18th Annual Report 2008 - 2009



Women Networks Limited





## **BOARD OF DIRECTORS**

Sh. Ashok Kumar Gadiya Chairman
Sh. Ashok Kumar Singhal Director
Sh. Radha Krishan Gadiya Director
Sh. Manoj Kumar Parasar Director
Sh. Pankai Gautam Director

## **AUDITORS**

M/s Ramesh Somani & Co. Chartered Accountants 17D/212, Vasundhara, Konark Enclave, Ghaziabad - 201 010

## **BANKERS TO THE COMPANY**

Indian Bank Bank of India Allahabad Bank Oriental Bank of Commerce

## SHARE TRANSFER AGENT

Intime Spectrum Registry Limited
A-40, 2nd Floor, Naraina Industrial Area,
Phase - II, New Batra Banquet Hall,
New Delhi - 110 028

## **REGISTERED OFFICE**

4117, lst Floor, Naya Bazar, Delhi-110006 Phone: 011-23962062, 23923496

## LISTING WITH STOCK EXCHANGES

The Delhi Stock Exchange Association Limited DSE House, 3/1, Asaf Ali Road, Delhi - 110 002 Company Scrip Code: 8377

## Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001 Company Scrip Code: 31396

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## NOTICE

Notice is hereby given that 18th Annual General Meeting of the members of Women Networks Limited will be held on Wednesday, the 30th September, 2009 at the Registered Office of the Company, i.e. 4117, 1st Floor, Naya Bazar, Delhi-110006, at 10.00 A.M. to transact the following business:

## **ORDINARY BUSINESS**

- To consider and adopt the audited Balance Sheet as at 31st March, 2009 and Profit & Loss Account of the Company for the year ended on that date, together with the Reports of Directors and Auditors thereon.
- To appoint a Director in place of Sh. Pankaj Gautam, who retires by rotation and being eligible, offers himself for reappointment.
- To appoint a Director in place of Sh. Manoj Kumar Parashar, who retires by rotation and being eligible, offers himself for re-appointment.
- To appoint M/s Ramesh Somani & Co., Chartered Accountants as Auditors to hold office till the conclusion of the next Annual General Meeting and to fix their remuneration.

By order of the Board of Directors For WOMEN NETWORKS LIMITED

Delhi, 3rd day of September, 2009

Ashok Kumar Singhal
Director

#### NOTES:

- A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/herself and such
  proxy need not be a member of the Company. Proxies in order to be effective must be received by the Company not less
  than 48 hours before the time fixed for the meeting.
- The register of the members and share transfer books of the Company shall remain closed from 17/09/2009 to 30/09/2009 (both days inclusive) in connection with the Annual Report.
- 3. Members/ Proxies are requested to bring the attendance slip sent herewith duly filled in for attending the meeting.
- Members who hold shares in de-materialised form are requested to bring their ID and DP ID number for easier identification
  of attendance at the meeting.
- 5. The members seeking any information with regard to Accounts are requested to write to the Company at an early date so as to enable the management to keep the information ready.
- Members are requested to notify immediately any change in their address (with PINCODE), if any, quoting their registered
  folio numbers. In case of demat shareholders the change of address, if any, may be notified to their respective Depository
  Participants.
- Members are requested to quote their folio number and the Company's name in all correspondence with M/s Intime Spectrum Registry Limited, who are acting as our Registrars and Share Transfer Agents.
- Corporate members intending to send their representatives are requested to send a duly certified copy of Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.

## INFORMATION AS REQUIRED BY CLAUSE 49(VIA) OF THE LISTING AGREEMENT

As required by Clause 49 (VIA) of the Listing Agreement with the Stock Exchange, the information relating to the Directors proposed to be appointed / re-appointed is provided hereunder:

Mr. Manoj Kumar Parashar (35 years) is a graduate in Commerce and having wide knowledge of accounting and Taxation. He is also treasurer of the governing Board of Mewar Education Society, Ghaziabad.

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Details of his other Directorship/Membership of Committees are given below:

Name of the Company	Directorship	Committee Membership
VSG Marketing Pvt. Ltd.	Director	
Collate Securities and Credit Capital Limited.	Director	·
Novex Overseas Pvt. Ltd.	Director	_

Mr. Pankaj Gautam (40 years) is a Graduate in Commerce and having vide knowledge in Accounting and Taxation. He is also treasurer of the Governing Board of Mewar Institute of Management and Mewar Law Institute, Ghaziabad.

Details of his other Directorship/Membership of Committees are given below:

Name of the Company	Directorship	Committee Membership
VSG Marketing Pvt. Ltd.	Director	<del>_</del> -

By order of the Board of Directors For WOMEN NETWORKS LIMITED

> **Ashok Kumar Singhal** Director

Delhi, 3rd day of September, 2009





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## **DIRECTORS' REPORT**

#### Dear Members,

Your Directors have pleasure in presenting the 18th Annual Report together with the Audited Accounts of the Company for the financial year ending 31st March 2009.

Financial Results		(Rs. In lacs)
Particulars	Year ended 31.03.2009	Year ended 31.03.2008
Total Income	25.01	2219.85
Total profit after interest but before depreciation	2.17	2.05
Depreciation	1.21	1.21
Profit/(Loss) before tax	0.96	0.84
Less: Provision for taxation	0.66	0.00
Less: Income tax for earlier years	0.00	0.06
Add: Excess Provision of Income Tax reversed	0.07	0.00
Profit/(Loss) after tax	0.37	0.07
Add: Balance in P&L Account c/d	17.71	17.57
Add : Deferred tax liability of previous years reversed back	0.29	0.07
Balance carried to Balance Sheet	18.37	17.71

#### Performance

During the year the Company has earned profit before Tax of Rs. 96,073.79 in comparison to the previous year income of Rs.83,935.93. The directors are hopeful for better performance in the ensuing years.

## Dividend

The Company has not declared any dividend during the year in order to maintain the liquidity of funds for the expansion of the business.

## **Directors**

In accordance with the articles of the Company and the provisions of the Companies Act, 1956, Sh. Pankaj Gautam and Sh. Manoj Kumar Parashar retire by rotation at the ensuing Annual General Meeting and being eligible offers himself for reappointment on the Board of your Company.

## **Directors' Responsibility Statement**

Pursuant to Section 217 (2AA) of the Companies Act, 1956, the Board of Directors of the Company hereby state and confirm that

- In preparation of annual accounts, the applicable Accounting Standards have been followed alongwith proper explanation relating to material departures.
- ii) The accounting policies have been selected and applied consistently and the judgements and estimates made, 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 financial year and of the Profit & Loss account of the Company for that period.
- iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The annual accounts have been prepared on a going concern basis.

## **Corporate Governance**

Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges, Management Discussion and Analysis Report, Corporate Governance Report and Auditor's Certificate regarding compliance of conditions of Corporate Governance are made part of the Annual Report.





#### **Auditors**

M/s Ramesh Somani & Co., Chartered Accountants, the Auditors of the Company retire at the conclusion of the ensuing Annual General Meeting and being eligible for re-appointment under Section 224(1) of the Companies Act, 1956, have indicated their willingness to continue in this capacity.

#### **Auditors Report**

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

#### **Public Deposits**

During the year, your Company has not accepted any deposits from the public within the meaning of Section 58A of the Companies Act, 1956 and the rule made thereunder.

## **Particulars of Employees**

During the previous year, there was no employee receiving remuneration more than the limits prescribed under Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.

## Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The Company's operations are not power intensive. Nevertheless your Company has introduced various measures to conserve and minimize the use of energy.

No technology has been imported during the previous year. Indigenous technology available is continuously been upgraded to improve overall performances.

Foreign Exchange Earning

: Nil

Foreign Exchange Outgo

: Nil

## Acknowledgement

Your Directors would like to place on record their appreciation for the assistance, co-operation and whole-hearted support received from Company's bankers, advisors, customers and investors and all, whose continued support has been a source of strength to the Company. Your Directors place on record their appreciation for the valuable contribution made by employees at all levels.

On Behalf of the Board of Directors For **WOMEN NETWORKS LIMITED** 

ASHOK KUMAR GADIYA
Chairman

Delhi, 3rd day of September, 2009





## REPORT OF THE DIRECTORS ON CORPORATE GOVERNANCE

(Annexure to the Directors' Report)

## Company's Philosophy on Corporate Governance

The Company's philosophy of Corporate Governance is aimed at assisting the top management of the Company in the efficient conduct of its business and in meeting its obligations to stakeholders and adequate and transparent reporting of the financial information. A system to effectively manage risks has been implemented. The Company has been disclosing information on different issues concerning the Company's performance from time to time. The employees at all levels are bound by the Code of Conduct that sets forth the Company's policies on all important issues.

## **Board of Directors**

#### Composition:

The Board consists of five members, out of which all are Non-executive Directors. The detailed composition of the Board and other related information is given in the table below:

Director	Category of Directorship	No.of Directorship in other Companies	Number of Committee positions held in other Companies	
	de la companya de la		Memberz	Chairman
Mr. Ashok Kumar Gadiya (Chairman)	Non-executive	8	2	1
Mr. Ashok Kumar Singhal	Non-executive	7	1	_
Mr. Radha Krishan Gadiya	Non-executive		· -	-
Mr. Manoj Kumar Parashar	Non-executive,Independent	3	_	
Mr. Pankaj Gautam	Non-executive,Independent	1	-	

#### Board Meetings and Attendance:

During the previous year, Sixteen board meetings were held on 3rd April, 13th June, 30th June, 11th July, 15th July, 31st July, 14th August, 3rd September, 6th September, 15th September, 15th October, 18th October, 27th October, 15th November of 2008 and 31st January, 31st March 2009.

The attendance at the Board Meetings and Annual General Meeting were as under:

	Attendar	ice
Name of Director	Board Meetings	AGM
Mr. Ashok Kumar Gadiya	16	yes
Mr. Ashok Kumar Singhal	16	Yes
Mr. Radha Krishan Gadiya	13	No
Mr. Manoj Kumar Parashar	13	No
Mr. Pankaj Gautam	12	Yes

## **Code of Business Conduct**

The Company has adopted a Code of Business Conduct which applies to all employees and Directors of the Company. It is the responsibility of all employees and Directors to familiarize themselves with this Code and comply with its standards.

## Committees of the Board

The Board of Directors have constituted the following committees with adequate delegation of powers to discharge day-to-day affairs of the Company as well as to meet the exigencies of the business of the Company.

## Audit Committee:

The audit committee now consists of three members Mr. Ashok Kumar Gadiya, Mr. Pankaj Gautam with Mr. Manoj Kumar Parasar, a Non-executive Independent Director as Chairman. The Secretary of the Company is the Secretary of the Committee.

The terms of reference of the audit Committee are in line with the powers, duties and responsibilities stipulated in Clause 49 of the Listing Agreement.

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The functions of the Audit Committee are as per Company Law and Listing Agreement with Stock Exchanges. These include overseeing of Company's financial reporting process, recommending the appointment and removal of external auditors, reviewing the annual financial statements, financial management policy, adequacy of internal control system and internal audit functions.

The committee met five times during the year on 11th April, 19th May, 20th July, 15th October of 2008 and 15th January of 2009 and the attendance of members were as follows:

Director	Status	
Mr. Manoj Kumar Parashar	Chairman	5
Mr. Ashok Kumar Gadiya	Member	5
Mr. Pankaj Gautam	Member	5

The minutes of the meetings of Audit Committee were discussed and taken note of by the Board of Directors.

## Remuneration Policy:

No remuneration is paid to the directors.

#### Shareholders' Grievance Committee:

The committee was formed to review and redress the investors grievances / letters regarding various matters. It is constituting of three members i.e. Sh. Ashok Kumar Gadiya, Sh. Ashok Kumar Singhal and Sh. Radha Krishan Gadiya with Sh. Ashok Kumar Gadiya, a Non-executive Director as the Chairman of the committee.

Mr. Ashok Kumar Singhal, Director has been designated as Compliance Officer of the Company.

During the year 2008-09, two meetings of the committee were held on 22nd June of 2008 and 18th February 2009 and the attendances of members were as follows:

Director	Status	
Mr. Ashok Kumar Gadiya	Chairman	2
Mr. Radha Krishan Gadiya	Member	2
Mr. Ashok Kumar Singhal	Member	2

The minutes of the meetings of the Shareholders' Grievance Committee were discussed and taken note of by the Board of Directors.

The functions of the committee include effective redressal of the complaints of the shareholders such as dematerialisation, transfer, non-receipt of balance sheet etc. The committee recommends steps to be taken for further improvement in the quality of service to the investors.

All the requests/complaints received during the year were attended to promptly and resolved to the satisfaction of the shareholders. No valid request for share transfer / transmission were pending as on 31st March 2009.

#### **General Body Meetings**

The location and time of the Annual General Meetings held during the last three years were as follows:

Financial Year	AGM	Date	Location of Meetings	Time
2005-2006	AGM ∞	30.09.2006	4117, 1st Floor, Naya Bazar, Delhi-110006	10.00 A.M.
2006-2007	AGM	29.09.2007	-do-	11.00 A.M.
2007-2008	AGM	29.09.2008	-do-	10.00 A.M.

No postal ballots were used for voting at these meetings. At the forthcoming AGM, there is no item on agenda that needs approval by postal ballot.

## **Disclosures**

The Company has not entered into any transaction of material nature that may have potential conflict with interests of the Company with any of the Directors or their relatives during the financial year ending 31st March, 2009.

The Company has complied with the provisions of law and no penalties or strictures have been imposed by the Stock exchanges



or SEBI or any other statutory authority, on any matter related to the capital markets, during the last 3 years.

## **Means of Communication**

During the year the quarterly/ half-yearly/ annual unaudited / audited financial results of the Company were sent to the Stock Exchanges immediately after they are approved by the Board of Directors and were also published in one English and one Vernacular language newspaper i.e. Money Makers and Dainik Mahlaxmi Bhagyodaya respectively. Management Discussion and Analysis forms part of the Annual Report.

As per the requirements of Clause 51 of the Listing Agreement, all the data related to quarterly financial results, shareholding pattern etc. is provided to the special web-site www.sebiedifar.nic.in within the timeframe prescribed in this regard.

#### General Shareholder Information

## A. 18th Annual General Meeting

Date: 30th September, 2009

Time : 10.00 A.M.

Venue : 4117, 1st Floor,

Naya Bazar, Delhi-110006

## B. Financial Calendar

Unaudited results for the quarter ending June 30, 2009

Unaudited results for the quarter ending September 30, 2009

Unaudited results for the quarter ending December 31, 2009

Audited results for the year ending March 31, 2010

Date of Book Closure

: 31st July 2009

: Last week of October 2009

: Last week of January 2010

: June 2010

: 17th September 2009 to

30th September 2009 (both days inclusive)

## C. Listing on Stock Exchanges and Stock Codes

- 1. Bombay Stock Exchange Limited-31396
- The Delhi Stock Exchange Association Limited 8377

#### **Market Price Data**

Month-wise High/Low market prices of the Company's equity shares traded on BSE during the last financial year were as follows:

(Amount in Rs.)

	BS	E
Month	High	Low
April 2008	3.15	2.33
May 2008	4.30	2.68
June 2008	4.57	3.40
July 2008	5.25	4.20
August 2008	4.89	3.91
September 2008	5.12	3.45
October 2008	4.25	3.65
November 2008	4.39	3.60
December 2008	4.35	3.28
January 2009	3.61	3.13
February 2009	3.60	3.27
March 2009	3.77	3.35





## Registrar and Transfer Agent & Share Transfer System

The Company's Share Transfer Agents is M/s Intime Spectrum Registry Limited. Their address is as under:

M/s Intime Spectrum Registry Limited A-40, IInd Floor, Naraina Industrial Area, Phase-II, Near Batra Banquet Hall, New Delhi-110 028

The Company's shares are traded in the Stock Exchanges in demat mode. These transfers are effected through NSDL and CDSL. Transfer of shares in physical form is processed and approved in the Board meetings from time to time and the certificates are returned to the shareholders within 15 days from the date of receipt, subject to documents being valid and complete in all respects.

## Distribution of shareholding

The distribution of shareholding as on 31st March 2009 was as follows:-

No of equity shares held	No. of shareholders	Percentage of shareholders(%)	Total No. of shares held	Percentage of shares held (%)
1 - 2500	1509	62.227	186297	6.179
2501 - 5000	404	16.660	163557	5.425
5001 - 10000	249	10.268	212520	7.049
10001 - 20000	112	4.619	172600	5.725
20001 - 30000	43	1.773	109686	3.638
30001 - 40000	33	1.361	117766	3.906
40001 - 50000	22	0.907	101354	3.362
50001 - 100000	27	1.113	189997	6.302
100001 and above	26	1.072	1761023	58.413
Total	2425	100	3014800	100

## **Shareholding Pattern**

The pattern of shareholding as on 31stMarch, 2009 was as follows:

Category	No. of Shares	Percentage
Promoters	768900	25.50
Persons acting in concert	0	0
Non-Promoters (Institutions/Banks/ Mutual Funds /State Govt.)	0	0
Foreign Holding(NRIs/OCBs/FIIs)	0	0
Indian Public	1496111	49.63
Indian Bodies Corporates	749789	24.87
TOTAL	3014800	100

## Dematerialisation of shares and liquidity

The equity shares of your Company are compulsorily traded in dematerialised form and the Company has agreements with both the depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). As on 31st March, 2009 over 25,88,789 shares, constituting of 85..87% of the total paid-up capital of the Company are dematerialised. The reconciliation of both physical and demat shares are upto date and tallies with the total paid-up capital of the Company.

## Address for correspondence

4117, 1st Floor,

Naya Bazar, Delhi-110006 Phone: 23962062, 23923496 Email: women.networks@gmail.com





## **AUDITORS' CERTIFICATE**

The Board of Directors, Women Networks Limited, Delhi

We have examined the compliance of conditions of Corporate Governance by Women Networks Limited for the financial year ended 31st March, 2009 as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock Exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that as per the records maintained by the Company, there were no investors grievances remaining unattended / pending for more than 30 days.

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

For RAMESH SOMANI & CO.

Chartered Accountants

RAMESH C. SOMANI
Proprietor
Membership No. 75100

Delhi, 3rd day of September, 2009





## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

#### Industry Environment

India has one of the highest concentration of IT and ITES professionals in the world. The addressable offshore market of IT and ITES is of the tune of over US \$1,200 billion. According to studies conducted by different IT Companies this sector indicates significant headroom for future growth for companies with an offshore model offering huge potential for Indian IT offshore providers. A significant contribution to the growth of the industry has come from multinationals that are setting up R & D and product development centers in India, an emerging preferred global destination. Value-added services like product development, package software implementation services and consulting services are set to grow in the future years as India IT Companies mature and become innovative.

#### **Financial Performance Review**

During the year, the Company has earned a profit of Rs.37,087.79 as compared to a net profit of Rs.6,793.93 in the previous year. The Company will continue in its endeavor to find out new business opportunities and expects to perform better in the current year.

## **Outlook on Opportunities, Threats and Risk Management**

The Company constantly endeavors to broaden the charter of risk management to include opportunities as well as threats. An integrated risk management approach is used, considering a number of techniques to cover the full range of risks in the framework. Today, risk information is an important part of decision making at all levels in the organization.

## **Internal Control System**

The Company has adequate internal control system commensurate with the size of the Company and nature of its business to ensure that all the assets are safeguarded and protected against loss from misuse or disposition, transactions are executed in accordance with management's authorization and properly recorded. The Company has internal control system for speedy compilation of accounts and management information reports and to comply with the applicable laws and regulations. The existing Audit Committee and Shareholders Grievance Committee ensures proper compliance with the provisions of the listing agreement with the Stock Exchanges and the relevant provisions of the Companies Act, 1956.

## **Human Resource Development/Industrial Relations**

The Company's Human Resources philosophy is to establish and build a strong performance driven culture with greater sense of accountability and responsibility. With the changing scenario, the Company's basic focus is to upgrade the knowledge of the employees and to strengthen their managerial capabilities.



## **AUDITORS' REPORT**

The Members, **Women Networks Limited** Delhi

#### Dear Members.

We have audited the Balance Sheet of Women Networks Limited as on 31st March, 2009 and also the Profit and Loss Account and Cash Flow Statement of the Company 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 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.

#### We report as follows:

- As required by the Companies (Auditor's Report) Order, 2003 as amended by Companies (Auditor's Report)(Amendment)
   Order, 2004 issued by the Central Government in terms of section 227 (4A) of the Companies Act, 1956. We enclose in
   the annexure a statement on the specified 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 purpose of our audit.
  - (b) In our opinion, the Company has kept proper books of account as required by law so far as appears from our examination of the books.
  - (c) The Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by the report are in agreement with the books of the Company.
  - (d) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in compliance with the Accounting Standards referred to in section 211(3C) of the Companies Act, 1956, in so far as they apply to the Company.
  - (e) On the basis of the written representations received from the directors, and taken on record by Board of Directors, we report that none of the directors is disqualified as on 31st March, 2009 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 explanations given to us, the accounts read together with the significant accounting policies and other notes thereon, give the information required by 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 case of Balance Sheet, of the state of affairs of the Company as at 31st March, 2009;
    - (ii) in case of Profit & Loss Account, of the profit of the Company for the year ended on that date; and
    - (iii) in the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For RAMESH SOMANI & CO.

Chartered Accountants

Proprietor
Membership No. 75100

Delhi, 30th day of June, 2009





## ANNEXURE TO THE AUDITORS' REPORT

(Referred to in paragraph 1 of our report of even date on the accounts of Women Networks Limited for the year ended 31st March, 2009)

- (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets
  - (b) A detailed list of the assets have been made and physically verified by the management at reasonable intervals and no material discrepancies were found on such verification.
  - (c) The Company has not disposed off any substantial part of fixed assets during the year.
- 2. (a) As informed to us, the management has conducted physical verification of inventory at reasonable intervals.
  - (b) In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
  - (c) In our opinion and according to the information and explanation given to us, and on the basis of our examination of the records of inventory, the Company is maintaining proper records of inventory and no material discrepancies were found on physical verification of inventory in comparison to the books record.
- 3. (a) According to the information and explanation given to us, the Company has not granted any loans to the parties listed in the Register maintained under section 301 of the Companies Act, 1956.
  - (b) Similarly, the Company has not taken any unsecured loan from the parties, listed in the Register maintained under section 301 of the Companies Act, 1956.
- 4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures for the purchase of inventory and fixed assets and for the sale of goods and services commensurate to the size of the Company and the nature of its business. During the course of our audit, no major weakness has been observed in the internal controls.
- 5. In our opinion and according to the information and explanations given to us, there are no contracts or arrangements that need to be entered into a register in pursuance of section 301 of the Act.
- 6. To the best of our knowledge, the Company has not accepted any deposits from the public during the year, and therefore the provisions of Sections 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed thereunder, are not applicable to the Company.
- 7. In our opinion, the Company is having an internal audit system commensurate to the size and nature of its business.
- 8. As informed to us the Central Government has not prescribed maintenance of cost records under Section 209(1) of the Companies Act, 1956 in respect of the activities of the Company.
- 9. (a) According to the records of the Company and information and explanations provided to us, the provisions of Employees Provident Fund, Employees' State Insurance Fund are yet not applicable to the Company and the Company has been regular in depositing the undisputed statutory dues including Investor Education and Protection Fund, Income tax, Sales tax, Wealth tax, Service tax, Custom Duty, Excise Duty and other statutory dues applicable to it with the appropriate authorities.
  - (b) According to the records of the Company and information and explanations given to us no disputed demands are outstanding against the Company in respect of Income tax, Sales tax, Wealth tax, Service tax, Custom duty, Excise duty etc..
- 10. According to the records of the Company and information and explanations given to us the Company has not accumulated losses more than 50% of net worth as at the end of the financial year. Also, the Company has not incurred cash losses during the current financial year and the immediately preceding financial year.
- 11. Based on our audit procedures and the information and explanations given by the management, we are of the opinion that the Company does not have any outstanding dues of any financial institution or bank or debenture holder.
- 12. According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- 13. In our opinion and according to the information and explanations provided to us, the nature of activities of the Company does not attract any special statute applicable to Chit Fund, Nidhi or Mutual Fund/ Societies.





- 14. Based on the records examined by us and according to the information and explanations given to us, we are of the opinion that the Company has maintained proper records for transactions and contracts and timely entries are made in such record. Further, the Company is holding all the investments in its own name.
- 15. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by other from banks or financial institutions.
- 16. According to the information and explanations given to us, the Company has not taken any sort of term loan during the year and there is no outstanding term loan as on the balance sheet date.
- 17. According to the information and explanations given to us and the records examined by us, the funds raised on short-term basis have not been used for long-term investment and vice-versa.
- 18. The Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Act, during the year. Hence, the question, whether the price at which shares have been issued is prejudicial to the interest of the Company, does not arise.
- According to records examined by us and the information and explanations given to us, the Company has not issued any debentures.
- 20. The Company has not raised any money through a public issue during the year.
- 21. To the best of our knowledge and belief and according to the information and explanations given by the management, no fraud on or by the Company was noticed or reported during the course of our audit.

For RAMESH SOMAN! & CO.
Chartered Accountants

Proprietor
Membership No. 75100

Delhi, 30th day of June, 2009





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

Dar	tiout		Schedule	31st	March, 2009	31st I	March, 2008
Par	Particulars		No.	Rupees	Rupees	Rupees	Rupees
SOI	JRCE	S OF FUNDS		•			
(1)	Sha	areholders' Funds				4.4	
	(a)	Share Capital	1		30,148,000.00		30,148,000.00
	(b)	Reserve & Surplus	2		1,837,073.95		1,771,009.16
		TOTAL			31,985,073.95		31,919,009.16
API	_ICAT	TION OF FUNDS					
(1)	Fixe	ed Assets	3				
	(a)	Gross Block			2,303,337.86		2,303,337.86
	(b)	Less- Depreciation	,		2,068,097.86		1,947,305.86
	(c)	Net Block	en e		235,240.00		356,032.00
(2)	Inve	esment	4		4,148,400.00		4,498,400.00
(3)	Cur	rent Assets Loans & Advances				``	
	(a)	Inventory	5	191,521.15		191,521.15	
	(b)	Sundry Debtors	6	4,040,172.99		4,018,566.74	
	(c)	Other Assets	7	13,669,085.00		12,140,723.00	
	(d)	Cash & Bank Balances	8	4,200,257.97		1,605,732.71	
	(e)	Loans & Advances	9	16,937,886.00		19,281,286.00	
		TOTAL CURRENT ASSETS		39,038,923.11		37,237,829.60	•
(4)	Les	s: Current Liabilities & Provissions					
	(a)	Current Liabilities	10	13,438,552.96		13,405,709.24	
	(b)	Provission For Income Tax	11	92,046.00		97,631.00	
		NET CURRENT ASSETS			25,508,324.15		23,734,489.36
		Deferred Tax Liability			(7,276.00)		(36,253.00)
(5)	Mis	cellaneous Expenditure					
	(to 1	The Extent Not W/off or adjusted)					-
	Defe	erred Revenue Expenditure	12		2,100,385.80		3,366,340.80
		TOTAL			31,985,073.95		31,919,009.16
Not	es to	the Accounts	15				
As c	er ou	r report of even date attached.		For a	and on behalf of	the Board	

As per our report of even date attached.

For and on behalf of the Board

For RAMESH SOMANI & CO.

Chartered Accountants

**ASHOK KUMAR GADIYA** 

Chairman

RAMESH C. SOMANI

Proprietor

Membership No. 75100

**ASHOK KUMAR SINGHAL** 

Director

Delhi, the 30th day of June, 2009





## PROFIT & LOSS ACCOUNT FOR THE PERIOD ENDED ON 31ST MARCH, 2009

Particulars	Schedule No.	31st March, 2009 Rupees	31st March, 2008 Rupees
REVENUE	W.		
Turnover		2,021,606.25	221,727,377.30
Web Development Receipts		383,900.00	215,000.00
Other Revenue		95,614.50	42,805.80
Closing Stock		191,521.15	191,521.15
TOTAL		2,692,641.90	222,176,704.25
EXPENDITURE			
Opening Stock		191,521.15	191,521.15
Purchases		<u> </u>	219,519,662.60
Administration & Other Exp	13	1,013,537.72	990,209.57
Financial Expenses	14	4,762.24	4,628.00
Deferred Revenue Expenses	•	1,265,955.00	1,265,955.00
Depreciation		120,792.00	120,792.00
TOTAL		2,596,568.11	222,092,768.32
Profit/(Loss) Before Tax		96,073.79	83,935.93
Less:- Provission For Tax		65,800.00	71,385.00
Less:- Income Tax of Earlier Years		· -	5,757.00
Add Excess Provision of Income Tax Rev	vd.	6,814.00	·
Proft/(Loss) After Tax		37,087.79	6,793.93
Balance of P&L A/c c/d from Previous Ye	ears	1,771,009.16	1,757,147.23
Add:- Deffered Tax Liability Reversed E	Back	28,977.00	7,068.00
Balance Carried To Balance Sheet		1,837,073.95	1,771,009.16
Notes to the Accounts	15		

As per our report of even date attached.

For and on behalf of the Board

For RAMESH SOMANI & CO.

Chartered Accountants

**ASHOK KUMAR GADIYA** 

Chairman

RAMESH C. SOMANI

Proprietor Membership No. 75100 **ASHOK KUMAR SINGHAL** 

Director

Delhi, the 30th day of June, 2009





## SCHEDULE 1 TO 15 ANNEXED TO AND FORMING PART OF THE ACCOUNTS FOR THE PERIOD ENDED ON 31ST MARCH, 2009

Particulars	31st March, 2009 Rupees	31st March, 2008 Rupees
SCHEDULE - 1 : SHARE CAPITAL Authorised		
25000000 (Previous Year 25000000) Equity Shares Of Rs 10/-Each	250,000,000.00	250,000,000.00
Equity Shales Of his 10/-Each	250,000,000.00	250,000,000.00
	250,000,000.00	250,000,000.00
Issued Subscribed & Paid Up	<del></del>	
3014800 (Previous Year 3014800)		00.440.000.00
Equity Shares Of Rs 10/- Each	30,148,000.00	30,148,000.00
	30,148,000.00	30,148,000.00
•		
SCHEDULE- 2 : RESERVE & SURPLUS		
Profit & Loss Account	1,837,073.95	1,771,009.16
	1,837,073.95	1,771,009.16
	· · · · · · · · · · · · · · · · · · ·	<del></del>

## SCHEDULE - 3 : FIXED ASSETS

	GROSS BI		К		D	DEPRECIATION		NET	BLOCK	
PARTICULARS	Values as on 01.04.2008	Add/(Deletion) during the Period	Total as on 31.03.2009	Rate of Dep. in %	Up to 31.03.2008	For the Year	Up to 31.03.2009	As on 31.03.2008	As on 31.03.2009	
Air Conditioner	209,027.12	_	209,027.12	4.75	78,285.12	9,928.00	88,213.12	130,742.00	120,814.00	
Car	1,150,172.00	_	1,150,172.00	9.5	946,004.00	109,264.00	1,055,268.00	204,168.00	94,904.00	
Scooter	24,761.00		24,761.00	9.5	24,761.00	_	24,761.00	_	_	
Water Filter	7,250.00	_	7,250.00	4.75	2,773.00	344.00	3,117.00	4,477.00	4,133.00	
Fans	7,175.00	_	7,175.00	4.75	2,725.00	344.00	3,069.00	4,450.00	4,106.00	
Furniture & Fixture	232,325.50	<del></del>	232,325.50	6.33	232,325.50		232,325.50	-		
Invertor	13,240.80	· —	13,240.80	4.75	4,838.80	628.00	5,466.80	8,402.00	7,774.00	
Computers	653,400.00		653,400.00	16.21	653,400.00	_	653,400.00			
EPABX	5,986.44	· —	5, <b>98</b> 6.44	4.75	2,193.44	284.00	2,477.44	3,793.00	3,509.00	
Total	2,303,337.86	_	2,303,337.86		1,947,305.86	120,792.00	2,068,097.86	356,032.00	235,240.00	
Previous Year	2,303,337.36	_	2,303,337.36		1,826,513.86	120.792.00	1,947,305.86	476,824.00	356,032.00	



# \_\_\_\_\_WOMEN NETWORKS LIMITED\_\_\_\_\_



SCHEDULE - 4 : INVESTMENT

Company Name	Face Value	No. of	31st March, 2009	No. of	31st March, 2008
	value	Shares	Rupees	Shares	Rupees
Quoted					
JPT Securities Ltd	10	21500	186,400.00	21500	186,400.00
MFL Housing Ltd	· 10	152000	152,000.00	152000	152,000.00
MFL Stock Brocking Ltd UNQUOTED	10	100000	110,000.00	100000	110,000.00
Microchip Electrophics p ltd	10	77500	775,000.00	77500	775,000.00
Sumeet Overseas Ltd	10	50000	500,000.00	50000	500,000.00
Vaibhavlaxi Dairy Products P ltd	10	35000	<del>-</del>	35000	350,000.00
Gaurav Metals Pvt Ltd	10	30000	300,000.00	30000	300,000.00
Pratap Tiles Pvt Ltd	10	27500	275,000.00	27500	275,000.00
Care & Cure International Ltd	10	10000	100,000.00	10000	100,000.00
Indian Astrology .Com P. Ltd.	10	5000	50,000.00	5000 <sup>°</sup>	50,000.00
Mewar Infoline.com P. Ltd.	10	170000	1,700,000.00	170000	1,700,000.00
TOTAL			4,148,400.00		4,498,400.00
OOUEDINE E NIVENTORY				•	
SCHEDULE - 5 : INVENTORY Stock of Other Materials			191,521.15		191,521.15
Stock of Other Materials			191,521.15		191,521.15
			191,521.15		191,521.15
SCHEDULE -6 : SUNDRY DEBTORS					
Debtors Exceeding 6 months			4,018,566.74		4,018,566.74
Others			21,606.25		· · · —
			4,040,172.99		4,018,566.74
SCHEDULE -7: OTHER CURRENT ASS	ETS				
Share Application Money			13,490,000.00		11,990,000.00
Securities & Advances			142,992.00		138,945.00
Interest Accrued On FDR			36,093.00		11,778.00
			13,669,085.00		12,140,723.00
					<del></del>
SCHEDULE-8: CASH & BANK BALANG Cash in hand (As Certified by management)	JES		519,768.58		157,045.58
Balance with Scheduled Banks			2,285,093.39		1,095,131.33
FDR'S			1,395,396.00		349,611.00
CH/DD in hand					3,944.80
			4,200,257.97		1,605,732.71



## \_\_\_\_\_WOMEN NETWORKS LIMITED\_



		Rupees	31st March, 2008 Rupees
ADVANCES			
nd		16,844,424.00	19,194,424.00
	·.•	93,462.00	86,862.00
		16,937,886.00	19,281,286.00
*1.121.			
	1.74		
LIABILITIES			- 404 000 04
			3,481,689.24
			62,520.00 9,861,500.00
		9,861,300.00	9,861,500.00
		13,438,552.96	13,405,709.24
IONS			
2004-2005			12,050.00
		14,196.00	14,196.00
			71,385.00
2008-2009		65,800.00	
•		92,046.00	97,631.00
) REVENILE EXI	<b>.</b>		
, IIE TEIGE EX	•	3.366.340.80	4,632,295.80
្រាស់ (1994) <b>ព</b>		<del>-</del>	.,
		3,366,340.80	4,632,295.80
ar		1,265,955.00	1,265,955.00
		2,100,385.80	3,366,340.80
	IONS 2004-2005 2005-2006 2007-2008 2008-2009	T LIABILITIES  IONS 2004-2005 2005-2006 2007-2008 2008-2009	16,844,424.00 93,462.00  16,937,886.00  16,937,886.00  16,937,886.00  16,937,886.00  3,496,586.96 80,466.00 9,861,500.00  13,438,552.96  12,050.00 14,196.00 2007-2008 2008-2009 65,800.00  92,046.00  D REVENUE EXP. 3,366,340.80 1,265,955.00





Particulars	31st March, 2009 Rup <del>ees</del>	31st March, 2008 Rupees
SCHEDULE- 13 : ADMINISTRATIVE EXPENSES		
Salaries	570,000.00	511,800.00
Printing & Stationery Expenses	32,588.00	35,158.00
Conveyance Expenses	43,427.00	50,786.00
Telephone & Communication	21,981.00	21,617.00
AGM Expenses	15,230.00	16,985.00
Electricity Expenses	12,208.00	10,732.00
Business Promotion	17,349.00	20,149.00
Tour & Travelling Expenses	19,871.00	20,336.00
Tea & Snacks to Staff	24,243.00	28,889.00
Share Transfer Charges	20,224.80	20,224.80
Miscellaneous & General Expenses	20,413.57	25,177.26
Advertisement & Publicity Expenses	19,305.00	19,845.00
Legal Expenses	45,111.35	52,150.51
General Repair & maintenance	30,225.00	32,897.00
Vehicle Running & Maintenance	33,124.00	36,279.00
Postage & Telegram Expenses	20,933.00	23,027.00
Audit Fees	16,545.00	16,854.00
ROC Filing Fees	4,450.00	1,500.00
Computer Running & Maintenance	19,755.00	19,125.00
Books & Periodicals	18,864.00	19,335.00
Insurance Charges	6,190.00	7,343.00
Demat Charges	1,500.00	
	1,013,537.72	990,209.57
SCHEDULE -14 : FINANCIAL CHARGES		
Bank Charges	4,762.24	4,628.00
	4,762.24	4,628.00

# 5/-

## WOMEN NETWORKS LIMITED



## SCHEDULE 15: NOTES TO THE ACCOUNTS

#### I. MAJOR ACCOUNTING POLICIES

## (a) Accounting Convention:

The accounts have been prepared under historical cost convention on the basis of a going concern, with revenue recognition and expenses accounted on their actual including provision/adjustment of committed obligation and amount determined as payable during the year.

#### (b) Fixed Assets & Depreciation:

Fixed assets are valued at cost less accumulated depreciation.

Depreciation on fixed assets has been charged on straight-line method as per Schedule XIV of the Companies Act, 1956. During the year no new assets has been acquired.

## (c) Valuation of Inventory:

The valuation of inventories of software and other traded material is stated at cost or market price whichever is lower.

#### (d) Investments:

Investment has been stated at cost price

#### (e) Deferred taxation:

Deferred tax is recognised, on timing differences, being the difference resulting from the recognition of items in the financial statements and in estimating its current income tax provision.

## (f) Prior period Adjustment:

Adjustments of identifiable items of income and expenditure pertaining to the prior period are accounted through "prior period adjustments account".

## (g) Amortisation of expenses:

- Preliminary and public issue expenses are amortised equally over a period of 10 years.
- Deferred revenue expenditure in respect to increment in authorised share capital will be amortised equally over a period of 5 years.
- (iii) Deferred revenue expenditure in respect of portal will be amortised over a period of 10 years in equal instalments. The deferred revenue expenses consists of total amount of expenses i.e. direct and indirect, either of capital or revenue nature pertaining to the e-commerce portal.

## 2. NOTES TO ACCOUNTS:

- (a) Provision for taxation (Including FBT)has been made during the year of Rs. 65,800/- as per minimum alternative tax provision of income tax. (Previous Year Rs. 71,385/-).
- (b) There is no contingent liability during the year (Previous year NIL)
- (c) Estimated amount of contracts remaining to be executed on capital account and not provided are NIL.
- (d) Figure of previous year has been re-grouped or rearranged wherever deemed necessary.
- (e) In the opinion of the directors, current assets, loans and advances have the value on which they are stated in the balance sheet, realised in the ordinary course of business.
- (f) Additional information pursuant to paragraph 3 & 4 of Part II of Schedule VI to the Companies Act, 1956:
  - (i) The providing of quantitative information in respect to software business and other trading is not practically possible, hence not furnished.
  - (ii) C.I.F. value of Imports : NIL
  - (iii) Expenditure in Foreign Currency : NIL
- (g) Accounting Standard Compliance:



- No provision in respect of retirement benefits has been made during the year, as none of the above said Acts are applicable to the Company. (Previous Year NIL)
- (ii) The segmental reporting as specified in the Accounting Standard 17 is not required to be given as the Company remained engaged in single line of activity during the year.
- (iii) Related Party Disclosures as per Accounting Standard 18: There are no related party disclosures to be made in the Company.
- (iv) Earning per share as per Accounting Standard 20: Basic and diluted earning per share for the year is Rs. 0.01. (Previous Year Rs. 0.00)
- (v) Accounting Standard 22: " Accounting for taxes on income" issued by the Institute of Chartered Accountants of India has been complied with and deferred tax liability of Rs. 7,276/- and reverse effect for timing difference has also been accounted for from the balance of deferred tax liability in earlier years.

Net Deferred Tax Liability arising due to:

	Particulars	2008-09	2007-08
		(Rs.)	(Rs.)
	Depreciation	7,276.00	36,253.00
(h)	Payment to auditors		
	Particulars	2008-09	2007-08
		(Rs.)	(Rs.)
	Audit Fees	12,000.00	12,000.00
	Tax Audit Fees	3,000.00	3,000.00
	Service Tax	1,545.00	1,854.00
		16,545.00	16,854.00

As per our report of even date attached.

For and on behalf of the Board

For RAMESH SOMANI & CO. Chartered Accountants

**ASHOK KUMAR GADIYA** 

Chairman

**RAMESH C. SOMANI** Proprietor Membership No. 75100 **ASHOK KUMAR SINGHAL** 

Director

Delhi, the 30th day of June, 2009



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

		Am	ount in Rs. Lacs
	Particulars	Current Year	Previous Year
A.	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit Before Tax	0.96	0.84
	Adjustment for:	• •	
	Depreciation	1.21	1.21
	Preliminary Expenses Written off	-	<u></u>
	Deferred Revenue Expenses Written off	12.66	12.66
	Loss on Sale of Fixed Assets	<del>-</del>	_
	Interest Income	(0. <del>9</del> 6)	(0.43)
	Interest Expenditure	· —	_
	Operating Profit Before Working Capital Change	13.87	14.28
	Adjustment for :		
	(Increase)/Decrease in Inventories	<del>-</del> .	
	(Increase)/Decrease in Trade & Other Receivables	(0.22)	6.77
	(Increase)/Decrease in Current Assets	(15.28)	(43.72)
	(Increase)/Decrease in Loans & Advances	23.43	19.91
	Increase/(Decrease) in Current Liabilities	0.26	(6.71)
	CASH GENERATED FROM OPERATION	22.06	(9.47)
	Direct Tax Paid	(0.58)	(0.70)
	NET CASH FROM OPERATING ACTIVITIES	21.48	(10.17)
В.	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of Fixed Assets	_	
	Purchase of Investment	_	_
	Sale of Fixed Assets	_	
	Sale of Investment	3.50	5.00
	Interest Received	0.96	0.43
	NET CASH FROM INVESTING ACTIVITIES	4.46	5.43
C.	CASH FLOW FROM FINANCING ACTIVITIES	1	
C.	Net Proceeds from Long term Borrowings	<u>-</u>	_
	Net Proceeds from Long term Borrowings  Net Payment towards Long term Borrowings	_	_
	Net Proceeds from issue of Share Capital	_ ,	
	NET CASH FROM FINANCING ACTIVITIES	_	_
		25.94	(4.74)
	Net Increase/(Decrease) in Cash and Cash Equivalent (A+B+C) Cash & Cash Equivalent (Opening Balance)	16.06	20.80
		42.00	16.06
	Cash & Cash Equivalent (Closing Balance)	42.00	10.00

On Behalf of the Board of Directors For WOMEN NETWORKS LIMITED

(ASHOK KUMAR SINGHAL)

Delhi, the 30th day of June, 2009

Director

## **AUDITORS' CERTIFICATE**

We have checked the above cash flow statement of **Women Networks Limited** derived from the audited Financial Statements for the year ended 31st March 2009, with the books and record maintained in the ordinary course of business and found the same to be in accordance therewith.

For RAMESH SOMANI & CO.
Chartered Accountants

(RAMESH C. SOMANI)

Proprietor Membership No. 75100

Delhi, the 30th day of June, 2009





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

1. REGISTRATION DETAILS

Registration No.

L67120DL1991PLC043677

Balance Sheet Date :

31.03.2009

2. CAPITAL RAISED DURING THE YEAR (AMOUNTS IN RS. THOUSAND)

Public Issue

Right Issue

NIL

NIL

Bonus Issue NIL

Private Placement NIL

3. POSITIONS OF MOBILISATION AND DEPLOYMENT OF FUNDS (AMOUNT IN RS. THOUSAND)

**Total Liabilities** 

**Total Assets** 

31.919

31,919

Sources of Funds

Paid-up Capital 30.148

Reserves & Surplus 1,837

Secured Loan

NIL

Unsecured Loan

NIL

Application of Funds

**Net Fixed Assets** 

Investment 4.148

235

Misc. Expenditure

**Net Current Assets** 

25,508

2.100

**Accumulated Losses** 

NIL

4. PERFORMANCE OF THE COMPANY (AMOUNT IN RS. THOUSAND)

Turnover 2,510

Total Expenditure

Profit before Tax

2,596

Profit after Tax

96

37

Earning per share in Rs.

0.01

Dividend Rate % NIL

5. GENERIC NAMES OF THREE PRINCIPAL PRODUCTS/SERVICES OF COMPANY (AS PER MONETARY TERMS)

1. Service Description

Software Development & Consultancy

Code No.

NA

2. Service Description Code No.

NA

NA



No Gift/Gifts coupons will be provided to the members.

# WOMEN NETWORKS LIMITED Regd. Office: 4117, 1st Floor, Naya Bazar, Delhi- 110 006.

## PROXY FORM

Folio No. / Client ID No	No. of equity shares held
I/We	of
in the district of	being a Member/Members of the
above Company hereby appoint Mr./Mrs	of
in the district of	or failing him/her
Mr./Mrso	fin the district of
	y to vote for me/us on my/our behalf at the 18th Annual General e 30th day of September, 2009 at 10.00 a.m. at the Registered , Delhi-110006 and any adjournment thereof.
Signed thisday of	2009. Revenue
	SignatureStamp
form must reach the Registered Office of the C aforesaid meeting.	is per specimen signature registered with the Company. The proxy company not less than 48 hours before the time fixed for holding the ear Here — — — — — — — — — — — — — — — — — —
WOMEN NET Regd. Office: 4117, lst F	TWORKS LIMITED Floor, Naya Bazar, Delhi- 110 006.
<u>ATTE</u>	NDANCE SLIP
PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND	IT OVER AT THE ENTRANCE OF THE MEETING HALL.
Folio No. / Client ID No	No. of equity shares held
Name of the Member(in block letters)	
Name of the Proxy(if any)	
I hereby record my presence at the Annual General Me	eting of the Company held on 30th day of September, 2009.
	Signature of the Member/Proxy
Admission slips without this information will not be accept	oted.

If undelivered, please return to :-

