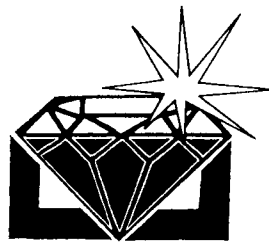


**NINETEENTH ANNUAL REPORT**

**2012 - 2013**



**LASER DIAMONDS LIMITED**

# LASER DIAMONDS LIMITED

## BOARD OF DIRECTORS

1. Mr. Lalit Kumar Samdaria
2. Mr. Rikhab Chand Samdaria
3. Mr. Tarun Chordia

## BANKERS

1. The Royal Bank of Scotland,  
No.1, Harrington Road, Chetpet, Chennai-600 031.
2. ING Vysya Bank Ltd  
No.185, Anna Salai, Mount Road, Chennai 600 006.

## AUDITOR

M/s Bharat Kumar N. Jain  
Chartered Accountants  
376, Mint Street, 2nd Floor, Chennai - 600 079.

## REGISTERED OFFICE

City Centre Old No.186 New No.232 Purasawalkam High Road  
First Floor ,F-1, Kilpauk, Chennai - 600 010.

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# LASER DIAMONDS LIMITED

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 19th Annual General Meeting of members of the Company will be held on Friday the 27<sup>th</sup> day of September 2013 at 10:30 AM at "RAGAAS" No:47, 1st Avenue , Sastri Nagar, Chennai 600020 for transacting the following business:

### ORDINARY BUSINESS:

1. To receive , consider and adopt the Profit and Loss account of the Company for the financial year ended 31.03.2013 and the balance sheet as at 31.03.2013 together with the director's report, auditor's report thereon and Compliance certificate of company Secretary thereon in wholetime practice.
2. To appoint Director in place of Mr. Tarun Chordia who retires by rotation being eligible offer himself for reappointment.
3. To appoint Auditors of the Company to hold office from conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the company at a remuneration to be decided by the Board of Directors.

### SPECIAL BUSINESS:

#### DELISTING OF EQUITY SHARES IN MADRAS AND AHMEDABAD STOCK EXCHANGE:

- 4 **To Consider, and if thought fit, to pass the following resolution, with or without modification, as a SPECIAL Resolution:**

"RESOLVED THAT subject to the provisions of the Companies Act, 1956, Securities Contracts (Regulation) Act, 1956, and the rules framed there under, listing agreement, SEBI (Delisting of Securities) Guidelines, 2003, and such other applicable laws, rules, regulations and guidelines, and subject to such approvals, permission and sanctions, as may be necessary, the Board of directors of the company be and is hereby authorized to seek voluntarily delisting of its securities from MADRAS STOCK EXCHANGE and AHMEDABAD STOCK EXCHANGE."

"RESOLVED FURTHER THAT the securities of the company shall continue to be listed on the stock exchange having nationwide trading terminals viz the stock exchange Mumbai and therefore as per the said guidelines issued by the Securities and Exchange Board of India, no exit opportunity need to be given to the shareholders of the company. "

"RESOLVED FURTHER THAT the Board of directors of the company be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable and to execute all such deeds and documents as may be considered necessary and expedient to give effect to the above said resolution immediately."

Date : 12.08.2013  
Place : Chennai

By Order of the Board  
For Laser Diamonds Limited  
RIKHABCHAND SAMDARIA  
Sd/-  
Director

## LASER DIAMONDS LIMITED

### NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, TO VOTE INSTEAD OF HIMSELF/HERSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A BLANK FORM OF PROXY IS ENCLOSED AND IF INTENDED TO BE USED, IT SHOULD BE RETURNED DULY COMPLETED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING.
2. The Register of Members and Share Transfer Books of the Company will remain closed from 20<sup>th</sup> September 2013 to 27<sup>th</sup> September 2013 (Both days inclusive)
3. Shareholders / proxy holders are requested to bring their copy of the annual report with them at meeting and to produce at the entrance the attached admission slip duly completed and signed, for admission to the meeting hall.
4. Members desirous of getting any information about the accounts and operation of the Company are requested to address their query to the Company at the registered office of the Company well in advance so that the same may reach at least seven days before the date of meeting to enable the management to keep the required information readily available at the meeting.
5. The Members are requested to intimate to the Registrar and Transfer Agents, Cameo Corporate Services Limited, Subramanian Building, No.1 Club House road, Mount Road, 5th Floor, Chennai-600 002, change of address if any at the earliest quoting their registered folio number.

Date : 12.08.2013

Place : Chennai

By Order of the Board  
For Laser Diamonds Limited  
RIKHABCHAND SAMDARIA  
Sd/-  
Director

### EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956 IN RESPECT OF:

#### ITEM NO: 4: DELISTING OF SECURITIES:

The Securities & Exchange Board of India (SEBI) notified guidelines for voluntary delisting of securities from the stock exchanges. As per SEBI (Delisting of Securities) Guidelines, 2003 an exit opportunity to the shareholders need not be given where securities of the company remain listed on the stock exchange having nation wide trading terminal, i.e., The Stock Exchange, Mumbai, the National Stock Exchange of India and any other stock exchange that may be specified by SEBI in this regard.

At present the equity shares of the company are listed at MUMBAI, AHMEDABAD and MADRAS. Considering the negligible volume of trading and as a part of its cost reduction measure, the consent of members is sought for getting its securities delisted from MADRAS and AHMEDABAD stock exchanges as proposed in the special resolution. The securities of the company shall continue to be listed on the Stock Exchange, Mumbai.

The Board of Directors have passed necessary Resolution on 12th day of August 2013 in this connection.

The Board recommends the resolution for approval of members.

None of the directors is, in any way, concerned or interested in the said resolution.

# LASER DIAMONDS LIMITED

## DIRECTORS' REPORT

To  
The Members

Your directors have pleasure in presenting the 19th Annual Report and Audited Statements of Accounts of the Company for the year ended 31st March, 2013.

### FINANCIAL RESULTS

(Rs.in '000)

Particulars	Year ended 31 March 2013	Year ended 31 March 2012
Income	14966.28	15957.86
Expenditure	14942.95	16945.50
Net Profit before Depreciation and tax	23.33	(987.64)
Depreciation	41.53	8.39
Taxes	6.00	8.04
Net Profit	(24)	(1004.07)

### MATERIAL CHANGES AND COMMITMENTS:

There have been no material changes & Commitments, which have occurred between the end of the financial year of the company to which the balance sheet relates and the date of the report affecting the financial position of the company.

### RESERVES:

The company does not propose to carry any amount to reserves during the financial year in view of the loss incurred by the company.

### DIVIDEND:

Your directors do not wish to recommend any dividend in view of the loss incurred by the company.

### OPERATION AND BUSINESS PERFORMANCE:

Kindly refer to Management Discussion & Analysis covered under corporate governance and forms part of this Annual Report.

### BUSINESS OPERATIONS:

The operations of the company is satisfied. During the year, the sales volume has declined by 4.39% when compared with the previous year. Your directors are hopeful that the market will improve in the coming years also. The company is continuing its Export of Diamond activities in the current year also. There is no manufacturing activities carried out during the financial year 2012-13.

As required under Corporate Governance, the Management's Discussion and Analysis Report which is forming a part of this report, is a reflection of the current state of business. It also deals with the opportunities and challenges faced by your Company and the outlook in future.

## LASER DIAMONDS LIMITED

### STATUTORY DISCLOSURES:

The company had no employee covered by the provisions of section 217(2A) of the Companies Act, 1956. The company has no activity relating to Conservation of Energy, or Technology Absorption. The details of foreign Exchange during the year ended 31st March 2013 are as follows:

Foreign Exchange earned: Rs: 119.48 lacs [Previous year Rs: 174.97 lakhs]

Foreign exchange out go : Nil

### DEPOSITS:

The Company has not accepted any deposit from the public during the Financial year.

### DIRECTORS:

Shri Tarun Chordia, Director of the company retires by rotation at the ensuing Annual General Meeting of the Company and being eligible offers him self for reappointment.

Shri S.Goutham, Director has resigned from directorship with effect from 30.03.2013

### DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to provisions of Section 217(2AA) of the Companies Act, 1956, it is hereby confirmed:

1. That in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures to the extent possible
2. 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 and fair view of the state of affairs of the Company as at 31st March, 2013 and of the profit or loss of the Company for the year ended 31st March, 2013
3. That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. That the Director had prepared the annual accounts on a going concern basis.

### AUDITORS:

Mr. BHARAT KUMAR N. JAIN, Chartered Accountant, Chennai, Company's Auditors, retire at the conclusion of the ensuing Annual General Meeting and being eligible, offer himself for reappointment.

### AUDITORS REPORT:

There are no reservations, qualifications or adverse remarks contained in the Auditors Report.

### CORPORATE GOVERNANCE:

Your Company has always striven to incorporate appropriate standards for good corporate governance. The company's philosophy of Corporate Governance is aimed at exhibiting maximum transparency to the investors by providing them with more information. This is done not only with the information that are to be revealed under mandatory provisions but also with those information which according to the Management and the Board are relevant to the investors and other Statutory Authorities to whom these Reports are addressed to. It has taken adequate steps to ensure that all mandatory provisions of corporate governance as prescribed under the amended listing agreements of the stock exchanges, with which the company is listed are complied with.

A separate report on Corporate Governance is produced as a part of the Annual Report of the Company.

The Auditors of the Company have certified that conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement are complied with by the Company and their Certificate is annexed to the Report on Corporate Governance.

# LASER DIAMONDS LIMITED

## SECRETARIAL COMPLIANCE CERTIFICATE :

A certificate from Whole time Company Secretary has been obtained as per the provision of section 383A(I) of the Companies Act, 1956 and Companies Amendment Act 2000 is enclosed and form part of the report.

## ACKNOWLEDGEMENT :

Your Board of Directors is grateful to the Bankers, Suppliers, Customers and the shareholders for the support extended from time to time. Your Board of Directors also wish to place on record the whole hearted cooperation given by employees, at all levels, during the year.

Date : 12.08.2013

Place : Chennai

for Laser Diamonds Ltd.

Tarun Chordia Rikhabchand Samdaria

Sd./

-Sd./-

Director

Chairman

## MANAGEMENT'S DISCUSSION AND ANALYSIS (Annexure A)

### 1. OVERALL REVIEW & INDUSTRY OUTLOOK:

There was continues slow down in demand from US and Europe, however slowdown has not impacted the diamond trade in India. Development of Asian and domestic market in the last of couple of years has changed the dynamic and Asian market's contribution are more in the global market. The overall review of the Trading of Diamonds ore well fetched globally. The trend of export of Diamonds is expected to continue.

### 2. OPPORTUNITIES:

The Development of Asian and Domestic market, the trading activities for the cut and polished diamonds are more profitable and presently the company is concentrating on trading and exporting of cut and polished Diamonds only.

### 3. RISK MANAGEMENT :

Risk evaluation and management is an ongoing process in the company.

### 4. INTERNAL CONTROL SYSTEMS AND ADEQUACY

The Company has adequate internal control mechanism commensurating with the size of operations of the company. The management continuously reviews the internal control system and procedures. Critical review is also done to reduce non value added paper work.

### 5. HUMAN RESOURCES AND INDUSTRIAL RELATIONS:

Your company continues to have cordial relations with its employees.

### 6. CAUTIONARY STATEMENT

Certain statements in this report on "Management's Discussion and Analysis" are forward looking statements and which have been issued as required by applicable Securities Laws and Regulations. There are several factors which would be beyond the control of Management and as such, may affect the actual results which could be different from that envisaged.

## STATEMENT AND REPORTS ON CORPORATE GOVERNANCE:

### A MANDATORY REPORTS ON CORPORATE GOVERNANCE:

Corporate Governance

The Certificate by CEO of the Company on Compliance with the code of Conduct is given below

To

The Board of Directors

LASER DIAMONDS LIMITED

It is hereby confirmed that the Directors and Senior management have duly complied with the Code of conduct laid down by the Company during the financial year ended March 31, 2013.

Place: Chennai

Date : 12.08.2013

LALITKUMAR SAMDARIA

Director and Compliance officer

### I. Company's Philosophy on Corporate Governance:

The Company's philosophy is aimed at exhibiting maximum transparency to the investors by providing them with more information. This is done not only with the information that is to be revealed under mandatory provisions but also with those information which according to the Management and the Board are relevant to the investors and other Statutory Authorities to whom these Reports are addressed to:

# LASER DIAMONDS LIMITED

## II. Composition of the Board

The Board comprising of four Directors is headed by a two Executive Director and two Non Executive Directors. The Composition and category, Share holdings, the attendance at Board meetings and last AGM, number of Directorships and chairmanship/membership of committees in other Companies is as follows

Name	Share holding	Category	No of Board Meetings attended During 2012-13	Whether attended the Last AGM	No of Directorships in public companies	No of other Board Committees in which he/she is Member or Chairperson
Mr. Lalit Kumar Samdaria	1562193	Executive	5	Yes	Nil	1 Chairman
Mr. Rikhabchand Samdaria	1552	Executive	8	Yes	Nil	2 Members
Mr. S. Goutham	100	Non-Executive	8	Yes	Nil	1 Chairman 2 Members
Mr. Tarun Chordia	100	Non-Executive	8	Yes	Nil	1 Chairman 2 Members

## BOARD MEETINGS:

Eight Board Meeting were held on the following dates:

27.04.2012, 18.07.2012, 26.07.2012, 24.08.2012, 29.10.2012, 01.01.2013, 30.01.2013 and 30.03.2013

None of the Directors is member in more than 10 committees or acting as Chairman of more than Five Committees.

## III. AUDIT COMMITTEE:

### Constitution:

The Committee consists of 3 Directors.

1. Mr. S. Goutham Chairman
2. Mr. Tarun Chordia Director
3. Mr. Rikhob Chand Samdaria Director

The Committee is chaired by Mr. S. Goutham

### TERMS OF REFERENCE:

The charter of the committee is as prescribed under clause 49 of the Listing Agreement viz.,

1. Oversight of Company's Financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Recommending the appointment and removal of external auditors, fixation of audit fee and also approval of any other services.
3. Reviewing with the management the annual financial statements before submission to the Board focusing primarily on:
  - i) Any changes in accounting policies and practices.
  - ii) Major accounting entries based on exercise of judgment by Management.
  - iii) Qualification in draft audit report.
  - iv) Significant adjustments arising out of audit.
  - v) The 'Going Concern' assumption.
  - vi) Compliance with Accounting Standards.
  - vii) Any related party transaction ie., transaction of the company of material nature with promoters of the management and their subsidiaries or relatives etc., that may have potential conflict with the interest of the company at large.



## LASER DIAMONDS LIMITED

4. Reviewing with management, external and Internal audit function including the structure of internal control system.
5. Reviewing the adequacy of internal audit function including the structure of Internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
6. Discussing with internal auditors any significant findings and follow up thereon.
7. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud and irregularity or a failure of internal control systems of a material nature and reporting the matter of the Board.
8. Discussing with the external auditors before the audit commences, nature and scope of audit, as well as post-audit discussion to ascertain any area of concern.
9. Reviewing the company's financial and risk management policies.
10. Looking into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividend) and creditors.

### **Meetings and attendance:**

The Audit committee met 4 (four) times during the year i.e, on 27.04.2012, 26.07.2012, 29.10.2012 and 30.01.2013 and all the director have attended the meetings.

### **IV. REMUNERATION COMMITTEE:-**

#### **Constitution:**

The Committee consists of 3(Three ) directors.

1. Mr. Tarun Chordia Director
2. Mr. S.Goutham Director
3. Mr. Rikhab Chand Samdaria Director

The committee is headed by Mr. Tarun Chordia.

#### **TERMS OF REFERENCE:**

The Remuneration committee has been constituted to recommend and review the remuneration packages of the Directors and to formulate a broad policy for management remuneration .

#### **REMUNERATION POLICY:**

The Remuneration Policy as outlined by the committee aims at recognizing and rewarding performances and achievements, while fixing the remuneration of Directors, their contribution by way of their professional. This policy is in tune with current national and international practices.

#### **MEETINGS AND ATTENDANCES:**

During the year 2012-13, the committee met twice i.e on 27.04.2012 and 29.10.2012.

#### **DETAILS OF REMUNEATION OF DIRECTORS:**

Remuneration of Rs: 10,000/- [ Rupees Ten Thousand only] has been paid to a Director Mr. Rikhab Chand Samdaria.

### **V. SHARE HOLDERS COMMITTEE:**

#### **Constitution:**

The Committee consists of 3 (Three) Directors.

1. Mr. Lalit Kumar Samdaria Director
2. Mr. S. Goutham Director
3. Mr. Tarun Chorida Director

The Committee is headed by Mr. Lalit Kumar Samdaria

## LASER DIAMONDS LIMITED

Name and designation of the Compliance Officer: Mr. Lalit Kumar Samdaria

Pending Share Transfers: There are no pending transfers.

**Details of the last three AGMs held are given below:**

Date of Meeting	Time of Meeting	Venue of the Meeting	Special Resolutions passed at AGM
28.09.2012 18th AGM	10.30 a.m.	"RAGAAS" No.47,1 Avenue, Sastri Nagar, Chennai-20	Nil
29.09.2011 17th AGM	10.30 a.m.	"RAGAAS" No.47,1 Avenue, Sastri Nagar, Chennai-20	Nil
28.09.2010 16th AGM	10.30 a.m.	"RAGAAS" No.47,1 Avenue, Sastri Nagar, Chennai-20	Nil

No special resolution has been passed by way of postal ballot.

### VI. DISCLOSURES:

There are no materially significant transaction made by the company with its promoters, the directors or the Management, their subsidiaries or relatives etc., which require separate disclosure. No penalties / strictures have been imposed on the company by any regulatory authority for non compliance of any law.

### VII. MEANS OF COMMUNICATIONS:

#### Quarterly Results:

The Company has published its quarterly Financial Results regularly

Company e.mail ID : [laserdiamonds@yahoo.co.in](mailto:laserdiamonds@yahoo.co.in) / [info@laserdiamondsltd.co.in](mailto:info@laserdiamondsltd.co.in)

Company Website : [www.laserdiamonds.co.in](http://www.laserdiamonds.co.in)

#### Management Discussion and Analysis Report:

The Management Discussion and Analysis Report is included in the Director's Report and Forms part of the annual Report.

(Annexure A to the Directors Report).

### VIII. GENERAL SHAREHOLDER INFORMATION:

Number of AGM	: 19th AGM
Date	: 27th September 2013
Day	: Friday
Time	: 10.30AM
Venue	: "RAGAAS" No.47, 1st Avenue, Sastri Nagar, Chennai-600020.
Financial year	: 1 April 2012 to 31 March 2013.
Book Closure date	: 20.09.2013 to 27.09.2013 (Both days Inclusive).
Dividend Payment date	: Not Applicable.
Listing of Stock Exchange	: Madras, Bombay and Ahmedabad
Listing Fee	: Listing Fee paid upto : 2013-14
Stock Code	: 531164
ISIN allotted to Equity Shares	: INE995E01015
Registrar & Transfer Agents	: M/s. Cameo Corporate Services Ltd, "Subramaian Building" 1, Club House Road, 5th Floor, Chennai 600 002.

### SHARE TRANSFER SYSTEM:

The share transfers are processed and the share certificates returned within a period of 10 to 15 days from the date of receipt, so long as the documents have been clear in all respects. The Company has, as per SEBI Guidelines offers the facility of transfer cum demat.

# LASER DIAMONDS LIMITED

## SHARE HOLDING PATTERN as on 31st March 2013 :

Category	Shares	%
<b>A. Promoters Holding:</b>		
1. Promoters:		
Indian Promoters		
Mr. Lalit Kumar Samdaria	15,62,193	38.57
Mrs. Hemlatha Samdaria	4,37,551	10.80
Mr. Rikhab Chand Samdaria	1,552	0.04
Foreign Promoters	Nil	Nil
2. Persons Acting in concert	18,403	0.46
<b>Sub- Total</b>	<b>20,19,699</b>	<b>49.87</b>
<b>B. Non Promoters Holding:</b>		
3. Institutional Investors		
a) Mutual Funds and UTI	Nil	Nil
b) Banks, Financial Institution, Insurance Companies (Central/State Govt/ Institutions/ Non-Govt Institutions) City Union Bank	Nil	Nil
c) FI's	Nil	Nil
<b>Sub Total</b>	<b>Nil</b>	<b>Nil</b>
4. Others :		
a) Private Bodies Corporate	44,800	1.11
b) Pan Link Consultants	Nil	Nil
c) Indian Public	19,85,501	49.02
d) NRI/ OCB's	Nil	Nil
e) Any Other (Please Specify)		
Shares in Transit	Nil	Nil
Forfeited Shares	Nil	Nil
Foreign National	Nil	Nil
<b>Sub- Total</b>	<b>20,30,301</b>	<b>50.13</b>
<b>Grand Total</b>	<b>40,50,000</b>	<b>100.00</b>

### Distribution of Shareholding as on 31st March, 2013

Share holders			Share holdings	
Shares	Number	% of total	Shares	% of total
Upto 500	2570	73.74	699602	17.27
501 1000	653	18.74	448700	11.08
1001 2000	129	3.70	196852	4.86
2001 3000	49	1.41	129100	3.19
3001 4000	28	0.80	100600	2.48
4001 5000	21	0.60	98500	2.43
5001 10000	18	0.52	120102	2.97
10001 and above	17	0.49	2256544	55.72
<b>Total</b>	<b>3485</b>	<b>100.0000</b>	<b>4050000</b>	<b>100.0000</b>

### Categories of Shareholding as on 31st March, 2013

Promoters/Directors and Relatives	2019699	49.87
Private Corporate Bodies	44800	1.11
Indian Public	1985501	49.02
<b>TOTAL</b>	<b>40,50,000</b>	<b>100.00</b>

### Dematerialisation of Shares & Liquidity :

Shares in Demat :	23,79,297	58.75 %
Shares in Physical :	16,70,703	41.25 %
<b>TOTAL :</b>	<b>40,50,000</b>	<b>100.00</b>

### Outstanding GDR's/ADRs./Warrants - Nil

Address for Correspondence : City Centre Old No.186 New No.232 Purasawalkam High Road First Floor, F 1, Kilpauk, Chennai - 600 010.

Factory Location : Nil

Date : 12.08.2013

Place : Chennai

By Order of the Board  
For Laser Diamonds Limited  
RIKHABCHAND SAMDARIA  
Sd/-  
Director

# LASER DIAMONDS LIMITED

## **Certification by CEO and CFO s issued pursuant to revised Clause 49 of the Listing Agreement:**

**I, Rikhabchand Samdaria** Director of M/s Laser Diamonds Limited, Chennai certify that:

- (a) I have reviewed the financial statements including the cash flow statement of M/s.Laser Diamonds Limited, Chennai for the year ended 31st March 2013
  - I. To the best of my knowledge and belief , the financial statements including cash flow statements do not contain any materially untrue statement or omit any material fact or contains statements that might be mis-leading :
  - II. To the best of my knowledge and belief, the financial statements including cash flow statements presents a true and fair view of company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) To the best of my knowledge and belief, there are no transactions entered into by the company during the year , which are fraudulent, illegal or violative to the company's code of conduct.
- (c) Based on my observance and on the basis of submission received through sub-certification process, I certify that internal controls for financial reporting ore established, maintained and are effective considering the nature and size of the business. Further no deficiencies have observed in design or operation of such internal controls for the period covered by this report.
- (d) During the period under review, no significant changes were observed in the internal controls over financial reporting and accounting policies of the company. Furthermore, no instance of fraud found by management or employees having a significant role on the company's internal control system over financial reporting.

Date : 12.08.2013

Place : Chennai

RIKHABCHAND SAMDARIA  
(Signature of the Certifying Authority)  
Director

## **AUDITOR CERTIFICATE REGARDING COMPLIANCE WITH CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 of the Listing Agreement:-**

**Registration No of the Company** : 29777  
**Nominal Capital** : 5,00,00,000/-

To

The members of the Laser Diamonds Ltd., Chennai

I have examined all the relevant records of M/s. Laser Diamonds Ltd, Chennai for the purpose of certifying compliance of the conditions of Corporate Governance under clause 49 of the Listing Agreement with Bombay, Madras and Ahmedabad Stock Exchanges for the financial year ended 31.3.2013. I have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of certification.

The Compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedure and implementation thereof. This certificate is neither as assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

On the basis of our examination of the records produced, explanation and information furnished, we certify that the Company has complied with the conditions of corporate governance as stipulated in the above listing Agreement.

Date : 12.08.2013

Place : Chennai

Sd/-  
**(BHARAT KUMAR N. JAIN)**  
Chartered Accountant  
Membership No.027891

# LASER DIAMONDS LIMITED

P.R.SUDHA  
COMPANY SECRETARY  
Flat 'C' Lakshmi Apartments, 171, 3rd Cross Street,  
Lakshmi Nagar, Porur, Chennai - 600 116.

## COMPLIANCE CERTIFICATE

Registration No. ::L52599TN1995PLC029777

Authorised Capital : Rs. 5,00,00,000/-

Paid-up Capital : Rs. 4,05,00,000/-

To,

**THE MEMBERS**

**M/S.LASER DIAMONDS LIMITED**

City Centre Old No.186 New No.232 Purasawalkam High Road First Floor ,F-1, Kilpauk, Chennai - 600 010.

I have examined the registers, records, books and papers of M/S.LASER DIAMONDS LIMITED, (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31 March, 2013. In my opinion and to the best of my Information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all Registers as stated in Annexure 'A' to this certificate, as per the provisions of the Act and the rules made there under 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, Tamilnadu, within the time prescribed under the act and rules made there under.
3. The Company being a Public Limited Company and hence the comments are not required.
4. The Board of Directors duly met Eight (8) times i.e., on 27-04-2012, 18-07-2012, 26-07-2012, 24-08-2012, 29-10-2012, 01.01.2013, 30.01.2013 and 30.03.2013 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 has closed its Register of Members from 21st September 2012 to 28th September 2012 (both days Inclusive) during the Financial year.
6. The Last Annual General Meeting for the Financial year ended on 31 March 2012 was held on 28th Day of September 2012 after giving due notice to the Members of the company and the Resolution passed thereat were duly recorded in Minute Book maintained for the Purpose.
7. No Extra ordinary General Meetings was held during the Financial year.
8. The Company has Not advanced any Loan to its Directors and /or persons or Firms or Companies referred to in Section 295 of the Act, during the Financial year.
9. As explained, there were No Transactions within the provisions of section 297 of the Act during the Financial year.
10. The Company has made necessary entries in the Register maintained under section 301 of the Act to the extent applicable.
11. As there were no instances falling within the purview of section 314 of the Act, the Company was not required to obtain approvals from the Board of Directors, Members or Central Government, as the case may be under this said section.
12. The Company has not issued any duplicate share Certificate during the financial year.

## LASER DIAMONDS LIMITED

13. The Company has
- (i) Delivered all the certificates on lodgements there of for transfer in accordance with the provisions of the act and there was no request for Transmission of Securities during the Financial year.
  - (ii) The Company was not required to deposit any amount in a separate Bank account as no dividend was declared during the Financial year.
  - (iii) The company was not required to post warrants to any Members of the company as No dividend was declared during the Financial year.
  - (iv) The Company was not required to transfer any amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund.
  - (v) The Company has generally complied with the requirements of Section of 217 of the Act.
14. The Board of Directors of the Company is duly constituted.
15. During the year the Company has not appointed any Managing Director and hence the Provision of Section 269 of the Act with regard to appointment of Managing Director / Whole time Director / Manager does not arise.
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 any of the provisions of the Act during the Financial year.
18. All the Directors have disclosed their interest in other companies or firms pursuant to the provisions of the Act and the Rules made there under.
19. The Company has not issued any Shares/debentures/other Securities during the Financial year.
20. The Company has not bought back any shares during the Financial year.
21. 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 and bonus shares pending registration of transfer of shares.
23. The Company has not accepted any deposits from the public as per the Provisions of Section 58A and 58AA of the Companies Act, 1956 during the financial year.
24. The Company has not availed any Secured loan from any Banks/ Financial Institutions and hence the provisions of Section 293(1) (d) of the Act, does not arise.
25. There were No Transactions with regard to making of any loans or advance or giving of guarantees or providing of securities to other bodies corporate in the Company within the purview of section 372A of the Act, during the Financial year.
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 t h e Company during the Financial year.
28. The Company has not Altered the provisions of the Memorandum with respect to Change in Name of the Company during the Financial year.
29. The Company has not altered the provisions of the Memorandum with respect to Share Capital of the Company during the Financial year.
30. The Company has not altered its Articles of Association during the Financial year.
31. As informed by the Management, there were no prosecution initiated against or show cause notice 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 or security from its employees during the Financial year.
33. As Explained , the provisions of Provident Fund and Miscellaneous Provisions Act pursuant to section 418 of the Act is not applicable to this company during the Financial year.

Date : 12.08.2013  
Place : Chennai

Signature:  
Name of Company Secretary:  
**P.R.SUDHA**  
C.P.No. 4468

# LASER DIAMONDS LIMITED

## Annexure A

### Registers as maintained by the Company

1. Register of Members u/s 150
2. Minutes of Board Meeting
3. Minutes of meetings of members
4. Register of Directors u/s 303
5. Register of Directors' shareholding u/s 307
6. Register under section 301
7. Register of Directors' Attendance under Regulation 71 of Table A of Schedule I of the Act.
8. Register of Shareholders' Attendance

## Annexure B

Forms and Returns as filed by the Company with Registrar of Companies, during the financial year ending on 31st March, 2013.

Document	Form No.	Section	Date of Filing	Whether filed within the prescribed time
Secretarial Compliance Certificate for the year ended 31.3.2012	66	383A	28.10.2012	Yes
Balance sheet and profit & loss Account for the year ended 31.03.2012	23AC ACA XBRL	220	06.02.2013	Yes
Schedule V made upto	20B	159	06.02.2013	No. with additional fee
Cessation of Director	32	303	17.04.2013	Yes
Change of Registered office	18	146	08.02.2013	No, with additional fee

Date : 12.08.2013

Place : Chennai

Signature:

Name of Company Secretary:

**P.R.SUDHA**

C.P.No. 4468

# LASER DIAMONDS LIMITED

## INDEPENDENT AUDITOR'S REPORT

To  
The Members of  
LASER DIAMONDS LTD

1. I have audited the attached balance sheet of LASER DIAMONDS LTD as at 31 March 2013, the profit and loss account and also the cash flow statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. My responsibility is to express an opinion on these financial statements based on my audit.

2. I have conducted my audit in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. I believe that my audit provides a reasonable basis for my opinion.

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

Further to my comments in the Annexure referred to above, I report that:

4. i) I have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of my audit.

ii) In my opinion, proper books of account as required by law have been kept by the company so far as appears from my examination of those books.

iii) The balance sheet, profit and loss account and cash flow statement dealt with by this report are in agreement with the books of account.

iv) In my opinion, the balance sheet, profit and loss account and cash flow statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.

v) On the basis of written representation received from the directors, as on 31st March 2013 and taken on record by the Board of Directors, I report that none of the directors are disqualified as on 31st March 2013 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of Companies Act, 1956;

vi) In my opinion and to the best of my information and according to the explanations given to me, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.

a) In the case of the balance sheet, of the state of affairs of the company as at 31st March 2013;

b) In the case of profit and loss account, of the loss for the year ended on that date; and In the case of the Cash Flow Statement of the Cash Flows for the year ended on that date.

Date: 12.08.2013  
Place: Chennai

(BHARAT KUMAR N. JAIN)  
Chartered Accountant  
376, Mint Street, 2nd Floor  
Chennai-600 079, [M. No.027891]



# LASER DIAMONDS LIMITED

## ANNEXURE TO THE AUDITORS REPORT

Referred to in paragraph 3 of our report of even date.

- 1) (a) On the basis of examination of the records of the company, I report that the company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.  
(b) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets. All fixed assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. As informed, no material discrepancies were noticed on such verification. The Company has disposed off building used as Registered office. However, in our opinion, this will not affect going concern concept.
- 2) a) Inventory as on 31.03.2013 is Rs.70,51,350.00 [P Y. 57,99,911.00], Physical verification of Inventories has taken during the year by management.  
b) In my opinion and according to the information and explanation given to me, 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 business.  
c) On the basis of examination of the records of the inventory and according to information and explanations given to me, the company is maintaining proper records of inventory.
- 3) The company has not entered into any contracts or arrangements attracting the provision of section 297 & 301 of the Companies Act 1956 and hence the Clause (V) of the said Order is not applicable.
- 4) In my opinion and according to the information and explanations given to me, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchase of inventory and with regard to the sale of goods. During the course of our audit, I have not observed any continuing failure to correct major weaknesses in internal controls.
- 5) In my opinion and according to the information and explanations given to me, there are no transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956.
- 6) In my opinion and according to the information and explanations given to me, the company has not accepted any deposit from Public.
- 7) In my opinion, the company has an internal audit system commensurate with the size and nature of its business.
- 8) The Industry in which Company's business is involved is not prescribed u/s 210(1) (d) for maintenance of cost records.
- 9) (a) As per the information and explanations given to me and records of the company, the company is regular in depositing with appropriate authorities undisputed statutory dues including income tax, sales tax, excise duty, cess and other material statutory dues applicable to it. No wealth tax and custom duty is payable by company.  
(b) According to the information and explanations given to me and records of the company, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, customs duty, excise duty and cess were in arrears, as at 31.03.13 for a period of more than six months from the date they became payable.  
c) According to the information and explanations given to me, there are no dues of sales tax, income tax, customs duty, wealth tax, excise duty and cess which have not been deposited on account of any dispute.
- 10) In my opinion, the accumulated losses of the company is Rs. 169.58 lacs as on 31.03.2013, which is not more than 50% of its net worth.
- 11) In my opinion and according to the information and explanations given to me, the company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
- 12) As per records of the company, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- 13) In my opinion, the company is not a chit fund or a nidhi 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.
- 14) In my 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.
- 15) As per the records of the company, the company has not given guarantees for loans taken by other from banks or financial institutions.
- 16) As per records of the company, the company has not raised any term loan.
- 17) According to the information and explanations given to me and on an overall examination of the balance sheet of the company, we report that the no funds raised on short-term basis have been used for long-term investment. No long-term funds have been used to finance short-term assets except permanent working capital.
- 18) According to the information and explanations given to me and as per records of the company, the company has not made preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act.

## LASER DIAMONDS LIMITED

- 19) According to the information and explanations given to me, during the period covered by my audit report, the company had not issued any debentures during the year.
- 20) During the course of my examination of books of accounts carried out in accordance with generally accepted practices in India, I have neither come across any incidence of fraud on or by the company nor have we been informed of any such case by the management.

Date: 12.08.2013

Place: Chennai

(BHARAT KUMAR N. JAIN)

Chartered Accountant

376, Mint Street, 2nd Floor

Chennai-600 079, [M. No.027891]

### Balance Sheet As At March 31, 2013

Particulars	Note No.	As at March 31, 2013 (Rupees)	As at March 31, 2012 (Rupees)
<b><u>I. Equity and Liabilities</u></b>			
<b>(1) Shareholders' funds</b>			
(a) Share capital	2	40,130,500.00	40,130,500.00
(b) Reserves and surplus	3	(16,898,698.01)	(16,874,440.03)
		23,231,801.99	23,256,059.97
<b>(2) Current liabilities</b>			
(a) Trade payables	4	2,242,407.00	-
(b) Deferred tax liabilities (Net)	5	14,095.00	8,043.00
(c) Other current liabilities	6	85,000.00	40,000.00
		2,341,502.00	48,043.00
<b>TOTAL</b>		<b>25,573,303.99</b>	<b>23,304,102.97</b>
<b><u>II. Assets</u></b>			
<b>(1) Non-current assets</b>			
(a) Fixed assets			
(i) Tangible assets	7	4,263,111.00	6,316,741.00
(b) Long-term loans and advances	8	6,492,197.00	6,492,197.00
(c) Other non-current assets	9	200,000.00	-
		10,955,308.00	12,808,938.00
<b>(2) Current assets</b>			
(a) Inventories	10	7,051,350.00	5,799,911.00
(b) Trade receivables	11	7,500,070.48	4,481,706.74
(c) Cash and cash equivalents	12	28,435.51	175,407.23
(d) Other current assets	13	38,140.00	38,140.00
		14,617,995.99	10,495,164.97
<b>TOTAL</b>		<b>25,573,303.99</b>	<b>23,304,102.97</b>
<b>Summary of Significant Accounting Policies</b>		1	-
<b>The accompanying notes are an integral part of the financial statements (Note 1 to Note 20)</b>			

As per our report of even date  
FOR BHARAT KUMAR N. JAIN  
Chartered Accountants  
Membership No.027891

Place : CHENNAI  
Date: 12.08.2013

FOR & ON BEHALF OF THE BOARD DIRECTORS  
For LASER DIAMONDS LIMITED  
RIKHABCHAND SAMDARIA  
DIRECTOR

For LASER DIAMONDS LIMITED

TARUN CHORDIA  
DIRECTOR

# LASER DIAMONDS LIMITED

## Statement of Profit & Loss for the Year Ended March 31, 2013

Particulars	Note No.	31.03.2013	31.03.2012
<b>INCOME</b>			
I. Revenue from operations (gross)	14	14,681,000.00	15,355,000.00
II. Other income	15	285,284.19	602,866.80
III. Total Revenue (I +II)		<b>14,966,284.19</b>	<b>15,957,866.80</b>
<b>IV. Expenses:</b>			
(b) Purchases of Traded Goods		15,303,407.00	16,336,158.00
(Increase) / Decrease in inventories	16	(1,251,439.00)	(200,706.00)
Cost of traded goods Sold		14,051,968.00	16,135,452.00
(d) Employee benefits expense	17	269,000.00	175,000.00
(f) Depreciation & Amortization Exp.	18	41,539.00	8,395.00
(f) Other expenses	19	621,983.17	635,056.09
Total expenses		<b>14,984,490.17</b>	<b>16,953,903.09</b>
V Profit before tax (III-IV)		<b>(18,205.98)</b>	<b>(996,036.29)</b>
<b>VI Tax expense:</b>			
Provision for Deferred tax		(6,052.00)	(8,043.00)
VII Profit (Loss) for the period (V-VI)		<b>(24,257.98)</b>	<b>(1,004,079.29)</b>
<b>VIII Earnings per equity share:</b>			
(i) Earnings per share (of Rs. 10/- each):	20		
(a) Basic		(0.01)	(0.25)
(b) Diluted		(0.01)	(0.25)
<b>Summary of Significant Accounting Policies</b>		1	
The accompanying notes are an integral part of the financial statements (Note 1 to Note 20)			

As per our report of even date

FOR BHARAT KUMAR NJAIN

Chartered Accountants  
Membership No.027891

Place : CHENNAI

Date: 12.08.2013

FOR & ON BEHALF OF THE BOARD DIRECTORS

For LASER DIAMONDS LIMITED

RIKHABCHAND SAMDARIA  
DIRECTOR

For LASER DIAMONDS LIMITED

TARUN CHORDIA  
DIRECTOR

# LASER DIAMONDS LIMITED

## Notes 1

Note forming part of the financial statement for the year ended 31<sup>st</sup> March 2013

### SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS : ACCOUNTING CONVENTION

The Financial Statements are prepared under the historical cost convention and in accordance with applicable accounting standards.

#### FIXED ASSETS

Fixed Assets are stated at cost less depreciation. Cost of Fixed Assets include all direct expenditure and expenditure during construction period allocated of Fixed Assets.

Depreciation on the fixed assets has not been provided. Since the fixed assets with the company is not in use and it is under litigation and the balance of fixed assets has been discarded as mentioned in my report of Auditor's report. But depreciation has been provided on new assets introduced in Block Assets during the year.

QUANTITATIVE PARTICULARS	2012-2013		2011-2012	
	Quantity in Carats	Value Rs.	Quantity in Carats	Value Rs.
Opening Stock	347.40	55,99,911	346.70	55,99,205
Purchase	471.13	1,53,03,407	332.14	1,63,36,158
Sales	409.08	1,46,81,000	331.44	1,53,55,000
Closing Stock	409.45	70,51,350	347.40	57,99,911

#### INCOME RECOGNITION

Income & Expenditure are accounted on accrual basis.

#### Sales

Sales are recorded and supply of goods takes place in accordance with the terms of sales. Sales do not include Excise Duties.

There were no amounts due to Suppliers under the Micro, Small and Medium Enterprises Development Act 2006, (MSMED Act, 2006) Units Sundry Creditors as on 31.03.2013

#### ACCOUNTING STANDARD

The Profit and Loss A/C. and Balance Sheet Complied with the accounting standards referred in section 211 (3C) of companies Act 11086.

#### SECURED LOAN

There are no secured loan borrowed by the company .

#### CHANGE IN ACCOUNTING POLICY

There is no change in policy of accounts Expenditure in Foreign Currency NIL

Previous Year figures have been rearranged and regrouped wherever necessary.

Sundry Debtors unsecured considered goods

Outstanding for a period exceeding six months Rs. 9.66 Lakhs

Others Rs. 65.34 Lakhs

(The Company does not hold any security except the personal guarantee of debtors.)

#### Related Party Transactions:

As per accounting standard 18 (AS18) issued by the Institute of Chartered Accountants of India, the Company's related parties are as under :

#### Key Managerial Persons:

1. Sri Rikhabchand Samdaria, Chairman

AUDITOR'S REMUNERATION	2012-13	2011-2012
For Audit	Rs.30000	30000
TOTAL	Rs.30000	30000
Interested Party payments, if any	Nil	

#### TAXES

Since there is a loss no provision for taxation has been provided

The deferred tax liability has been provided on the depreciation provided during the year on car and inverter.

# LASER DIAMONDS LIMITED

## FOREIGN EXCHANGE TRANSACTIONS :

Foreign Exchange Transactions of revenue in nature are accounted at the exchange rates prevailing on the date of transaction and are recognized in the Profit and Loss Account. There are no Foreign Exchange Transactions with respect to Assets and Liabilities. Profit on realization of Foreign Exchange is Rs.2,85,284 and previous year profit for Rs.6,02,866

## ADVANCE FOR MACHINERY :

The Liabilities for sundry creditor towards purchase of Machinery from M/s. Diamond Processing Corporation and M/s. Star Machinery has been adjusted against the Machinery advances to M/s. R.V. Diamonds. Since They belongs to the same group as per the information and explanation given to us. After adjust the credit balance against the advances for Machinery the net balance has been shown in the balance sheet but Amount advance to R.V. Diamond for purchase of machinery during the year 1995 (Rs.67.52 lakh). Company has filed suite against them which is still pending in the High Court.

## PROVIDENT FUND :

As per the information provided the provisions of provident fund, state insurance are not applicable is accounted on accrual basis and is charges to revenue account.

In the opinion of the Board of Directors, Sundry debtors, Current assets, Loans and Advances have a value on realization, in the ordinary course of business, atleast equal to the amount at which they are stated.

The company is yet to receive confirmations from parties in respect of balances outstanding in sundry debtors and creditors.

## SEGMENT REPORTING :

The Company's business consists of one primary reportable business segment purchase and sale of Precious stones hence segment report is not required under Accounting Standard - 17.

## EARNINGS PER SHARE (EPS)

	2012-13	2011-12
Profit after taxation	Rs. (0.24) lakhs	Rs. (10.04) lakhs
No. of Equity Shares	Rs. 40,50,000	Rs. 40,50,000
Basic & diluted earnings per share	Rs. (0.01)	Rs. (0.25)
Nominal value per share	Rs. 10.00	Rs. 10.00

## Provisions, Contingent Liabilities and Contingent Assets

Provision is recognized in respect of obligations where, based on the evidence available, their existence of the Balance Sheet date is considered probable.

A Provision is recognized if, as a result of a past event, the Company has a present legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date.

Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

Re-imbusement expected in respect of expenditure to settle a provision is recognized only when it is virtually certain that the Re-imbusement will be received.

A Contingent Asset is not recognized in the Accounts.

Previous years figures have been regrouped wherever necessary

As per our report of even date

FOR & ON BEHALF OF THE BOARD DIRECTORS

For Bharat Kumar N. Jain  
Chartered Accountants  
Membership No.027891

Place : CHENNAI  
Date: 12.08.2013

For LASER DIAMONDS LIMITED  
RIKHABCHAND SAMDARIA  
DIRECTOR

TARUN CHORDIA  
DIRECTOR

## LASER DIAMONDS LIMITED

### Note 2. : Share capital

#### A) Authorised ,Issued,subscribed and paid up capital and par value per share

	As at 31.3.2013	As at 31.3.2012
<b>Authorised:</b>		
5000000 Equity Shares of Rs 10/- each	50,000,000.00	50,000,000.00
<b>Total</b>	<b>50,000,000.00</b>	<b>50,000,000.00</b>
<b>Issued, Subscribed &amp; paid up:</b>		
4050000 Equity Shares of Rs 10/- each (of these 200000 Shares of Rs.10/- each issued for consideration other than cash)	40,500,000.00	40,500,000.00
LESS: Calls in arrears	369,500.00	369,500.00
<b>Total</b>	<b>40,130,500.00</b>	<b>40,130,500.00</b>

#### B) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year

Particulars	As at 31.3.2013	As at 31.3.2012
Number of share out standing at the beginning of the year	4,050,000.00	4,050,000.00
Number of share out standing at the End of the year	4,050,000.00	4,050,000.00

#### C) Shares in the company held by each shareholders holding more than 5 % shares

Name of shareholders	As at 31.3.2013		As at 31.3.2012	
	No. of Shares	% of Share holding	No. of Shares	% of Share holding
Mr. Lalit Kumar Samdaria	1,562,193.00	38.57	1,330,193.00	32.84
Mrs Hemlatha Samdaria	437,551.00	10.80	437,551.00	10.80
Mr. Rikhab Chand Samdaria	1,552.00	0.04	233,552.00	5.77

#### Note 3 : Reserves and surplus

Particulars	As at 31.3.2013	As at 31.3.2012
<b>Surplus / (Deficit) in the statement of Profit and Loss</b>		
Balance as per Last Financial Statements	(16,874,440.03)	(15,870,360.74)
Profit / (Loss) for the year	(24,257.98)	(1,004,079.29)
Less: Appropriation	-	-
Net Surplus / (Deficit) in the statement of profit and loss	(16,898,698.01)	(16,874,440.03)
<b>Total reserves and surplus</b>	<b>(16,898,698.01)</b>	<b>(16,874,440.03)</b>

## LASER DIAMONDS LIMITED

### Note 4 : Trade Payables

Particulars	As at 31.3.2013	As at 31.3.2012
<b>Trade Payables</b>		
Sundry Creditors	2,242,407.00	-
<b>Total</b>	2,242,407.00	-

### Note 5 : Deferred Tax Liabilities (Net)

Particulars	As at 31.3.2013 Rupees	As at 31.3.2012 Rupees
Depreciation & amortisation	14,095.00	8,043.00
Deferred tax liabilities / (Assets)	14,095.00	8,043.00

### Note 6 : Other Current Liabilities

Particulars	As at 31.3.2013	As at 31.3.2012
<b>Short-term provisions</b>		
<b>For Other Expenses</b>		
(i) Audit Fees Payable	60,000.00	30,000.00
(ii) Consultancy Fees Payable	25,000.00	10,000.00
<b>Total</b>	85,000.00	40,000.00

### NOTES - 7 : FIXED ASSETS & DEPRECIATION AS PER SCHEDULE XIV OF COMPANIES ACT, 1956.

Sl NO	Description of Assets	GROSS BLOCK (AT COST)			ACCUMULATED DEPRECIATION				NET BLOCK	
		AS ON 01.04.12	ADDITION (DELETION)	AS AT 31.03.13	UP TO 01.04.12	FOR THE YEAR	(DELETION)	UP TO 31.03.13	AS ON 31.03.13	AS ON 31.03.12
1	Building	2,379,108	(2,379,108)	-	367,017	-	(367,017)	-	-	2,012,091
2	Plant & Machinery	7,368,657	-	7,368,657	3,500,112	-	-	3,500,112	3,868,545	3,868,545
3	Inventor	14,500	-	14,500	471	689	-	1,160	13,340	14,029
4	Motor Car	430,000	-	430,000	7,924	40,850	-	48,774	381,226	422,076
		10,192,265	(2,379,108)	7,813,157	3,875,524	41,539	(367,017)	3,550,046	4,263,111	6,316,741

# LASER DIAMONDS LIMITED

## Note 8 : Long - Term loans and advances

Particulars	As at 31.3.2013	As at 31.3.2012
<b><u>Unsecured, considered goods :</u></b>		
Capital Advances	6,255,327.00	6,255,327.00
Security Deposits	76,870.00	76,870.00
Sundry advances Paid	160,000.00	160,000.00
<b>Total</b>	<b>6,492,197.00</b>	<b>6,492,197.00</b>

## Note 9 : Other Non current asset

Particulars	As at 31.3.2013	As at 31.3.2012
Rental advance	200,000.00	-
<b>Total</b>	<b>200,000.00</b>	<b>-</b>

## Note 10 : Inventories (valued at lower of Cost or Net Realisable Value)

Particulars	As at 31.3.2013	As at 31.3.2012
Inventories (At cost or net realisable value whichever is lower)	7,051,350.00	5,799,911.00
<b>Total</b>	<b>7,051,350.00</b>	<b>5,799,911.00</b>

## Note 11: Trade receivables

Particulars	As at 31.3.2013	As at 31.3.2012
<b>Sundry Debtors (Unsecured, considered good )</b>		
Debts outstanding for a period exceeding six months	965,834.71	1,723,579.71
Other Debts	6,534,235.77	2,758,127.03
<i>(Debtors are subject to confirmation of balances.)</i>		
<b>Total</b>	<b>7,500,070.48</b>	<b>4,481,706.74</b>

## Note 12 :Cash and Bank Balances

Particulars	As at 31.3.2013	As at 31.3.2012
<b><u>Cash and Cash equivalents</u></b>		
Balance with Banks in Current accounts	15,672.51	152,589.23
Cash in hand	12,763.00	22,818.00
<b>Total</b>	<b>28,435.51</b>	<b>175,407.23</b>

## Note 13 : Other current assets

Particulars	As at 31.3.2013	As at 31.3.2012
Income tax T.D.S (Refund)	38,140.00	38,140.00
<b>Total</b>	<b>38,140.00</b>	<b>38,140.00</b>



## LASER DIAMONDS LIMITED

### Note 14 : Revenue From operation

Particulars	For Year Ended on 31.03.2013	For Year Ended on 31.03.2012
Sales	14,681,000.00	15,355,000.00
<b>Total</b>	<b>14,681,000.00</b>	<b>15,355,000.00</b>

### Note 15 : Other Income

Particulars	For Year Ended on 31.03.2013	For Year Ended on 31.03.2012
Foreign Exchange Fluctuation	285,284.19	602,864.99
Rate Difference	-	1.81
<b>Total</b>	<b>285,284.19</b>	<b>602,866.80</b>

### Note 16 : Changes in inventories of finished goods

Particulars	For Year Ended on 31.03.2013	For Year Ended on 31.03.2012
Inventory at the beginning of the year	5,799,911.00	5,599,205.00
Less: Inventory at the end of the year	7,051,350.00	5,799,911.00
<b>(Increase) / Decrease in inventories of traded Goods</b>	<b>(1,251,439.00)</b>	<b>(200,706.00)</b>

### Note 17 : Employee Benefit Expenses

Particulars	For Year Ended on 31.03.2013	For Year Ended on 31.03.2012
Salaries & Wages	219,000.00	175,000.00
Director's Remuneration	50,000.00	
<b>Total</b>	<b>269,000.00</b>	<b>175,000.00</b>

## LASER DIAMONDS LIMITED

### Note 18 : Depreciation and Amortisation Expense

Particulars	For Year Ended on 31.03.2013	For Year Ended on 31.03.2012
Depreciation of Tangible Assets	41,539.00	8,395.00
	41,539.00	8,395.00

### Note 19 : Other Expenses

Particulars	For Year Ended on 31.03.2013	For Year Ended on 31.03.2012
Rent	54,000.00	1,210.00
	54,000.00	1,210.00
Payment to Auditors for: Audit fees	30,000.00	30,000.00
	30,000.00	30,000.00
Vehicle insurance	7,552.00	9,800.00
Other Miscellaneous expenditure	530,431.17	594,046.09
	537,983.17	603,846.09
<b>Total</b>	<b>621,983.17</b>	<b>635,056.09</b>
	<b>(a+b+c)</b>	

### Note 20 : Earning Per Share

Particulars	For Period Ended on 31.03.2013	For Period Ended on 31.03.2012
<b>Total Operations for the year</b>		
Profit / (loss) after tax	(24,257.98)	(1,004,079.29)
Less: Dividends on Convertible Preference share and Tax thereon	-	-
Net Profit / (Loss) for calculation of <b>Basic EPS</b>	(24,257.98)	(1,004,079.29)
Net Profit / (Loss) as above	(24,257.98)	(1,004,079.29)
Add: Dividend on Convertible Preference Shares and Tax Thereon	-	-
Add: Interest on Bonds convertible into Equity Shares (Net of Tax)	-	-
Net Profit / (Loss) for calculation of <b>Diluted EPS</b>	(24,257.98)	(1,004,079.29)

# LASER DIAMONDS LIMITED

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31-03-2013 PURSUANT OF THE CLAUSE 32 OF THE LISTING AGREEMENT

PARTICULARS	YEAR ENDING 31.03.2013	YEAR ENDING 31.03.2012
	Rs.	Rs.
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before Tax, Interest and extraordinary item.	(24,258)	(1,004,079)
<b>ADJUSTMENTS FOR NON CASH ITEM:</b>		
Deferred Tax	6,052	8,043
Depreciation	41,539	8,395
Amortisation of Preliminary and public issue exp	NIL	NIL
<b>OPERATING PROFIT/(LOSS) BEFORE WORKING CAPITAL CHANGES</b>	<b>23,333</b>	<b>(987,641)</b>
<b>MOVEMENTS IN WORKING CAPITAL:</b>		
Increase/(Decrease) in Trade Payables	2,242,407	(602,728)
Increase/(Decrease) in Other Current Liabilities	45,000	5,000
(Increase)/Decrease in Inventories	(1,251,439)	(200,706)
(Increase)/Decrease in Long term Loans & Advances	-	664,123
(Increase)/Decrease in Fixed Assets	2,012,091	-
(Increase)/Decrease in Other Non Current Assets	(200,000)	-
(Increase)/Decrease in Trade Receivables	(3,018,364)	1,539,548
Net Cash used in operating activities	a) (146,972)	417,596
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Invertor	-	(14,500)
Purchase of Motor Car	-	(430,000)
Net Inflow/(Outflow) from Investing Activities	b) -	(444,500)
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>	c) NIL	NIL
<b>D. NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (a+b+c)</b>	<b>(146,972)</b>	<b>(26,904)</b>
CASH AND CASH EQUIVALENTS (OPENING)	175,407	202,311
CASH AND CASH EQUIVALENTS (CLOSING)	28,436	175,407
<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(146,972)</b>	<b>(26,904)</b>

As per our report of even date  
FOR BHARAT KUMAR N.JAIN

Chartered Accountants  
Membership No.027891

Place : CHENNAI  
Date: 12.08.2013

FOR & ON BEHALF OF THE BOARD DIRECTORS  
For LASER DIAMONDS LIMITED

RIKHABCHAND SAMDARIA  
DIRECTOR

For LASER DIAMONDS LIMITED

TARUN CHORDIA  
DIRECTOR

# LASER DIAMONDS LIMITED

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

I. Registration Details 29777

State Code : 18

Registration No.:

Balance Sheet Date 31.03.2013

### II. Capital raised during the year (Amount in Rs. Thousands)

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

### III. Position of mobilisation and Deployment of funds

Total Liabilities	25573	Total Assets	25573
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### IV Performance of company (Amount in Rs. Thousands).

Turnover	14966	Total Expenditure	14984
Loss before Tax	18	Loss after Tax	24
		Dividend Rate	NIL

V Genetic names of three principal products/service of company (as per monetary terms).

Item Code No. (ITC Code)	71021000
Product Description	UNASSORTED DIAMONDS
Item Code (ITC Code)	71023100
Product Description	Sawn, Unworked, Cleaved or bruted diamond

### SOURCES OF FUNDS (Amount in Rs. Thousands)

Paid up Capital	40131
Secured Loans	NIL

### APPLICATION OF FUNDS (Amount in Rs. Thousands)

Net Current Assets	12276		
Net Fixed Assets	4263	Reserves & Surplus	(16899)
		Investments	NIL
Accumulated losses	NIL	Unsecured loans	NIL
		Miscellaneous Expenditure	NIL

# LASER DIAMONDS LIMITED

## REGISTERED OFFICE

City Centre Old No.186 New No.232 Purasawalkam High Road  
First Floor ,F-1, Kilpauk, Chennai - 600 010.

## ATTENDANCE SLIP

Name of the Shareholder : .....

Folio No. / Client ID No. ....

No. of Shares held .....

I/We record my/our presence at the Nineteenth Annual General Meeting of the Company at "Ragaas", 47, 1st Avenue, Sastri Nagar, Chennai - 600 020 at 10.30 A.M. on Friday the 27.09.2013.

Signature of the attending member of proxy .....

Notes: Shareholder/proxy holders wishing to attend the meeting must bring the attendance slip to the meeting and handover at the entrance duly signed.

2. Shareholders/proxy holders to attend the meeting should bring this copy of the Annual Report for reference at the meeting.

## REGISTERED OFFICE

City Centre Old No.186 New No.232 Purasawalkam High Road  
First Floor ,F-1, Kilpauk, Chennai - 600 010.

## PROXY

I/We ..... of ..... being a Member/

Members of the above named company, hereby appoint ..... of  
..... or failing him ..... of  
..... as my/out proxy to attend and vote for me/us in my/our behalf at the  
NINETEENTH ANNUAL GENERAL MEETING of the company, to be held on Friday the 27.09.2013. and at any  
adjournment.

Thereof, signed this ..... day of ..... 2013.

Regd. Folio No. / Client ID No. : .....

No. of Shares held .....

Signature .....

Affix one  
rupee  
revenue  
Stamp

Note: The proxy must be returned so as to reach the Registered office of the Company Vix: City Centre Old No.186 New No.232 Purasawalkam High Road First Floor ,F-1, Kilpauk, Chennai - 600 010. not less than Forty Eight hours before the Scheduled time for holding the aforesaid meeting.

Book - Post

If undelivered please return to :

**LASER DIAMONDS LIMITED**

**REGISTERED OFFICE**

City Centre Old No.186 New No.232

Purasawalkam High Road

First Floor ,F-1, Kilpauk,

Chennai - 600 010.