

QUASAR INDIA LIMITED

Regd. Office: - 23, E Block, DDA Mini Market, East of Kailash, New Delhi - 110065

NOTICE is hereby given that the 33rd Annual general meeting of the members of QUASAR INDIA LIMITED will be held as on Saturday, 29th September 2012 at the Registered Office of the Company at 23, E Block, DDA Mini Market, East of Kailash, New Delhi - 110065 at 10.00 a.m. to transact the following business: -

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the audited Balance Sheet of the Company as at 31st March 2012 and the Profit and Loss Account for the year ended on that date along with the Report of Director's and Auditors Report.
- 2. To appoint a Director in Place of Shri Rajiv Bakshi who shall retire by rotation at this Annual General Meeting and has shown hi unwillingness to be reappointed as the Director of the Company.
- 3. To reappoint M/s Singh Agarwal, Charted Accountants as the statutory Auditors of the Company to hold the office from the conclusion of this Annual General meeting to the conclusion of next Annual General meeting.

By order of the Board of Directors SD/-Rakesh Paliwal Chairman

NOTE: - A member of the Company is entitled to appoint a proxy to attend and vote himself and the proxy need not be a member of the Company. The proxy in order to be valid must be deposited at the Registered Office of the Company at least 48 Hours in advance.

Dated: 09.06.2012 Place: New Delhi

DIRECTOR'S REPORT TO THE MEMBERS

Dear Members,

Your Directors have pleasure in submitting herewith their 33rd annual report with audited statement of accounts for the year ending 31st March 2012.

1. Financial Results

Your Directors are trying very hard to strengthen the financial position of company. The company earned a loss of Rs. 4295.00 during the year. In view of the Loss the Board of Directors are unable to declare any dividend.

2. Fixed Deposits

During the year, the company has not accepted deposits from the public.

3. Auditors

M/S SINGH AGARWAL & Associates, Chartered Accountants, the Statutory Auditors are retiring on the conclusion of the forthcoming Annual General Meeting and have shown their willingness for being reappointed as the Statutory Auditors and have confirmed that if they are reappointed as the ensuing Annual General Meeting as the Statutory Auditors the same will be within the limits specified in section 224(IB) of the Companies Act, 1956. Members are requested to appoint Auditors and fix their remuneration.

4. Conservation of energy, technology absorption, foreign exchange Earnings and outgo

The Company is doing business unrelated to energy consumption, Technology absorption. The Company has not spent/earned any foreign exchange during the period.

5. As required under section 217(2AA) of the Companies Act, the Directors hereby 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.
- II. That the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true & 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 the period.
- III. That the directors had taken proper and sufficient care of the maintenance of 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 going concern basis.

6. EMLOYEES

Information u/s 217 (2A) of the Companies Act 1956, read with the Companies (Particulars of Employees) Rules, 1975 is not furnished as there were no employees drawing a salary in excess

of the limits specified in the said section. None of the employees of the company are relative of any director of the company.

- 7. There was no buy back of any shares during the financial year.
- 8. Compliance Certificate U/S 383 A from the Company Secretary

A Secretarial Compliance Certificate furnished by a whole time practicing Company Secretary, pursuant to section 383 A of the Companies Act, 1956, and in accordance with the Companies(Compliance Certificate) Rule, 2001 is attached herewith.

For Quasar India Limited

Sd/-

Sd/-

Rakesh Paliwal

Baljinder Singh

Dated: 09.06.2012 Place: New Delhi

COMPLIANCE CERTIFICATE

CIN No: L51909DL1979PLC009555 Nominal Capital: Rs. 50,00,000/-

To,

OUASAR INDIA LIMITED

E-23, First Floor DDA Mini Market East of Kailash, New Delhi- 110065

We have examined the registers, records, books and papers of QUASAR INDIA LIMITED as required to be maintained under the Companies Act, 1956 and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31-03-2012. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that in respect of the aforesaid financial year:

- 1. The company has kept and maintained the registers as stated in Annexure 'A' to this certificate, as per the provisions of the Act and the rules made thereunder and all entries therein have been duly recorded.
- 2. The company has filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities as prescribed under the Act and the rules made thereunder.
- 3. The company being a public limited company comments are not required.
- 4. The Board of Directors duly met 14 times respectively on 14/04/2011, 11/05/2011, 21/06/2011, 12/07/2011, 17/08/2011, 03/09/2011, 30/09/2011, 07/10/2011, 11/10/2011, 21/11/2011, 05/12/2011, 09/01/2012, 16/02/2012 and 31/03/2012 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
- 5. The Company closed its Register of Members on 30/09/2011 for the year under review.
- 6. The annual general meeting for the financial year ended on 31st March, 2011 was held on 30/09/2011 after giving due notice to the members of the company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
- 7. No Extra Ordinary General Meeting was held during the financial year.
- 8. The Company has not made fresh loans to any of the parties mentioned in Section 295 of the Act during the year under review.
- 9. According to the information and explanation given to us, no purchase of materials and services have been made from Companies/ Firms listed in the Register maintained under Section 301 of the Act hence the Provisions of Section 297 of the Act do not attract.

- 10. The Company maintains the Register required to be maintained u/s. 301 of the Act.
- 11. As there were no instances falling within the purview of section 314 of the Act, the company has not obtained any approvals from the Board of directors, members or Central Government.
- 12. The Board of Directors or duly constituted Committee of Directors has not issued any duplicate Share Certificates during the financial year under Review.
- 13. The Company:
 - (i) has not allotted / transferred/ transmitted any securities during the financial year;
 - (ii) has not deposited any amount in a separate Bank Account as no dividend was declared during the financial year;
 - (iii) was not required to post warrants to any member of the company as no dividend was declared during the financial year;
 - (iv) has not transferred the amount in unpaid dividend account, application money due for refund, matured deposits, matured debentures and interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection fund as there were no such amounts outstanding during the financial year under review.
 - (v) duly complied with the requirements of section 217 of the Act.
- 14. The Board of directors of the company is duly constituted. There was no appointment of additional directors, alternate directors and directors to fill casual vacancy during the financial year.
- 15. The Company has not appointed any Managing Director/Whole-time Director/Manager during the financial year.
- 16. The company has not appointed any sole selling agents during the financial year.
- 17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/or such authorities prescribed under the various provisions of the Act during the financial year.
- 18. The directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
- 19. The company has not issued any shares, debentures or other securities during the financial year.
- 20. The company has not bought back any shares during the financial year.
- 21. There was no redemption of preference shares or debentures during the financial year.
- 22. There were no transactions necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
- 23. The company has not invited/accepted any deposits including any unsecured loans falling within the purview of section 58A during the financial year.

RAJESHWARI CHAMOLA L'ASSOCIATES Company Secretaries

- 24. The company has not made any borrowings during the financial year.
- 25. During the financial year under review the Company not has made any fresh loans and investments in other bodies corporate.
- 26. The company has not altered the provisions of the Memorandum with respect to situation of the company's registered office from one State to another during the year under scrutiny.
- 27. The company has not altered the provisions of the Memorandum with respect to the objects of the company during the year under scrutiny.
- 28. The company has not altered the provisions of the Memorandum with respect to the name of the company during the year under scrutiny.
- 29. The company has not altered the provisions of the Memorandum with respect to the share capital of the company during the year under scrutiny.
- 30. The company has not altered its Articles of Association during the financial year.
- 31. On verification of the records of the Company and as informed to us, there was/were no prosecution initiated against or show cause notices received by the company and no fines or penalties or any other punishment was imposed on the company during the financial year for offences under the Act.
- 32. The company has not received any money as security from its employees during the financial year.
- 33. The company was not required to deposit any amounts towards provident fund.

For RAJESHWARI CHAMOLA & ASSOCIATES

Company Secretaries

Place: New Delhi

-sd-

Date: 09/06/2011

RAJESHWARI CHAMOLA

C.P. No.: 6906

Annexure A

Registers as maintained by the Company

- 1. Register of Members u/s 150 of the Companies Act, 1956.
- 2. Minutes of the Meeting of Shareholders of the Company u/s 193 of the Companies Act, 1956.
- 3. Minutes of the Meeting of Board of Directors of the Company u/s 193 of the Companies Act, 1956.
- 4. Books of Accounts u/s 209 of the Companies Act, 1956.
- 5. Register as per section 297 of the Companies Act, 1956.
- 6. Register of Directors, Managing Director, Manager and Secretary u/s 303 of the Companies Act, 1956.
- 7. Register of Directors' Shareholdings u/s 307 of the Companies Act, 1956.
- 8. Register of Loans & Investment u/s 372A of the Companies Act, 1956.

Annexure B

Form and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending 31st March, 2012.

SI. No.	Form No./ Return	Filed U/s	For	Date of Filing	Whether Filed within Prescribed Time Yes/No	If delay in Filing Whether Requisite Additional Fee paid Yes/No.
1	Form 23AC & 23ACA (31/03/2011)	220	Balance Sheet etc.	28/11/2011	Yes	No
2	Form 20B (30/09/2011)	159	Annual Return	04/11/2011	Yes	No
3	Form 66 (31/03/2011)	383A	Compliance Certificate	28/10/2011	Yes	No ·



SINGH AGAKWAL & ASSUCIATES Chartered Accountants

ICAI Firm Registration No.: 004702C

HO:: 30, Ashok Marg, Ist Floor, Corpn Bank Bldg, Near Gomti Bridge, Lucknow - 226 001 Ph. (0522) 2209417 / 9415002846 / 9415039253, email: mukeshb@sancharnet.in, mukesh.saa@gmail.com

Auditor's Report to the Members of Quasar India Limited

We have audited the attached Balance Sheet of "Quasar India Limited" as at 31st March 2012 and also the Profit and Loss account for the period ended on that date annexed thereto. These financial statements are also the responsibilities of 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. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An Audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An Audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As required by the Companies (Auditor's Report) Order, 2003, issued by the Government of India in terms of subsection (4A) of Section 227 of the Companies Act, 1956, as applicable to this company, we give in the Annexure, a statement on the matters specified in paragraphs 4 & 5 of the said Order.

Further to our comments in the Annexure referred to above, we report that:

- We have obtained all the information and explanations, which to the best of our knowledge and (i) were necessary for the purpose of audit.
- In our opinion, proper books of account as required by law have been kept by the Company so far as it (ii) appears from our examination of those books.
- The Balance Sheet and Profit and Loss Account referred to in this report are in agreement with (iii) books of account.
- In our opinion, the Profit and Loss Account and the Balance Sheet comply with the Accounting (iv) Standards referred to in sub-section (3C) of Section 211 of the Income Tax Act, to the extent applicable to the Company.
- On the basis of written representation received from directors, as on 31st March 2012, and taken on (v) record by Board of Directors, we report that none of the director is disqualified as on 31st March 2012 from being appointed as a Director in terms of clause (g) of sub section (1) of section 274 of the Companies Act, 1956

In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by he 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.

- a) In the case of the Balance Sheet of the State of affairs of the Company as at 31st March, 2012
- b) In the case of the Profit and Loss Account of the loss of the Company for the year ended on that date.

c) In the case of Cash Flow Statements of the Company for the period ended on that date

Place: New Delhi Date: 09.06.2012

FOR: SINGH AGARWAL & ASSOCIATES

Lucknow

CHARTERED ACCOUNTANTS

FRN-004702C

R'AGARWAL) **PARTNER**

M. No. 073355



SINGH AGARWAL & ASSOCIATES

Chartered Accountants

ICAI Firm Registration No.: 004702C

HO:: 30, Ashok Marg, Ist Floor, Corpn Bank Bldg, Near Gomti Bridge, Lucknow – 226 001 Ph. (0522) 2209417 / 9415002846 / 9415039253, email: mukesh.saa@gmail.com

ANNEXURE-1 TO THE AUDITORS' REPORT

(Report in terms of paragraph 4 of Companies (Auditor's Report) Order, 2003)

(4)	1(0)	The Company does not have any fixed Assets		
(i)	(a)			
	(b)	Not applicable to the Company, as explained at clause (a) above		
	(c)	Not applicable to the Company, as explained at clause (a) above		
(ii)	(a)	Physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the frequency of verification is reasonable.		
	(b)	Procedure of physical verification of inventory followed by the management is reasonable and adequate in relation to the size of the company and the nature of its business		
	(c)	The company is maintaining proper records of inventory and no any material discrepancies were noticed on physical verification.		
(iii)	(a)	The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the Act.		
	(b)	Not applicable to the company, as explained at clause (a) above.		
	(c)	Not applicable to the company, as explained at clause (a) above.		
	(d)	Not applicable to the company, as explained at clause (a) above.		
	(e)	The company has not taken any loans, secured or unsecured form companies, firms or other parties covered in the register maintained under section 301 of the Act. Accordingly, clauses (iii) (e), (iii) (f) and (iii) (g) of paragraph 4 of the Order are not applicable to the company for the current year; and		
	(f)	Not applicable to the company, as explained at clause (e) above.		
	(g)	Not applicable to the company, as explained at clause (e) above.		
(iv)	In our opinion and according to the information and explanations given to us, there are a internal control procedures commensurate with the size of the company and the nature business with regard to purchases of inventory and fixed assets, if any. During the course audit, we have not observed any continuing failure to correct major weaknesses in internal continuing failure to correct major weaknesses in the corre			
(v)	(a)	According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956, if any, have been so entered.		
	(b)	In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts of arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of rupees five lakhs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.		
(vi)	acce	In our opinion and according to the information and explanations given to us, the Company has no accepted any deposits from the public. No order has been passed by the Company Law Board of National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal		
(vii)		In our opinion, the company has an internal audit system commensurate with the size and nature of its business.		
(viii)		o records are required to be maintained by the company pursuant to the Rules made by the Central overnment for the maintenance of cost records under section 209 (1) (d) of the Companies Act, 56.		
(ix)	(a)	The company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education protection fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, Cess and other material statutory dues applicable to it.		



SINGH AGARWAL & ASSOCIATES

Chartered Accountants

ICAI Firm Registration No.: 004702C

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	(b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, service tax, custom duty, excise duty and Cess were in arrears, as at 31.03.2013 for a period of more than six months from the date they became payable.				
	(c) According to the information and explanations given to us, there are no dues of sales tax, income tax, custom duty, wealth tax, service tax, excise duty and Cess, which have not been deposited on account of any dispute.				
(x)	In our opinion, the company has no accumulated losses at the end of the financial year and it has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.				
	In our opinion the matters specified in the clause has been arrived at after considering the effect of the quantified qualifications on the figures of accumulated losses, net worth and cash losses and that the effect of un-quantified qualifications has not been taken into consideration for the purposes of making comments in respect of this clause.				
(xi)	In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.				
(xii)	In our opinion and 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.				
(xiii)	In our opinion, the company is not a chit fund or a <i>nidhi</i> , mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.				
(xiv)	In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.				
(xv)	According to the information and explanations given to us, the company has not given guarantees for loans taken by others from banks or financial institutions.				
(xvi)	In our opinion, the Company has not taken any term loans during the year under audit.				
(xvii)	According to the information and explanations given to us, and on an overall examination of the balance sheet of the company, we are of the opinion that the no funds, if any, raised on short-term basis have been used for long-term investment.				
(xviii)	According to the information and explanations given to us, 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.				
(xix)	According to the information and explanations given to us, during the period covered by our audit report, the company had not issued any debenture.				
(xx)	The Company has not raised money by way of public issues during the year under audit.				
(xxi)	Based upon the audit procedures performed and according to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit, that causes the financial statements to be materially misstated.				

Place: Lucknow Date: 09.06.2012 FOR: SINGH AGARWAL & ASSOCIATES CHARTERED ACCOUNTANTS

/FRN-004702C

MUKESHKUMARAGARWAL)
PARTNER

M. No. 073355

QUASAR INDIA LTD Balance Sheet as at 31st March, 2012 (IN RUPEES) **Particulars** As at 31.3.2012 As at 31.3.2011 Note No I. EQUITY AND LIABILITIES (1) Shareholder's Funds (a) Share Capital 2475000 2475000 (b) Reserves and Surplus 490255 485959 3 (4) Current Liabilities (a) Other current habilities: 12930 22245 Total 29/3185 2983204 II.Assets (1) Non-current assets (a) Non-current investments 5 630500 (2) Current assets (a) Inventories 2200000 (b) Trade receivables 2868000 (c) Cash and cash equivalents 8 110185 152704 (d) other receviables 9 297H185 2983204

As per our report of even date attached MIS SINGH AGARWAL & ASSOCIATES **Chartered Accountants** Firm Registration No-004792C

> MUKESHAGARWAL Partner M No.073355

Place: New Delhi Dute: -09/06/2012

For Quasafiline Limited

Rakesh Palis Director Baljinder Singn

Orector

Quasar India Ltd
Profit and Loss statement for the year ended 31st March, 2012 (IN RUPEES)

Profit and Loss statement for	the year trues.	21st march, 2012 (114 no	rceal
Particulars	Note No	For the year ended 31.3.2012	For the year ended 31.3.2011
I. Revenue from operations	10	2240000	O
II. Other Income	11	0	35800
III. Total Revenue (I +II)		2240000	35800
IV. Expenses:			
Cost of materials consumed		į.	
Purchase of Stock-in-Trade	12	0	2200000
Changes in inventories of finished goods, work-in-			
progress and Stock-in-Trade			
	13	2200000	-2200000
Employee benefit expense			
Financial costs	14	263	100
Depreciation and amortization expense		24.00	
Other expenses	15	33513	34921
Total Expenses		22337/0	35021
V. Profit before exceptional and extraordinary items			
and tax	(111 - IV)	6225	779
VI. Exceptional Items			The "Biglion Contraction of the
'11. Profit before extraordinary items and tax (V - VI)		o company	
VIII. Extraordinary Items	To the state of th		and the second s
IX. Profit before tax (VII - VIII)		6225	7779
X. Tax expense: (1) Current tax (2) Deferred tax		1930	245
XI. Profit(Loss) from the pend from continuing operations	(VII-V)(II)	4295	534
XII. Profit/(Loss) from discontinuing operations		·	and the second s
XIII. Tax expense of discounting operations			ne financia de la companio del companio de la companio della compa
XIV. Profit/(Loss) from Discontinuing operations (XII - XIII)			
VV. Profit/(Loss) for the period (XI + XIV)		425)4	534
XVI. Earning per equity share:	18		n na
(1) Basic		0.01	0.00
(2) Diluted	1	0.01	0.00

As per our report of even date attached M/S SINGH AGARWAL & ASSOCIATES Chartered Accountants Firm Registration No-004702C

Mukesh Agarwal Partner M No.073355

Place: New Delhi Date :-09/06/2012 For Quasar India Limited

Rakesh Paliwal Grector Baljinder Singh Director NOTES Notes forming part of the consolidated financial statement for the year ended march 31st ,2012

1 significant accounting policies:-

1-The company follows mercantile system of accounting and recognises income and expenditure on accural basis

2-Investments and stocks are valued at cost and profit & loss accounted on sale

	2-investments and stocks are valued at cost and profit 8	loss accounted on sale		
	•	30.3.2012	(in Rupces)	3.2011
	Particular		-	
2	(1) Shares Capital (a) Authorised Capital (400000 Equity Share of Rs 10/- Each) (10000 pref share of rs 100/- each)	4000000 1000000 50 00000	E/MACCI	4006000 1000000 5000000
	(b)ssued ,subscribed ,paid up capital (247500 Equity Share of Rs 10/- Each)	2475000	, manganan mangan Tangganan mangan	2475000
3	(2) Reserves & Surplus (a) Shares Premum (b) Profit & Loss a/c	e 490255		0 485959
	TOTAL	490255	accommonded to the second seco	485959
4	(3)OTHER CURRENT LIABILITIES		٠.	
	audit fee payable provision for tax	11060 1930 124.0	newspecture.	22000 245 22245
5	2. ASSETS (a)Non Current investment valued & centiled by right	0		63 <u>05</u> 00
6	(A) Current Assets (A) INVENTORIES	Q.	ATTACAMENT	2200000
7	(B) trade receviables	296800Q		
8	(C) Cash & Cash Equivalents (a) Cash at Bank (b) Cash in Hand Total	8458 101727 1111185	www.	108721 43983 152704
9	(d) other receviables	C	7.000000000000000000000000000000000000	0
10	REVENUE FROM OPERATIONS (a)sale of shares	7240000	-	
11	(1) OTHER INCOME misc prooms	Q		35800
	Total		ARTHUR MACAGINET	35800
12	Purchase stock in trade		Top Manager	2200000
13	Changes in inventories of finished goods, work-in-progress and Stock-in- Trade			
	opening stock classing stock change in stock	2200000 0 2200003G		2200000 -220000