

26TH

ANNUAL REPORT

2011 - 2012

RAJDHANI LEASING AND INDUSTRIES LIMITED

Corporate Information

BOARD OF DIRECTORS	Shri Rohit Chowdhary Shri Sanjay Jain Shri Rajiv Jain Shri Sanjeev Agarwal Shri Rajeev Jain Shri Kamal Kant Sharma Shri Anil Juneja Shri Manmohan Garg Shri Somesh Kumar Jain
REGISTERED OFFICE	13B, 3 rd floor, Netaji Subhash Marg, Daryaganj, New Delhi-110 002.
AUDITORS	M/s Agarwal Kamal Kumar & Associates, Chartered Accountants 13-B, IInd Floor, Netaji Subhash Marg, Daryaganj, New Delhi-110 002
REGISTRAR & SHARE TRANSFER AGENTS	M/s Link Intime India Pvt. Ltd. A-40, 2 nd Floor, Naraina Industrial Area, Phase – II, Near Batra Banquet Hall, New Delhi – 110 028

Content

S. No.	Topics	Page No.
	Notice	2 - 6
	Directors' Report	7 - 10
	Compliance Certificate	11 - 14
	Auditors' Report	15 - 19
	Balance Sheet	20
	Profit & Loss Account	21
	Cash Flow	22
	Notes on Accounts	23-29
	Proxy Form/Attendance Slip	30

NOTICE OF ANNUAL GENERAL MEETING

To,

The Members

NOTICE is hereby given that the 26th Annual General Meeting of the Members of **Rajdhani Leasing and Industries Limited** will be held at Yuva Shakti Auditorium, Sector-3, Rohini, Delhi-110085 on Saturday, the 29th day of September, 2012 at 03.30 P.M. to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Balance Sheet as at March 31, 2012 the Profit & Loss Account for the financial year ended on that date together with the Schedules attached thereto and the Report of the Board of Directors and Auditors' thereon.
2. To appoint a Director in place of Shri Sanjay Jain who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint a Director in place of Shri Rajiv Jain who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint Auditors and to fix their remuneration and in this regard, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution.

"RESOLVED THAT M/s. Agarwal Kamal Kumar & Associates, Chartered Accountants, New Delhi the retiring auditors be and are hereby re-appointed as auditors of the Company, to hold office from the conclusion of this Annual General meeting until the conclusion of the next Annual General Meeting of the company, on such remuneration as shall be fixed by the Chairman of the Board of Directors of the Company and mutually agreed between them."

SPECIAL BUSINESS:

5. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution.

APPOINTMENT OF SHRI ANIL JUNEJA AS DIRECTOR

"RESOLVED THAT Shri Anil Juneja who was appointed as an Additional Director of the Company w.e.f. 27.07.2012 by the Board of Directors in terms of the provisions of Articles of Association of the Company and Section 260 of the Companies Act, 1956 and in respect of whom the Company has received a notice from a member under Section 257 of the Companies Act, 1956, be and is hereby appointed as Director of the Company, liable to retire by rotation."

6. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution.

APPOINTMENT OF SHRI KAMAL KANT SHARMA AS DIRECTOR

“RESOLVED THAT Shri Kamal Kant Sharma who was appointed as an Additional Director of the Company w.e.f. 27.07.2012 by the Board of Directors in terms of the provisions of Articles of Association of the Company and Section 260 of the Companies Act, 1956 and in respect of whom the Company has received a notice from a member under Section 257 of the Companies Act, 1956, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

7. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution.

APPOINTMENT OF SHRI MANMOHAN GARG AS DIRECTOR

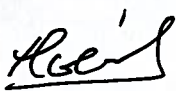
“RESOLVED THAT Shri Manmohan Garg who was appointed as an Additional Director of the Company w.e.f. 27.07.2012 by the Board of Directors in terms of the provisions of Articles of Association of the Company and Section 260 of the Companies Act, 1956 and in respect of whom the Company has received a notice from a member under Section 257 of the Companies Act, 1956, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

8. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution.

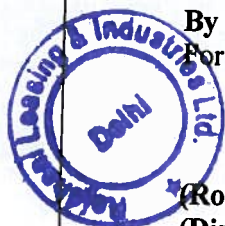
APPOINTMENT OF SHRI SOMESH KUMAR JAIN AS DIRECTOR

“RESOLVED THAT Shri Somesh Kumar Jain who was appointed as an Additional Director of the Company w.e.f. 27.07.2012 by the Board of Directors in terms of the provisions of Articles of Association of the Company and Section 260 of the Companies Act, 1956 and in respect of whom the Company has received a notice from a member under Section 257 of the Companies Act, 1956, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

By Order of the Board of Directors
For Rajdhani Leasing and Industries Limited


*(Rohit Chowdhary)
(Director) (DIN - 00026031)

Place: New Delhi
Date: 03.09.2012



Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE MEETING) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM DULY COMPLETED AND SIGNED SHOULD REACH THE COMPANY'S REGISTERED OFFICE NOT LATER THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING. THE PROXY FORM IS ENCLOSED.**
2. Corporate Members are requested to send a duly certified copy of the Board Resolution, pursuant to Section 187 of the Companies Act, 1956, authorising their representative to attend and vote at the Annual General Meeting.
3. Members are requested to bring their admission slips alongwith copy of the report and accounts to the Annual General Meeting.
4. In case of Joint holders attending the meeting only such joint holder who is higher in the order of names will be entitled to vote.
5. Members desiring any information as regards the accounts for the financial year ended 31st March, 2012, are requested to write to the Company at least 7 days before date of meeting so as to enable the management to keep the information ready.
6. All documents referred to in the accompanying notice are open for inspection at the Registered Office of the Company during office hours on all working days between 11:00 A.M. to 01:00 P.M. up to the date of Annual General Meeting.
7. The Register of Members and Share Transfer Books of the Company in respect of Equity Shares of the Company will remain closed from 28.09.2012 to 29.09.2012 (both days inclusive).
8. Members are requested to intimate change in their addresses, if any to the company or its Share Transfer Agent, M/s Link Intime India Pvt. Ltd., A-40, 2nd Floor, Naraina Industrial Area, Phase – II, Near Batra Banquet Hall, New Delhi – 110 028.
9. Members who hold shares in dematerialised form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting.
10. Explanatory Statement as required as required under Section 173(2) of the Companies Act, 1956 is annexed hereto.
11. **Green Initiative in corporate governance:** The Ministry of Corporate Affairs (MCA) has vide its circular dated April 29, 2011 stated that the service of notice/documents including Annual report to the members can be made by e-mail. To support this green initiative of the MCA, members who have not yet registered their e-mail address are requested to do so (a) in case of the electronic holdings through their concerned depository participants and (b) in respect of the physical holdings to Link Intime India Pvt. Ltd.

Explanatory Statement pursuant to Section 173(2) of the Companies Act 1956

Item No. 5

Shri Anil Juneja was co-opted on the Board of Directors of the Company as an Additional Director w.e.f. 27th July, 2012, to hold office until the date of ensuing annual general meeting.

As per the provisions of the Articles of Association and Section 260 of the Companies Act, 1956, Shri Anil Juneja retires at this Annual General Meeting. He is having more than 10 years of experience in the field of office administration and managing & co-ordinating the various activities. His inclusion in the Board of Directors shall boost the prospects of the Company as he brings with himself sound knowledge together with new vision and energy for better prospect of the Company. According to the provisions of Companies Act, 1956 Shri Anil Juneja is to be confirmed as Director in the forthcoming Annual General Meeting.

The Company has also received a notice from a member under Section 257 of the Companies Act, 1956 proposing the candidature of Shri Anil Juneja as Director of the Company. The Board recommends his appointment at the forthcoming Annual General Meeting.

None of the directors other than Shri Anil Juneja is interested in passing of this resolution.

Item No. 6

Shri Kamal Kant Sharma was co-opted on the Board of Directors of the Company as an Additional Director w.e.f. 27th July, 2012, to hold office until the date of ensuing annual general meeting.

As per the provisions of the Articles of Association and Section 260 of the Companies Act, 1956, Shri Kamal Kant Sharma retires at this Annual General Meeting. He is having more than 18 years of experience and been assigned various roles which includes purchase, administration, operation and organizing internal events. His inclusion in the Board of Directors shall boost the prospects of the Company as he brings with himself sound knowledge together with new vision and energy for better prospect of the Company. According to the provisions of Companies Act, 1956 Shri Kamal Kant Sharma is to be confirmed as Director in the forthcoming Annual General Meeting.

The Company has also received a notice from a member under Section 257 of the Companies Act, 1956 proposing the candidature of Shri Kamal Kant Sharma as Director of the Company. The Board recommends his appointment at the forthcoming Annual General Meeting.

None of the directors other than Shri Kamal Kant Sharma is interested in passing of this resolution.

Item No. 7

Shri Manmohan Garg was co-opted on the Board of Directors of the Company as an Additional Director w.e.f. 27th July, 2012, to hold office until the date of ensuing annual general meeting.

As per the provisions of the Articles of Association and Section 260 of the Companies Act, 1956, Shri Manmohan Garg retires at this Annual General Meeting. He has got vast experience in the field of operation management. He has successfully implemented various projects and his sharp

intellectual abilities are expected to boost the prospects of the Company. According to the provisions of Companies Act, 1956 Shri Manmohan Garg is to be confirmed as Director in the forthcoming Annual General Meeting.

The Company has also received a notice from a member under Section 257 of the Companies Act, 1956 proposing the candidature of Shri Manmohan Garg as Director of the Company. The Board recommends his appointment at the forthcoming Annual General Meeting.

None of the directors other than Shri Manmohan Garg is interested in passing of this resolution.

Item No. 8

Shri Somesh Kumar Jain was co-opted on the Board of Directors of the Company as an Additional Director w.e.f. 27th July, 2012, to hold office until the date of ensuing annual general meeting.

As per the provisions of the Articles of Association and Section 260 of the Companies Act, 1956, Shri Somesh Kumar Jain retires at this Annual General Meeting. By qualification he is a fellow member of Institute of Chartered Accountants of India and has rich and vast experience in the field of Accounting and Finance. His rich and versatile experience will be of immense help to the Company in deliberations of the Board. According to the provisions of Companies Act, 1956, Shri Somesh Kumar Jain is to be confirmed as Director in the forthcoming Annual General Meeting.

The Company has also received a notice from a member under Section 257 of the Companies Act, 1956 proposing the candidature of Shri Somesh Kumar Jain as Director of the Company. The Board recommends his appointment at the forthcoming Annual General Meeting.

None of the directors other than Shri Somesh Kumar Jain is interested in passing of this resolution.

DIRECTORS REPORT

To

The Members,

Your Directors have pleasure in presenting the 26th Annual Report along with the audited statement of Accounts for the year ended 31st March, 2012.

FINANCIAL RESULTS

The performance of the company for the financial year ended March 31, 2012 is summarised below:

ITEM	As on 31 st March, 2012 (in INR)	As on 31 st March, 2011 (in INR)
Sales & other Income	1,42,760	331,802
Expenditure	10,83,491	368,859
Profit / Loss before depreciation and tax	(9,40,731)	(37,057)
Tax	Nil	Nil
Profit / Loss after tax and depreciation	(9,40,731)	(37,057)

PERFORMANCE REVIEW

During the year, the Company has not conducted any business. Company is a going concern despite of any business, administrative expenditure has been incurred which resulted into a loss of Rs. 9,40,731/-

BUSINESS HIGHLIGHTS

During the year, management made an effort to change the line of activity by way of merger of two companies into it having different verticals which includes perfumery compounds and wellness business. Due to some technical reasons the merger was not completed and the same was withdrawn from the Hon'ble High Court of Delhi. The Management is hopeful to carry on the new business of perfumery and personal care products from next year, in which the promoters have experience of more than 15 years.

MATERIAL CHANGES AFTER THE BALANCE SHEET DATE

Your Company had sought approval from the members by way of postal ballot for the following matters:

1. For change in the Main Objects by way of substituting the existing III (A) of the Memorandum of Association.
2. For change in Name of the Company i.e. Allied Herbals Limited
3. To increase the Authorised Capital from Rs. 2 cr to Rs. 18 crore.
4. To make preferential allotment of 20,00,000 lac shares to promoters.
5. To make investment/ acquire shares of Allied Perfumers Pvt. Ltd under section 372A and other sections.

6. To borrow money as per the provisions section 293(1)(d) of the Companies Act, 1956

The results were declared on 23rd July, 2012 on the basis of postal ballot received from members by the appointed scrutinizer and he submitted the report that all the above matters/resolutions were passed with requisite majority by the members of the Company.

DIVIDEND

In view of the fact that the company is still exploring avenues so it has not earned any profits in the current year, the Board do not propose any dividend for the year under review.

DEPOSITS

The Company has not accepted any deposits under Section 58A of the Companies Act, 1956 during the year under review.

DIRECTORS

Shri Sateesh Jain had resigned as a Director with effect from 15th May, 2012. The Board places on record its appreciation for the distinguished services rendered by Shri Sateesh Jain, during his tenure as Director of the Company.

Shri Ramesh Kumar Sareen resigned as Director with effect from 5th July, 2012. The Board places on record its appreciation for the distinguished services rendered by Shri Ramesh Kumar Sareen during his tenure as Director of the Company.

Shri Sudhindra Kumar Jain resigned as Director with effect from 25th July, 2012. The Board places on record its appreciation for the distinguished services rendered by Shri Sudhindra Kumar Jain, during his tenure as Director of the Company.

Shri Kamal Kishore Gupta resigned as Director with effect from 17th August, 2012. The Board places on record its appreciation for the distinguished services rendered by Shri Kamal Kishore Gupta, during his tenure as Director of the Company

Shri Anil Juneja was appointed as Additional Director of the Company by the Board of Directors w.e.f. 27th July, 2012, and hold office upto the ensuing Annual General Meeting. The Company has received notice from the member proposing his candidature for the office of Director of the Company. The Board recommends his appointment at the Annual General Meeting.

Shri Kamal Kumar Sharma was appointed as Additional Director of the Company by the Board of Directors w.e.f. 27th July, 2012, and hold office upto the ensuing Annual General Meeting. The Company has received notice from the member proposing his candidature for the office of Director of the Company. The Board recommends his appointment at the Annual General Meeting.

Shri Manmohan Garg was appointed as Additional Director of the Company by the Board of Directors w.e.f. 27th July, 2012, and hold office upto the ensuing Annual General Meeting. The Company has received notice from the member proposing his candidature for the office of Director of the Company. The Board recommends his appointment at the Annual General Meeting.

Shri Somesh Kumar Jain was appointed as Additional Director of the Company by the Board of Directors w.e.f. 27th July, 2012, and hold office upto the ensuing Annual General Meeting. The Company has received notice(s) from the member(s) proposing his candidature for the office of

Director of the Company. The Board recommends his appointment at the Annual General Meeting.

REGISTERED OFFICE

The situation of registered office has been changed from E-3, Mangolpuri Industrial Area, Phase-II, Delhi – 110 034 to 13B, 3rd Floor, Netaji Subhash Marg, Daryaganj, New Delhi – 110 002 w.e.f. 21st May, 2012.

COMPLIANCE OFFICER

Shri Shyam Lal Sharma has resigned from the office of the Company Secretary-cum-Compliance Officer of the Company w.e.f. 26th July, 2012.

Shri Rohit Chowdhary, Director has been appointed as a Compliance Officer of the Company w.e.f. 27th July, 2012.

DIRECTORS' RESPONSIBILITY STATEMENT

As per the requirement of section 217(2AA) of the Companies Act, 1956 with respect to Directors' responsibility statement, it is confirmed:

1. That in the preparation of the accounts for the financial year ended 31st March, 2012 the applicable accounting standards have been followed along with proper explanations relating to material departures;
2. That the Directors' have selected such accounting policies & applied them consistently & made judgments & estimates that were reasonable & prudent so as to give a true & fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period.
3. That the Directors have taken proper & sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies' Act, 1956 for safeguarding the assets of the Company & for preventing & detecting fraud & other irregularities.
4. That the Directors' have prepared the accounts of the Company for the financial year ended 31st March, 2012 on a going concern basis.

AUDITORS

M/S AGARWAL KAMAL KUMAR & ASSOCIATES, Chartered Accountants, Statutory Auditors of the Company, hold office until the conclusion of the ensuing Annual General Meeting of the Company and are eligible for re-appointment. Certificate u/s 224(1B) of the Companies Act, 1956 has already been received from the Auditors to the effect that in case of their appointment, the same would be within the prescribed limits. The Board recommends their appointment.

AUDITORS' REPORT

The Directors have gone through the Auditors report and are in agreement with the same.

PARTICULARS OF EMPLOYEES:

During the financial year under review, none of the Company's employee was in receipt of remuneration as prescribed under section 217(2A) of the Companies Act, 1956 read with The Companies (Particulars of Employees) Rules, 1975, and hence no particulars required to be disclosed in this report.

THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988

Conservation of Energy:

Since the Company is not carrying on any business, therefore no step has been taken in this regard.

Research & Development activity and Absorption of Technology: N.A

Foreign Exchange-Earning /Outgo: Nil

LISTING STATUS

The equity shares of the company are presently listed on the Bombay Stock exchange (BSE).

COMPLIANCE CERTIFICATE

The Company has received a Compliance Certificate from the Practising Company Secretary under Section 383A (1) of Companies Act, 1956 and take note of the same.

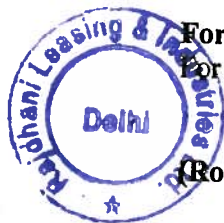
CORPORATE GOVERNANCE:

The Company is seized of the concept of corporate governance and the principle underlying the same. As a part of good corporate governance, the company has already taken adequate steps to ensure conditions of Corporate Governance as contained in amended clause 49 of the Listing Agreement with the stock Exchange to the extent applicable. It had constituted committees including Shareholders/Investor Grievances Committee etc.

ACKNOWLEDGEMENT

The Board places on record the continue patronage of its shareholders, Government agencies, Bankers, and Customers of the Company.

Dated: 03.09.2012
Place: New Delhi



For and on behalf of the Board of Directors
for Rajdhani Leasing and Industries Limited


(Rohit Chowdhary)
Director
(DIN- 00026031)


(Somesh Kumar Jain)
Director
(DIN- 05282312)

COMPLIANCE CERTIFICATE

[Pursuant to Proviso to sub-section (1) of Section 383A
of the Companies Act, 1956 and Rule 3(1) of the
Companies (Compliance Certificate) Rules, 2001]

Registration No. of the Company : L65921DL1985PLC022476
Nominal capital : 2,00,00,000/-
Paid up Equity Capital : 1,57,00,000/-

The Members

RAJDHANI LEASING AND INDUSTRIES LIMITED
13-B, IIRD FLOOR , NETAJI SUBHASH MARG
DARYAGANJ, NEW DELHI -110002.

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

1. The Company has kept and maintained 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 (Delhi & Haryana), Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Act and the rules made there under.
3. The Company being Public Limited Company, no comments are required.
4. The Board of Directors duly met **Six Times** respectively on **14-05-2011, 6-08-2011, 03-09-2011, 10-10-2011, 12-11-2011 and 11-02-2012** in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the circular resolutions passed in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members or Debenture holders from **29-09-2011 to 30-09-2011** in pursuance to the requirement of section 154 of the Companies Act, 1956 during the financial year.
6. The Annual General Meeting for the financial year ended on **31-03-2011** was held on **30-09-2011** after giving due notice to the members of the company.

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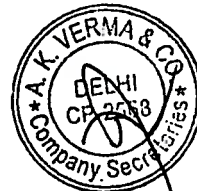
A. K. Verma & Co.
Company Secretaries

13-B, IIND FLOOR, ABOVE
CENTRAL BANK OF INDIA,
NETAJI SUBASH MARG,
DARYAGANJ, NEW DELHI-110002
TEL: 32966477; 42564636
E-MAIL: ashokvermafcs@yahoo.com

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7. No Extra Ordinary General Meeting was held during the Financial Year.
8. The Company has not given any loan to its Directors under the provisions of Section 295 of the Companies Act, 1956, as per the document shown by the management for the compliance during the financial year.
9. The Company has not entered into any contract falling within the purview of Section 297 of the Act.
10. The Company has made necessary entries in the register maintained under section 301 of the Act.
11. The company was not required to take any approvals from the Board of Directors, Members and previous approval of the Central Government, as there were no instances falling within the purview of Section 314 of the Act.
12. The Company has not issued any Duplicate Share Certificates during the financial year.
13. (i) The company has delivered all certificates on lodgment thereof for transfer and transmission of shares or any other purpose in accordance with the provisions of the Act. There has been no allotment of securities during the financial year.
(ii) The Company has not deposited any amount of dividend 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 Member of the Company as no dividend was declared during the financial year.
(iv) The company has not transferred any unpaid dividend amount to Investor Education and Protection Fund during the financial year.
(v) The Company has duly complied the requirements of the Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. There was no change in the Board of Directors during the financial year.
15. The Company has not appointed any Managing Director/ Whole-time-Director/Manager during the financial year.
16. The Company has not appointed any Sole Selling Agents during the financial year.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar of Companies and or such other Authorities as may be prescribed under the various provisions of the Act during the financial year
18. The Directors have disclosed their interest in other Firms/Companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any Equity Shares during the financial year.
20. The Company has not bought back any shares during the financial year.
21. The Company has not redeemed any Preference Shares during the financial year.

Contd....3.



A. K. Verma & Co.
Company Secretaries

13-B, IIND FLOOR, ABOVE
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TEL: 32966477; 42564636
E-MAIL:ashokvermafcs@yahoo.com

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22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited/accepted any deposits including any unsecured loans falling within the purview of section 58A during the financial year.
24. The amount borrowed by the company from directors, members, banks and other during the financial year ending 31st March, 2012 are within the borrowing limits of the company.
25. The Company has not made loans and advance and investment in other bodies corporate during the period and consequently no entries have been made in the register kept for the purpose.
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 but they have change the registered office within the same city and town during the year.
27. The Company has not altered the provisions of the Memorandum with respect to the other objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to Share Capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. There was no prosecution initiated against or show cause notices received by the Company for alleged offences under the Act and no fines and penalties or any other punishment was imposed on the Company as confirmed by the management of the company during the financial year.
32. The Company has not received any money as security from its employees during the financial year.
33. The Company has not deducted any contribution towards provident fund during the financial year, as the provisions of Section 418 relating to deduction of PF are not applicable to the company as confirmed by the management of the company.

Signature: For A.K.VERMA & CO
COMPANY SECRETARIES



03/09/2012
ASHOK KUMAR VERMA
(PARTNER)
C. P. No.: 2568

Place : New Delhi
Date :03-09-2012

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ANNEXURE A

Registers as maintained by the Company

Statutory Registers and Other Registers

1	Minutes of Meeting of Board of Directors	U/s. 193(1)
2	Minutes of Meeting of Shareholders	U/s. 193(1)
3	Register of Application and Allotment of Shares	
4	Register of Directors/Managing Director	U/s. 303(1)
5	Register of Members	U/s. 150(1)
6	Register of Contracts, Companies and Firms in which Directors are interested.	U/s. 301
7	Register of Director's Shareholding	U/s. 307(1)
8	Register of Share Transfer	
9	Register of inter-corporate loan and Investment	U/s 372A(5)

ANNEXURE- B

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

Sl. No.	Form No.	U/S	For	Date of Filing	Whether Filed within Prescribed Time (Y/N)	If Delay in Filing whether Requisite additional Fee Paid (Y/N)
1.	Form 23B	224	For the purpose of confirmation of Auditor	07-10-2011	YES	NO
2.	Form 23AC & 23ACA XBRL	220	Annual Accounts For the Financial year ended on 31-03-2011.	02-11-2011	YES	NO
3.	Form 66	383A	Compliance Certificate for the year ended 31-03-2011.	13-10-2011	YES	NO
4.	Form 20B	159	Annual Return as on date of AGM on 30-09-2011.	26-11-2011	NO	YES
5.	Form 32	303	For the purpose of Change in designation of Mr. Rajeev Jain from additional director to director.	29-10-2011	YES	NO

NOTE: No other Form/Return was filed with ROC during the year under compliance as confirmed by the Management of the Company.



AGARWAL KAMAL KUMAR & ASSOCIATES
CHARTERED ACCOUNTANTS

13-B, 2nd FLOOR, NETAJI SUBHASH MARG, DARYAGANJ, NEW DELHI - 110 002

AUDITOR'S REPORT

To
The Shareholders
RAJDHANI LEASING AND INDUSTRIES LIMITED

We have audited the attached Balance Sheet of **RAJDHANI LEASING AND INDUSTRIES LIMITED** as at 31st March 2012, the Profit and Loss Statement and the Cash Flow Statement of the Company for the year ended on that date, annexed thereto. The Financial records are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial records based on our audit.

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

As required by the Companies (Auditors' Report) Order, 2003 and the Companies (Auditors' Report)(Amendment) Order, 2004 issued by the Central Government of India in the 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.

1. Further to our comments in the Annexure referred to above, we report that:
 - (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (ii) In our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books
 - (iii) The Balance Sheet, Profit & Loss Statement and Cash Flow Statement dealt with by this report are in agreement with the books of account
 - (iv) The Balance Sheet, Profit & Loss Statement 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;



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- (v) On the basis of written representations received from the directors, as on 31st March, 2012, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2012 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- (vi) As the Central Government has not formed the necessary rules for Levy of the Cess under Section 441A, the company has not made any provision for the Levy of the Cess.
- (vii) 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:
- in the case of the Balance Sheet, of the 'State of Affairs' of the Company as at 31st March, 2012 and
 - in the case of the Profit & Loss Statement, of the 'Loss' for the year ended on that date.
 - in the case of the Cash Flow Statement, of the 'Cash flows' for the year ended on that date.

For AGARWAL KAMAL KUMAR & ASSOCIATES
Chartered Accountants



ARUN GUPTA
(Partner)

Membership No. 511816
Firm Regn No. 005931N

Place : New Delhi
Date : 03.09.2012

ANNEXURE TO THE AUDITOR'S REPORT
Reg: RAJDHANI LEASING AND INDUSTRIES LIMITED
(Referred to in Paragraph (1) of our report of even date)

- 1) In respect of its Fixed Assets:
 - (a) As per the explanation & information given to us, there are no Fixed Assets in the company, hence provisions of the Clause (i) of paragraph 4 of the order are not applicable to the company.
- 2) In respect of its inventories:
 - (a) As per the explanation & information given to us, there have been no any stock held by the company, hence provisions of the Clause (ii) of paragraph 4 of the order are not applicable to the company.
- 3) In respect of the loans, secured or unsecured, granted or taken by the Company to/from companies, firm or other parties covered in the register maintained under section 301 of the Companies Act, 1956:
 - (a) As per the information and explanations provided to us, during the year, the company has not granted any unsecured loan to any party covered in the register maintained under section 301 of the companies Act, 1956. Consequently, the requirements of clauses (iii) (a), (iii) (b), (iii) (c) and (iii) (d) of paragraph 4 of the order are not applicable.
 - (e) According to information and explanation provided to us, the Company has taken unsecured loan of Rs. 7,53,425/- (including opening Balance of Rs. 5,03,425/- of three parties) from three parties covered in the register maintained under section 301 of the Companies Act, 1956. Balance outstanding of these three parties at the end of the year is Rs. 7,53,425/-.
 - (f) In our opinion and as per information given and explanations provided to us, the company has not paid any interest on the unsecured loan taken; as such it does not prima facie seem to be prejudicial to the interest of the Company.
 - (g) According to information and explanations provided to us, the terms of repayment have not been stipulated between the parties; as such the same is not due for repayment.
- 4) In our opinion and according to information and explanations provided to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to expenses incurred and income earned. The activities of the Company do not involve the purchase and sale of goods and services. During the course of our audit we have not observed any continuing failure to correct major weaknesses in the internal control system.
- 5) (a) In our opinion and according to information and explanations provided to us, the transactions made with each party in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 in respect of each party made during the year, have been duly entered in such registers.



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- (b) According to the information and explanations given to us, we are of the opinion that these transactions have been made at prices that are reasonable having regard to the prevailing market prices at the relevant times and the specific nature of the products of the transactions.
- 6) According to information and explanations provided to us, the Company has not accepted any deposits from the public under Section 58-A and 58AA or any other relevant provision of the Companies Act, 1956 and the rules made there under during the year. Therefore, the provisions of the Clause (vi) of paragraph 4 of the order are not applicable to the company.
- 7) In our opinion and according to information and explanations provided to us, the company is in the process of evolving a suitable internal audit system, commensurate with the size and the nature of its business and it is hoped by the management that the same will be operative and implemented in the years to come.
- 8) As per information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under section 209(1) (d) of the Companies Act, 1956 for the products/services manufactured/rendered by it. Therefore, the provisions of the Clause (viii) of paragraph 4 of the order are not applicable to the company.
- 9) In respect of statutory dues:
- (a) According to the information and explanations given to us, the company is regular in depositing undisputed statutory dues i.e., Provident Fund, Employee's State Insurance, Income Tax, Sales tax, Tax deducted at source, Customs duty, Excise duty, service tax, Cess with appropriate authorities. The company is generally regular in payments of Income tax and Fringe Benefit tax dues under various provisions of the Income Tax Act, 1961. There is no such undisputed liability at the end of the year which were outstanding for a period of more than six months from the date, these became payable by the company.
- (b) In respect of disputed dues:
According to information and explanations provided to us, there are no disputed dues of Sale tax/income tax/custom tax/wealth tax /excise duty/cess. Therefore, the provisions of the Clause (ix) of paragraph 4 of the order are not applicable to the company.
- 10) As per the information and the explanations given to us, the company does not have accumulated losses at the end of the financial year. The company has incurred cash losses during the financial year covered by the audit for Rs. 10,17,200/- and in the immediately preceding financial year to the tune of Rs. 1,30,080/-.
- 11) Based on our audit procedures and according to information and explanations given to us, we are of the opinion that the Company has not taken any loans from any financial institutions, banks. Therefore, the provisions of the Clause (xi) of paragraph 4 of the order are not applicable to the company.



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- 12) In our opinion and according to the explanations given to us and based on the information available, no loans and advances have been granted by the company on the basis of security by way of pledge of shares, debentures and other securities.
- 13) In our opinion and explanation given to us, the company is not a chit fund or a nidhi/ mutual benefit fund/ society. Therefore, the provisions of the Clause (xiii) of paragraph 4 of the order are not applicable to the company.
- 14) In our opinion and as per explanations given to us, the company has not been in the business of trading of securities or debentures. Therefore, the provisions of the Clause (xiv) of paragraph 4 of the order are not applicable to the company.
- 15) According to information and explanations provided to us, the company has not given any corporate guarantee for loan taken by others. Therefore, the provisions of the Clause (xv) of paragraph 4 of the order are not applicable to the company.
- 16) According to the information and explanations given to us, the company has not raised any term loans from Banks and Financial institutions. Therefore, the provisions of the Clause (xvi) of paragraph 4 of the order are not applicable to the company.
- 17) According to the information and explanations given to us and on an overall examination we are of the opinion that no funds raised on short-term basis that have been used for long-term investment.
- 18) In our opinion and according to the information provided to us, the Company has not made any preferential allotment during the year to the parties covered in the register maintained u/s 301 of the Companies Act, 1956.
- 19) According to information provided to us, the company has not created any security in respect of any debentures as no debentures were issued by the company. Therefore, the provisions of the Clause (xix) of paragraph 4 of the order are not applicable to the company.
- 20) According to information provided to us the company has not raised any money by public issue.
- 21) In our opinion and according to information and explanations given to us, no material fraud on or by the company has been noticed or reported during the year

For AGARWAL KAMAL KUMAR & ASSOCIATES

Chartered Accountants



ARUN GUPTA
(Partner)

Membership No. 511816

Firm Regn No. 005931N

Place: New Delhi

Date : 03.09.2012

RAJDHANI LEASING AND INDUSTRIES LIMITED

13-B, 3rd Floor, Netaji Subhash Marg, Darya Ganj, New Delhi 110002

FINANCIAL YEAR - 2011-2012

Balance Sheet As At 31st March 2012

	NOTE No.	AS AT 31st MARCH 2012	AS AT 31st MARCH 2011
I. EQUITY & LIABILITIES			
SHAREHOLDERS' FUNDS			
Share Capital	3	15,700,000.00	15,700,000.00
Reserve & Surplus	4	995,320.00	1,936,051.00
(c) Money Received against Share Warrant			
2. Share Application Money Pending Allotment			
NON CURRENT LIABILITIES			
Long-Term Borrowings	5	753,425.00	503,425.00
(b) Deferred Tax Liabilities (net)			
(c) Other Long Term Liabilities			
(d) Long-Term Provisions			
Other Non Current Liabilities	6	140,458.00	140,458.00
CURRENT LIABILITIES			
(a) Short - Term Borrowings			
(b) Trade Payables			
Other Current Liabilities	7	162,309.00	186,367.00
TOTAL		17,751,512.00	18,466,301.00
II. ASSETS			
NON CURRENT ASSETS			
(a) Fixed assets			
(i) Tangible assets			
(ii) Intangible assets			
(iii) Capital work - in - progress			
(iv) Intangible assets under development			
(b) Non - current investments			
(c) Deferred tax assets (net)			
Long - Term Loans and Advances	8	17,750,000.00	18,450,000.00
(e) Other Non-Current Assets			
CURRENT ASSETS			
(a) Current investments			
(b) Inventories			
(c) Trade receivables			
Cash and cash equivalents	9	1,512.00	16,301.00
(d) Short - term loans and advances			
(e) Other current assets			
TOTAL		17,751,512.00	18,466,301.00

Summary of significant accounting policies and notes 1 & 2
on accounts forming part of financial statements

FOR AGARWAL KAMAL KUMAR & ASSOCIATES

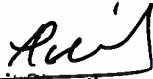
Chartered Accountants


ARUN GUPTA
(Partner)

Membership No. 511816
Firm Regn. No. 005931N

Date : 03.09.2012
Place : New Delhi

For and on Behalf of the Board of Directors


Rohit Chowdhary
(Director)
DIN NO. 00026031


Somesh Kumar Jain
(Director)
DIN NO. 05282312


Raju Singh Tomer
Company Secretary

RAJDHANI LEASING AND INDUSTRIES LIMITED
 13-B, 3rd Floor, Netaji Subhash Marg, Darya Ganj, New Delhi 110002

FINANCIAL YEAR - 2011-2012

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED ON 31st MARCH 2012

PARTICULARS	NOTE No.	FOR THE YEAR ENDED ON	
		31st MARCH 2012	31st MARCH 2011
Revenue from operations		-	-
Other income	10	142,760.00	331,802.00
Total Revenue		<u>142,760.00</u>	<u>331,802.00</u>
Expenses:			331,802.00
Cost of materials consumed			
Purchases of Stock – in – Trade			
Changes in inventories of finished goods, work –			
Employee benefits expense			
Finance costs	11	1,597.00	2,384.00
Depreciation and amortization expense			
Other expenses	12	<u>1,081,894.00</u>	<u>366,475.00</u>
Total expenses		1,083,491.00	368,859.00
Profit before exceptional and extraordinary items and tax (III – IV)			368,859.00
Exceptional items			
Profit before extraordinary items and tax (V – VI)			
Extraordinary items			
Profit before tax		(940,731.00)	(37,057.00)
Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		-	-
Profit (Loss) for the period from continuing operations (IX - X)		<u>-</u>	<u>-</u>
Profit / (Loss) from discontinuing operations			
Tax expense of discontinuing operations			
Profit / (Loss) from discontinuing operations (after tax) (XII – XIII)			
Profit/(Loss) for the period Transfer to		(940,731.00)	(37,057.00)
Earnings per equity share:			
(1) Basic		(0.60)	(0.02)
(2) Diluted		(0.60)	(0.02)

Summary of significant accounting policies and notes on accounts forming part of financial statements 1 & 2

FOR AGARWAL KAMAL KUMAR & ASSOCIATES

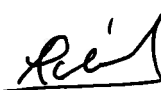
Chartered Accountants


ARUN GUPTA
(Partner)

Membership No. 511816
Firm Regn. No. 005931N

Date : 03.09.2012
Place : New Delhi

For and on Behalf of the Board of Directors


Rohit Chowdhary
(Director)
DIN NO. 00026031


Somesh Kumar Jain
(Director)
DIN NO. 05282312


Raju Singh Tomer
Company Secretary

RAJDHANI LEASING AND INDUSTRIES LIMITED**13-B, 3rd Floor, Netaji Subhash Marg, Darya Gani, New Delhi 110002****FINANCIAL YEAR - 2011-2012****CASH FLOW STATEMENT FOR THE YEAR ENDING 31st MARCH, 2012**

Particulars	AS AT	AS AT
	31.03.2012	31.03.2011
A) CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit before Interest, Tax and Extraordinary Items	(940,731.00)	(37,057.00)
OPERATING PROFIT BEFORE WORKING CAPITAL	(940,731.00)	(37,057.00)
Adjustment for:		
Trade and Other Receivables		352,433.00
Other Current Liabilities	(24,058.00)	(93,023.00)
CASH GENERATED FROM OPERATIONS	<u>(24,058.00)</u>	<u>259,410.00</u>
Income Tax Adjustments for Earlier Years	-	(352,433.00)
NET CASH FROM OPERATING ACTIVITIES	(964,789.00)	(130,080.00)
B) CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from Long Term Borrowings	250,000.00	145,000.00
Proceeds from Other Non Current Liabilities	-	-
NET CASH FROM FINANCING ACTIVITIES	250,000.00	145,000.00
C) CASH FLOW FROM INVESTMENT ACTIVITIES:		
Proceeds from Long Term Loans & Advances	700,000.00	-
NET CASH FROM INVESTMENT ACTIVITIES	700,000.00	-
Net Increment/(Decrement) in Cash and Cash Equivalents (A+ B+C)	<u>(14,789.00)</u>	<u>14,920.00</u>
CASH & CASH EQUIVALENTS		
Opening Balance	16,301.00	1,381.00
Closing Balance	<u>1,512.00</u>	<u>16,301.00</u>

Summary of significant accounting policies and notes 1 & 2
on accounts forming part of financial statements**FOR AGARWAL KAMAL KUMAR & ASSOCIATES**
Chartered AccountantsARUN GUPTA
(Partner)

For and on Behalf of the Board of Directors

Rohit Chowdhary
(Director)
DIN NO. 00026031Somesh Kumar Jain
(Director)
DIN NO. 05282312Membership No. 511816
Firm Regn. No. 005931NDate : 03.09.2012
Place : New DelhiRaju Singh Tomer
Company Secretary

RAJDHANI LEASING AND INDUSTRIES LIMITED

13-B, 3rd Floor, Netaji Subhash Marg, Darya Ganj, New Delhi-110002
FINANCIAL YEAR - 2011-2012

NOTES ON ACCOUNTS ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31st MARCH 2012 AND PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED ON THAT DATE

1). SIGNIFICANT ACCOUNTING POLICIES

A. BASIS FOR PREPARATION OF ACCOUNTS:

- a) The Company follows mercantile system of accounting and recognises income and expenditure on accrual basis.
- b) Financial statements are based on historical cost. These costs are not adjusted to reflect the changing value in purchasing power of money.
- c) Financial statements have been prepared on the basis of going concern concept and in consonance with generally accepted accounting principles.

The financial statements for the current year are prepared in accordance with the Generally Accepted Accounting Principles ('GAAP') in India, Accounting Standard issued by Institute of Chartered Accountants of India and comply with the mandatory presentational requirements of the Companies Act, 1956.

B. LOANS AND ADVANCES:

Loans and Advances are stated after writing off amounts considered as bad. Adequate provision (wherever necessary) is made for doubtful loans and advances.

C. RECOGNITION OF INCOME AND EXPENDITURE:

- a) Income and expenditure are generally recognised and accounted on accrual basis. However, the expenses for which bills have not been received at the date of balance sheet have been accounted for on estimated basis.
- b) Claims against the company that are not accepted but due to which receivables of the company is withheld, are accounted for in the year of raising the claims by parties.

D. EARNING PER SHARE:

Earning per share is calculated by dividing the earnings for the year attributable to equity share holders with the weighted average number of equity shares outstanding during the year. The earning considered in accounting the company's Earning per share (EPS) comprises the Net profit after tax and includes the Post Tax effects of any extraordinary items. The number of shares used in computing Basic EPS is the weighted average number of shares outstanding during the year. Diluted earnings per share are computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the year, except where the results would be anti-dilutive.

E. CASH FLOW STATEMENT:

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of the non cash nature and deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the company are segregated.



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F. **TAXES ON INCOME AND DEFERRED TAX:**

Provision for current tax has been made in accordance with the provisions of Income Tax Act, 1961.

Deferred tax charge or credit is recognized on 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 and liabilities are measured using the tax rates and tax laws that have been enacted or subsequently enacted by balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in the future. Deferred tax assets are reviewed as at each Balance Sheet date and written down or written-up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised.

G. **CONTINGENT LIABILITIES:**

The Company recognises a provision when there is a present obligation as a result of a past event and it is more likely than not that there will be an outflow of resources to settle such obligation and the amount of such obligation can be reliably estimated. Provisions are determined on the basis of management's best estimate of the amount of obligation required at the year end. These are to be reviewed at each balance sheet date and to be adjusted to best estimates.

Contingent Liabilities are usually not provided for unless the future outcome may probably be materially detrimental to the Company.

2) **NOTES ON ACCOUNTS**

- A) In the opinion of the board, the current assets, loans and Advances and other receivables are approximately of the value stated, if realised in the ordinary course of business.
- B) Provision for all known liabilities is adequate and not in the excess of the amount considered reasonably necessary. However in case where actual bills are not received, the provision has been made on estimated basis.
- C) Payments to Auditors
As Auditors Rs. 27,575/- (Previous year Rs. 27,575/-)
As Adviser Rs. Nil (Previous year Rs. Nil)
- D) Sitting Fees of Rs. 1,00,000/- (Previous year Rs. 40,000/-) has been paid to the directors.
- E) No provision has been made for gratuity for this year as the provisions of Gratuity are not applicable to this company, amount being unascertained for the year.
- F) Some of the balances in Current Liabilities and Advances are subject to confirmation, reconciliation and adjustments if any, which in the opinion of management will not be significant and would be carried out when settled.
- G) i) The Small Scale Industrial Undertaking to whom amount outstanding for more than 30 days, are Nil.



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ii) The company has not received any memorandum (as required to be filed by the suppliers with the notified authority under the Micro, Small and Medium enterprises Development Act, 2006) claiming their status as micro, small and medium enterprises. Consequently the amount paid/payable to these parties during the year is Nil.

H) Earning Per Share:

For the year ended	31 st March 2012	31 st March 2011
i) Weighted average number of equity shares of Rs. 10 each		
Number of shares at the beginning of the year	15,70,000	15,70,000
Number of shares at the end of the year	15,70,000	15,70,000
Weighted average number of outstanding equity shares	15,70,000	15,70,000
ii) Net Profit after tax available for Equity Shareholders as per Profit and Loss Account (Rs.)	(9,40,731.00)	(37,057.00)
iii) Basic and Dilutive Earning Per Share (EPS) (Rs.)	(0.60)	(0.02)
iv) Face value Per Equity Share (Rs.)	10	10

I) Related Party Disclosures:

i) List of related parties with whom transactions have taken place and relationship:

S.No.	Name of Related Party	Relationship
1.	Shri Sanjay Jain	Key Management Personnel and their relatives
2.	Shri Rajiv Jain	

ii) Transactions during the year with related parties:

Sl. No.	Nature of Transactions	Key Management Personnel and their Relatives	Total
1.	Finance Loan Taken	2.50 (1.45)	2.50 (1.45)

Note: Figures in bracket represents the previous year figures.

- J) Previous year figures have been regrouped/ re-arranged wherever necessary to confirm to the current year's groupings/classifications.
- K) Bank Balance is as per the statement provided by the bank. However, In the Previous Year, the current bank account having opening balance of Rs. 1,29,092/- which could not have been confirmed as no Bank Statement was made available for confirmation during the Previous year. So the same was pending for confirmation from the bank.
- L) Additional information pursuant to the provisions of Para 3, 4C and 4D of part II of Schedule VI to the Companies Act, 1956 has not been given as the same is nil.
- M) All the Debit and Credit Balances are subject to confirmation.



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3(a) SHARE CAPITAL

PARTICULARS	31.03.2012	31.03.2011
AUTHORISED		
2000000 Equity Shares of Rs. 10/- each (P.Y 2000000 Equity Shares of Rs. 10/- each)	20,000,000.00	20,000,000.00
	<u>20,000,000.00</u>	<u>20,000,000.00</u>
Issued, Subscribed and Paid up:		
1600000 equity Shares @ Rs 10/- each	16,000,000.00	16,000,000.00
Less: Allotment money in Arrears in respect of 30000 Equity Shares	101,255.00	101,255.00
Less: 30000 Equity Shares Forfeited	198,745.00	198,745.00
TOTAL	<u>15,700,000.00</u>	<u>15,700,000.00</u>

3(b) RECONCILIATION OF SHARES OUTSTANDING

PARTICULARS	No. of Shares	Equity Shares	No. of Shares	Equity Shares
		31.03.2012		31.03.2011
Share outstanding at beginning of Year	1570000	15,700,000.00	1570000	15,700,000.00
Bonus Shares issued during the Year		-		-
Shares Converted into Equity		-		-
Split of shares		-		-
Shares Outstanding at the end of the year	1570000	15,700,000.00	1570000	15,700,000.00

3(c) SHAREHOLDING MORE THAN 5%

Name of Shareholder	31.03.2012		31.03.2011	
	% of Holding	No. of Shares	% of Holding	No. of Shares held
SANJAY JAIN	17.10%	268500	17.10%	268500
RAJIV JAIN	17.02%	267158	17.02%	267158
RAJAN KAPOOR	-	-	9.62%	151000
SANGEETA AGARWAL	13.75%	216000	-	-

3(d) TERMS/RIGHTS ATTACHED TO EQUITY SHARES

The company has only one class of equity shares having a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share. If the company declares and pays dividends then it will be in Indian rupees. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.



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4) RESERVE & SURPLUS

PARTICULARS	31.03.2012	31.03.2011
CAPITAL RESERVE		
Opening Balance		
Add: Transfer during the Year	198,745.00	198,745.00
Closing Balance	<u>198,745.00</u>	<u>198,745.00</u>
GENERAL RESERVE		
Opening Balance		
Add: Transfer From Profit & Loss Statement	1,395,581.00	1,785,071.00
Less : Income tax Adjustments for earlier years	(940,731.00)	(37,057.00)
Closing Balance	<u>454,850.00</u>	<u>1,395,581.00</u>
STATUTORY RESERVE		
Opening Balance		
Add: Transfer From Profit & Loss Statement	341,725.00	341,725.00
Closing Balance	<u>341,725.00</u>	<u>341,725.00</u>
Grand Total	<u><u>995,320.00</u></u>	<u><u>1,936,051.00</u></u>

5) LONG TERM BORROWINGS

PARTICULARS	31.03.2012	31.03.2011
Loans & Advances From Related Parties:		
Sanjay Jain (Director, Unsecured)	385,000.00	135,000.00
Rajiv Jain (Director, Unsecured)	10,000.00	10,000.00
Loans & Advances From Others:		
R K Batra (Unsecured)	358,425.00	358,425.00
	<u>753,425.00</u>	<u>503,425.00</u>

6) OTHER NON-CURRENT LIABILITIES

PARTICULARS	31.03.2012	31.03.2011
B. Agarwal & Co.	38,811.00	38,811.00
Sh. D.N. Chaturvedi	18,436.00	18,436.00
R K Batra (other)	83,211.00	83,211.00
	<u>140,458.00</u>	<u>140,458.00</u>

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7) OTHER CURRENT LIABILITIES

PARTICULARS	31.03.2012	31.03.2011
OTHERS		
Bank Overdraft (SBOP)	70,908.00	-
TDS Payable	2,701.00	4,522.00
Tirupati Services	8,000.00	-
Print Media	11,550.00	-
Admire Publicity Pvt. Ltd.	-	22,325.00
Kumar Prints	-	105,640.00
Agarwal Kamal Kumar & Associates	55,150.00	27,575.00
Modern Advertising	-	14,795.00
Sanjeev Agarwal	-	11,000.00
Expense Payable	14,000.00	510.00
	<u>162,309.00</u>	<u>186,367.00</u>

8) LONG TERM LOANS & ADVANCES

PARTICULARS	31.03.2012	31.03.2011
Unsecured, Considered Good To Bodies Corporate	17,750,000.00	18,450,000.00
	<u>17,750,000.00</u>	<u>18,450,000.00</u>

9) CASH & CASH EQUIVALENTS

PARTICULARS	31.03.2012	31.03.2011
Cash and Bank Balances		
Cash-in-Hand	1,512.00	645.00
Bank Balance with State Bank of Patiala	-	15,656.00
	<u>1,512.00</u>	<u>16,301.00</u>

10) OTHER INCOME

PARTICULARS	31.03.2012	31.03.2011
Miscellaneous Income	142,760.00	331,802.00
	<u>142,760.00</u>	<u>331,802.00</u>



Admire



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11) FINANCE COSTS

PARTICULARS	31.03.2012	31.03.2011
Bank Charges	1,597.00	750.00
Interest Paid to Others	-	1,634.00
	<u>1,597.00</u>	<u>2,384.00</u>

12) OTHER EXPENSES


PARTICULARS	31.03.2012	31.03.2011
Advertisement & Publicity	116,283.00	44,778.00
Fee & Subscription	270,300.00	-
Legal & Professional Fees	483,898.00	9,103.00
Directors Sitting Fees	100,000.00	40,000.00
Payment to Auditors	27,575.00	27,575.00
Rates & Taxes	30.00	-
Prior Period Items	-	53,933.00
Miscellaneous Expenses	83,808.00	191,086.00
	<u>1,081,894.00</u>	<u>366,475.00</u>


FOR AGARWAL KAMAL KUMAR & ASSOCIATE For and on Behalf of the Board of Directors

Chartered Accountants




ARUN GUPTA
 (Partner)


Rohit Chowdhary
 (Director)
 DIN NO. 00026031


Somesh Kumar Jain
 (Director)
 DIN NO. 05282312

Membership No. 511816
 Firm Regn. No. 005931N

Date : 03.09.2012
 Place : New Delhi


Raju Singh Tomer
 Company Secretary

RAJDHANI LEASING AND INDUSTRIES LIMITED
Regd. Off.: 13B, 3rd Floor, Netaji Subhash Marg, New Delhi-110002.

ATTENDANCE SLIP

MEMBERS/PROXIES ARE REQUESTED TO BRING THE ATTENDANCE SLIP WITH THEM WHEN THEY COME TO THE MEETING AND HAND IT OVER AT THE ENTRANCE AFTER SIGNING IT.

Folio no : No of shares held.....

Client ID No.: DP ID No.:

Full Name of Shareholders :(IN BLOCK LETTERS)

Full name of Proxy :(IN BLOCK LETTERS)

I hereby record my presence at the 26th Annual General Meeting of the Company held on Saturday, 29th day of September, 2012, at 03:30 p.m. at Yuva Shakti Auditorium, Sector-3, Rohini-Delhi-110085.

Signature of Shareholder/Proxy

RAJDHANI LEASING AND INDUSTRIES LIMITED
Regd. Off.: 13B, 3rd Floor, Netaji Subhash Marg, New Delhi-110002.

PROXY FORM

Folio no : No of shares held.....

Client ID No.: DP ID No.:

I/We resident of

..... being a member/members of the **Rajdhani Leasing**

and Industries Limited hereby appoint Mr./ Ms. resident of

..... or failing him/her Mr./Ms.

..... resident of as my/ Our proxy, to vote for me/us on my/ our behalf at the 26th Annual General Meeting of the company to be held on Saturday, 29th day of September, 2012, at 03:30 p.m. at Yuva Shakti Auditorium, Sector-3, Rohini-Delhi-110085 and/or at any adjournment thereof.

Signed this ____ day of _____, 2012.

Signature

Affix Rs. 1/-
Revenue
Stamp

NOTE:

- a) The Proxy, in order to be effective, must be deposited at the Registered Office of the Company duly stamped and signed, at least 48 hours before the scheduled time of the meeting. The Proxy need not be a member of the Company.
- b) The Proxy form should be signed across the revenue stamp as per specimen signature registered with the Company.