-	89,017	80,486	1,187	81,673	7,344	8,531
2) Computer	91,150	-	91,150	80,299	340	90,639	511	851
<b>TOTAL</b>	<b>180,167</b>	<b>-</b>	<b>180,167</b>	<b>170,785</b>	<b>1,527</b>	<b>172,312</b>	<b>7,855</b>	<b>9,382</b>
PREVIOUS YEAR	180,167	-	180,167	168,840	1,945	170,785	9,382	11,327

	31st March, 2009 Rupees	31st March, 2008 Rupees
<b>(4) CASH AND BANK BALANCES :</b>		
Cash on hand	2,070	2,330
Balance with a scheduled bank in current account	-	1,006,734
	2,070	1,009,064
<b>(5) LOANS AND ADVANCES :</b>		
(Unsecured, considered good)		
Advance recoverable in cash or in kind or value to be received	4,570,082	4,018,300
Prepaid taxes	245,846	109,986
	4,816,038	4,128,286
<b>(6) LIABILITIES :</b>		
Sundry creditors	385,998	493,234
Other liabilities	516,785	42,528
Deposits	4,035,980	5,000,000
	4,938,741	5,535,760
<b>(7) PROVISIONS :</b>		
Provision for current taxation	31,500	31,500
	31,500	31,500
<b>(8) MISCELLANEOUS EXPENSES</b>		
Printing & stationery	160	-
Filing fees	3,000	-
Electricity charges	4,290	-
Profession tax	2,800	2,500
Bank charges	1,337	-
Office expenses	26,868	2,758
Rates & taxes	-	3,300
	36,842	6,556

(9) NOTES ANNEXED TO AND FORMING PART OF THE ACCOUNTS :

1 Statement of Accounting Policies :

i) BASIS OF ACCOUNTING :

The financial statements have been prepared under the historical cost convention in accordance with the accounting standards issued by the Institute of Chartered Accountants of India and the provisions of the Companies Act, 1956, as adopted consistently by the Company. All income & expenditure having the material bearing on the financial statements are recognized on accrual basis.

ii) USE OF ESTIMATES.

The preparation of financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of financial statements and a reported amount of revenues and expenses during the reporting period. Difference between the actual expenses and estimates is recognized in the period in which the results are known/ materialised.

1 Statement of Accounting Policies :

ii) FIXED ASSETS :

Fixed assets are capitalised at cost inclusive of legal and/or installation expenses.

iv) DEPRECIATION :

Depreciation has been provided on 'written down value method' as per rates specified in Schedule XIV to the Companies Act, 1956.

v) CONTINGENCY & EVENT OCCURRING AFTER THE BALANCE SHEET DATE :

There has been no material events occurring after the balance sheet date that require adjustments so as to require disclosure in the financial statements.

vi) REVENUE RECOGNITION :

Dividend income is accounted for as and when declared. Sale / purchase of shares / securities are considered on contract basis inclusive of stamp & transfer fees. Interest income is considered on accrual basis over the full financial year.

vii) INVESTMENTS :

Investments are capitalised at cost plus brokerage and stamp charges. The profit/loss on the sale of investments is dealt with at the time of actual sale/redemption. Provision is made for depletion in market value of Long Term Investments, if the same is considered permanent in nature by the management. Current investments are valued at lower of Cost or fair value.

viii) RETIREMENT BENEFITS :

In absence of employees, the company does not require to make any provision in respect of retirement benefits.

ix) BORROWING COST :

Borrowing cost are charged to the profit & loss account in the year in which they are incurred.

x) TAXES ON INCOME :

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income-tax Act, 1961.

Deferred tax is recognised, on timing differences, 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.

Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised if there is virtual certainty that there will be sufficient future taxable income available to realise such losses.

The company has not recognised the net deferred tax in respect of accumulated losses in view of the uncertainty of availing the benefit in future.

2 The Company has not received any intimation from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence the disclosures relating to amount unpaid as at end of the year together with interest payable as required under the said act has not been furnished and provision for interest, if any, on delayed payment is not ascertainable at this stage. No interest payment is made during the year.

3 EARNING PER SHARE :

	Current Year	Previous Year
1) Profit for the year	275,250	107,088
2) Weighted average number of equity shares outstanding	50,000	50,000
3) Basic / Diluted earnings per share in Rs. (Face value Rs. 10/- per share)	5.52	2.14

4 AUDITORS REMUNERATION :

As audit fees	4,412	1,585
	<u>4,412</u>	<u>1,585</u>

5 RELATED PARTIES DISCLOSURES :

The particulars of related parties, as certified by the management, together with the transactions during the year and related balances as on 31st March, 2009 are as under:

i) List of Related Parties :

a) Holding company :	The Amalgamated Electricity Co. Ltd
b) Subsidiary company :	None
c) Associate concerns :	Harbinger Trading Co. Pvt. Ltd. Cheshta Holdings Pvt. Ltd. Swarnadhara Holdings Pvt. Ltd. Sanyajoni Holdings Pvt. Ltd. Regent Publishers Pvt. Ltd.
d) Key management personnel and relatives	Mr. Satish Sheth
Key management personnel	Mr. Deepak Sheth
Mr. Pravin Dori	

## THE AMALGAMATED INVESTMENTS LIMITED

### ii) Transactions with related parties:

Related Parties	Nature of Transaction	31st March 2009 Rupees
<b>Capital transactions :</b>		
The Amalgamated Electricity Co. Ltd.	Repayment of dues	211,164
<b>Revenue transactions :</b>		
The Amalgamated Electricity Co. Ltd.	Repair & others	30,300
	Professional fees	37,449
<b>Outstanding at the year end :</b>		
The Amalgamated Electricity Co. Ltd.		349,819

### 6 BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE :

#### I Registration details :

Registration no.	U67120MH1981PL0025433
State code	11
Balance sheet date	31-Mar-2009

#### II Capital raised during the year (Rupees in thousands) .

Public issue	NIL
Rights issue	NIL
Bonus issue	NIL
Private placement	NIL

#### III Position of Mobilisation and Deployment of Funds (Rupees in Thousands) .

Total liabilities	540
Total assets	540
<b>Sources of funds :</b>	
Paid-up capital	500
Reserve & surplus	40
Secured loans	NIL
Unsecured loans	NIL
<b>Application of funds :</b>	
Investments	NIL
Net fixed assets	8
Net current assets	(152)
Misc. expenditure	NIL
Accumulated losses	584

#### IV Performance of company (Rupees in thousands)

Turnover	600
Total expenditure	324
Profit / (Loss) before tax	278
Profit / (Loss) after tax	278
Earning per share in Rs.	5.52
Dividend	NIL

#### V Generic names of three principal products / services of Company (as per monetary limits).

Item code no. (ITC code)	N.A.
Product description	Share transfer agent & registrar for fixed deposit scheme

#### 7 Previous years' figures have been regrouped/rearranged wherever considered necessary.

As per our report attached

For GANESH & RAJENDRA ASSOCIATES  
CHARTERED ACCOUNTANTS

(MOHAMMED KAPADIA)  
PARTNER  
MEMBERSHIP NO. : 109100

MUMBAI, DATED : 3<sup>rd</sup> September, 2009

For and on behalf of the Board

Satish Sheth  
Director

Deepak Sheth  
Director

**The Amalgamated Electricity Company Limited**

17-B, Horniman Circle, Fort, Mumbai 400 023.

ENTRANCE PASS - to be presented at the entrance

Annual General Meeting . . . . .

FOLD NO. . . . . NO. OF SHARES . . . . .

FULL NAME . . . . .  
(IN BLOCK LETTERS)

SIGNATURE . . . . .

**PROXY FORM**

**The Amalgamated Electricity Company Limited**

17-B, Horniman Circle, Fort, Mumbai 400 023.

LF NO.	
--------	--

We . . . . .

of . . . . . being a member/  
members of The Amalgamated Electricity Company Limited hereby appoint . . . . .

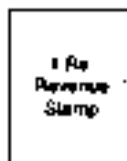
of . . . . . or his/her

of . . . . . as my/our

Proxy to vote for me/us and on my/our behalf at the Seventy-Fourth Annual General Meeting of the Company to be held at 3.45 p.m. on Wednesday, 30th September, 2009 and at any adjournment thereof,

As witness my/hour hand(s) this . . . . . day of . . . . . 2009

Signed by the said . . . . .



Note : The proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the meeting.

**BOOK POST**

*If undelivered, please return to:*

**THE AMALGAMATED ELECTRICITY COMPANY LIMITED**  
Registered Office : 17-B, Horniman Circle, Fort, Mumbai 400 023.