

ANNUAL REPORT 2012 - 2013



DECILLION FINANCE LIMITED

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Corporate Information

Board of Directors

Jitendra Kumar Goyal
Mahesh Kumar Bhalotia
Nikunj Kanodia
Ashish Jalan

Company Secretary

CS Abhijit Nagee

Bankers

IDBI Bank Limited
Brabourne Road Branch,
Kolkata – 700 001

Statutory Auditors

S. K. Rungta & Co.
Chartered Accountants
1, Jagmohan Mullick Lane,
Kolkata-700007

Registrars & Transfer Agents

Niche Technologies Private Limited
D511, Bagree Market, 5th Floor
71, B.R.B. Basu Road, Kolkata – 700001
Phone No. : 91 33 2235 7270/7271
Fax : 91 33 2215 6823
Email : nichetechpl@nichetechpl.com

Registered Office

Mercantile Building,
Block-E, 2nd Floor,
9/12, Lalbazar Street,
Kolkata – 700 001
Tel : 91 33 2248 5664
Fax : 91 33 2243 9601
Website: www.decillion.co.in

DECILLION FINANCE LIMITED

NOTICE

TO THE SHAREHOLDERS

NOTICE is hereby given that the 19th Annual General Meeting of Decillion Finance Limited will be held at the Registered Office of the Company at "Mercantile Building", Block-E, 2nd Floor, 9/12, Lalbazar Street, Kolkata – 700001 on Monday, the 30th day of September, 2013 at 1.00 P.M. to transact the following business:

As Ordinary Business:

1. To receive and adopt the Audited Accounts of the Company for the year ended 31st March, 2013 along with Director's and Auditor's report thereon.
2. To appoint Director in place of Mr. Mahesh Kumar Bhalotia, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint retiring Auditors, M/s S.K. Rungta & Co, Chartered Accountants, Kolkata to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting and authorize the Board of Directors to fix their remuneration.

Registered Office:
Mercantile Building, Block-E,
2nd Floor, 9/12, Lalbazar Street,
Kolkata – 700 001
Dated: The 5th September, 2013

By Order of the Board
Decillion Finance Limited

Abhijit Nagee
Company Secretary

NOTE:

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote and the proxy need not be a member of the Company. The instrument appointing proxies in order to be effective must be received by the Company at the registered office, not less than 48 hours before the scheduled time of the meeting.
2. The Register of members and Share Transfer Books of the Company will remain closed from 25th September, 2013 to 30th September, 2013 (both days inclusive).
3. Members holding shares in physical form are requested to intimate changes in their registered office mentioning full address in block letters with Pin Code of the Post Office, Bank particulars and Permanent Account Number (PAN) to the Company's Registrar and the Share Transfer Agent and in case of members holding their shares in electronic form, this information should be given to their Depository Participants immediately.

DECILLION FINANCE LIMITED

4. Pursuant to Section 109A of the Companies Act, 1956, shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to collect form (Form 2B) from Company's office and send their request in Form 2B in duplicate to the R & T Agent.
5. Members are requested to send their queries, if any on the accounts or operations of the company, to reach the Compliance Officer at the Company's Registered Office, at least 7 (seven) working days prior to the meeting, so that the information can be complied in advance.
6. Members are requested to mention their Folio Number in all their correspondence with the Company in order to facilitate response to their queries promptly.
7. Members/Proxies are requested to kindly take note of the following:
 - (i) copies of Annual Report will not be distributed at the venue of the meeting;
 - (ii) attendance slip, as sent herewith, is required to be produced at the venue duly filled in and signed, for attending the meeting;
 - (iii) entry to the hall will be strictly on the basis of produce of duly completed and signed Attendance Slips; and
 - (iv) in all correspondences with the company and/or the R&T Agent, Folio No. must be quoted.
8. Members who are holding shares in identical order of names in more than one folio are requested to write to the Company enclosing their share certificate to enable the Company to consolidate their holdings in one folio.
9. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
10. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
11. Niche Technologies Pvt. Ltd. is the Registrar and Share Transfer Agent of the Company. All investor related communication may be addressed to the following address:

Niche Technologies Pvt. Ltd.
D-511 Bagree Market
5th Floor
71, B.R.B. Basu Road
Kolkata – 700001
Phone No. : 033 22357270/71

DECILLION FINANCE LIMITED

12. Information about Director proposed to be re-appointed at the Annual General Meeting as stipulated under Clause 49 of the Listing Agreement entered into with the Stock Exchanges

Name of Director	Mr. Mahesh Kumar Bhalotia
Date Of Birth	1 ST January, 1964
Date of Appointment	2 nd June, 2003
Qualification	B.Com
Directorship in other Public Limited Companies	Nil
Membership of Committees in other public limited companies	Nil
Shareholding of Director in the Company	100 shares

Registered Office:
Mercantile Building, Block-E,
2nd Floor, 9/12, Lalbazar Street,
Kolkata – 700 001
Dated: The 5th September, 2013

By Order of the Board
Decillion Finance Limited

Abhijit Nagee
Company Secretary

DIRECTORS' REPORT

**To
The Members**

Your Directors have pleasure in submitting their 19th Annual Report together with the audited accounts for the year ended on March 31, 2013.

FINANCIAL RESULTS

	<u>2012 – 2013</u>	<u>2011 – 2012</u>
	<u>(Rupees)</u>	<u>(Rupees)</u>
Total Revenue	14134599	2266624
Less: Total Expenditure	12091183	2235145
Profit before Tax	2043415	31479
Less: Taxation	389374	5999
Profit after Tax	1654041	25480
Transfer to Special Reserve	330808	5096
Transfer to Contingent Provisions against Standard Assets	62564	60689
Balance brought forward from Previous year	<u>(2434163)</u>	<u>(2393857)</u>
Balance transferred to Balance Sheet	<u>(1173493)</u>	<u>(2434163)</u>

DIVIDEND

Your Directors have decided to retain the Profits of the Company during the year. Therefore, your Directors do not recommend any dividend for the year ended on March 31, 2013

OPERATION OF THE COMPANY

During the year under review the Companies Total Revenue increased from Rs. 2266624/- to Rs. 14134599/-Your Directors feel that barring unforeseen circumstances the Capital Market and Money Market should improve and accordingly, the performance of the Company should be better.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

Your Company being an Investment Company, the disclosure of above information is not applicable.

FOREIGN EXCHANGE EARNINGS & OUTGO

There is no foreign exchange earnings and outgo during the year under review

CORPORATE GOVERNANCE

Report on the Corporate Governance as prescribed by the Listing Agreement is annexed and forms part of Annual Report. A Certificate of the Auditors on compliance of the provisions of Corporate Governance as mentioned in the Listing Agreement is also annexed.

COMPLIANCE CERTIFICATE:

A Compliance Certificate from a Company Secretary in whole-time practice is annexed hereto with this Report.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 1956, the Directors confirm that:

- i) that in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- ii) that the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for that period;
- iii) that the directors 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;
- iv) that the directors had prepared the annual accounts on a going concern basis.

PARTICULARS OF EMPLOYEES

There is no employee falling under the Provisions of Section 217(2A) of the Companies Act, 1956.

DIRECTORS

During the year under review Mr. Nikunj Kanodia and Mr. Ashish Jalan were appointed as director w.e.f 29/09/2012 and 05/02/2013 respectively. Mr. Sarad Khatore and Mr. Rajesh Kumar Singhi resigned from the Board of Director w.e.f 30/09/2012 and 05/02/2013 respectively. Sri Mahesh Kumar Bhalotia, Director, retires by rotation and being eligible offers himself for re-appointment.

AUDITORS

The Statutory Auditors of the Company, M/s. S. K. Rungta & Co., retire at the conclusion of the ensuing Annual General Meeting. The Statutory Auditors have confirmed their eligibility and willingness to accept the office on re-appointment for the next term.

RBI GUIDELINES FOR NON-BANKING FINANCIAL COMPANIES

The Company has observed all the prudential norms prescribed by the Reserve Bank of India. The Schedule as required in terms of Paragraph 13 of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 2007 is annexed herewith.

ACKNOWLEDGEMENT

The Board of Directors would like to thank the Company's Clients, Shareholders, Bankers and all others associated with the Company for their continued Support.

**By Order of the Board of Directors
For Decillion Finance Limited**

Place: Kolkata
Date : 30.05.2013

(Mahesh Kumar Bhalotia) (Jitendra Kumar Goyal)
Director Director

DECILLION FINANCE LIMITED

REPORT OF THE DIRECTORS ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY

Corporate Governance refers to set of systems and practices that enable an organization to perform business efficiently with the highest levels of accountability and transparency in all its transactions. It has become crucial to foster and sustain a culture that integrates all components of good governance by carefully balancing the interrelationship among board of directors, audit committee, accounting and auditors.

We believe in the adoption of most relevant and practical practices for good Corporate Governance in its totality to boost up the image of the Company by adhering to be fair to all the Shareholders. Transparency in day-to-day affairs, full disclosure, independence, long term approach, growth in absolute terms and Social welfare had been the essence of the management of the Company.

BOARD OF DIRECTORS

An active, informed and independent Board is necessary to ensure highest standards of Corporate Governance. The main role of Board is to take right decision to safeguard and enhance shareholders value.

Composition of the Board

The Board of Directors presently consists of four Directors, of which three are Non-executive Directors. Management of the Company is headed by Sri Jitendra Kumar Goyal (J.K.Goyal), Executive Director, subject to general supervision, control and direction of the Board. None of the Non-Executive Directors have any material pecuniary relationship or transaction with the Company. During the Year under review Eleven Board Meetings were held and the gap between two meetings did not exceed four months. Dates of the Board Meeting are 02/04/2012, 25/04/2012, 14/05/2012, 30/06/2012, 14/08/2012, 30/09/2012, 14/11/2012, 03/01/2013, 05/02/2013, 14/02/2013 and 30/03/2013.

Name of the Director	Category	Financial Year 2012-2013		Attendance at the Last AGM	No. of Directorship in other Public Limited Companies incorporated in India	Committee Positions held in other Public Companies	
		Board Meeting held	Board Meeting attended			Chairman	Member
Mr. J. K. Goyal	Executive Director	11	11	Yes	04	04	03
Mr. Mahesh Kumar Bhalotia	Non-Executive	11	11	Yes	-	Nil	Nil
Mr. Rajesh Kumar Singhi ¹	Independent and Non-Executive	11	09	Yes	02	Nil	01
Mr. Sarad Khatore ²	Independent and Non-Executive	11	06	Yes	01	Nil	Nil
Mr. Nikunj Kanodia ³	Independent and Non-Executive	11	06	Yes	-	Nil	Nil
Mr. Ashish Jalan ⁴	Independent and Non-Executive	11	03	N.A	-	Nil	Nil

1. Resigned w.e.f February 5, 2013. Nine meetings held during his tenure.
2. Resigned w.e.f September 30, 2012. Six meetings held during his tenure.
3. Appointed w.e.f September 29, 2012. Six meetings held during his tenure.
4. Appointed w.e.f February 5, 2013. Three meetings held during his tenure.

DECILLION FINANCE LIMITED

Board Meetings, Board Committee Meetings and Procedures

- **Decision Making Process**

The Board of Directors is the ultimate body constituted by the Shareholders for looking after overall functions of the Company. It provides and evaluates the strategic direction of the Company, Management policies and their effectiveness and ensures that the Long Term interests of the Shareholders are being served. Management Committee has been entrusted with the powers to oversee the functional matters of the Company.

All the relevant information during the Financial Year 2012-2013 as enumerated in Clause 49 of the Listing Agreement has been placed before the Board for its consideration. The draft minutes of each meeting are circulated to all Directors for their comments before being recorded in the minutes book. The important decisions taken at board meetings are communicated to the concerned departments promptly.

- **Scheduling and selection of Agenda Items for Board Meetings**

- i. Minimum four Board Meetings are held every year and in addition, as and when it is required, the same is called and convened by giving due Notice to all the Board Members.
- ii. The meetings are usually held at the Registered Office of the Company.
- iii. The Executive Director in consultation with other Directors finalizes the Agenda and other related matters for the Board Meeting.
- iv. The Board is provided with the sufficient Financial Information as and when required by them by way of Quarterly, half yearly and so on.
- v. All the relevant in formations are placed before the Board in compliance of the Listing agreement with the Stock Exchanges as well as other Statutory Requirements.

- **Minutes of Proceeding at Board and Committee Meetings**

The Minutes are prepared for each Board and Committee Meeting. Each member of the Board/Committee receives a draft copy of the Minutes for their comments before its final recording into Minutes Book.

CODE OF CONDUCT

The Code of Conduct in line with the provisions of Clause 49 of the Listing Agreement has been framed /adopted by the Board and is applicable to all the members of the Board and Senior Management Executives. This Code forms an integral part of the Company's Governance policy. The Company adheres to the highest Standards of business ethics, compliance with the Statutory and legal requirements and commitment to transparency in business dealings.

Declaration affirming compliance of Code of Conduct

A declaration by the Executive Director affirming compliance of Board members and senior Management Personnel to the Code is mentioned herewith:

Declaration signed by the Executive Director

As provided under Clause 49 of the Listing Agreement with the Stock Exchanges, the Board Members and the Senior Personnel have confirmed compliance with the Code of Conduct for the year ended 31st March, 2013.

Place: Kolkata
Date: 30.05.2013

For Decillion Finance Limited
Jitendra Kumar Goyal
Executive Director

COMMITTEES OF THE BOARD

The Board of Directors of the Company has constituted three Committees viz, Audit Committee, Remuneration Committee and Shareholders'/Investors' Grievances Committee. The minutes of the Committee Meetings are noted by the Board. The role and Composition of the aforesaid Committees, including the number of meetings held and the related attendance of the members are given below:

Audit Committee

The Audit Committee assists the Board in its responsibility for overseeing the quality and integrity of the accounting, auditing and reporting practice of the Company and its compliance with the legal and regulatory requirements. The Committee's purpose is to oversee the accounting and financial reporting process of the Company, the audit of the Company's Financial Statements, the appointment of Auditor, Independent performance and remuneration of the Statutory Auditors. Company Secretary of the Company will act as the Secretary of the Committee.

1. Power of Audit Committee

As enumerated in clause 49 of the Listing Agreement, the Audit Committee has following powers:

- To investigate any activity within its terms of reference;
- To seek information from any employee;
- To obtain outside legal or other independent professional advice
- To secure the attendance of outsiders with relevant experience and expertise, when considered necessary.

The terms of reference as stipulated by the Board to the Audit Committee include:

1. Oversight of the Companies Financial Reporting Process and disclosure of its financial information to ensure that the Financial Statement is correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and if required, the replacement or removal of the Statutory Auditor and the fixation of Audit Fees.
3. Reviewing with the Management, the Annual Financial Statement before submission to the Board for approval, with particular reference to:
 - Matters required to be included in the Directors Responsibility Statement in the Directors Report in terms of clause (2AA) of Section 217 of the Companies Act, 1956
 - Changes, if any, in Accounting Policies and Practices and reasons for the same.
 - Major Accounting entries involving estimates based on the exercise of judgment by Management.
 - Significant adjustments made in the Financial Statements arising out of audit findings.
 - Compliance with Listing and other Legal requirements relating to Financial Statements.
 - Disclosure of any Related Party Transactions.
 - Qualification in the draft Audit Report, if any.
4. Reviewing with the Management, the quarterly Financial Statements before submission to the Board for approval.
5. Reviewing with the Management, Performance of the Auditors, and adequacy of Internal Control Systems.
6. Discussion with the statutory Auditors before the audit commences, about the nature and scope of the audit as well as post audit discussion to ascertain any area of concern.
7. To review the functioning of Whistle Blower Mechanism, in case the same is existing
8. Carrying out any other function as is mentioned in the terms of reference of the audit Committee.

Mr. Rajesh Kumar Singhi, the Chairman of the Audit Committee was present at the previous Annual General Meeting of the Company which held on 29th September, 2012.

DECILLION FINANCE LIMITED

During the year under review, four meetings of the committee were held on 12.05.2012, 13.08.2012, 12.11.2012 and 05.02.2013. The composition of the committee and attendance at its meeting is given below:

Name of the Director	Category	No. of Meetings held	No. of Meetings Attended
Mr. Rajesh Kumar Singhi, Chairman#	Non-Executive, Independent	4	4
Mr. J. K. Goyal	Executive, Non- Independent	4	4
Mr. Sarad Khatore	Non-Executive, Independent	4	2
Mr. Nikunj Kanodia	Non-Executive, Independent	4	2

Mr. Rajesh Kumar Singhi resigned w.e.f 5th February, 2013 and Mr. Nikunj Kanodia was appointed as Chairman of Audit Committee w.e.f 5th February, 2013.

The Composition of the committee is in conformity with clause 49II(A) of the Listing Agreement. The necessary quorum was present for all the meetings. The Statutory Auditors are regular invitee. The Company Secretary acts as the Secretary of the committee.

Remuneration Committee

The Company has formed Remuneration Committee and the Committee meeting during the year under review held on 25th April, 2012. All the members were present in the meeting. No payments are made by the Company to Non-executive directors for which approval of the remuneration committee is required.

Sri Rajesh Kumar Singhi was appointed as the Chairman of Remuneration Committee. He resigned from the Board of Director on 5th February, 2013. Thereafter, Mr. Nikunj Kanodia was appointed as Chairman of the Committee. The other members of the Committee were Sri Sarad Khatore who resigned from Board on 30th September 2012 and Sri Jitendra Kumar Goyal.

The broad terms of reference of the Remuneration Committee are as under:

- To approve the annual remuneration plan of the Company.
- To approve the remuneration and commission/incentive payable to the Executive Director for each financial year.
- Such other matters as the Board may from time to time request the Remuneration Committee to examine and recommend/approve.

Shares held by the Directors as on 31st March, 2013

Name of the Director	Category	No. of Equity Shares held
Mr. J. K. Goyal	Non-Independent	70100
Mr. Mahesh Kumar Bhalotia	Non-Independent	100
Mr. Ashish Jalan	Independent	NIL
Mr. Nikunj Kanodia	Independent	NIL

Sitting fee has been waived and no sitting fee is presently paid to any director or any member of any committee of Directors.

Shareholders'/Investors' Grievance Committee

The shareholders'/Investors' Grievance committee of the Board has been constituted to look into complaints like transfer of shares, non-receipt of dividend etc. The committee is headed by Mr. Nikunj Kanodia, as Chairman (Non-Executive Director) and other members are Mr. J. K. Goyal, Director. Mr. Nikunj Kanodia was appointed as Chairman of the Committee on and after resignation of Mr. Sarad Khatore i.e. w.e.f 30th September, 2012. Mr. J.K.Goyal, Executive Director was designated act as the Compliance Officer till 31st March, 2013. Ms. Abhijit Nagee has been appointed as Whole Time Company Secretary (w.e.f 1st April, 2013) and now she acts as Compliance Officer. The Committee generally meets once in three months to deal with any complaints or grievances as may be received from the Shareholders No Complaint had been received during the Financial Year. The Company is registered with SEBI under SCORES.

DECILLION FINANCE LIMITED

SUBSIDIARY COMPANY

The Subsidiaries of the Company are managed by its Board while the Company monitors performance of the subsidiaries in the following manner:

- The Financial Statements are regularly presented by the subsidiary Companies;
- All major investments/transactions are reviewed on quarterly basis and / or as and when need arises.
- The Financial Statements including particulars of investments made by all the significant transaction of all the unlisted subsidiary companies are reviewed by the audit committee.

The Minutes of the subsidiary companies as well as statement of significant transactions and arrangements entered into by the subsidiary companies are placed before the Board Meeting for their review.

GENERAL BODY MEETINGS

Location and time of last three Annual General Meetings:

AGM for the Financial Year	Date	Time	Venue
2009-2010	30.09.2010	11.00 a.m.	Mercantile Building, Block-E, 2 nd Floor, 9/12, Lalbazar Street, Kolkata – 700 001
2010-2011	30.09.2011	11.00 a.m.	Mercantile Building, Block-E, 2 nd Floor, 9/12, Lalbazar Street, Kolkata – 700 001
2011-2012	29.09.2012	3.00 p.m.	Mercantile Building, Block-E, 2 nd Floor, 9/12, Lalbazar Street, Kolkata – 700 001

An Extra-ordinary general meeting of the shareholders was held during the year under review on 05/02/2013 for appointment of Mr. Ashish Jalan, Director.

RESOLUTION PASSED THROUGH POSTAL BALLOT DURING THE YEAR

There were two Special Resolutions passed through Postal Ballot in the year 2012-13:

Effective Date	Matter	Person who conducted the Postal Ballot Exercise
08 th February, 2013	To migrate the shares of the company to be listed at SME platform of BSE Limited in accordance with regulation 106T of SEBI (ICDR) Regulation, 2009 and consequently delisting of shares from the floor of The Calcutta Stock Exchange Limited, Delhi Stock Exchange, Ahmedabad Stock Exchange, Jaipur Stock Exchange.	M/s. Ajay M L & Co, Chartered Accountants
08 th February, 2013	To adopt new set of Articles of Association for the Company.	M/s. Ajay M L & Co, Chartered Accountants

M/s. Ajay M L & Co, Chartered Accountants was appointed as Scrutinizer for conducting the Postal Ballot Process in fair and transparent manner and to receive and scrutinize the completed Ballot Forms from the members. The Procedure for the postal ballot was as per Section 192A of the Companies Act, 1956 and Rules made there under, namely Companies (Passing of Resolution by Postal Ballot) Rules, 2011. Further none of the businesses are proposed to be transacted at the ensuing Annual General Meeting which requires passing of a Special Resolution through Postal Ballot.

DECILLION FINANCE LIMITED

DISCLOSURES

Disclosure on materially significant related party transactions

- a. There were no materially significant related party transactions i.e. transactions of the Company of material nature, which its promoters, the Directors of the Management, their subsidiaries or relatives etc., that may have potential conflict with the interest of the Company at large. The related party transactions have been duly disclosed in the “Notes on Accounts” to the Balance Sheet.
- b. There were no cases of non-compliance by the Company and no penalties / strictures imposed on the Company by any Statutory Authority on any matter.
- c. The statutory financial statements of the Company are unqualified.
- d. Reconciliation of Share Capital Audit:
A Qualified Company Secretary carried out a Share Capital Audit to reconcile the total admitted equity share capital with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) and the total issued and listed equity share capital. The audit report confirms that the total issued/paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.
- e. Code For Prevention Of Insider Trading:
In compliance with the SEBI Regulations on prevention of Insider Trading, the company has framed a comprehensive Code of Conduct for prevention of Insider Trading for its designated employees. The Code lays down guidelines, which advises them on procedures to be followed and disclosures to be made, while dealing with shares of the Company, and cautioning them of the consequences of violations.

COMPLIANCE CERTIFICATE

Compliance Certificate on Corporate Governance from the Auditors of the Company is annexed with this Report.

WHISTLE BLOWER POLICY

The Company will formulate its policy as and when required.

MEANS OF COMMUNICATION

The Quarterly and Half Yearly Results are published normally in Business Standard and Newz Bangla/Duranta Barta. The results are not sent individually to the shareholders. The Company has its own website <http://www.decillion.co.in> and all vital information relating to the Company and its performance including financial results and corporate presentations, etc. are regularly posted on the website. There were no presentations made to the Institutional Investors or analysis during the year.

GENERAL SHAREHOLDER INFORMATION

Annual General Meeting	
Date and Time	: 30 th September, 2013 at 1.00 P.M.
Venue	: Registered office: Mercantile Building, Block-E, 2 nd Floor, 9/12, Lalbazar Street, Kolkata – 700 001
Financial Calendar	: 2013-2014 (Tentative Dates) First Quarter Results 2 nd week of August, 2013 Second Quarter Results 2 nd week of November, 2013 Third Quarter Results 2 nd week of February, 2014 Fourth Quarter Results Last week of May, 2014
Date of Book Closure	: 25th September, 2013 to 30th September, 2013 (both days inclusive)
Dividend payment date	: No dividend is being recommended
Listing on stock exchanges	: 1. The Calcutta Stock Exchange Ltd.
	: 2. Delhi Stock Exchange Ltd.
	: 3. Jaipur Stock Exchange Ltd.
	: 4. Ahmedabad Stock Exchange Ltd.
The Company has paid Listing Fees as applicable to the stock exchanges.	

The ISIN Number of the Company on both NSDL and CDSL is INE848N01017.

DECILLION FINANCE LIMITED

MARKET PRICE DATA

There has been no trading in shares of the company during the Financial Year 2012-2013

REGISTRAR & SHARE TRANSFER AGENT

M/s Niche Technologies Pvt. Ltd.
D-511, Bagri Market, 71, B.R.B.B. Road,
Kolkata – 700 001

SHARE TRANSFER SYSTEM

The Authority to approve Share transfers has been delegated by the Board of Directors to the Shareholders / Investors Grievance Committee. Requests received for transfer of Shares are processed within thirty days of receipt. Physical Certificates are sent by Registered Post. A summary of transfer/transmission of such shares of the Company so approved by the Committee is placed at every Board Meeting. The Company obtains a Certificate under Clause 47(C) of the Listing Agreement from a Practicing Company Secretary towards compliance of Share Transfer which is submitted to the Stock Exchange.

SHAREHOLDING PATTERN (AS ON 31ST MARCH 2013)

Category	No. of Shares	%
Promoters	1094200	31.263
Domestic Companies	2384750	68.136
Indian Public	21050	0.601
Total	3500000	100.000

DISTRIBUTION OF SHAREHOLDINGS

SRL	No. of Shares		No. of Shareholders	% to Total	Total Shares	% to Total
1.	UPTO	500	1	3.33	100	0.0028
2.	501	1000	-	-	-	-
3.	1001	5000	2	6.67	8850	0.2528
4.	5001	10000	2	6.67	12200	0.3486
5.	10001	50000	-	-	-	-
6.	50001	100000	12	40.00	882600	25.2172
7.	100001	AND ABOVE	13	43.33	2596250	74.1786
		TOTAL	30	100.00	3500000	100.0000

DEMATERIALISATION OF SHARES

As on 31st March 2013 the number of shares in dematerialized form is 1094200 representing 31.26 % of the total shares and the balance 2405800 shares representing 68.74 % of the total shares were held in physical form.

OUTSTANDING GDR/ADR/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND IMPACT ON EQUITY

The Company has not issued any GDR/ADR/Warrants hence no amount is outstanding as at the year end.

ADDRESS FOR CORRESPONDENCE

For any assistance in respect of status of dematerialisation of shares, transfer, transmission, issue of duplicate certificates, change of address, non-receipt of Annual Reports, Investors are requested to write to the Company at:

**“Mercantile Building”, Block-E,
2nd Floor, 9/12, Lalbazar Street,
Kolkata – 700 001
Email: info@decillion.co.in**

DECILLION FINANCE LIMITED

CEO / CFO CERTIFICATION

**The Board of Directors
M/s Decillion Finance Limited**

Re: Financial Statement for the Financial Year 2012-2013 – Certification by Executive Director

I, Jitendra Kumar Goyal, Executive Director of **M/s Decillion Finance Limited** on the review of Financial Statements and Cash Flow Statement for the year ended 31st March, 2013 and to the best of my knowledge and belief, hereby certify that:

1. These statement do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading;
2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
3. There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2013 which is fraudulent, illegal or violative of Company's Code of Conduct.
4. I accept responsibility of establishing and maintaining internal control systems of the Company pertaining the financial reporting and we have disclosed to the auditors and the Audit Committee those deficiencies in the design and operation of such internal controls of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.
5. I have indicated to the Auditors and the Audit Committee:
 - i. There have been no significant changes in internal control over financial reporting during the period.
 - ii. There have been no significant changes in accounting policies during the period.
 - iii. There have been no instances of significant fraud of which I have become aware and the involvement therein, of management or an employee having significant role in the Company's internal control systems over financial reporting.

**Place: Kolkata
Date: 30.05.2013**

**For and on behalf of the Board
Jitendra Kumar Goyal
*Executive Director***

DECILLION FINANCE LIMITED

CERTIFICATE OF THE AUDITORS IN RESPECT OF COMPLIANCE OF CORPORATE GOVERNANCE

To the Members of
Decillion Finance Limited

We have examined the compliance of conditions of corporate governance by **Decillion Finance Limited** for the year ended on 31st March, 2013 as stipulated in clause 49 of the Listing Agreement of the said company with stock exchanges.

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

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

We 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.

Place: Kolkata
Date: 30.05.2013

For S. K. Rungta & Co.
Chartered Accountants
FRN.308081E

S. K. Rungta
Proprietor
Membership No.: 013860

Independent Auditor's Report

To

The Members

Decillion Finance Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Decillion Finance Limited ('the Company') which comprise the Balance Sheet as at March 31, 2013, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

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

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

DECILLION FINANCE LIMITED

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 those books
 - c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
 - e) on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For S. K. Rungta & Co.

Chartered Accountants

FRN: 308081E

S. K. Rungta

(Proprietor)

Membership No. : 013860

Place: Kolkata

Date: 30/05/2013

DECILLION FINANCE LIMITED

The Annexure referred to in paragraph 1 of the Our Report of even date to the members of Decillion Finance Limited on the accounts of the company for the year ended 31st March, 2013.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

1. Based on our scrutiny of the Company's Books of Accounts and other records and according to the information and explanations received by us from the Management, we are of the opinion that the question of commenting on the maintenance of proper records of fixed assets, physical verification of fixed assets and any substantial sale thereof does not arise since the Company had no fixed assets as on 31.03.2013.
2. (a) As explained to us, stock of shares and securities have been physically verified during the year by the management at reasonable intervals.

(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories 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 on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
3. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Consequently, the provisions of sub clauses (b), (c) and (d) of the order are not applicable to the Company.

(e) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken loans from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Thus sub clauses (f) & (g) are not applicable to the company.
4. In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventories and payment for expenses & for sale of goods. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.
5. a) Based on the audit procedures applied by us and the information and explanations provided by the Management, we are of the opinion that the Company has not entered into any contract or arrangement referred to in section 301 of the Companies Act, 1956.

b) As per information & explanations given to us and in our opinion, the transactions entered into by the company with parties covered u/s 301 of the Act does not exceeds Five Lacs rupees in a financial year therefore requirement of reasonableness of transactions does not arises.
6. The Company has not accepted any deposits from the public covered under section 58A and 58AA of the Companies Act, 1956.

DECILLION FINANCE LIMITED

7. As per information & explanations given by the management, the Company has an internal audit system commensurate with its size and the nature of its business.
8. According to the information and explanations provided by the Management, the provisions of section 209(1)(d) of the Companies Act, 1956 do not apply to the Company.
9. (a) According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2013 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which have not been deposited on account of any disputes.
10. The Company has accumulated losses at the end of the financial year which is less than fifty percent of its net worth and however, it has not incurred cash losses in such financial year covered by our audit and the immediately preceding Financial Year.
11. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not borrowed from Financial Institution, Bank or Debentures.
12. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provision of this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
14. According to information and explanations given to us, the Company is trading in Shares, Securities & other Investments. Proper records & timely entries have been maintained in this regard & further investments specified are held in their own name.
15. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
16. Based on our audit procedures and on the information given by the management, we report that the company has not raised any term loan during the year.
17. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company as at 31st March, 2013, we report that no funds raised on short-term basis have been used for long-term investment by the Company.
18. Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year.

DECILLION FINANCE LIMITED

19. The Company has no outstanding debentures during the period under audit.
20. The Company has not raised any money by public issue during the year.
21. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor we have been informed of such case by the management.

For S. K. Rungta & Co.

Chartered Accountants

FRN: 308081E

S. K. Rungta

(Proprietor)

Membership No. : 013860

Place: Kolkata

Date: 30/05/2013

DECILLION FINANCE LIMITED

Balance Sheet as at 31st March, 2013

Particulars	Note No.	As at 31.03.2013	As at 31.03.2012
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	1	35000000	35000000
(b) Reserves and Surplus	2	73719128	72065086
(2) Current Liabilities			
(a) Other current liabilities	3	33156	20858
Total		108752284	107085945
II.Assets			
(1) Non-current assets			
(a) Non-current investments	4	77502370	81701870
(2) Current assets			
(a) Inventories	5	-	382250
(b) Trade receivables	6	3602484	300000
(c) Cash and cash equivalents	7	2621985	426026
(d) Short-term loans and advances	8	25025445	24275799
Total		108752284	107085945

Significant accounting policies

Notes on Accounts

1-15

The accompanying notes form an integral part of the financial statements

In terms of our attached report of even date.

For S.K.RUNGTA & CO.
CHARTERED ACCOUNTANTS
FRN 308081E

For and on behalf of the Board of Director

(S.K.Rungta)
Proprietor
Membership No. 013860

M. K. Bhalotia J. K. Goyal
Director Director

Place : Kolkata
Date: 30/05/2013

DECILLION FINANCE LIMITED

Statement of Profit and Loss for the year ended 31st March, 2013

Particulars	Note No.	For the year ended March 31, 2013	For the year ended March 31, 2012
I. Revenue from Operations	9	9948224	1164551
II. Other Income	10	4186375	1102073
III. Total Revenue (I + II)		14134599	2266624
<u>IV. Expenses:</u>			
Purchases of Stock-in-Trade	11	11449565	2292830
Changes in Inventories of Stock-in-Trade	12	382250	(382250)
Employee Benefits Expense	13	33000	149188
Other Expenses	14	226369	175377
Total Expenses		12091183	2235145
V. Profit before tax(III - IV)		2043415	31479
VI. Tax expense: (1) Current tax		389374	5999
VII. Profit after tax for the year (V - VI)		1654041	25480
VIII. Earnings per equity share of face value of Rs.10 each: - Basic & Diluted	15(g)	0.47	0.01

Significant accounting policies

Notes on Accounts

1-15

The accompanying notes form an integral part of the financial statements

In terms of our attached report of even date.

**For S.K.RUNGTA & CO.
CHARTERED ACCOUNTANTS
FRN 308081E**

**(S.K.Rungta)
Proprietor
Membership No. 013860**

For and on behalf of the Board of Director:

**M. K. Bhalotia J. K. Goyal
Director Director**

**Place : Kolkata
Date: 30/05/2013**

DECILLION FINANCE LIMITED

Cash Flow Statement for the year ended March 31,2013

	March 31, 2013 (Rupees)	March 31, 2012 (Rupees)
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax and Extraordinary Items	2,043,415	31,479
Adjustment for :		
Depreciation	-	-
Write-offs	-	-
(Profit)/Loss on sale of Fixed Assets	-	-
Interest paid	-	-
	<u>2,043,415</u>	<u>31,479</u>
Adjustment for :		
Interest Received	(1,991,466)	(1,500,967)
Dividend Received	-	-
Income from Non Current Investment	(1,990,450)	(648,012)
Operating Profit before Working Capital changes	<u>(1,938,501)</u>	<u>(2,117,500)</u>
Adjustment for :		
Current Assets	(3,669,880)	14,393,920
Current Liabilities	12,298	(560,688)
(Increase)/Decrease in Net Current Assets	<u>(3,657,583)</u>	<u>13,833,232</u>
Cash generated from Operations	<u>(5,596,083)</u>	<u>11,715,732</u>
Interest paid	-	-
Taxation	(389,374)	(5,999)
Cash Flow before extraordinary items	<u>(5,985,457)</u>	<u>11,709,733</u>
Extraordinary Items/Other Provisions	-	-
Credit balance in P & L A/c of transferee company	-	-
Additional tax adjustments for earlier year	-	-
Net Cash from operating activities (A) :	<u>(5,985,457)</u>	<u>11,709,733</u>
B. CASH FLOW FROM INVESTMENT ACTIVITIES		
Purchase of Fixed Assets	-	-
Write Offs	-	-
Profit Sale of Fixed Assets	-	-
(Increase)/Decrease in Investments	4,199,500	(14,538,429)
Interest Received	1,991,466	1,500,967
Dividend Received	-	-
Income from Investment	1,990,450	648,012
Net Cash used in investing activities (B) :	<u>8,181,416</u>	<u>(12,389,450)</u>
C. CASH FLOW FROM FINANCING ACTIVITIES		
Share Premium	-	-
Proceeds from Borrowing	-	-
Deferred Expenditure	-	-
Dividend paid	-	-
Net Cash from Financing activities (C) :	<u>-</u>	<u>-</u>
Net increase/(decrease) in Cash and Cash equivalents (A+B+C) :	<u>2,195,959</u>	<u>(679,717)</u>
Cash and Cash equivalents at the beginning of the year	<u>426,026</u>	<u>1,105,743</u>
Cash and Cash equivalents at the close of the year	<u>2,621,985</u>	<u>426,026</u>

**For S.K.RUNGTA & CO.
CHARTERED ACCOUNTANTS
FRN 308081E**

**(S.K.Rungta)
Proprietor
Membership No. 013860**

For and on behalf of the Board of Directors

**M. K. Bhalotia J. K. Goyal
Director Director**

**Place : Kolkata
Date: 30/05/2013**

Notes to financial statements for the year ended 31st March 2013**1 SHARE CAPITAL**

AUTHORISED:	31st March 2013	31st March 2012
3750000 Equity Shares of Rs 10 Each	37500000	37500000
Issued,Subscribed and fully paid-up shares		
3500000 Equity Shares of Rs 10 Each	35000000	35000000

a.Details of shareholders holding more than 5% shares in the company

Name of Shareholder	31st March 2013		31st March 2012	
	% of shares	No. of shares	% of shares	No. of shares
Kudrat Holdings Pvt. Ltd.	7.49	262000	7.49	262000
Tubro Consultants & Enterprises Pvt. Ltd.	17.64	617500	17.64	617500

b. Reconciliation of the number of shares and amount outstanding at the beginning and end of the year:

Particulars	Opening Balance	Further issue during the year	Closing Balance
Equity shares with voting rights			
Year ended 31 March, 2013			
- Number of shares	3500000	-	3500000
- Amount (Rs.)	35000000	-	35000000
Year ended 31 March, 2012			
- Number of shares	3500000	-	3500000
- Amount (Rs.)	35000000	-	35000000

c. Equity shares carry voting rights at the General Meetings of the Company, and are entitled to dividend and to participate in surplus, if any, in the event of winding up.

2 Reserves and Surplus	31st March 2013	31st March 2012
Securities Premium Reserve	66000000	66000000
Capital Reserve		
Opening balance	8294000	8294000
Add : Transfer during the year	-	-
	8294000	8294000
Profit & Loss A/c		
Opening Balance	(2434163)	(2393857)
Add : Profit For the Year	1654041	25480
Less : Statutory Provision	62564	60689
: Statutory Reserve	330808	5096
	(1173493)	(2434163)
Reserve & Provisions as per RBI Guidelines		
Statutory Reserve		
Opening Balance	46157	41061
Add : Transfer from Profit & Loss A/c	330808	5096
	376965	46157
Statutory Provision		
Opening Balance	159092	98,403
Add : Transfer from Profit & Loss A/c	62564	60689
	221656	159092
	73719128	72065086
3 Other Current Liabilities		
Liability For Expenses	33156	20858
	33156	20858

DECILLION FINANCE LIMITED

Notes to financial statements for the year ended 31st March 2013

4 Non-Current Investments

Particulars	Face Value	AS AT 31.03.2013		AS AT 31.03.2012	
		No. of Share	Value Rs.	No. of Share	Value Rs.
Non-Trade Investments					
Quoted - Equity Shares					
MCC Investment & Leasing Co Ltd.	10	16600	343620	96600	1999620
Unquoted - Equity Shares					
ABM Finlease Pvt. Ltd.	10	-	-	2500	250000
Daffodil Dealtrade Pvt. Ltd.	10	5000	50000	5000	50000
Daulat Vintrade Pvt. Ltd.	10	-	-	1500	300000
Dignity Dealtrade Pvt. Ltd.	10	5000	50000	5000	50000
Golu Mercandise Pvt. Ltd.	10	45000	562500	92100	1151250
Keystar Merchants Pvt. Ltd.	10	8500	750000	8500	750000
Lifestyle Vanijya Pvt. Ltd.	10	12000	1200000	12000	1200000
M.K.Trading Co. Pvt. Ltd.	10	-	-	8,000	1,000,000
Mangalchand Property & Investments Pvt. Ltd.	10	-	-	200	20000
Mayborn Investments Pvt. Ltd.	10	22500	2250000	30800	3080000
Meghana Commodities Pvt. Ltd.	10	2000	400000	-	-
Navsun Marketing Pvt. Ltd.	10	27500	5500000	27,500	5,500,000
Nexus Dealtrade Pvt. Ltd.	10	5000	1000000	5,000	1,000,000
Nexus Vinimay Pvt. Ltd.	10	5000	50000	5000	50000
Planet Dealtrade Pvt. Ltd.	10	5000	1000000	5,000	1,000,000
Prakash Estate Pvt. Ltd.	10	75000	7500000	99000	7980000
Sanchi Business & Finance (P) Ltd.	10	-	-	12,500	2,500,000
Satya Prakash Vanijya Pvt.Ltd.	100	8500	5100000	8500	5100000
Seaside Merchnadise Limited	10	-	-	12,500	2,500,000
Shreyans Stockinvest (P) Ltd.	100	-	-	2,000	2,000,000
Silverlake Tradelinks Ltd.	10	16750	3350000	16,750	3,350,000
Skylight Vintrade Pvt. Ltd.	10	5000	1000000	5,000	1,000,000
Spectrum Pestorgan Pvt. Ltd.	10	3000	225000	-	-
Success Dealers Pvt. Ltd.	10	5000	1000000	5,000	1,000,000
Sumit Technisch & Engineering Pvt. Ltd.	10	-	-	1500	150000
Suncity Dealers Pvt. Ltd.	10	15000	2050000	15000	2050000
Topstar Tie-up Ltd.	10	28000	5505000	-	-
Twinkle Vintrade Pvt. Ltd.	10	1250	250000	1,250	250,000
Vibgyor Commotrade Pvt. Ltd.	10	5000	50000	5000	50000
Zigma Commosales Pvt. Ltd.	10	500	5000	-	-
Unquoted -Preference Shares					
Amiya Comm. & Cons Co. Pvt.Ltd.	100	1200	600000	8000	4000000
Daffodil Dealtrade Pvt. Ltd.	10	3750	750000	-	-
Dignity Dealtrade Pvt. Ltd.	10	43750	8750000	37500	7500000
Fastflow Commodeal Limited	10	16000	1600000	-	-
Vibgyor Commotrade Pvt. Ltd.	10	19500	3900000	13000	2600000
Zigma Commosales Pvt. Ltd.	10	9000	1800000	-	-
Investments in Subsidiaries					
Unquoted - Equity Shares					
Aurelian Trading Ltd.	10	45000	450000	-	-
Centuple Commercial Ltd.	10	45000	450000	-	-
Goldmoon Commotrade Ltd.	10	30000	3000000	30000	3000000
Green View Vincom Ltd.	10	-	-	41100	3451000
Janhit Tracom Ltd.	10	31000	3510000	31000	3510000
Littlestar Tracom Ltd.	10	61500	6505000	61500	6505000
Maruti Tie-Up Pvt. Ltd.	10	96500	6996250	-	-
Topstar Tie-up Ltd.	10	-	-	58000	5805000
			77502370	81701870	
Market Value of Quoted Equity Shares			46480	241500	
Break up Values of Unquoted Equity Shares			253319403	28705822	
Break up Values of Unquoted Preference Shares			1040000	1305000	

Notes to financial statements for the year ended 31st March 2013**5 Inventories : (At Cost or Break - up Value or Market Price whichever is lower)****(As Taken, Valued & Certified by the Management)**

Particulars	Face Value	AS AT 31.03.2013		AS AT 31.03.2012	
		No. of Share	Value Rs.	No. of Share	Value Rs.
Quoted - Equity Shares					
Tuni Textile Mills Limited	1	-	-	5,000	427,100
			-		427,100
Less : Devaluation In Stock (as per Market Price)			-		44,850
			-		382,250
Market Value of Quoted Equity Shares			-		382,250
6 Trade Receivables:			31st March 2013		31st March 2012
Unsecured, Considered good					
More than Six months from the date they become due			3452400		-
Others			150084		300,000
			3602484		300,000
Trade receivables include Rs.NIL (P.Y. Rs.300000) due from a company in which a director is a director					
7 Cash & Cash Equivalents:					
Balances with Banks in Current Accounts			2446085		365302
Cash In Hand (As certified By Management)			175900		60724
			2621985		426026
8 Short Term Loans & Advances:					
Loans (Unsecured but Considered good repayable on demand)			20460518		20829713
Advances (Recoverable in cash or in kind or for the value to be received)			4212360		2900000
Income Taxes Refundable net of provisions			352567		546086
			25025445		24275799
9 Revenue from Operations:			2012 - 2013		2011 - 2012
			(Rupees)		(Rupees)
Sales Account					
(Shares and Securities)			9947641		1,164,551
Speculation Profit			583		-
			9948224		1164551
10 Other Income:					
INTEREST					
- On Unsecured Loan (TDS Rs.195855, P.Y. Rs.148484)			1991466		1499145
- On Income Tax Refund			-		1822
Net gain on sale of Non-current Investments			1990450		648012
Profit/(Loss) in Derivatives Trading			204459		(1046906)
			4186375		1102073
11 Purchases of Stock-in-trade					
Shares and Securites			11449565		2,292,830
12 Changes in Inventories of Stock-in-Trade					
Opening Stock					
Shares & Securities (A)			382250		-
Closing stock					
Shares & Securities (B)			-		382250
(A) - (B)			382250		(382,250)
13 Employee benefit expenses					
Salaries & Bonus			33000		149188

Notes to financial statements for the year ended 31st March 2013**14 Other Expenses**

Payment to auditors			
- Statutory Audit Fees	3000		5000
- Tax Audit Fees	2000		-
- Others	2000	7000	-
		13184	5000
Advertisement		-	1681
Bad Debts			40,500
Bank Charges		1373	854
Conveyance		16248	6824
Demat Charges		2616	108
Depository charges		33147	-
Donation		16000	-
Filing Fees		5000	1500
General Expenses		12925	13351
Listing Fees		34952	37977
Office Maintenance Expenses		7197	3503
Postage & Telegram		9053	17404
Printing & Stationery		15844	16,600
Professional charges		33800	25750
Registrar Fees		11236	-
Securities Transaction Tax		6794	4325
		226369	175377

15 Other Notes:

a. The Company's main business is Finance and Investment falling under one business head. Hence, Segemental Reporting as per AS - 17 is not applicable to the company

b. As required in terms of Paragraph 13 of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 2007 issued by RBI, we enclose in the annexure the required Schedule to the Balance Sheet of a Non-Banking Finance Company.

c. Statutory Reserve has been created @ 20% of Profit after Tax as per RBI guidelines.

d. Contingent Provisions against Standard assets has been made @ 0.25% of the outstanding standard assets as per RBI directions.

e. Previous year figures have been regrouped/rearranged wherever considered necessary.

f. Contingent Liabilities & Contracts on capital account: NIL

g. Calculation of EPS:-

	31.03.2013	31.03.2012
	(Rupees)	(Rupees)
Profit after Tax (A)	1654041	25480
No. of Equity Shares (B)	3500000	3500000
Earnings Per Share (A/B)	0.47	0.01

Notes 1 -15 form integral part of the financial Statements for the year ended on 31/03/2013

Signatures to Notes 1-15

In terms of our attached report of even date.

For S.K.RUNGTA & CO.
CHARTERED ACCOUNTANTS
FRN 308081E

(S.K.Rungta)
Proprietor
Membership No. 013860

For and on behalf of the Board of Directors

M. K. Bhalotia
Director

J. K. Goyal
Director

Place : Kolkata
Date: 30/05/2013

DECILLION FINANCE LIMITED

Mercantile Building, Block - E, 2nd Floor
9/12, Lalbazar Street, Kolkata - 700001

Significant Accounting Policies to the financial statements for the year ended on 31st March 2013

a. General : The Company follows the Mercantile System of Accounting and recognises Income & Expenditure on Accrual Basis.

b. Revenue Recognition:

Revenue is recognised only when it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations includes sale of shares and securities. Dividend income is recognized when right to receive is established. Interest income

c. Investments:

Investments have been valued at Cost. Provision for diminutions in the value is not considered unless such short fall is permanent in nature.

d. TAXATION:

Provision for current income tax is made on the taxable income using the applicable tax rates and tax laws.

**Significant accounting policies form integral part of the financial Statements
for the year ended on 31/03/2013**

Signatures to Significant accounting Policies

In terms of our attached report of even date.

**For S.K.RUNGTA & CO.
CHARTERED ACCOUNTANTS
FRN 308081E**

**(S.K.Rungta)
Proprietor
Membership No. 013860**

For and on behalf of the Board of Directors

M. K. Bhalotia	J. K. Goyal
Director	Director

**Place : Kolkata
Date: 30/05/2013**

DECILLION FINANCE LIMITED

SCHEDULE TO THE BALANCE SHEET OF A NON BANKING FINANCIAL COMPANY AS ON 31.03.2013 AS REQUIRED IN TERMS OF PARAGRAPH 13 OF A NON BANKING FINANCIAL (NON DEPOSIT ACCEPTING OR HOLDING) COMPANIES PRUDENTIAL NORMS (RESERVE BANK) DIRECTIONS, 2007

PARTICULARS

(RS IN LACS)

LIABILITIES SIDE

1

LOANS AND ADVANCES AVAILED BY THE NBFCs INCLUSIVE OF INTEREST ACCRUED THEREON BUT NOT PAID		<u>AMOUNT OUTSTANDING</u>	<u>AMOUNT OVERDUE</u>
a	DEBENTURES		
	• SECURED	NIL	NIL
	• UNSECURED (OTHER THAN FALLING WITHIN THE MEANING OF PUBLIC DEPOSIT)	NIL	NIL
b	DEFERRED CREDITS	NIL	NIL
c	TERM LOANS	NIL	NIL
d	INTER – CORPORATE LOANS AND BORROWINGS	NIL	NIL
e	COMMERCIAL PAPER	NIL	NIL
f	PUBLIC DEPOSIT	NIL	NIL
g	OTHER LOANS (SPECIFY NATURE)	NIL	NIL
	• please see note -1 below		

ASSET SIDE

2

	BREAK UP OF LOANS AND ADVANCES INCLUDING BILLS RECEIVABLES OTHER THAN THOSE INCLUDED IN (4) BELOW		<u>AMOUNT OUTSTANDING</u>
	• SECURED		NIL
	• UNSECURED		250.25

3

	BREAK UP OF LEASED ASSETS AND STOCK ON HIRE AND HYPOTHECATION LOANS COUNTING TOWARDS EL / HP ACTIVITIES	NIL	NIL
1	LEASE ASSETS INCLUDING LEASE RENTALS UNDER SUNDRY DEBTORS		
	• FINANCIAL LEASE		NIL
	• OPERATING LEASE		NIL
2	STOCK ON HIRE INCLUDING HIRE CHARGES UNDER SUNDRY DEBTORS		
	• ASSETS ON HIRE		NIL
	• REPOSSESSED ASSETS		NIL
3	HYPOTECATION LOANS COUNTING		NIL

	TOWARDS EL / HP ACTIVITIES		
	• LOANS WHERE ASSETS HAVE BEEN REPOSSESSED		NIL
	• LOANS OTHER THAN ABOVE		NIL

BREAK UP OF INVESTMENTS

4

	• CURRENT INVESTMENTS (STOCK IN TRADE)		
1	QUOTED		
	• SHARES		
	EQUITY		NIL
	PREFERENCE		NIL
	• DEBENTURES AND BONDS		NIL
	• UNITS OF MUTUAL FUNDS		NIL
	• GOVERNMENT SECURITIES		NIL
	• OTHERS		NIL
2	UNQUOTED		NIL
	• SHARES		NIL
	EQUITY		NIL
	PREFERENCE		NIL
	• DEBENTURES AND BONDS		NIL
	• UNITS OF MUTUAL FUNDS		NIL
	• GOVERNMENT SECURITIES		NIL
	• OTHERS		NIL

	• LONG TERM INVESTMENTS		NIL
1	QUOTED		
	• SHARES		
	EQUITY		3.44
	PREFERENCE		NIL
	• DEBENTURES AND BONDS		NIL
	• UNITS OF MUTUAL FUNDS		NIL
	• GOVERNMENT SECURITIES		NIL
	• OTHERS		NIL
2	UNQUOTED		
	• SHARES		
	EQUITY		597.58
	PREFERENCE		174.00
	• DEBENTURES AND BONDS		NIL
	• UNITS OF MUTUAL FUNDS		NIL
	• GOVERNMENT SECURITIES		NIL
	• OTHERS		NIL

BORROWER GROUP WISE CLASSIFICATION OF ALL LEASED ASSETS , STOCK ON HIRE AND LOANS AND ADVANCES

5

<u>CATEGORY</u>		<u>AMOUNT NET OF PROVISIONS</u>		
1	RELATED PARTIES	<u>SECURED</u>	<u>UNSECURED</u>	<u>TOTAL</u>
a	SUBSIDIARIES	NIL	NIL	NIL
b	COMPANIES IN THE SAME GROUP	NIL	NIL	NIL

	c	OTHER RELATED PARTIES	NIL	NIL	NIL
2		OTHER THAN RELATED PARTIES	NIL	250.25	250.25
		TOTAL	NIL	250.25	250.25

6

INVESTOR GROUP WISE CLASSIFICATION OF ALL INVESTMENTS (CURRENT AND LONG TERM) IN SHARES AND SECURITIES (BOTH QUOTED AND UNQUOTED) (please see note 3 below) ***

CATEGORY		MARKET VALUE /BREAK UP OF FAIR VALUE OR NAV	BOOK VALUE (NET OF PROVISION)
1	RELATED PARTIES		
a	SUBSIDIARIES	872.42	209.11
b	COMPANIES IN THE SAME GROUP	NIL	NIL
c	OTHER RELATED PARTIES	NIL	NIL
2	OTHER THAN RELATED PARTIES	1671.64	565.91
	TOTAL	2544.06	775.02

*** As Per Accounting Standard of ICAI (Please see note – 3)

7.

OTHER INFORMATION		AMOUNT
	PARICULARS	
I)	GROSS NON- PERFORMING ASSETS	
A	RELATED PARTIES	NIL
B	OTHER THAN RELATED PARTIES	NIL
II)	NET NON- PERFORMING ASSETS	
A	RELATED PARTIES	NIL
B	OTHER THAN RELATED PARTIES	NIL
III)	ASSETS ACQUIRED IN SATISFACTION OF DEBTS	NIL

NOTES:

- As defined in paragraph 2 (1) (xii) of the **Non – Banking Financial Companies Acceptance Of Public Deposits (Reserve Bank) Directions , 1998 ..**
- Provisioning Norms shall be applicable as prescribed in **Non – Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve bank) Direction , 2007**
- All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of Investments and other assets as also assets acquired in satisfaction of debts. However , Market value in respect of quoted investment and break – up / fair value/ NAV in respect on unquoted investment should be disclosed irrespective of whether they are classified as long term or current in (4) above .

DECILLION FINANCE LIMITED

Independent Auditor's Report on Consolidated Financial Statements

To
The Board of Directors
Decillion Finance Limited

We have audited the accompanying Consolidated Financial Statements of Decillion Finance Limited ('the Company') and its Subsidiaries which comprise the Consolidated Balance Sheet as at 31st March, 2013, the Consolidated Statement of Profit & Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation of these consolidated financial statements that give a true and fair value of the consolidated financial position, consolidated financial performance and consolidated cash flows of the company in accordance with accounting principal generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair value and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

DECILLION FINANCE LIMITED

Opinion

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

- a) in the case of the consolidated Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- b) in the case of the consolidated Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) in the case of the consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

For S. K. Rungta & Co.

Chartered Accountants

FRN: 308081E

S. K. Rungta

(Proprietor)

Place: Kolkata

Date: 30/05/2013

Membership No. : 013860

DECILLION FINANCE LIMITED

Consolidated Balance Sheet as at 31st March, 2013

Particulars	Note No.	As at 31.03.2013	As at 31.03.2012
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	1	35000000	35000000
(b) Reserves and Surplus	2	73670610	72079062
(2) Minority Interest		6863090	11458498
(3) Current Liabilities			
(a) Other current liabilities	3	192358	1524933
Total		115726058	120062493
II. Assets			
(1) Non-current assets			
(a) Goodwill on Consolidation		2531116	3183632
(b) Non-current investments	4	80676120	90707624
(2) Current assets			
(a) Inventories	5	-	382250
(b) Trade receivables	6	3852484	486796
(c) Cash and cash equivalents	7	3625893	1016095
(d) Short-term loans and advances	8	25040445	24286096
Total		115726058	120062493

Significant accounting policies

Notes on Accounts

1-16

The accompanying notes form an integral part of the financial statements

In terms of our attached report of even date.

**For S.K.RUNGTA & CO.
CHARTERED ACCOUNTANTS
FRN 308081E**

For and on behalf of the Board of Directors

**(S.K.Rungta)
Proprietor
Membership No. 013860**

**M. K. Bhalotia J. K. Goyal
Director Director**

**Place : Kolkata
Date: 30/05/2013**

DECILLION FINANCE LIMITED

Consolidated Statement of Profit and Loss for the year ended 31st March, 2013

Particulars	Note No.	For the year ended March 31, 2013	For the year ended March 31, 2012
I. Revenue from Operations	9	9981118	1588436
II. Other Income	10	4186375	1102073
III. Total Revenue (I +II)		14167493	2690509
<u>IV. Expenses:</u>			
Purchases of Stock-in-Trade	11	11449565	2292830
Changes in Inventories of Stock-in-Trade	12	382250	(382250)
Amortization Expenses	13	-	27000
Employee Benefits Expense	14	33000	330188
Other Expenses	15	336362	369651
Total Expenses		12201176	2637419
V. Profit before tax(III - IV)		1966317	53090
VI. Tax expense:			
(1) Current tax		391085	10702
VII. Profit for the year (before adjustment for Minority Interest) (V - VI)		1575232	42388
VIII. Share of Profit/(Loss) transferred to Minority Interest		(20752)	6464
IX. Profit for the year (after adjustment for Minority Interest) (VII - VIII)		1595984	35924
X. Earnings per equity share:			
- Basic & Diluted		0.46	0.01

Significant accounting policies

Notes on Accounts

1-16

The accompanying notes form an integral part of the financial statements

In terms of our attached report of even date.

**For S.K.RUNGTA & CO.
CHARTERED ACCOUNTANTS
FRN 308081E**

For and on behalf of the Board of Director

**(S.K.Rungta)
Proprietor
Membership No. 013860**

**M. K. Bhalotia J. K. Goyal
Director Director**

**Place : Kolkata
Date: 30/05/2013**

DECILLION FINANCE LIMITED

Consolidated Cash Flow Statement for the year 2012-13

	March 31, 2013 (Rupees)	March 31, 2012 (Rupees)
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax and Extraordinary Items	1,966,317	53,090
Adjustment for :		
Depreciation	-	-
Write-offs	-	-
(Profit)/Loss on sale of Fixed Assets	-	-
Interest paid	-	-
	1,966,317	53,090
Adjustment for :		
Interest Received	(1,991,466)	(1,500,967)
Dividend Received	-	-
Income from Investment	(1,990,450)	(648,012)
Profit from Commodity Derivative Trading	-	(186,796)
Operating Profit before Working Capital changes	(2,015,599)	(2,282,685)
Adjustment for :		
Current Assets	(3,737,788)	14,313,967
Current Liabilities	(1,332,575)	900,987
(Increase)/Decrease in Net Current Assets	(5,070,363)	15,214,955
Cash generated from Operations	(7,085,962)	12,932,269
Interest paid	-	-
Taxation	(391,085)	(10,702)
Cash Flow before extraordinary items	(7,477,047)	12,921,567
Adjustment for Consolidation	(3,926,575)	4,924,233
Additional tax adjustments for earlier year	-	-
Net Cash from operating activities (A) :	(11,403,622)	17,845,800
B. CASH FLOW FROM INVESTMENT ACTIVITIES		
Purchase of Fixed Assets	-	-
Write Offs	-	-
Profit Sale of Fixed Assets	-	-
(Increase)/Decrease in Investments	10,031,504	(21,424,183)
Interest Received	1,991,466	1,500,967
Dividend Received	-	-
Income from Investment	1,990,450	648,012
Profit from Commodity Derivative Trading	-	186,796
Net Cash from / (used in) investing activities (B) :	14,013,420	(19,088,408)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issue of Forefeited Shares	-	-
Share Premium	-	-
Proceeds from Borrowing	-	-
Deferred Expenditure	-	-
Dividend paid	-	-
Net Cash from Financing activities (C) :	-	-
Net increase/(decrease) in Cash and Cash equivalents (A+B+C) :	2,609,798	(1,242,608)
Cash and Cash equivalents at the beginning of the year	1,016,095	2,258,703
Cash and Cash equivalents at the close of the year	3,625,893	1,016,095

**For S.K.RUNGTA & CO.
CHARTERED ACCOUNTANTS
FRN 308081E**

For and on behalf of the Board of Directors

**(S.K.Rungta)
Proprietor
Membership No. 013860**

**M. K. Bhalotia J. K. Goyal
Director Director**

**Place : Kolkata
Date: 30/05/2013**

DECILLION FINANCE LIMITED

Notes on Consolidated Financial Statements for the year ended 31st March 2013

1 SHARE CAPITAL

<u>AUTHORISED:</u>	<u>31st March 2013</u>	<u>31st March 2012</u>
3750000 Equity Shares of Rs 10 Each	<u>37500000</u>	<u>37500000</u>
<u>Issued,Subscribed and fully paid-up shares</u>		
3500000 Equity Shares of Rs 10 Each	<u>35000000</u>	<u>35000000</u>

a.Details of shareholders holding more than 5% shares in the company

Name of Shareholder	31st March 2013		31st March 2012	
	% of shares	No. of shares	% of shares	No. of shares
Kudrat Holdings Pvt. Ltd.	7.49	262000	5.91	207000
Tubro Consultants & Enterprises Pvt. Ltd.	17.64	617500	17.64	617500

b. Reconciliation of the number of shares and amount outstanding at the beginning and end of the year:

Particulars	Opening Balance	Further Issue during the	Closing Balance
Equity shares with voting rights			
Year ended 31 March, 2012			
- Number of shares	3500000	-	3500000
- Amount (Rs.)	35000000	-	35000000
Year ended 31 March, 2011			
- Number of shares	3500000	-	3500000
- Amount (Rs.)	35000000	-	35000000

c. Equity shares carry voting rights at the General Meetings of the Company, and are entitled to dividend and to participate in surplus, if any, in the event of winding up.

2 Reserves and Surplus	<u>31st March 2013</u>	<u>31st March 2012</u>
Securities Premium Reserve	66000000	66000000
Capital Reserve	8294000	8294000
Profit & Loss A/c		
Opening Balance	(2420187)	(2389491)
Add : Profit For the Year	1595984	35924
Less : Elimination on Consolidation	4,434	834
Less : Statutory Provision	62564	60689
: Statutory Reserve	330808	5096
	(1222011)	(2420187)
Reserve & Provisions as per RBI Guidelines		
Statutory Reserve		
Opening Balance	46157	41061
Add : Transfer from Profit & Loss A/c	330808	5096
	376965	46157
Statutory Provision		
Opening Balance	159092	98403
Add : Transfer from Profit & Loss A/c	62564	60689
	221656	159092
	<u>73670610</u>	<u>72079062</u>
3 Other Current Liabilities		
Advances Received	109236	35000
Liability For Expenses	83122	85358
Sundry Creditors for Land	-	1404575
	<u>192358</u>	<u>1524933</u>

DECILLION FINANCE LIMITED

Notes on Consolidated Financial Statements for the year ended 31st March 2013

4 Non-Current Investments

Particulars		Face Value	AS AT 31.03.2013		AS AT 31.03.2012	
			No. of Share	Value	No. of Share	Value
			Rs.		Rs.	
Non-Trade Investments						
Quoted - Equity Shares						
MCC Investment & Leasing Co Ltd.	10	16600	343620	96600	1999620	
Unquoted - Equity Shares						
ABM Finlease Pvt Ltd	10	141000	1410000	143500	1660000	
Daffodil Dealtrade Pvt. Ltd.	10	5000	50000	5000	50000	
Daulat Vintrade Pvt. Ltd.	10	-	-	1500	300000	
Dignity Dealtrade Pvt. Ltd.	10	5000	50000	5000	50000	
Fastflow Commodeal Limited	10	1200	120000	-	-	
Golu Mercandise Pvt. Ltd.	10	45000	562500	92100	1151250	
Keystar Merchants Pvt. Ltd.	10	8500	750000	8500	750000	
Lifestyle Vanijya Pvt. Ltd.	10	321500	4295000	321500	4295000	
M.K.Trading Co. Pvt. Ltd.	10	-	-	8000	1000000	
Mangalchand Property & Investments Pvt	10	800000	8000000	800200	8020000	
Mayborn Investments Pvt Ltd	10	222500	3250000	38800	3880000	
Meghana Commodities Pvt. Ltd.	10	2000	400000	-	-	
Merit Commosales Limited	10	15000	1500000	-	-	
Navsun Marketing Pvt. Ltd.	10	27500	5500000	27500	5500000	
Nexus Dealtrade Pvt. Ltd.	10	5000	1000000	5000	1000000	
Nexus Vinimay Pvt. Ltd.	10	5000	50000	5000	50000	
Planet Dealtrade Pvt. Ltd.	10	5000	1000000	5000	1000000	
Pragati Dealcom Pvt. Ltd.	10	-	-	326500	3185000	
Prakash Estate Pvt. Ltd.	10	75000	7500000	99000	7980000	
Sanchi Business & Finance (P) Ltd.	10	-	-	12500	2500000	
Satya Prakash Vanijya Pvt.Ltd.	100	8500	5100000	8500	5100000	
Seaside Merchnadise Limited	10	-	-	25000	5000000	
Shreyans Stockinvest (P) Ltd.	100	-	-	2000	2000000	
Silverlake Tradelinks Ltd.	10	21750	3850000	16750	3350000	
Skylight Vintrade Pvt. Ltd.	10	5000	1000000	5000	1000000	
Spectrum Pestorgan Pvt. Ltd.	10	3000	225000	-	-	
Success Dealers Pvt. Ltd.	10	5000	1000000	5000	1000000	
Sumit Technisch & Engineering Pvt. Ltd.	10	-	-	1500	150000	
Suncity Dealers Pvt. Ltd.	10	15000	2050000	15000	2050000	
Topstar Tie-up Ltd.	10	28000	5505000	-	-	
Tubro Consultants & Enterprises Pvt Ltd	10	7500	750000	20000	2000000	
Twinkle Vintrade Pvt. Ltd.	10	1250	250000	1250	250000	
Ultra Dealers Pvt. Ltd.	10	3000	210000	1000	10000	
Vibgyor Commotrade Pvt. Ltd.	10	5000	50000	5000	50000	
Vision Commotrade Pvt Ltd	10	-	-	312500	3125000	
Yerrow Finance & Investment Pvt. Ltd.	10	-	-	689300	6893000	
Zigma Commosales Pvt. Ltd.	10	500	5000	-	-	
Unquoted -Preference Shares						
Amiya Comm. & Cons Co. Pvt.Ltd.	100	1200	600000	8000	4000000	
Daffodil Dealtrade Pvt. Ltd.	10	3750	750000	-	-	
Dignity Dealtrade Pvt. Ltd.	10	43750	8750000	37500	7500000	
Fastflow Commodeal Limited	10	16000	1600000	-	-	
Vibgyor Commotrade Pvt. Ltd.	10	57000	11400000	13000	2600000	
Zigma Commosales Pvt. Ltd.	10	9000	1800000	-	-	
			80676120	90448870		
Market Value of Quoted Equity Shares			46480	241500		
Break up Values of Unquoted Equity Shares			293609081	251351583		
Break up Values of Unquoted Preference Shares			1415000	1305000		
Investment Property						
Land at Kharagpur			-	258754		
			80676120	90707624		

Notes on Consolidated Financial Statements for the year ended 31st March 2013**5 Inventories : (At Cost or Break - up Value or Market Price whichever is lower)**

(As Taken, Valued & Certified by the Management)

Particulars	Face Value	AS AT 31.03.2013		AS AT 31.03.2012	
		No. of Share	Value	No. of Share	Value
			Rs.		Rs.
Quoted - Equity Shares					
Tuni Textile Mills Limited	1	-	-	5,000	427,100
			-		427,100
Less : Devaluation In Stock (as per Market Price)			-		44,850
			-		382,250
Market Value of Quoted Equity Shares			-		382,250

6 Trade Receivables:**31st March 2013****31st March 2012**

Unsecured Considered good

More Than Six months from the date they become due

Others

3452400**400084****3852484**

-

486796

486,796

Trade receivables include Rs. NIL (P.Y. Rs.300000) due from a company in which a director is a director

7 Cash & Cash Equivalents:

Balances with Banks in Current Accounts

Cash In Hand (As certified By Management)

3377622**248271****3625893**

901751

114344

1016095

8 Short Term Loans & Advances:

Loans (Unsecured but Considered good repayable on demand)

Advances (Recoverable in cash or in kind or for the value to be received)

Income Taxes Refundable net of provisions

20460518

20829713

4227360**352567****25040445**

2915000

541383

24286096

9 Revenue from Operations:**2012 - 2013**
(Rupees)**2011 - 2012**
(Rupees)

Sales Account

(Shares and Securities)

Speculation Profit

Profit on sale of Land

Profit from Commodity Derivatives Trading

9947641

1164551

583

-

32894

237089

-

186796

9981118

1588436

10 Other Income:

INTEREST

- On Unsecured Loan (TDS Rs.195855, P.Y. Rs. 295059)

- On Income Tax Refund

Net gain on sale of Non-current Investments

Profit/(Loss) in Derivatives Trading

1991466

1499145

-

1822

1990450

648012

204459

(1046906)

4186375

1102073

11 Purchases of Stock-in-trade

Shares and Securities

11449565

2292830

12 Changes in Inventories of Stock-in-Trade**Opening Stock**

Shares & Securities (A)

382250

-

Closing stock

Shares & Securities (B)

(A) - (B)**-**

382250

382250

(382250)

Notes on Consolidated Financial Statements for the year ended 31st March 2013

	2012 - 2013	2011 - 2012
	(Rupees)	(Rupees)
13 Amortization Expenses		
Preliminary Expenses written off	-	27000
14 Employee Benefit Expenses		
Salaries & Bonus	33000	330188
15 Other Expenses		
Payment to auditors		
- Statutory Audit Fees	12000	12500
- Tax Audit Fees	2000	-
- Others	2000	-
Advertisement	16000	12500
Bad Debts	13184	1681
Bank Charges	-	40500
Conveyance	5600	7868
Demat Charges	32803	52720
Depository Charges	2616	108
Donation	33147	-
Filing Fees	16000	-
General Expenses	19700	7500
Listing Fees	29406	38424
Office Maintenance Expenses	34952	37977
Postage & Telegram	21956	37723
Printing & Stationery	10369	19675
Professional charges	26399	32900
Registrar Fees	56200	75750
Securities Transaction Tax	11236	-
	6794	4325
	336362	369651

Notes on Consolidated Financial Statements for the year ended 31st March 2013**16 SIGNIFICANT ACCOUNTING POLICIES & NOTES TO CONSOLIDATED ACCOUNTS :****A. CONSOLIDATION OF ACCOUNTS:**

The Consolidated Financial Statements are prepared in accordance with Accounting Standard(AS) 21 on Consolidated Financial Statements issued by the Institute of Chartered accountants of India. The Consolidated Financial Statements comprise the financial statement of the following subsidiary companies :

Name of the Subsidiaries	Country of Incorporation	Proportion of ownership interest
Aurelian Trading Limited	India	88.24%
Centuple Commercial Limited	India	88.24%
Goldmoon Commotrade Ltd.	India	60.00%
Janhit Tracom Ltd.	India	56.36%
Littlestar Tracom Ltd.	India	74.10%
Maruti Tie-Up Pvt. Ltd.	India	86.55%

B. OTHER SIGNIFICANT ACCOUNTING POLICIES :

These are set out under 'Significant Accounting Policies' as given in the Company's separate financial statements.

C. Other Notes:

a. The Company's main business is Finance and Investment falling under one business head. Hence, Segemental Reporting as per AS - 17 is not applicable to the company

b. As required in terms of Paragraph 13 of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 2007 issued by RBI, we enclose in the annexure the required Schedule to the Balance Sheet of a Non-Banking Finance Company.

c. Statutory Reserve has been created @ 20% of Profit after Tax as per RBI guidelines.

d. Contingent Provisions against Standard assets has been made @ 0.25% of the outstanding standard assets as per RBI directions.

e. Previous year figures have been regrouped/rearranged wherever considered necessary.

f. Contingent Liabilities & Contracts on capital account: NIL

Notes 1 -16 form integral part of the financial Statements for the year ended on 31/03/2013
Signatures to Notes 1-16

In terms of our attached report of even date.

For S.K.RUNGTA & CO.
CHARTERED ACCOUNTANTS
FRN 308081E

(S.K.Rungta)
Proprietor
Membership No. 013860

For and on behalf of the Board of Directors

M. K. Bhalotia
Director

J. K. Goyal
Director

Place : Kolkata
Date: 30/05/2013

DECILLION FINANCE LIMITED**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956 RELATING TO SUBSIDIARY COMPANIES FOR THE YEAR ENDED 31.03.2013****(Amount in Rs.)**

	Name of the Subsidiary Company	Aurelian Trading Ltd.	Centuple Commercial Ltd.	Goldmoon Commotrade Ltd.	Janhit Tracom Ltd.	Littlestar Tracom Ltd.	Maruti Tie-Up Pvt. Ltd.
1	The Financial Period of the Subsidiary Company ended on:-	31.03.2013	31.03.2013	31.03.2013	31.03.2013	31.03.2013	31.03.2013
2	Date from which it became Subsidiaries	30.03.2013	30.03.2013	31.05.2010	31.05.2010	31.03.2010	30.03.2013
3	(a) Number of Equity Shares held by Decillion Finance Limited in its subsidiaries at the end of the Financial Year	45,000	45,000	30,000	31,000	61,500	96,500
	(b) Nominal Value of Shares (Rs.)	10/-	10/-	10/-	10/-	10/-	10/-
	(c) Extent of interest in percentage terms of Decillion Finance Limited in the Capital of the Subsidiaries at the end of the Financial Year.	88.24	88.24	60.00	56.36	74.10	86.55
4	The Net Aggregate of Subsidiaries Company Profit/(Loss) so far it concerns the members of the Holding Company.						
	a. Not dealt with in the Holding Company's Accounts:						
	(i) For the Financial Year Ended 31.03.2013	(1,324)	(1,324)	4,359	(16,389)	(19,952)	(23,428)
	(ii) For the Previous Financial Years of the Subsidiary Companies since it became the Holding Company's Subsidiaries.	N.A.	N.A.	2,656	1,755	3,419	N.A.
	b. Dealt with in the Holding Company's Accounts:						
	(i) For the Financial Year Ended 31.03.2013	NIL	NIL	NIL	NIL	NIL	NIL
	(ii) For the Previous Financial Years of the Subsidiary Companies since it became the Holding Company's Subsidiaries.	N.A.	N.A.	NIL	NIL	NIL	N.A.

For S.K.RUNGTA & CO.
CHARTERED ACCOUNTANTS
FRN 308081E

(S.K.Rungta)
Proprietor
Membership No. 013860

Place : Kolkata
Date: 30/05/2013

For and on behalf of the Board of Directors

M. K. Bhalotia J. K. Goyal
Director Director