

THE AMALGAMATED ELECTRICITY COMPANY LIMITED

REGD. OFFICE : 17-B, HORNIMAN CIRCLE, FORT, MUMBAI - 400 023. • TEL.: +91 22 2261 1544

NOTICE

NOTICE is hereby given that the **SEVENTY-SEVENTH ANNUAL GENERAL MEETING** of the Members of **THE AMALGAMATED ELECTRICITY COMPANY LIMITED** will be held on Monday, 13th August, 2012 at 4.30 p.m. at the Registered Office of the Company at Dena Bank Building, 1st Floor, 17-B, Horniman Circle, Fort, Mumbai 400 023, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 and the Profit & Loss Account of the Company for the year ended on that date alongwith the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr.Nitin Velhal who retires by rotation and is eligible for re-appointment.
3. To appoint Auditors and to fix their remuneration.

SPECIAL BUSINESS:

4. To consider and, if thought fit, to pass with or without modification, the following resolution as a Special Resolution.

“RESOLVED THAT pursuant to the provisions of Section 81(1A) and all other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modifications or re-enactment thereof for the time being in force) and subject to the provisions of the Memorandum and Articles of Association of the Company, Listing Agreement entered into by the Company with the Stock Exchange(s) where the Company’s shares are listed, the provisions of the Foreign Exchange Management Act, 1999 (“**FEMA**”), Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as applicable for preferential issue of securities, and other applicable regulations/guidelines of SEBI, if any, and in accordance with the rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the Reserve Bank of India (**RBI**), SEBI and any other competent or concerned authority and subject to such approvals, permissions, consents and sanctions, if any, as may be required to be obtained from SEBI, the Stock Exchanges(s) and such other concerned authorities as may be required by law or as may be necessary and further subject to such conditions and modifications as may be imposed/prescribed by them while granting such approvals/permissions/consents and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “**Board**”, which expression shall be deemed to include any committee of Directors which the Board may have constituted or hereafter constitute, duly authorized to exercise the powers conferred on the Board by this resolution), the Board be and is hereby authorized to offer, issue and allot for cash consideration on preferential basis

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upto 2,05,000 warrants convertible into equity shares of the Company at such time or times, in one or more tranches, not later than 18 (eighteen) months from the date of allotment at a price of Rs. 10/- (Rupees Ten only) aggregating to Rs.20,50,000/- (Rupees Twenty Lacs Fifty Thousand only) to the following promoters convertible into 1 (one) equity share of Rs. 10/- (Rupees Ten Only) each fully paid-up at the price of Rs.20.50,000/- (Rupees Twenty Lacs Fifty Thousand only) determined as per the SEBI ICDR Regulations 2009 on preferential issue:

Sr No	Name of the Allottees	No. of warrants to be allotted
1	Pursarth Trading Company Private Limited	1,00,000
2	Harbinger Trading Company Private Limited	1,05,000
	Total	2,05,000

RESOLVED FURTHER THAT the warrants convertible into equity shares shall be issued by the Company on following terms and conditions.

1. The equity shares allotted on conversion of warrants shall rank *pari passu* in all respects with the existing equity shares of the Company including entitlement to dividend.
2. The warrant holders shall have the option of subscribing for one equity share per warrant at a price of Rs.10/- each (Rupees Ten only) being price determined in accordance with the SEBI ICDR Regulations 2009 on preferential issue as in force on the date of this notice any time within 18 months from the date of allotment of the warrants.
3. The warrant holder is entitled to exercise the conversion in one or more tranches.
4. The warrants by itself shall not give to the holder thereof any rights of the equity shareholders of the Company. Further, these warrants shall be non-transferable, and shall not be listed on the Stock Exchange.
5. The issue of equity shares in the manner aforesaid shall be governed by the respective provisions of Companies Act, 1956 if any, Memorandum of Association, Articles of Association, guidelines issued by the SEBI or any other authorities as the case may be, or any modifications thereof.

RESOLVED FURTHER THAT the Board or any Committee thereof be and is hereby authorized to issue and allot such number of warrants as may be required to be issued;

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RESOLVED FURTHER THAT the Board/any Committee thereof be and is hereby authorized to determine, vary, modify or alter any of the terms and conditions of the issue and allotment of the equity shares, including reduction of the size of the issue, as it may deem expedient;

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized on behalf of the Company to take all such actions and do all such deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient including in relation to the issue or allotment of aforesaid securities and listing thereof with the Stock Exchanges as appropriate and to resolve and settle all questions and difficulties that may arise in the proposed issue, offer and allotment of the said securities, sign all documents and undertakings as may be required and generally to do all such acts, deeds, matters and things in connection therewith and incidental thereto as the Board in its absolute discretion deem fit, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution;

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers or authorities herein conferred to any committee of directors as may be formed by them for the said allotment.”

BY ORDER OF THE BOARD


MILAN B. DALAL
DIRECTOR

Mumbai
Dated: 30th June, 2012

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NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.**
2. The Register of Members and Share Transfer Books of the Company will remain closed on 13th July, 2012
3. The instrument appointing the proxy should be deposited with the Company at least 48 hours before the commencement of the Meeting.
4. All documents referred to in the accompanying Notice and the Explanatory Statements are open for inspection at the Registered Office of the Company during the office hours on all working days except Sundays between 11.00 a.m. and 1.00 p.m., up to the date of the ensuing Annual General Meeting.
5. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the Meeting.
6. Members are informed that in case of joint holders attending the Meeting, only such joint holder who is higher in order of the names will be entitled to vote.

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ANNEXURE TO THE NOTICE

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

The following explanatory statement sets out the material facts relating to items of special business mentioned in the accompanying Notice dated 30th June, 2012 convening the Seventy-Seventh Annual General Meeting of the Company.

Item no 4:

Preferential Issue of warrants convertible into equity shares

(i) The objects of the issue through preferential offer:

The Company proposes to augment the long term finance to meet the funding requirements for on-going capital expenditure arising out of growth in business and/or margin for working capital requirements. The strengthening of the capital base will also enhance the Company's ability to participate in tendering and execution of global projects. Therefore, the Company now proposes to issue 2,05,000 warrants convertible into equity shares at any time within a period of 18 (eighteen) months from the date of allotment to the promoters and non-promoters on preferential basis at a price derived as per the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 for Preferential Issue. The brief details of utilization of proceeds of Preferential Issue are as under:

(ii) Relevant date and pricing of the issue:

The relevant date for the purpose of the preferential issue of warrants shall be 12th July, 2012.

As per the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, the price for equity shares to be issued on conversion of warrants has been determined as Rs.10/- (Rupees Ten only) per warrant/share on the relevant date, based on the quotations at the Bombay Stock Exchange. The issue price Rs.10/- only per warrant/share is therefore not less than the price determined as per the said guidelines. A certificate to that effect has been obtained from the Auditors of the Company, which is available for inspection at the Registered Office of the Company and will also be placed before the shareholders at the Annual General Meeting.

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(iii) Intention of promoters/non-promoters to subscribe to the offer:

The persons listed hereinafter have confirmed their intention to subscribe to the preferential offer of warrants mentioned against each:

Sr.No.	Name	No. of warrants to be allotted
1	Pursarth Trading Company Private Limited	1,00,000
2	Harbinger Trading Company Private Limited	1,05,000

(iv) Shareholding pattern before and after the offer

The shareholding pattern before and after the completion of the proposed preferential issue would be as under:

	Category	Pre Issue Holding		Post Issue Holding	
		No of shares	% holding	No of shares	% holding
A	Promoter's Holding				
i	Promoters				
	-Indian Promoters (Promoter & Promoter Group)	3,12,693	22.52	5,17,693	32.49
	Sub total (A)	3,12,693	22.52	5,17,693	32.49
B	Non Promoter Holding				
i	FII	--	--	--	--
ii	Institutional Investors	--	--	--	--
iii	Mutual Funds and UTI	--	--	--	--
iv	Companies (Central/State Government)	4,274	0.31	4,274	0.27
v	Foreign Investors	--	--	--	--

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	Others	24,376	1.76	24,376	1.53
i	Corporate Bodies	2,13,387	15.37	2,13,387	13.39
ii	Indian Public	8,09,180	58.29	8,09,180	50.79
iii	NRI/OCB	24,346	1.75	24,346	1.53
iv	Directors & Relative/ Clearing Members	--	--	--	--
	Sub total (B)	10,75,563	77.48	10,75,563	67.51
	Grand Total (A) + (B)	13,88,256	100.00	15,93,256	100.00

Note:

Since the allotment is of warrants convertible into equity shares, the shareholding pattern has been prepared presuming that all the warrants are converted into equity shares. Each warrant is convertible into 1 (one) equity share. The warrant holders can exercise the option to convert their warrants into equity shares any time within a period of 18 (eighteen) months from the date of allotment.

(v) Proposed time within which the allotment shall be completed

The allotment of warrants shall be completed within 15 (fifteen) days from the date of passing this special resolution by the members, provided that where the allotment on preferential basis is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within 15 (fifteen) days from the date of such approval.

(vi) Identity of the proposed allottees and the percentage of post-preferential issue capital that may be held by them

As stated earlier, the preferential allotment of warrants convertible into equity shares is proposed to be made to the proposed allottees. The percentage that may be held by the allottees in post-issue capital on conversion of warrants shall be as under:

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Sl. No.	Name and address	No.of shares		%		Category (Promoter/ Non Promoter)
		Pre	Post	Pre	Post	
1.	Pursarth Trading Company Private Limited	2,00,204	3,00,204	14.42	18.84	Promoter
2.	Harbinger Trading Company Private Limited	75,700	1,80,700	5.45	11.34	Promoter

- Post Issue equity shareholding is calculated assuming full conversion of Warrants.
- ** % has been calculated on the basis of fully expanded equity share capital assuming full conversion of Warrants.

(vii) Lock-in period

The warrants/equity shares issued on conversion of warrants shall be subject to lock-in as per the SEBI ICDR Regulations 2009 for preferential issue to allottees for the time being in force.

(viii) Price of the issue:

The shares are proposed to be allotted on preferential basis at a price of Rs.10/- per share fully paid-up, which is higher than the price arrived at as per the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.

A certificate issued by M/s Ganesh & Rajendra Associates, Chartered Accountants, the Statutory Auditors of the Company, as to the pricing of the issue and that this preferential issue of securities is being made in accordance with the Guidelines on Preferential Allotment issued by SEBI is being placed before the shareholders at the Meeting and also available for inspection at the Registered Office of the Company during the business hours on any working days.

(ix) Change in the control or composition of the Board

There will be no change in the control of the Company on account of the proposed preferential allotment. However, there will be corresponding changes in the shareholding pattern as well as voting rights consequent to the conversion of warrants, into equity shares, issued on preferential basis.

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Section 81 of the Companies Act, 1956 and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, *inter alia*, provides that further issue of shares to persons other than the equity shareholders would require approval of members by a special resolution. The consent of the members is therefore sought to authorize the Board of Directors to issue warrants convertible into equity shares as set out in the resolution at Item No. 4 of the Notice.

The Board recommends the resolution as set out at Item No.4 of the accompanying notice for approval of members.

None of the Directors are deemed to be interested or concerned in the above resolution except to the extent of their shareholding(s) or the shareholding(s) of their relatives.

(x) **Compliance with SEBI Regulations**

On or before conversion of warrants into equity shares, the promoters and the Company will comply with the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, and/or any other guidelines/regulations as may be applicable.

BY ORDER OF THE BOARD



MILAN B. DALAL
DIRECTOR

Mumbai
Dated: 30th June, 2012

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REPORT OF THE DIRECTORS TO THE SHAREHOLDERS

Your Directors present the **SEVENTY-SEVENTH ANNUAL REPORT** of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2012.

FINANCIAL RESULTS

	Year ended 31 st March, 2012	Amount (Rs.) Year ended 31 st March, 2011
Profit)/(Loss) for the year	1,71,593	(49,657)
Less: Provision for Taxation	36,000	--
	<u>1,35,593</u>	<u>(49,657)</u>
Prior year expenses	--	38,750
Provision for deferred tax	(27,932)	472
	<u>1,63,525</u>	<u>(88,879)</u>
Add/Less: Deficit brought forward from last year	52,94,978	52,06,097
Deficit carried to Balance Sheet	<u>51,31,453</u>	<u>52,94,976</u>

DIVIDEND

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

DEMATERIALISATION OF THE COMPANY'S SECURITIES

Subsequent to the year under report, the Company's securities were admitted into both Central Depository Services (India) Limited as well as National Securities Depository Limited. Consequently, the securities are now traded in both physical as well as dematerialised form.

PREFERENTIAL ISSUE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES

Subsequent to the year under report, the Company is proposing to make a preferential issue of warrants convertible into equity shares, pursuant to the provisions of Section 81(1A) of the Companies Act, 1956.

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A Special Resolution seeking the approval of the Members has been placed for their approval and forms part of the accompanying Notice.

Your Directors seek the approval of the Members to the Special Resolution.

FIXED DEPOSITS

As on 31st March, 2012, there were no fixed deposits remaining overdue.

DIRECTORS

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

PARTICULARS OF EMPLOYEES

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

DIRECTORS' RESPONSIBILITY STATEMENT

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

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

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COMPLIANCE CERTIFICATE

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

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

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

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

SUBSIDIARY COMPANY

In accordance with the general circular issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, Profit and Loss Account and other documents of the Subsidiary Company are not being attached with the Balance Sheet of the Company. However the financial information of the Subsidiary Company is disclosed in the Annual Report in compliance with the said circular. The Company will make available the Annual Accounts of the Subsidiary Company and the related detailed information to any member of the Company who may be interested in obtaining the same. The Annual Accounts of the Subsidiary Company will also be kept open for inspection at the Registered Office of the Company and the Subsidiary Company. The Consolidated Financial Statements presented by the Company include the financial results of its Subsidiary Company.

The Subsidiary Company viz. Amalgamated Business Solutions Limited (formerly Amalgamated Investments Limited) has made a profit of Rs.2.13 lacs during the year ended 31st March 2012.

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AUDITORS

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

ACKNOWLEDGEMENTS

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

FOR AND ON BEHALF OF THE BOARD



MILAN B.DALAL
DIRECTOR



SATYEN B.DALAL
DIRECTOR

Mumbai
Dated: 30th June, 2012



AUDITORS' REPORT

To The Members of
THE AMALGAMATED ELECTRICITY COMPANY LIMITED

1. We have audited the attached Balance Sheet of THE AMALGAMATED ELECTRICITY COMPANY LIMITED as at 31st March 2012, Profit and Loss Account and Cash Flow Statement for the year ended on that date. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the Auditing Standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003, issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956, we enclose in the Annexure a Statement on the matters specified in the paragraph 4 and 5 of the said order.
4. Further to our comments in the Annexure referred to in Paragraph (3) above, we report that :
 - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) in our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of the books;
 - c) the Balance Sheet, Profit and Loss Account dealt with by this report are in agreement with the Books of Account;
 - d) in our opinion, the Balance Sheet, Profit and Loss Account dealt with by this report are in compliance with the Accounting Standards referred to in Section 211(3C) of the Company, 1956 in so far as they apply to Company ;

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Mumbai – 400 069. Tel : 2831 2467 / 68 / 69 – E-mail : audit@grassociates.co.in

Branch : 4/04, Tardeo Air-Conditioned Market, Tardeo Road, Mumbai – 400 034.
Tel : 2352 4148 / 2351 3459 / 2351 2097



- e) in our opinion and based on information and explanations given to us, none of the directors are disqualified as on 31st March, 2012 from being appointed as directors in terms of clause (g) of subsection (1) of section 274 of Companies Act 1956 ;
- f) in our opinion and to the best of our information and according to the explanations given to us the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:-
- i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2012;
- ii) in the case of the Profit and Loss Account, of the profit for year ended on that date.
- iii) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Ganesh & Rajendra Associates
Chartered Accountants
Firm Reg no. 103055W

(Ganesh Mehta)
Partner
Mem no.32939
Place: Mumbai
Dated:



30 JUN 2012

Head Office : 103, Madhu Industrial Park, Mogra Village, Avadh Narayan Tiwari Marg, Andheri (East),
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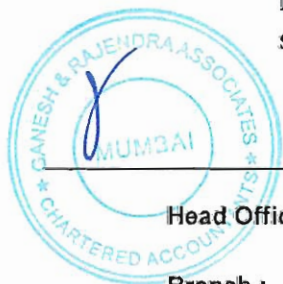
ANNEXURE TO AUDITORS' REPORT

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

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

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- (viii) As informed to us, the maintenance of cost records has not been prescribed by the Central Government U/s. 209(1)(d) of the Companies Act, 1956, in respect of the activities carried on by the company.
- (ix) (a) The Company did not have any undisputed statutory dues except Income Tax and Tax Deducted at source under Income Tax Act, 1961 as under :

Nature of Dues	Assessment Year	Amount	Due Date
Income Tax	2001 - 02	3,80,360/-	27/10/2009
	2002 - 03	4,12,659/-	27/10/2009
		<u>7,93,019/-</u>	

However, the company has made a claim for waiver interest on delayed income tax refund to the extent of Rs. 3,65,056/- and Rs.7,16,342 have remained unadjusted against above demand.

- (b) According to the information and explanation given to us, there are no dues of sales tax, income tax, customs duty, wealth tax, excise duty and cess, which have not been deposited on account of any dispute.
- (x) In our opinion, the accumulated losses of the Company are not more than fifty percent of its net worth. The company has incurred cash loss during the current financial year but not in the immediate preceding year.
- (xi) The Company has no dues payable to financial institutions, banks or debenture holders during the year.
- (xii) 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 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.
- (xiv) The Company has maintained proper records of the transactions and contracts in respect of shares and debentures and other securities and timely entries have been made therein.
- (xv) As per the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xvi) The Company has not taken term loans during the year.

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(viii) As informed to us, the maintenance of cost records has not been prescribed by the Central Government U/s. 209(1)(d) of the Companies Act, 1956, in respect of the activities carried on by the company.

(ix) (a) The Company did not have any undisputed statutory dues except Income Tax and Tax Deducted at source under Income Tax Act, 1961 as under :

Nature of Dues	Assessment Year	Amount	Due Date
Income Tax	2001 - 02	3,80,360/-	27/10/2009
	2002 - 03	4,12,659/-	27/10/2009
		<u>7,93,019/-</u>	

However, the company has made a claim for waiver interest on delayed income tax refund to the extent of Rs. 3,65,056/- and Rs.7,16,342 have remained unadjusted against above demand.

- (b) According to the information and explanation given to us, there are no dues of sales tax, income tax, customs duty, wealth tax, excise duty and cess, which have not been deposited on account of any dispute.
- (x) In our opinion, the accumulated losses of the Company are not more than fifty percent of its net worth. The company has incurred cash loss during the current financial year but not in the immediate preceding year.
- (xi) The Company has no dues payable to financial institutions, banks or debenture holders during the year.
- (xii) 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 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.
- (xiv) The Company has maintained proper records of the transactions and contracts in respect of shares and debentures and other securities and timely entries have been made therein.
- (xv) As per the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xvi) The Company has not taken term loans during the year.

Head Office : 103, Madhu Industrial Park, Mogra Village, Avadh Narayan Tiwari Marg, Andheri (East), Mumbai – 400 069. Tel : 2831 2467 / 68 / 69 – E-mail : audit@grassociates.co.in


Branch : 4/04, Tardeo Air-Conditioned Market, Tardeo Road, Mumbai – 400 034.
Tel : 2352 4148 / 2351 3459 / 2351 2097





- (xvii) The Company has not raised any fund either short term or long term during the year. Accordingly the clause 4(xvii) of the Companies (Auditor's Report) Order, 2003 is not applicable to the company.
- (xviii) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained U/s. 301 of the Act during the year.
- (xix) The Company has not issued any debentures and hence the question of creating securities thereof does not arise.
- (xx) The Company has not raised money by public issue during the year.
- (xxi) According to the information and explanation given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

Ganesh & Rajendra Associates
Chartered Accountants
Firm Reg no. 103055W
(Ganesh Mehta)


Partner



Mem no.32939

Place: Mumbai

Dated: 30 JUN 2012

Head Office : 103, Madhu Industrial Park, Mogra Village, Avadh Narayan Tiwari Marg, Andheri (East),
Mumbai – 400 069. Tel : 2831 2467 / 68 / 69 – E-mail : audit@grassociates.co.in

Branch : 4/04, Tardeo Air-Conditioned Market, Tardeo Road, Mumbai – 400 034.
Tel : 2352 4148 / 2351 3459 / 2351 2097

THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Balance Sheet as at 31st March 2012

Particulars	Note No.	As at 31st March, 2012	As at 31st March, 2011
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	3	13,882,560	13,882,560
(b) Reserves and surplus	4	(5,131,453)	(5,294,978)
		8,751,107	8,587,582
2 Non-current liabilities			
Deferred tax liabilities (Net)	5	-	20,714
3 Current liabilities			
Other current liabilities	6	265,758	195,897
TOTAL		9,016,865	8,804,193
II. ASSETS			
1 Non-current assets			
(a) Fixed assets			
Tangible assets	7	21,720	26,693
		21,720	26,693
(b) Non-current investments	8	296,921	296,921
(c) Deferred tax asset (Net)	9	7,218	-
(d) Long-term loans and advances	10	8,679,664	8,448,911
		8,983,803	8,745,832
2 Current assets			
(a) Cash and cash equivalents	11	11,342	13,668
(b) Short-term loans and advances	12	-	18,000
		11,342	31,668
TOTAL		9,016,865	8,804,193

Significant Accounting Policies and Notes on Financial Statements 1 to 22

As per our report attached of even date

For Ganesh & Rajendra Associates
Chartered Accountants
Firm Reg No. 103055W

Ganesh Mehta

(Ganesh Mehta)

Partner

Mem No. 32939

Place Mumbai

Dated

30 JUN 2012



For and on behalf of the board

M. K. Bhalerao
Director

J. K. Joshi
Director

THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Profit and loss statement for the year ended 31st March 2012

Particulars	Note No.	for the year ended	
		2011-12	2010-11
<u>CONTINUING OPERATIONS</u>			
I <u>Revenue from Operations</u>			
Sale of services	13	45,000	60,000
		<u>45,000</u>	<u>60,000</u>
II Other income	14	270,012	20,435
III Total Revenue (I + II)		<u>315,012</u>	<u>80,435</u>
IV <u>Expenses:</u>			
Depreciation and amortization expense	7	4,973	4,973
Other expenses	15	138,446	125,119
Total expenses		<u>143,419</u>	<u>130,092</u>
V Profit (Loss) before tax (III - IV)		171,593	(49,657)
VI Tax expense:			
(a) Current tax		36,000	-
(b) Prior year taxes		-	38,750
(c) Deferred tax		(27,932)	472
		<u>8,068</u>	<u>39,222</u>
VII Profit (Loss) for the period (V - VI)		<u>163,525</u>	<u>(88,879)</u>
VIII Earnings per equity share:			
Basic	16	1.64	(0.89)

Significant Accounting Policies and Notes on Financial Statements 1 to 22

As per our report attached of even date

For Ganesh & Rajendra Associates
Chartered Accountants
Firm Reg No. 103055W

Ganesh Mehta

(Ganesh Mehta)
Partner
Mem No. 32939
Place Mumbai
Dated



30 JUN 2012

For and on behalf of the board

Milanshah

Director

Atyq


Director

AMALGAMATED ELECTRICITY COMPANY LIMITED.

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012

	Year ended 31st March 2012 Rupees	Year ended 31st March 2011 Rupees
A. Cash Flow from operating activities :		
Net profit before tax and extraordinary items	171,593	(49,657)
Adjustment for :		
Depreciation	4,973	4,973
Operating Profit before working capital charges	<u>176,566</u>	<u>(44,684)</u>
Adjustment for :		
Short term loans & advances	18,000	(18,000)
Long term loans & advances	(266,753)	-
Trade payable	69,861	22,264
	<u>(178,892)</u>	<u>(40,420)</u>
Net cash from operating activities (A)	<u>(2,326)</u>	<u>(40,420)</u>
B. Cash Flow from investment activities :		
Net cash used in Investing activities (B)	<u>-</u>	<u>-</u>
C. Cash Flow from Financing activities :		
Net cash used in Financing activities (C)	<u>-</u>	<u>-</u>
Net increase in cash and cash equivalent (A+B+C)	(2,326)	(40,420)
Cash & Cash equivalent at the beginning of the year	13,668	54,088
Cash & Cash equivalent at the end of the year	11,342	13,668

As per our report attached of even date
For Ganesh & Rajendra Associates
Chartered Accountants

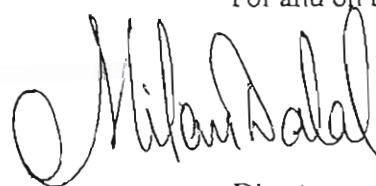

(Ganesh Mehta)
Partner

Mem No. 032939
Firm Reg No. 103055W
Place :- Mumbai

Dated **30 JUN 2012**



For and on behalf of the board



Director



Director

THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Significant accounting policies and Notes forming parts of Accounts

Company Overview

1 Corporate Information

The Amalgamated Electricity Company Limited (referred to as 'the company') and its subsidiaries provide a wide range of consultancy and management services. As of 31st March, 2012, the Company has 1 subsidiary wherein it controls 50.38% shares.

2 Significant Accounting policies

i Basis of preparation of Accounts

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

ii Use of Estimates

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

iii Fixed Assets

Fixed assets are stated at cost, less accumulated depreciation. Cost comprises the purchase price, including duties, legal fees, other non-refundable taxes or levies directly attributable cost of bringing the assets to its working condition.

iv Depreciation and Amortisation

Depreciation has been provided on 'Written down value method' as per rates specified in schedule XIV to the Companies Act, 1956. On revalued assets, depreciation has been provided as per rates specified in schedule XIV to the Companies Act, 1956 from the date of revaluation and depreciation to the extent of revaluation debited to revaluation reserve.

v Impairment of Assets

An assets is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Profit and Loss Account in the year in which an assets is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

vi Investments

Investments are classified into Current and Long-term Investments. Current Investments are stated at lower of cost and fair value. Long-term Investments are stated at cost. Provision for diminution in the value of long-term Investments is made only if such a decline is other than temporary.

vii Revenue Recognition

- a) Revenue/Incomes and Cost/Expenditure are generally accounted on accrual, as they are earned or incurred.
- b) Dividend income is recognised on receipt basis.

viii Borrowing costs

Interest and other borrowing costs attributable to qualifying assets are capitalised. Other interest and borrowing costs are charged to revenue in the year they are incurred.



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A handwritten signature in black ink, appearing to be a stylized 'K' or similar character.

THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Significant accounting policies and Notes forming parts of Accounts

2 Significant Accounting policies

ix Taxes on Income

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

Deferred tax is recognised, on the timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised if there is virtual certainty that there will be sufficient future taxable income available to realize such losses.

x Earnings per Share

Basic earnings per share is computed by dividing the net profit after tax by the average number of equity shares outstanding during the period.

xi Provisions, Contingent Liabilities and Contingent Assets

Provisions and Contingent Liability: The Company recognises a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require outflow of resources. Where there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote, no provision or disclosure is made. Contingent Assets are neither recognized nor disclosed in the financial statements.

xii Retirement Benefits

The laws relating to payment of Provident Fund, E.S.I.C. and Gratuity to employees are not applicable to the Company. The Company does not have any scheme for retirement benefits for its employees. Other benefits such as leave encashment etc are provided in accordance with the service rule of the company.

xiii Segmental Reporting

Considering the activity of the company during year and with the objective of the Accounting Standards 17, the company is not having any products and services except Computer hiring, and therefore there is no other reportable primary business segment information. There is no reportable secondary geographical segment information since the Company's operations are only in India.

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



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THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Significant accounting policies and Notes forming parts of Accounts

	As at 31st March, 2012	As at 31st March, 2011
3 SHARE CAPITAL		
Authorised Capital:		
Equity Shares		
14,00,000 equity shares of Rs.10 each	14,000,000	14,000,000
Unclassified shares		
6,00,000 Unclassified shares of Rs.10/-each	6,000,000	6,000,000
Cumulative redeemable preference shares		
25,000 10% cumulative redeemable preference shares of Rs.100/- each (Redeemable at par wholly or partly at the Company's option at any time after the expiry of four years from the date of allotment by giving three months previous notice in writing and in any case redeemable at par wholly on the expiry of seven years from the	2,500,000	2,500,000
	<u>22,500,000</u>	<u>22,500,000</u>
Issued Subscribed and paid up capital		
13,88,256 Equity shares of Rs. 100 each fully paid up	13,882,560	13,882,560
(Of the above 2,65,948 equity shares of Rs.10/-each are allotted pursuant to the amalgamation scheme without payment being received in cash and 3,47,064 equity shares of Rs.10/- each are allotted as fully paid up bonus shares by capitalising Rs.25,00,000/- and Rs.9,70,640/- out of the Capital Redemption Reserve and General Reserve respectively.)		
TOTAL	<u>13,882,560</u>	<u>13,882,560</u>

3.1 The Company has two classes of Shares referred to as equity shares having a par value of Rs. 10/-and preference shares having par value of Rs.100/-.
Each holder of equity shares is entitled to one vote per share.

3.2 The details of Shareholders holding more than 5% shares :

Name of the Shareholder	No. of shares	%	No. of shares	%
Pursarth Trading Company Private Limited	200,204	14.42	200,204	14.42
RRB Securities Limited	204,810	14.75	204,810	14.75

4 RESERVES AND SURPLUS

Profit and Loss Account

As per last Balance Sheet	(5,294,978)	(5,206,097)
Add : Profit for the year	163,525	(88,879)
Balance in Profit and loss account	<u>TOTAL (5,131,453)</u>	<u>(5,294,978)</u>



THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Significant accounting policies and Notes forming parts of Accounts

	As at 31st March, 2012	As at 31st March, 2011
5 DEFERRED TAX LIABILITIES (NET)		
Deferred tax liabilities	-	20,714
TOTAL	<u>-</u>	<u>20,714</u>
6 OTHER CURRENT LIABILITIES		
Creditors for expenses	265,758	195,897
TOTAL	<u>265,758</u>	<u>195,897</u>

7 FIXED ASSETS

PARTICULARS	Gross Carrying Amount			Accumulated Depreciation			Net Carrying Amount		
	AS ON 01/04/2011	ADDITION	AS ON 31/03/2012	AS ON 01/04/2011	DEDUC- TION	FOR THE YEAR	AS ON 31/03/2012	AS ON 31/03/2012	AS ON 31/03/2011
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Plant and Machinery	301,307	-	301,307	274,614	-	4,973	279,587	21,720	26,693
Furnitures, Fixtures & Equipments	130,856	-	130,856	130,856	-	-	130,856	-	-
TOTAL	<u>432,163</u>	<u>-</u>	<u>432,163</u>	<u>405,470</u>	<u>-</u>	<u>4,973</u>	<u>410,443</u>	<u>21,720</u>	<u>26,693</u>
Previous year	432,163	-	432,163	400,497	-	4,973	405,470	26,693	31,666

8 Non current Investments

Trade Investments

In Equity Shares, Unquoted, fully paid up (At cost)

	No of Shares	Face value		
In subsidiary company				
Amalgamated Business Solutions Limited	25,192	10	251,921	251,921
Others				
Pursarth Trading Company Limited	4,500	10	45,000	45,000
TOTAL			<u>296,921</u>	<u>296,921</u>

Unquoted Investments

Aggregate value	<u>296,921</u>	<u>296,921</u>
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THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Significant accounting policies and Notes forming parts of Accounts

	As at 31st March, 2012	As at 31st March, 2011
9 DEFERRED TAX ASSETS (NET)		
Deferred tax asset	7,218	-
	TOTAL 7,218	-
10 LONG TERM LOAN & ADVANCES		
Income tax net of provision	405,243	186,231
Other Long Term Advances	8,274,421	8,262,680
	TOTAL 8,679,664	8,448,911
11 CASH AND CASH EQUIVALENTS		
Balances with Bank	11,232	11,325
Cash on Hand	110	2,343
	TOTAL 11,342	13,668
12 SHORT TERM LOANS AND ADVANCES (Unsecured and Considered Good)		
Deposits	-	18,000
	TOTAL -	18,000
13 SALE OF SERVICES		
Computer hire income	45,000	60,000
	TOTAL 45,000	60,000
14 OTHER INCOME		
Other income	15,000	20,435
Interest on Income Tax Refund	255,012	-
	TOTAL 270,012	20,435
15 OTHER EXPENSES		
Auditors' remuneration	13,788	13,788
Rent rates and taxes	31,402	31,402
Listing fees	-	11,130
Legal and Professional fees	29,949	42,332
Miscellaneous expenses	49,435	22,155
Electricity expenses	6,500	4,312
Telephone / internet expenses	7,372	-
	TOTAL 138,446	125,119



THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Significant accounting policies and Notes forming parts of Accounts

16 Earnings per share

a) Profit after taxation	163,525	(88,879)
b) Average number of Equity shares outstanding	100,000	100,000
c) Earnings per share in Rs. (Face value Rs. 50/- per share)	1.64	(0.89)

17 Earnings and Remittances in Foreign currency

a) Earnings in Foreign Currency :	Rs NIL (Previous Year Rs. NIL)
b) Expenditure in Foreign Currency :	Rs NIL (Previous Year Rs. NIL)

18 Deferred tax

The break up of net deferred tax as on 31st March, 2012 is as under :

Particulars	1 st April 2011	Current Year	31st March, 2012
Difference between book and tax depreciation	(20,714)	(17,369)	(3,345)
Unabsorbed Depreciation Loss	-	(8,264)	8,264
Business Loss	-	(2,299)	2,299
	(20,714)	(27,932)	7,218

19 Auditor's Remuneration

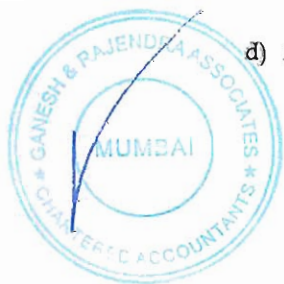
	31st March, 2012	31st March, 2011
a) as auditors	26,405	21,839
b) for taxation matters	8,273	4,412
	34,678	26,251

20 Related party disclosures

The particulars of related parties, as certified by the management, together with the transactions during the year and related balances as on 31st March, 2012 are as under:

i) List of related parties :

a) Holding company :	None
b) Subsidiary company :	Amalgamated Investment Ltd.
c) Associate companies :	Cifco Limited
	Tropical Securities and Invesments Pvt Ltd
	Western Press Pvt Ltd
	Cifco Properties Pvt Ltd
	Cifco Travels Pvt Ltd
	Bombay Swadeshi Stores Ltd
	Gateway International Pvt Ltd
	Grishma Construction and Trading Pvt Ltd
	Sam Leasco Ltd.
	Arcadia Invesments Co. Ltd
	Apurva Investments Co. Ltd
	Chasam Investment and leasing Pvt Ltd
	Milan Investments Pvt Ltd
	Habinger Trading Co. Pvt Ltd
d) Key management personnel :	Mr. Milan B Dalal
	Mr. Satyen B Dalal



THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Significant accounting policies and Notes forming parts of Accounts

(ii) Transactions during the year with related parties:

Nature of Transactions	Subsidiary	Associates	Key managerial personnel
Computer Hire charges received	- (-)	45,000 (60,000)	- (-)
Maintenance charges received	15,000 (-)	- (-)	- (-)
Repayment of loan and advances	8,259 (-)	- (-)	- (-)
Advance received	- (-)	7,876 (-)	- (-)
Debtor	- (-)	- (42,000)	- (-)
Balance as at 31st March, 2012			
Advance received	- (-)	7,876 (-)	- (-)
Loan and advances	773,560 (761,819)	- -	- -
Debtor	- (18,000)	- (-)	- (-)

21 Income tax department have raised Rs. 3,80,360/- for AY 2001-02 and Rs. 4,12,659/- for AY 2002-03 which are not disputed by the company. Against these liabilities the payment of tax and refund of Income Tax aggregating to Rs. 7,16,342/- has remained unadjusted.

22 Contingent Liabilities and Commitments

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



Significant accounting policies and Notes forming parts of Accounts

- ii) The company is occupying the premises at the first floor, presently known as Dena Bank Building, Horniman Circle, Mumbai, as a tenant since its inception in 1936. Dena Bank has served notices for Termination of Tenancy and for eviction of Un-authorized Occupants. Further, the bank has claimed damages Rs. 12,61,500/- p.m. with interest @ 12% p.a. till such realization. The company has challenged the claim of the bank on the ground that the company was in possession of the property before it was sold to the Government. The company has filed an affidavit with Estate Office of Dena Bank, and hearing of the matter is under process. No outcome has come so far. The company has therefore not provided for any liabilities in view of the uncertainty of the matter. The liability will be provided in the year it is legally crystallized and finalisation is achieved in the matter.

As per our report attached of even date

For Ganesh & Rajendra Associates
Chartered Accountants
Firm Reg No. 103055W


(Ganesh Mehta)

Partner

Mem No. 32939

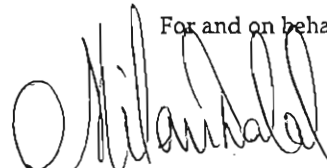
Place Mumbai

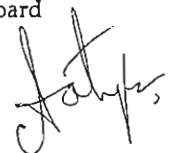
Dated

30 JUN 2012



For and on behalf of the board



Director


Director

THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Sub-Groupings

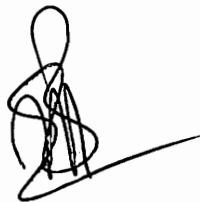
Particulars	2011-12 Amount (Rs.)	2010-11 Amount (Rs.)
Other Current Liabilities		
Creditors for Expenses		
Bull's eye communications	35,532	15,841
Ganesh and Rajendra associates	22,559	48,771
Professional tax payable	2,500	2,500
Rent Payable	134,519	106,097
Sanjay Soman and associates	10,823	8,014
Shares Dynamic India Pvt Ltds	39,140	12,000
Filing fees payable	2,809	-
Cifco Ltd	7,876	-
S.Ramdas	10,000	-
Telephone expenses payable	-	1,039
Total (a)	265,758	194,262
Other Payable		
Tds payable on Professional fees	-	1,635
Total (b)	-	1,635
Total (a+b)	265,758	195,897
CASH AND CASH EQUIVALENTS		
Balances with Bank		
Canara Bank	6,425	11,325
The South indian bank	4,807	-
Cash on Hand		
Cash on Hand	110	2,343
Total	11,342	13,668
SHORT TERM LOANS AND ADVANCES		
Cifco Ltd	-	18,000
Total	-	18,000
OTHER CURRENT ASSETS		
Deffered Tax	-	-
Total	-	-
LONG TERM LOANS AND ADVANCE		
Interest on Income tax Refund	255,012	-
Income Tax Paid	450,000	450,000
TDS A.Y 2009-10	11,330	11,330
Total	716,342	461,330
Less : Provisions for taxes		
Income tax payable A. Y 2001-02	5,792	5,792
Income tax payable A. Y 2002-03	269,307	269,307
Income tax payable A. Y 2012-13	36,000	-
Total (a)	405,243	186,231




THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Sub-Groupings

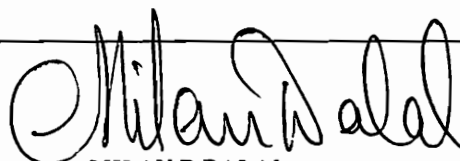
Particulars	2011-12 Amount (Rs.)	2010-11 Amount (Rs.)
OTHER LONG TERM ADVANCES		
Amalgamated investment Ltd	773,560	761,819
Pursarth Trading Co. Pvt Ltd	7,500,861	7,500,861
Total (b)	<u>8,274,421</u>	<u>8,262,680</u>
Total (a+b)	<u><u>8,679,664</u></u>	<u><u>8,448,911</u></u>



THE AMALGAMATED ELECTRICITY COMPANY LIMITED

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

1.	Name of the Subsidiary Company	AMALGAMATED BUSINESS SOLUTIONS LIMITED (Formerly AMALGAMATED INVESTMENTS LIMITED)
2.	Financial Year of the Subsidiary	31 st March, 2012
3.	Equity shares of the Subsidiary held by THE AMALGAMATED ELECTRICITY COMPANY LIMITED	25,192
	i. Number of shares and face value per share	25,192 equity shares of Rs.10/- each
	ii. Extent of holding	50.38%
4.	Net aggregate amount of profit/(losses) of the Subsidiary for its financial year so far as they concern members of THE AMALGAMATED ELECTRICITY COMPANY LIMITED	
	i. Dealt with in the accounts of THE AMALGAMATED ELECTRICITY COMPANY LIMITED for the year ended 31 st March, 2012.	Nil (Previous year – Nil)
	ii. Not dealt with in the accounts of THE AMALGAMATED ELECTRICITY COMPANY LIMITED for the year ended 31 st March, 2012.	Rs.1,49,379/- (Previous year – Rs.2,10,038)
5.	Net aggregate amount of profit/(losses) of the Subsidiary for its previous financial years since it became Subsidiary so far as they concern members of THE AMALGAMATED ELECTRICITY COMPANY LIMITED	
	i. Dealt with in the accounts of THE AMALGAMATED ELECTRICITY COMPANY LIMITED for the year ended 31 st March, 2012.	Nil (Previous year – Nil)
	ii. Not dealt with in the accounts of THE AMALGAMATED ELECTRICITY COMPANY LIMITED for the year ended 31 st March, 2012.	Nil (Previous year – Nil)
6.	Change of interest of THE AMALGAMATED ELECTRICITY COMPANY LIMITED between the end of the financial year of the subsidiary and that of THE AMALGAMATED ELECTRICITY COMPANY LIMITED	Nil
7.	Material changes between the end of the financial year of the subsidiary and that of THE AMALGAMATED ELECTRICITY COMPANY LIMITED in respect of Subsidiary's fixed assets, investments, lending and borrowings.	Nil



MILAN B. DALAL


SATYEN B. DALAL

Mumbai:
Dated: 30th June, 2012

THE AMALGAMATED ELECTRICITY COMPANY LIMITED

FINANCIAL INFORMATION OF SUBSIDIARY COMPANY AS ON 31ST MARCH, 2012	
Particulars	Amalgamated Business Solutions Limited (Formerly Amalgamated Investments Limited)
CAPITAL	5,00,000
RESERVES	2,17,978
TOTAL ASSETS	41,71,649
TOTAL LIABILITIES	41,71,649
INVESTMENTS	-
TURNOVER/ TOTAL INCOME	11,70,765
PROFIT BEFORE TAXATION	2,96,504
PROVISION FOR TAXATION	
CURRENT YEAR TAX	83,263
PREVIOUS YEAR TAX PAYMENT	-
PROFIT AFTER TAXATION	2,13,241
PROPOSED DIVIDEND	-



THE AMALGAMATED ELECTRICITY COMPANY LIMITED
CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2012

Particulars	Note No.	As at 31st March, 2012	As at 31st March, 2011
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	3	13,882,560	13,882,560
(b) Reserves and surplus	4	(5,102,762)	(5,292,589)
(c) Minority interest		437,364	250,427
		<u>9,217,162</u>	<u>8,840,398</u>
2 Non-current liabilities			
(a) Deferred tax liabilities (Net)	5	-	20,714
3 Current liabilities			
(a) Other current liabilities	6	2,887,830	3,237,722
TOTAL		<u><u>12,104,992</u></u>	<u><u>12,098,834</u></u>
II. ASSETS			
1 Non-current assets			
(a) Fixed assets			
Tangible assets	7	62,912	32,320
		<u>62,912</u>	<u>32,320</u>
(b) Non-current investments	8	45,000	45,000
(c) Deferred tax asset (Net)	9	11,955	-
(d) Long-term loans and advances	10	8,132,625	7,857,946
		<u>8,189,580</u>	<u>7,902,946</u>
2 Current assets			
(a) Trade receivable	11	3,754,195	4,101,759
(b) Cash and cash equivalents	12	61,333	45,909
(c) Short-term loans and advances	13	36,972	15,900
		<u>3,852,500</u>	<u>4,163,568</u>
TOTAL		<u><u>12,104,992</u></u>	<u><u>12,098,834</u></u>

Significant Accounting Policies and Notes on Financial Statements 1 to 23

As per our report attached of even date

For Ganesh & Rajendra Associates
 Chartered Accountants
 Firm Reg No.103055W

(Signature)
 (Ganesh Mehta)

Partner
 Mem No. 32939
 Place Mumbai

Dated **30 JUN 2012**



For and on behalf of the board

(Signature)
 Director

(Signature)
 Director

THE AMALGAMATED ELECTRICITY COMPANY LIMITED
CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2012

Particulars	Note No.	for the year ended	
		2011-12	2010-11
<u>CONTINUING OPERATIONS</u>			
I <u>Revenue from Operations</u>			
Sale of services	14	570,265	60,000
		<u>570,265</u>	<u>60,000</u>
II Other income	15	900,512	621,685
III Total Revenue (I + II)		<u>1,470,777</u>	<u>681,685</u>
IV <u>Expenses:</u>			
Depreciation and amortization expense	7	14,559	5,975
Other expenses	16	988,126	308,460
Total expenses		<u>1,002,685</u>	<u>314,435</u>
V Profit before tax (III - IV)		468,092	367,250
VI Tax expense:			
(a) Current tax		124,000	128,500
(b) Prior year taxes		-	47,750
(c) Deferred tax		(32,669)	472
		<u>91,331</u>	<u>176,722</u>
VII Profit for the period (V - VI)		<u>376,761</u>	<u>190,528</u>
VIII <u>Earnings per equity share:</u>			
Basic	17	3.77	1.91

Significant Accounting Policies and Notes on Financial Statements

1 to 23

As per our report attached of even date

For Ganesh & Rajendra Associates
 Chartered Accountants
 Firm Reg No.103055W

(Signature)

(Ganesh Mehta)

Partner

Mem No. 32939

Place Mumbai

Dated 30 JUN 2012



For and on behalf of the board

(Signature)

Director

(Signature)

Director



CONSOLIDATED AUDITORS' REPORT

To The Members of
THE AMALGAMATED ELECTRICITY COMPANY LIMITED

1. We have audited the attached Consolidated Balance Sheet of THE AMALGAMATED ELECTRICITY COMPANY LIMITED (the Company), its subsidiary as at 31st March 2012, and also the Consolidated Profit and Loss Account and the Consolidated Cash Flow Statement for the year ended on that date. These consolidated financial statements are the responsibility of the company's management and have been prepared by the management on the basis of separate financial statements and other financial information regarding components. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are prepared, in all material respects, in accordance with an identified financial reporting framework and are free of material misstatement. An audit includes examine, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. We report that the consolidated financial statements have been prepared by the Company in accordance with the requirement of Accounting Standard 21, Consolidated Financial Statements, Accounting Standard 23, Accounting for Investments in Associates in Consolidated Financial Statements prescribed by the Central Government under Section 211(3C) of the Companies Act, 1956 and other recognized accounting practices and policies.
4. Based on our audit and on the other financial information, in our opinion and to the best of information and according to the explanations given to us, the attached consolidated financial statements read with the notes thereon give a true and fair view in conformity with the accounting principles generally accepted in India :
 - i) in the case of the Consolidated Balance Sheet, of the consolidated affairs of the Company as at 31st March 2012;
 - ii) in the case of the Consolidated Profit and Loss Account, of the profit for year ended on that date; and

Head Office : 103, Madhu Industrial Park, Mogra Village, Avadh Narayan Tiwari Marg, Andheri (East),
Mumbai – 400 069. Tel : 2831 2467 / 68 / 69 – E-mail : audit@grassociates.co.in

Branch : 4/04, Tardeo Air-Conditioned Market, Tardeo Road, Mumbai – 400 034.
Tel : 2352 4148 / 2351 3459 / 2351 2097



iii) in the case of the Consolidated Cash Flow Statement, of the consolidated cash flows for the year ended on that date.

Ganesh & Rajendra Associates
Chartered Accountants
Firm Reg no. 103055W



(Ganesh Mehta)

Partner

Mem no.32939

Place: Mumbai

Dated: 30 JUN 2012



Head Office : 103, Madhu Industrial Park, Mogra Village, Avadh Narayan Tiwari Marg, Andheri (East),
Mumbai – 400 069. Tel : 2831 2467 / 68 / 69 ~ E-mail : audit@grassociates.co.in

Branch : 4/04, Tardeo Air-Conditioned Market, Tardeo Road, Mumbai – 400 034.
Tel : 2352 4148 / 2351 3459 / 2351 2097

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012

	Year ended 31st March 2012 Rupees	Year ended 31st March 2011 Rupees
A. Cash Flow from operating activities :		
Net profit before tax and extraordinary items	4,68,092	3,67,250
Adjustment for :		
Depreciation	14,559	5,975
Operating Profit before working capital charges	4,82,651	3,73,225
Adjustment for :		
Trade and other receivable	3,47,564	(15,900)
Short term loans & advances	(21,072)	1,47,972
Long term loans & advances	(3,98,679)	-
Trade payable	(3,49,892)	(5,24,298)
	(4,22,079)	(19,001)
Net cash from operating activities (A)	60,572	(19,001)
B. Cash Flow from investment activities :		
Purchase of Fixed Assets	(45,150)	-
Net cash used in Investing activities (B)	(45,150)	-
C. Cash Flow from Financing activities :		
Net cash used in Financing activities (C)	-	-
Net increase in cash and cash equivalent (A+B+C)	15,422	(19,001)
Cash & Cash equivalent at the beginning of the year	45,911	64,912
Cash & Cash equivalent at the end of the year	61,333	45,911

As per our report attached of even date

For Ganesh & Rajendra Associates
Chartered Accountants
Firm Reg No.103055W


(Ganesh Mehta)

Partner

Mem No. 32939

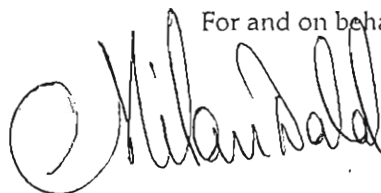
Place Mumbai

Dated

30 JUN 2012



For and on behalf of the board



Director



Director

THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Significant accounting policies and Notes forming parts of Accounts

Company Overview

1 Corporate Information

The Amalgamated Electricity Company Limited (referred to as 'the company') and its subsidiaries provide a wide range of consultancy and management services.

As of 31st March 2012, the Company has 1 subsidiary wherein it controls 50.38% shares.

2 Significant Accounting policies

i Basis of preparation of Accounts

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

ii Use of Estimates

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

iii Fixed Assets

Fixed assets are stated at cost, less accumulated depreciation. Cost comprises the purchase price, including duties, legal fees, other non-refundable taxes or levies directly attributable cost of bringing the assets to its working condition.

iv Depreciation and Amortisation

Depreciation has been provided on 'Written down value method' as per rates specified in schedule XIV to the Companies Act, 1956. On revalued assets, depreciation has been provided as per rates specified in schedule XIV to the Companies Act, 1956 from the date of revaluation and depreciation to the extent of revaluation debited to revaluation reserve.

v Impairment of Assets

An assets is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Profit and Loss Account in the year in which an assets is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

vi Investments

Investments are classified into Current and Long-term Investments. Current Investments are stated at lower of cost and fair value. Long-term Investments are stated at cost. Provision for diminution in the value of long-term Investments is made only if such a decline is other than temporary.

vii Revenue Recognition

- a) Revenue/Incomes and Cost/Expenditure are generally accounted on accrual, as they are earned or incurred.
- b) Dividend income is recognised on receipt basis.

viii Borrowing costs

Interest and other borrowing costs attributable to qualifying assets are capitalised. Other interest and borrowing costs are charged to revenue in the year they are incurred.



A handwritten signature in black ink, appearing to be 'S. S. S.', written over a light blue background.

A handwritten signature in black ink, appearing to be 'A. S.', written over a light blue background.

THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Significant accounting policies and Notes forming parts of Accounts

2 Significant Accounting policies

ix Taxes on Income

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

Deferred tax is recognised, on the timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised if there is virtual certainty that there will be sufficient future taxable income available to realize such losses.

x Earnings per Share

Basic earnings per share is computed by dividing the net profit after tax by the average number of equity shares outstanding during the period.

xi Provisions, Contingent Liabilities and Contingent Assets

Provisions and Contingent Liability: The Company recognises a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require outflow of resources. Where there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote, no provision or disclosure is made. Contingent Assets are neither recognized nor disclosed in the financial statements.

xii Retirement Benefits

The laws relating to payment of Provident Fund, E.S.I.C. and Gratuity to employees are not applicable to the Company. The Company does not have any scheme for retirement benefits for its employees. Other benefits such as leave encashment etc are provided in accordance with the service rule of the company.

xiii Segmental Reporting

Considering the activity of the company during year and with the objective of the Accounting Standards 17, the company is not having any products and services except Computer hiring, and therefore there is no other reportable primary business segment information. There is no reportable secondary geographical segment information since the Company's operations are only in India.

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



THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Consolidated significant accounting policies and Notes forming parts of Accounts

Consolidated Significant Accounting policies

	As at 31st March, 2012	As at 31st March, 2011
3 SHARE CAPITAL		
Authorised Capital:		
Equity Shares		
14,00,000 equity shares of Rs.10 each	1,40,00,000	1,40,00,000
Unclassified shares		
6,00,000 Unclassified shares of Rs.10/-each	60,00,000	60,00,000
Cumulative redeemable preference shares		
25,000 10% cumulative redeemable preference shares of Rs.100/-each (Redeemable at par wholly or partly at the Company's option at any time after the expiry of four years from the date of allotment by giving three months previous notice in writing and in any case redeemable at par wholly on the expiry of seven years from the date of allotment thereof.)	25,00,000	25,00,000
	<u>2,25,00,000</u>	<u>2,25,00,000</u>
Issued Subscribed and paid up capital		
13,88,256 Equity shares of Rs. 100 each fully paid up (Of the above 2,65,948 equity shares of Rs.10/-each are allotted pursuant to the amalgamation scheme without payment being received in cash and 3,47,064 equity shares of Rs.10/- each are allotted as fully paid up bonus shares by capitalising Rs.25,00,000/- and Rs.9,70,640/- out of the Capital Redemption Reserve and General Reserve respectively.)	1,38,82,560	1,38,82,560
TOTAL	<u>1,38,82,560</u>	<u>1,38,82,560</u>

3.1 The Company has two classes of Shares referred to as equity shares having a par value of Rs. 10/-and preference shares having par value of Rs.100/-.
Each holder of equity shares is entitled to one vote per share.

3.2 The details of Shareholders holding more than 5% shares :

Name of the Shareholder	No. of shares	% Held	No. of shares	% Held
Pursarth Trading Company Private Limited	2,00,204	14.42	2,00,204	14.42
RRB Securities Limited	2,04,810	14.75	2,04,810	14.75



THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Significant accounting policies and Notes forming parts of Accounts

	As at 31st March, 2012	As at 31st March, 2011																																																																														
4 RESERVES AND SURPLUS																																																																																
a) Profit and Loss Account																																																																																
As per last Balance Sheet	(5,312,743)	(5,364,640)																																																																														
Add : Profit for the year	376,761	190,528																																																																														
Minority interest	(186,934)	(138,631)																																																																														
Balance in Profit and loss account	<u>(5,122,916)</u>	<u>(5,312,743)</u>																																																																														
b) General Reserve																																																																																
As per last Balance Sheet	20,154	20,154																																																																														
Add : Transfer during the year	-	-																																																																														
Balance in General reserve	<u>20,154</u>	<u>20,154</u>																																																																														
TOTAL	<u>(5,102,762)</u>	<u>(5,292,589)</u>																																																																														
5 DEFERRED TAX LIABILITIES (NET)																																																																																
Deferred tax liabilities	-	20,714																																																																														
TOTAL	<u>-</u>	<u>20,714</u>																																																																														
6 OTHER CURRENT LIABILITIES																																																																																
Creditors for expenses	2,886,400	3,235,822																																																																														
Other Payables	1,430	1,900																																																																														
TOTAL	<u>2,887,830</u>	<u>3,237,722</u>																																																																														
7 FIXED ASSETS																																																																																
	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th rowspan="3">PARTICULARS</th> <th colspan="3">Gross Carrying Amount</th> <th colspan="3">Accumulated Depreciation</th> <th colspan="3">Net Carrying Amount</th> </tr> <tr> <th>AS ON</th> <th>ADDITION</th> <th>AS ON</th> <th>AS ON</th> <th>DEDUC-</th> <th>FOR THE</th> <th>AS ON</th> <th>AS ON</th> <th>AS ON</th> </tr> <tr> <th>01/04/2011</th> <th></th> <th>31/03/2012</th> <th>01/04/2011</th> <th>TION</th> <th>YEAR</th> <th>31/03/2012</th> <th>31/03/2012</th> <th>31/03/2011</th> </tr> <tr> <th></th> <th>Rs.</th> <th>Rs.</th> <th>Rs.</th> <th>Rs.</th> <th>Rs.</th> <th>Rs.</th> <th>Rs.</th> <th>Rs.</th> <th>Rs.</th> </tr> </thead> <tbody> <tr> <td>Plant and Machinery</td> <td style="text-align: right;">392,457</td> <td style="text-align: right;">45,150</td> <td style="text-align: right;">437,607</td> <td style="text-align: right;">365,580</td> <td style="text-align: center;">-</td> <td style="text-align: right;">13,802</td> <td style="text-align: right;">379,382</td> <td style="text-align: right;">58,225</td> <td style="text-align: right;">26,877</td> </tr> <tr> <td>Furnitures, Fixtures & Equipments</td> <td style="text-align: right;">219,873</td> <td style="text-align: center;">-</td> <td style="text-align: right;">219,873</td> <td style="text-align: right;">214,430</td> <td style="text-align: center;">-</td> <td style="text-align: right;">757</td> <td style="text-align: right;">215,187</td> <td style="text-align: right;">4,686</td> <td style="text-align: right;">5,443</td> </tr> <tr> <td>TOTAL</td> <td style="text-align: right;"><u>612,330</u></td> <td style="text-align: right;"><u>45,150</u></td> <td style="text-align: right;"><u>657,481</u></td> <td style="text-align: right;"><u>580,010</u></td> <td style="text-align: center;"><u>-</u></td> <td style="text-align: right;"><u>14,559</u></td> <td style="text-align: right;"><u>594,569</u></td> <td style="text-align: right;"><u>62,912</u></td> <td style="text-align: right;"><u>32,320</u></td> </tr> <tr> <td>PREVIOUS YEAR</td> <td style="text-align: right;"><u>912,330</u></td> <td style="text-align: center;"><u>-</u></td> <td style="text-align: right;"><u>612,330</u></td> <td style="text-align: right;"><u>574,035</u></td> <td style="text-align: center;"><u>-</u></td> <td style="text-align: right;"><u>5,975</u></td> <td style="text-align: right;"><u>580,010</u></td> <td style="text-align: right;"><u>32,320</u></td> <td style="text-align: right;"><u>38,295</u></td> </tr> </tbody> </table>		PARTICULARS	Gross Carrying Amount			Accumulated Depreciation			Net Carrying Amount			AS ON	ADDITION	AS ON	AS ON	DEDUC-	FOR THE	AS ON	AS ON	AS ON	01/04/2011		31/03/2012	01/04/2011	TION	YEAR	31/03/2012	31/03/2012	31/03/2011		Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Plant and Machinery	392,457	45,150	437,607	365,580	-	13,802	379,382	58,225	26,877	Furnitures, Fixtures & Equipments	219,873	-	219,873	214,430	-	757	215,187	4,686	5,443	TOTAL	<u>612,330</u>	<u>45,150</u>	<u>657,481</u>	<u>580,010</u>	<u>-</u>	<u>14,559</u>	<u>594,569</u>	<u>62,912</u>	<u>32,320</u>	PREVIOUS YEAR	<u>912,330</u>	<u>-</u>	<u>612,330</u>	<u>574,035</u>	<u>-</u>	<u>5,975</u>	<u>580,010</u>	<u>32,320</u>	<u>38,295</u>
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THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Consolidated significant accounting policies and Notes forming parts of Accounts

Consolidated Significant Accounting policies

	As at 31st March, 2012	As at 31st March, 2011
8 Non current Investments		
Trade Investments		
In Equity Shares, Unquoted, fully paid up (At cost)		
Others		
Pursarth Trading Company Limited	4,500 10 45,000	45,000
TOTAL	<u>45,000</u>	<u>45,000</u>
Unquoted Investments		
Aggregate value	<u>45,000</u>	<u>45,000</u>
9 DEFERRED TAX ASSETS (NET)		
Deferred tax asset	11,955	-
TOTAL	<u>11,955</u>	<u>-</u>
10 LONG TERM LOAN & ADVANCES		
Other Long Term Advances	81,32,625	78,57,946
TOTAL	<u>81,32,625</u>	<u>78,57,946</u>
11 TRADE RECEIVABLE		
Trade receivables outstanding for a period more than	36,77,945	41,01,759
Trade receivables outstanding for a period less than	76,250	-
Total	<u>37,54,195</u>	<u>41,01,759</u>
12 CASH AND CASH EQUIVALENTS		
Balances with Bank	60,483	42,796
Cash on Hand	850	3,113
TOTAL	<u>61,333</u>	<u>45,909</u>



THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Consolidated significant accounting policies and Notes forming parts of Accounts

	As at 31st March, 2012	As at 31st March, 2011
13 SHORT TERM LOANS AND ADVANCES (Unsecured and Considered Good)		
Deposits	36,972	15,900
TOTAL	<u>36,972</u>	<u>15,900</u>
14 SALE OF SERVICES		
Computer hire income	45,000	60,000
Professional fees	5,25,265	-
TOTAL	<u>5,70,265</u>	<u>60,000</u>
15 OTHER INCOME		
Other income	-	20,435
Other income-Investment	6,45,500	6,00,000
Interest on Income Tax Refund	2,55,012	-
Dividend-investment	-	1,250
TOTAL	<u>9,00,512</u>	<u>6,21,685</u>
16 OTHER EXPENSES		
Auditors' Remuneration	40,858	31,766
Rent rates and taxes	31,402	31,402
Listing fees	-	11,130
Legal and Professional fees	2,31,326	29,869
Miscellaneous expenses	77,048	39,169
Electricity expenses	46,798	4,732
Telephone / internet expenses	37,778	60
Repairs & maintenance	2,55,490	1,500
Security charges	1,58,832	1,58,832
Office general expenses	1,08,591	-
TOTAL	<u>9,88,123</u>	<u>3,08,460</u>



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A handwritten signature in black ink, consisting of a stylized 'A' followed by a vertical line.

THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Consolidated significant accounting policies and Notes forming parts of Accounts

	As at 31st March, 2012	As at 31st March, 2011
17 Earnings per share		
a) Profit after taxation	3,76,761	1,90,528
b) Average number of Equity shares outstanding	1,00,000	1,00,000
c) Earnings per share in Rs. (Face value Rs. 50/- per share)	3.77	1.91

18 Earnings and Remittances in Foreign currency	
a) Earnings in Foreign Currency :	Rs NIL (Previous Year Rs. NIL)
b) Expenditure in Foreign Currency :	Rs NIL (Previous Year Rs. NIL)

19 Deferred tax
The break up of net deferred tax as on 31st March, 2012 is as under :

Particulars	1 st April 2011	Current Year	31st March, 2012	
Difference between book and tax depreciat	(20,714)	(17,369)	(3,345)	Liab
		(4,737)	4,737	
Unabsorbed Depreciation Loss	-	(8,264)	8,264	Asset
Business Loss	-	(2,299)	2,299	Asset
	<u>(20,714)</u>	<u>(32,669)</u>	<u>11,955</u>	

	31st March, 2012	31st March, 2011
20 Auditors' Remuneration		
a) as auditors	32,585	27,354
b) for taxation matters	8,273	4,412
	<u>40,858</u>	<u>31,766</u>



THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Consolidated significant accounting policies and Notes forming parts of Accounts

Consolidated Significant Accounting policies

21 Related party disclosures

The particulars of related parties, as certified by the management, together with the transactions during the year and

i) List of related parties :

- a) Holding company : The Amalgamated Electricity Company Ltd
- b) Subsidiary company : Amalgamated Investment Ltd.
- c) Associate companies : Cifco Limited
Tropical Securities and Invesments Pvt Ltd
Western Press Pvt Ltd
Cifco Properties Pvt Ltd
Cifco Travels Pvt Ltd
Bombay Swadeshi Stores Ltd
Gateway International Pvt Ltd
Grishma Construction and Trading Pvt Ltd
Sam Leasco Ltd.
Arcadia Invesments Co. Ltd
Apurva Investments Co. Ltd
Chasam Investment and leasing Pvt Ltd
Milan Investments Pvt Ltd
Habinger Trading Co. Pvt Ltd
Cheooha Holdings Pvt Ltd
Swaruadhara Holdings Pvt Ltd
Satyajothi Holdings Pvt Ltd
Regent Publishers Pvt Ltd

- d) Key management personnel Mr. Milan B Dalal
Mr. Satyen B Dalal
Mr. Satish Sheth

(ii) Transactions during the year with related parties:

Nature of Transactions	Subsidiary	Associates	Key managerial personnel	Holding company
Computer hire charges received	- (-)	45,000 (60,000)	- (-)	- (-)
Repayment of loan and	8,259 (-)	- (-)	- (-)	- (-)
Loan and advances received	20,000 (-)	18,852 (44,100)	- (1,83,400)	- (-)
Trade receivable	- (-)	55,000 (-)	3,68,814 (-)	- (-)
Balance as at 31st March, 2012				
Advance received	- (-)	34,752 (15,900)	- (-)	- (-)
Trade receivable	- (-)	20,44,300 (20,99,300)	16,33,645 (20,02,459)	- (-)
Sundry creditors	- (-)	19,800 (-)	(-) (-)	- (-)



THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Consolidated significant accounting policies and Notes forming parts of Accounts

Consolidated Significant Accounting policies

- 22 Income tax department have raised Rs. 3,80,360/- for AY 2001-02 and Rs. 4,12,659/- for AY 2002-03 which are not disputed by the company. Against these liabilities the payment of tax and refund of Income Tax aggregating to Rs. 7,16,342/- has remained unadjusted.
- 23 **Contingent Liabilities and Commitments**
- i) With regard to the claim of Rs. 78,600/- by a consumer of erstwhile Ajmer undertaking, the company does not expect any liability and if any arises, same is unascertainable.
- ii) The company is occupying the premises at the first floor, presently known as Dena Bank Building, Horniman Circle, Mumbai, as a tenant since its inception in 1936. Dena Bank has served notices for Termination of Tenancy and for eviction of Un-authorized Occupants. Further, the bank has claimed damages Rs. 12,61,500/- p.m. with interest @ 12% p.a. till such realization. The company has challenged the claim of the bank on the ground that the company was in possession of the property before it was sold to the Government. The company has filed an affidavit with Estate Office of Dena Bank, and hearing of the matter is under process. No outcome has come so far. The company has therefore not provided for any liabilities in view of the uncertainty of the matter. The liability will be provided in the year it is legally crystallized and finalisation is achieved in the matter.

As per our report attached of even date

For Ganesh & Rajendra Associates

Chartered Accountants

Firm Reg No.103055W



(Ganesh Mehta)

Partner

Mem No. 32939

Place Mumbai

Dated

30 JUN 2012



For and on behalf of the board



Director

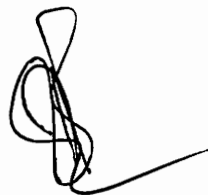


Director

THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Sub-Groupings

Particulars	2011-12 Amount (Rs.)	2010-11 Amount (Rs.)
Other Current Liabilities		
Creditors for Expenses		
Bull's eye communications	35,532	15,841
Ganesh and Rajendra associates	29,181	59,213
Professional tax payable	2,500	2,500
Rent Payable	1,34,519	1,06,097
Sanjay Soman and associates	10,823	8,014
Shares Dynamic India Pvt Lts	39,140	12,000
Filing fees payable	2,809	-
Telephone expenses payable	2,726	1,039
A.K Barat	-	6,153
Broadways Security and detected Pvt Ltd	51,884	12,971
Directors deposits	2,500	2,500
Food and Inns	24,53,940	29,93,940
Nitin Velhal	17,661	7,600
Sanjay Soman and associates	23,286	5,286
Arcadia Investments Co. Ltd	19,800	-
Mindwave System Pvt Ltd	24,750	-
Employess contribution to PPF	168	2,668
Electricity charges Payable	161	-
Office general expenses payable	26,920	-
R.S Kavathlkar	8,100	-
Total	<u>28,86,400</u>	<u>32,35,822</u>
Other Payable		
Tds payable on Professional fees	-	1,900
Tds on Contract A.Y. 2012-13	530	-
Tds on Professional fees A.Y. 2012-13	900	-
Total	<u>1,430</u>	<u>1,900</u>
CASH AND CASH EQUIVALENTS		
Balances with Bank		
Canara Bank	6,425	11,325
The South indian bank	54,058	31,471
Total	<u>60,483</u>	<u>42,796</u>
Cash on Hand		
Cash on Hand	110	2,343
Cash on Hand-Investment	740	770
Total	<u>850</u>	<u>3,113</u>



THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Sub-Groupings

Particulars	2011-12 Amount (Rs.)	2010-11 Amount (Rs.)
SHORT TERM LOANS AND ADVANCES		
Cifco Ltd	34,752	15,900
Jayant Gidwani	1,120	-
Mount Estate	1,100	-
Total	36,972	15,900
LONG TERM LOANS AND ADVANCE		
Interest on Income tax Refund	2,55,012	-
Income Tax Paid	4,50,000	4,50,000
Tds on dividend A.Y 1996-97	609	609
Tds on professional fees A.Y. 1999-2000	9,394	9,394
Tds on professional fees A.Y. 1998-1999	38,214	38,214
Tds on Dividend A.Y 1997-98	326	326
Tds on Dividend A.Y 2003-2004	42	42
Tds on professional fees A.Y. 1996-1997	19,337	19,337
Tds on professional fees A.Y. 1997-1998	23,421	23,421
Tds Received from Others A.Y 2009-10	1,47,290	1,47,290
Tds Received from Others A.Y 2010-11	97,980	97,980
Tds on professional fees A.Y. 2012-13	93,667	-
Tds Received from others A.Y. 2011-12	60,000	60,000
Self Assesment tax A.Y 2011-12	50,000	-
Advance Tax A.Y. 1995-1996	5,301	5,301
Self Assesment tax A.Y 1996-97	11,333	11,333
Self Assesment tax A.Y 2007-08	2,009	2,009
Income tax refund	-24,572	-24,572
Total	12,39,363	8,40,684
Less : Provisions for taxes		
Income tax payable A.Y 2001-02	5,792	5,792
Income tax payable A.Y 2002-03	2,69,307	2,69,307
Income tax Provision A.Y. 1996-97	27,000	27,000
Income tax Provision A.Y. 2007-08	2500	2500
Income tax Provision A.Y. 2008-09	2000	2000
Income tax Provision A.Y. 2010-11	48500	48500
Income tax Provision A.Y. 2011-12	128500	128500
Income tax Provision A.Y. 2012-13	124000	-
	6,07,599	4,83,599
Total (a)	6,31,764	3,57,085




THE AMALGAMATED ELECTRICITY COMPANY LIMITED

Sub-Groupings

Particulars	2011-12 Amount (Rs.)	2010-11 Amount (Rs.)
OTHER LONG TERM ADVANCES		
Pursarth Trading Co. Pvt Ltd	75,00,861	75,00,861
Total (b)	<u>75,00,861</u>	<u>75,00,861</u>
Total (a+b)	<u>81,32,625</u>	<u>78,57,946</u>
Trade Receivable		
Trade receivables outstanding for a period more than six months from the date they are due for payment		
Grishma Construction and trading Pvt Ltd	20,44,300	20,99,300
S. Ramdas	16,33,645	20,02,459
Total	<u>36,77,945</u>	<u>41,01,759</u>
Trade receivables outstanding for a period less than six months from the date they are due for payment		
Bombay Stores	45,000	-
Gor Kalyanji Rattanji Charitable Trust	11,250	-
Jayant Gidwani	15,000	-
Ram mandir trust	5,000	-
Total	<u>76,250</u>	<u>-</u>
Other Expenses		
Printing and stationery expenses	3,148	-
Conveyance and travelling expenses	17,189	-
Staff welfare expenses	1,748	-
Employers cont. to PF	-	168
Miscellaneous expenses	5,528	16,846
Total	<u>27,613</u>	<u>17,014</u>

