

ASHRAM ONLINE.COM LIMITED

ANNUAL REPORT 2010 - 2011

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Board of Directors

Chairman cum Executive Director	: Shri. S. Pannalal Tatia
Directors	: Shri. S.P. Bharat Jain Tatia Shri. E. Subbarayan Shri. Gopal B Ahuja C. Hemamalini
Auditors	: M/s. K. Subramanyam & Co. Chartered Accountants No.252, Mugappair ERI Scheme Third Main Road, Chennai - 600 037.
Registered Office	: 'Prince Tatia Info Park' No.81 B, Second Main Road, Ambattur Industrial Estate, Chennai - 600 058, email : tatia@vsnl.com
Bankers	: State Bank of Travancore Commercial Branch Teynampet, Chennai - 600 018. HDFC Bank Ltd., Anna Nagar West, Chennai - 600 040.
Share Transfer Agents (For Demat Mode - CDSL)	: Cameo Corporate Services Ltd., No.1, Club House Road, Subramanian Building, Chennai - 600 002.
Share Transfer Agent (For a Demat Mode - NSDL)	: Knack Corporate Services Limited 17/9, Thiruvengadam Street, Mandaveli Chennai - 600 028.
Share Transfer System (For Physical Mode)	: Inhouse

ASHRAM ONLINE.COM LIMITED

NOTICE OF TWENTIETH ANNUAL GENERAL MEETING OF THE COMPANY

NOTICE is hereby given that the Twentieth Annual General Meeting of the Shareholders of Ashram online .com Limited will be held at SAMUGHANALA KUDAM, VALLANUR, AMABATUR, CHENNAI – 600 062 on Friday 30th September 2011, at 9. 00 a.m., to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Balance Sheet as at 31st March, 2011, the Profit & Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. S. P. Bharat Jain Tatia Director, who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint a Director in place of Mr. E. Subbarayan, who retires by rotation and being eligible, offers himself for reappointment.
4. To re- appoint M/s K. Subramanyam & Co., Chartered Accountants, Chennai as the Auditor of the Company and to authorize the Board of Directors to fix their remuneration.

**By order of the Board of Directors
For ASHRAM ONLINE.COM LIMITED**

**-SD/-
S.PANNALAL TATIA
Chairman cum Executive Director**

Place : Chennai
Date : 31st August 2011

NOTES:-

- i) a member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/ herself, and a proxy need not be a member of the company.
- ii) The Proxy form duly completed must reach the Registered Office of the Company not later than forty eight hours before the time appointed for holding the meeting.
- iii) The Register of Members and the Share Transfer books shall remain closed from 22.09.2011 to 30.09.2011 (both days inclusive)
- iv) Members are requested to notify immediately any change in the address

To the respective Depository Participants (DP's) in respect of their electronic share accounts.
To the registered office at No. 81 B, 2nd Main Road Amabattur Industrial Estate,
Chennai – 600 058 in respect to their physical share folios.
- v) For the convenience of the shareholders attendance slip is annexed to the proxy form the members are requested to bring the attendance slips duly filled in along with their copies of the annual reports to the meeting. Members who hold shares in dematerialized form are requested to bring their client ID and DP ID for easy identification of attendance at the meeting.

- vi) The Securities and Exchange Board of India notified your company's equity shares for compulsory trading in dematerialized form. Shareholders may avail such facility.
- vii) The equity shares of the Company are listed on Bombay Stock Exchange Limited and Madras Stock Exchange Limited.
- viii) Members have any specific query on the financial statements of the company are requested to mail their queries directly to the company.
- ix) Shareholders are requested to furnish the email ID's to enable the company forward information in relation to the company.
- x) The Company has designated an email ID called tatia@vsnl.com for redressal of shareholder's complaints/ grievances. In case you have any queries/ complaints or grievance, then please write to us at our mail ID provided above.
- xi) Members who hold shares in physical form in multiple folios in identical names or joint accounts in the same order or names are requested to send the share certificates to the Company's Registered Office at 81B, 2nd Main Road, Ambattur Industrial Estate, Chennai - 600 058.
- xii) The shares of the Company are tradable compulsorily in electronic form and your company has established connectivity with both the depositories i.e. National Securities Depositories Limited (NSDL) and Central Securities Depositories Limited (CSDL). In view of the enormous advantages offered by the Depository Systems, Members are requested to avail the facilities of dematerialization of the Company's Shares on either of the depositories as aforesaid.

xiii) **BRIEF PARTICULARS OF THE DIRECTORS SEEKING RE- APPOINTMENT**

Name of the Director : **Shri. S.P. Bharat Jain Tatia**
Age : 40 years
Date of Appointment : 09.05.1991
Experience in Specific Area : Accounts & Finance
Qualification : Bachelor in Commerce
List of Outside directorship held : Private - 14 Public -2
Chairman and member of : Nil
Committee of Board of Director of the Company
Chairman and Member of : Nil
Committee of Board of Director of the other Companies (listed)

Name of the Director : **E. Subbarayan**
Age : 54 years
Date of Appointment : 02.07.2005
Experience in Specific Area : Accounts & Finance
Qualification : Bachelor in Commerce
List of Outside directorship held : Private: Nil Public: 2
Chairman and member of : Chairman of Audit Committee
Committee of Board of Director of the Company
Chairman and Member of : Chairman of Share Transfer cum Investor
Committee of Board of Director Relations Committee and Remuneration Committee
of the other Companies (listed) in Kreon Financial Services Limited

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have great pleasure in presenting the Twentieth Annual Report together with the Audited Accounts of your Company for the financial year ended 31st March 2011

OPERATIONS

The financial results of the Company for the year ended 31st March 2011 is summarized below:

(Rs in Lacs)

Particulars	Year ended 31st March 2011	Year ended 31st March 2010
Income from Operations	-	-
Non-operating Income	9.97	13.54
Total Income	9.97	13.54
Total Expenditure	28.10	26.09
Profit/Loss before Depreciation, Interest and Taxation	-18.13	-12.55
Interest & Finance Charges	0.00	0.00
Depreciation	0.16	0.23
Profit/Loss before Tax	0	-12.78
Provision for Current Taxes	0	0
Provision for Deferred Taxes	0	0
Profit/Loss after Tax	-18.29	-12.78
Balance in Profit & Loss Account	16.42	29.21
Balance carried to Balance Sheet	-1.87	16.42

Your Company has incurred a loss, of Rs. (18.29) lacs for the financial year 2010-11 as compared to loss of Rs.(12.78) in the previous year 2009-10.

DIVIDEND

Since the company incurred Loss, no dividend is recommended for the current financial year by the Board of Directors

FIXED DEPOSITS

The Company has not accepted any public deposits and, as such, no amount on account of principal or interest on public deposit was out standing as on date of balance sheet.

DIRECTORS

Mr. S. P. Bharat Jain Tatia and Mr.E. Subbarayan , Directors retire by rotation and being eligible offer themselves for reappointment.

DIRECTORS RESPONSIBILITY STATEMENT

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

- i) In the preparation of the Annual Accounts for the financial year ended 31st March, 2011 the applicable Accounting Standards have been followed and there are no material departures;
- ii) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss account of the company for that period;
- iii) They have taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) They have prepared annual accounts on a going concern basis.

AUDIT COMMITTEE

The Audit Committee that was constituted pursuant to Section 292 A of the Companies Act , 1956 has Mr Gopal B Ahuja (Chairman) and Mr S. Pannalal Tatia and Ms. C. Hemamalini as its Members.

AUDITOR'S

M/s K Subramanyam & Co, Chartered Accountants, Auditors of the Company, retire at ensuing Annual General Meeting and have furnished a certificate under Section 224(1B) regarding their eligibility for reappointment as the Company's Auditors for the year 2011 - 12.

PARTICULARS OF EMPLOYEE'S

Particulars of the employees of the Company who were in receipt of remuneration, which in aggregate exceeded the limits fixed under Section 217 (2A) of the Companies Act, 1956 and Companies (Particulars of Employees) Rules 1975 is not applicable to the company for the year.

PARTICULARS AS REQUIRED UNDER SECTION 217 (1) (E) OF THE COMPANIES ACT, 1956 READ WITH THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988

Conservation of Energy

The Company had taken steps to conserve energy in its office use, consequent to which energy consumption has been minimized. No additional Proposals/Investments were made to conserve energy. Since the company has not carried on industrial activities, disclosures regarding impact of measures on cost of production of goods, total energy consumption, etc., are not applicable.

Technology Absorption:-

The company has not adopted / intends to adopt any technology for its business and hence no reporting is required to be furnished under this heading.

Foreign Exchange Inflow & Outgo:-

Foreign Exchange inflow during the year :- Nil

Foreign Exchange outgo during the year :- Nil

MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management Discussion & Analysis Report for the year under review, as stipulated under Clause 49 of the Listing Agreements is presented in a separate section forming part of the Directors Report.

CORPORATE GOVERNANCE

Your Company is committed to maintain the highest standards of Corporate Governance. Your Directors adhere to the requirements set out by the Securities Exchange Board of India's, Corporate Governance Practices and have implemented all the stipulations prescribed. Report on Corporate Governance as stipulated in Clause 49 of the Listing Agreement is presented in a separate section forming part of the Directors' Report.

EXPLANATION TO AUDITORS OBSERVATION

As regards the qualification given by the auditor in Point No. IX Annexure to Auditor Report . The Company has filed a writ petition and obtained stay order from the Honorable High Court of Madras.

REGISTRAR CUM TRANSFER AGENT

The Company appointed M/s Knack Corporate Services Limited as Registrar and Transfer Agent (RTA) during the year . However M/s. Knack Corporate Services Limited have not completed all required formalities and provided connectivity on full basis. Only the National Securities Depository Limited connectivity was shifted to M/s. Knack Corporate Services Limited. The Central Depository Services (India) Limited connectivity is still with M/s. Cameo Corporate Services Limited due non completion of formalities by M/s Knack Corporate Services Limited . Hence due to the abnormal delay in complying the required formalities by M/s Knack Corporate Services Limited , resulting in undue hardship to investor , the company decided to stay back with M/s. Cameo Corporate Services Limited and the formalities regarding shifting of National Securities Depository Limited connectivity back to M/S. Cameo Corporate Services Limited are under process and shall complete at the earliest.

COMPANY SECRETARY

The Company is making consistent efforts for appointment of whole time Company Secretary. The Company has been availing services of practicing Company Secretary from time to time to ensure compliance of the provisions of the applicable acts and statutes . Also the Annual Return of the Company is being certified by practicing Company Secretary from year to year and the company is also taking certification from them for Stock Exchanges Compliances .

ACKNOWLEDGEMENT

Your Directors would like to express their grateful appreciation for assistance and co-operation received from the Financial Institutions, Banks, Government Authorities, Customers and Members during the year under review.

Your Directors also wish to place on record their deep sense of appreciation for committed and dedicated services of the workers, staff, and officers of the Company.

**BY THE ORDER OF THE BOARD
FOR ASHRAM ONLINE .COM LIMITED
Sd/-
S. PANNALAL TATIA
CHAIRMAN CUM EXECUTIVE DIRECTOR**

PLACE: CHENNAI
DATE : 31st August 2011

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENT

Global Economic recession has affected growth in the economic activity in various sectors of the economy and accordingly has compelled company to survive alongside the dwindling economic activity. Barring unforeseen circumstances, the company would be able to achieve its financial objectives without much of constraints.

OPPORTUNITIES, THREATS, RISKS AND CONCERNS

There exists abundant opportunities for growth. However, slow down of market activity and cut throat competitions coupled with changes in the policies of the government are the areas of concern. However with the experience and expertise of the management, the company would withstand competition and convert threats in to opportunities.

SEGMENTWISE / PRODUCTWISE PERFORMANCE

The Company has currently only one segment in line with the Accounting Standard on Segment Reporting (AS-17).

INTERNAL CONTROL SYSTEM AND ADEQUACY

The company has adequate system of internal control in place. This is to ensure that assets are safeguarded and all transactions are authorized, recorded and correctly reported. The internal audit function is empowered to examine the adequacy, relevance and effective control system, compliance with policies, plans and statutory requirements. The top management and the Audit Committee of the Board review the findings and recommend to the Board for improvement on the same.

FINANCIAL PERFORMANCE

We are confident that in Financial Year 2012, we should again see a healthy growth both in the turnover and the order book. We indeed are back on growth track.

The financial performance of the company has been given in detail separately in Directors report.

CAUTIONARY STATEMENT

This report contains forward-looking statements, which may be identified by their use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' or other words of similar meaning. All statements that address expectations or projections about the future, including, but not limited to statements about the Company's strategy for growth, product development, market position, expenditures, and financial results, are forward-looking statements. Forward-looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements, on the basis of any subsequent developments, information or events.

REPORT ON CORPORATE GOVERNANCE

A. MANDATORY REQUIREMENTS

1. Philosophy on Code of Governance

The Company right from its inception has been committed to the highest standards of Corporate Governance Practices and to attain the highest levels of transparency, accountability and equity in all facets of its operations and in its all interactions with its Stakeholders including Shareholders, Employees, Lenders, Customers and the Government.

Your Company believes that all its actions must serve the underlying goal of enhancing overall Stakeholders' wealth over a period of time. It has adopted the best practice of Industry for Corporate Governance.

This section, along with section on 'Management Discussion and Analysis Report' and 'General Shareholders Information constitute Company's compliance with the Clause 49 of the Listing Agreement.

The Board is comprised of appropriate mix of Executive, Non-Executive and Independent Directors maintaining the Independence of the Board. The Board presently consists of five members comprising of the Executive Director, and 4 Non-Executive Directors out of which three are Independent Directors and more than half of the board comprises of independent directors.

Composition of the Board and directorship held during the year are as follows:

Sl. No	Name(s) of Director (s)	Executive/ Non- executive/ Independent	Other directorships (Excluding Private Limited Companies)	Number of Committee membership in other Companies*	no of Committee Chairmanship in other Companies*
1	Sri. S. Pannalal Tatia -Chairman cum Executive Director	PD & ED	2	2	NIL
2	Sri. S.P. Bharat Jain Tatia - Director	PD & NED	2	Nil	NIL
3	Sri. E. Subbarayan -Director	NED & ID	2	Nil	2
4	Sri. Gopal B Ahuja - Director	NED & ID	NIL	NIL	NIL
5	Ms. C. Hemamalini - Director	NED & ID	1	1	NIL

PD - Promoter Director; ED - Executive Director; NED - Non Executive Director; ID - Independent Director

In accordance with clause 49 of listing agreement, membership/ chairmanship of only Audit and Shareholders and Investors Grievance Committee has been considered.

2. Directors' Profile

BRIEF PARTICULARS OF THE DIRECTORS SEEKING RE- APPOINTMENT

Name of the Director : Shri. S.P. Bharat Jain Tatia
Age : 40 years
Date of Appointment : 09.05.1991
Experience in Specific Area : Accounts & Finance
Qualification : Bachelor in Commerce
List of Outside directorship held : Private - 14 Public -2
Chairman and member of Committee of Board of Director of the Company : Nil
Chairman and Member of Committee of Board of Director of the other Companies (listed) : Nil

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Name of the Director : **E. Subbarayan**
 Age : 54 years
 Date of Appointment : 02.07.2005
 Experience in Specific Area : Accounts & Finance
 Qualification : Bachelor in Commerce
 List of Outside directorship held : Private: Nil Public: 2
 Chairman and member of Committee of Board of Director : Chairman of Audit Committee of the Company
 Chairman and Member of Committee of Board of Director of the other Companies (listed) : Chairman of Share Transfer cum Investor Relations Committee & Remuneration Committee in Kreon Financial Services Limited

Brief Resume of all the Directors are given below:

Mr S Pannalal Tatia, Chairman & Director - A Fellow Chartered Accountant, He started his career in 1974 with Chartered Accountancy as profession and later cultivated his professionalism to get moulded in to corporate expert by being in to manufacturing industry, merchant banking industry and gained rich experience in advising and structuring financial closures. Later in 1993, he moved to the Corporate Sector and promoted Ashram Online.Com Ltd, Kreon Finaancial Services Limited, Tatia Global Vennture Limited all three were public limited listed corporates. He has been advisor to all kind of Capital Market financial instruments and is an expert on taxation and finance.

Mr S P Bharat Tatia, Director – He is a Bachelor of Commerce in qualification. He has over 15 years of experience in the areas of Export Industry, Investment Consultancy, and Capital Market Operations.

Mr E Subbarayan, Director - A Bachelor in Commerce Graduate from Madras University has vast experience in to operational exercise in to turnkey projects.

Mr. Gopal , Director – Bachelor in Commerce Graduate with rich experience in finance and accounts for over 11 years.

Ms.C. Hemamalini – Bachelor in Commerce with 5 year experience in Account & Finance.

Following were the attendances of directors in the Board Meeting and AGM:

Name of the Director	Category	Attendance Particulars			Number of Directorships in other Public companies and Committee Members / Chairmanships		
		Board Meetings	Last AGM (Yes/ No)	Last EGM (Yes/ No)	Other Director ships	Committee Memberships (other than AOL)	Committee Chairmanships (other than AOL)
Sri. S. Pannalal Tatia	Chairman cum Executive Director	8	Yes	Nil	2	2	Nil
Sri. S. P. Bharat Jain Tatia	Executive	8	Yes	Nil	2	Nil	Nil
Sri. E. Subbarayan	Non-Executive Independent	8	Yes	Nil	2	Nil	2
Sri. Gopal B Ahuja	Non-Executive Independent	8	Yes	Nil	Nil	Nil	Nil
Ms. C. Hemamalini	Non-Executive Independent	8	Yes	Nil	1	2	Nil

* AOL - Ashrom Online.Com Limited

3. Committee of Directors

Board had constituted several committees to deal with specific matters and delegated powers for different functional areas. Presently two Committees are functional, few committees have been constituted as per the statutory requirements, and others have been constituted to enable the Board to take the decision faster.

Following are the Committees of Board:

- I. Audit Committee
- II. Share transfer cum Investor Relation Committee

I. Audit Committee

Pursuant to provisions of Section 292A of the Companies Act 1956 and Clause 49 of the Listing Agreement, Board has Reconstituted the Audit Committee on consequent of Ms. Ruby resignation, in its Board meeting dated 31st March 2010. Presently, Committee comprise of 2 Non-Executive Directors out of which 2 Directors are Independent. All the members of the Committee are financially literate, Sri. Gopal B Ahuja, Independent Director is Chairman of the Committee.

Composition of the Audit Committee and Attendance of each member of the Committee are given below:

Sl. No	Name	Category / Status	Meetings Held	Meetings Attended
1	Shri Gopal B Ahuja	Non Executive & Independent - Director / Chairman	4	4
2	Shri S. Pannalal Tatia	Executive Director / Member	4	4
3	Ms. C. Hemamalini	Non Executive & Independent Director	4	4

During the year four meetings of Audit Committee were held on 31.05.2010, 29.07.2010, 30.10.2010 and 28.01.2011

Terms of reference

Following are the main terms of reference given by Board of Directors to Audit Committee:

- a) To review the quarterly, half-yearly and annual financial statements before submission to the Board, focusing particularly on:
 - * Any changes in accounting policies.
 - * Significant adjustments made in the financial statements arising out of audit findings.
 - * Compliance with listing and other legal requirements relating to financial statements.
 - * Limited Review Report of Auditors.
 - * Compliance with applicable accounting standards.
 - * Director's Responsibility Statement in terms of section 217 (2A) of the Companies Act, 1956
 - * Major accounting entries involving estimates based on the exercise of judgment by management.
 - * Disclosure of any related party transactions
 - * Qualifications in the draft audit report

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b) to review the adequacy of internal audit programme and the major findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.

b) To review the functioning of the Whistle Blower mechanism

c) to consider other matters, as may be referred to by the Board of Directors from time to time.

II. Share transfer cum Investor Relation Committee

Presently, Committee consists of two Non-Executive Directors out of which both are Independent Directors. Committee oversees and reviews all matters connected with transfer of securities, non-receipt of balance sheet and attending the grievances of the shareholders. The Committee has delegated the authority for share transfers to Managing Director so that it can be taken up at regular interval. The Committee oversees performance of Registrars and Transfer Agents of the Company and recommends measures for overall improvements in the quality of investor services.

During the year Twelve meetings has been held on. The composition of the Committee and attendance of each Committee member is given under:

Sl. No	Name(s) of Director (s)	Chairman/ Member	Meetings Held	Meetings Attended
1	Sri. E. Subbarayan	Chairman	12	12
2	Sri. Gopal B Ahuja	Member	12	12

Compliance Officer

Sri. S. Pannalal Tatia of the Company has been appointed as Compliance Officer and is responsible for the Compliance. Further he has been authorized to deal with all correspondence and complaints from the investors. He informs the Committee about status of Complaints.

Investors' Grievance Redressal

During the year total 4 complaints were received. All the complaints has been resolved to the satisfaction of shareholders. There was no outstanding complaint as on 31st March 2011.

Remuneration Committee

Remuneration Committee : No remuneration nor sitting fees were paid to the Directors during financial year under review.

4. General Body Meeting

Date, time and location for the Annual General Meetings of the Company held in last three years:

Year	Date	Time	Venue	No. of Special Resolution passed	Type of Meeting
2009-10	30.09.2010	9.00 A. M	SAMUGHANALA KUDAM, VALLANUR, AMBATTUR, CHENNAI – 600 062	Nil	AGM
2008-09	30.09.2009	9.00 A. M	SAMUGHANALA KUDAM, VALLANUR, AMBATTUR, CHENNAI – 600 062	One	AGM
2007-08	30.09.2008	9.00 A. M	SAMUGHANALA KUDAM, VALLANUR, AMBATTUR, CHENNAI – 600 062	One	AGM

I. Special Resolution Passed in the last three AGM'S

2009-2010-

No Special Resolution were passed for the year 2009-10

2008-2009

a. A Special Resolution Passed for the Voluntary Delisting of Equity Shares from the Madras Stock Exchange Limited.

2007-2008

a. A Special Resolution Passed for the appointing Mr. S.P. Bharat Jain Tatia as the Managing Director of the Company.

II Extra Ordinary General Meeting - EOGM

No EOGM were conducted for the past three years

III Postal Ballot

No resolutions were passed through Postal Ballot during the financial year under review.

5. Disclosures

I. There are no materially significant transactions with the related parties viz., Promoters, Directors or the Senior Management, their Subsidiaries or relatives conflicting with Company's interest. Suitable disclosures as required by the Accounting Standard (AS 18) relating to "Related Party Transactions" have been made separately in the Annual Report.

II. Company has complied with all requirements of the listing agreement entered with Stock Exchanges as well as regulation and guidelines of SEBI. Other than as mentioned, there has been no penalties or restrictions imposed on the Company by Stock Exchange or SEBI or any Statutory Authority, on any matter related to capital markets during the last three years.

III. Company has established Whistle Blower Policy and no personnel is denied the access to the Audit Committee.

IV. The Company complies with the entire mandatory requirement and non-mandatory requirement of Corporate Governance as provided under Clause 49 of listing agreement. The Disclosure relating to the compliance has been provided separately in this report. The Company has obtained a certificate from its auditors regarding compliance of conditions of corporate governance and certificate is annexed to the Directors' Report of the Company.

6. Means of Communication

I. The un-audited Financial Results on quarterly basis along with Limited Review Report by the Auditors of the Company are taken on record by the Board of Directors at its meeting within one month of the end of every quarter and the same are furnished to all the Stock Exchanges where the Company's Shares are listed within fifteen minutes of Closing of Meeting. The un-audited Financial Results along with Limited Review Report by the Auditors are first placed before the Audit Committee. The same along with recommendation of the Committee are forwarded to Board of Directors for their consideration.

II. The quarterly results and audited results as per the requirement of Clause 41 of the Listing Agreement are published within 48 hours in two newspapers, one in English daily Trinity Mirror and one in Regional (Tamil) Language Makkal Kural.

III. The quarterly results, shareholding pattern and other mandatory information are available at the website of Bombay Stock Exchange Ltd, i.e. www.bseindia.com. The website provides all information's and contains news releases.

7. Legal Compliance Reporting:

As required under Clause 49 of the Listing Agreement, the Board periodically reviews compliance of various laws applicable to the Company.

8. General Shareholder Information:

I. Information about Twentieth Annual General Meeting

Date and time : 30th day of September 2011, 9.00 A.M

Venue : Samuga Nalla Kudam, Vallanur, Ambattur, Chennai - 600 062.

II. Financial Year

The financial year of the Company each year starts with 1st April and ends with 31st March. The financial year 2010-11 started on 1st April 2010 and ended on 31st March 2011. The current financial year 2011-12 started on 1st April 2011 and would end on 31st March 2012.

Financial Calendar (Tentative)

First Quarter 30 th June 2011	: on or before 31 st July 2011
Second Quarter 30 th September 2011	: on or before 31 st October 2011
Third Quarter 31 st December 2011	: on or before 31 st January 2012
Fourth Quarter 31 st March 2012	: on or before 31 st May 2012

IV. Date of Book Closure

The Register of Member and Share Transfer Books shall be closed for a period of Nine days starting from 22.09.2011 to 30.09.2011(inclusive of Both Days).

V. Listing on Stock Exchange

The Equity Shares of the Company are listed at Bombay Stock Exchange Limited and Madras Stock Exchange Limited.

VI. Stock Code

- i) Bombay Stock Exchange Limited
Stock Code: 526187 (For Equity Shares of the Company)
- ii) Madras Stock Exchange Limited
Stock Code: ASHRAMON (For Equity Shares of the Company)
- iii) DEMAT ISIN in NSDL and CDSL for equity shares is INE293CO1019.

VII. Registrar and Share Transfer Agents

M/s CAMEO CORPORATE SERVICES LIMITED for CDSL connectivity
Subramanian Building,
1, Club House Road,
Chennai – 600 002.
Ph: +91 44 2846 0390
Fax: +91 44 2846 0129
Email: investor@cameoindia.com

M/S. KNACK CORPORATE SERVICES LIMITED - for NSDL connectivity
17/9, Thiruvengadam Street, Mandaveli,
Chennai – 600028
Ph: +91 44 24614424
Email: knackcorp@gmail.com

Physical: In House Share Transfer
Registered office at Kreon Financial Services Ltd., 81 B 2nd Main Road,
Ambattur Industrial Estate , Chennai – 600 058, Ph. 044 4213 8702 & 704
E-mail : tatia@vsnl.com

VIII Market Price Data

Bombay Stock Exchange: High and Low quotations of the Company's shares during the period from 1st April 2009 to 31st March 2010: The suspension in trading of equity shares is revoked with effect from 21st March 2011 by Bombay Stock Exchange Limited.

ASHRAM ONLINE.COM LIMITED

Year	Month	High (Rs.)	Low (Rs.)	Monthly close
2010	April	-	-	-
2010	May	-	-	-
2010	June	-	-	-
2010	July	-	-	-
2010	August	-	-	-
2010	September	-	-	-
2010	October	-	-	-
2010	November	-	-	-
2010	December	-	-	-
2011	January	-	-	-
2011	February	-	-	-
2011	March	21.65	7.25	8.77

Share Transfer System

Share transfers are registered and returned in the normal course within a period of **21** days from the date of receipt, if the documents are in order in all respects. Request for dematerialization of shares are processed and confirmation is given to the respective depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) within 21 days.

IX. Payment of Dividend for the year 2010-2011 - NIL

X. Distribution of shareholding as at 31st March 2011

Total Authorised Value Rs12,00,00,000 Nominal value of each share Rs.10/-
 Total number of shares- 1,20,00,000 Paid up value per share is Rs.10/-
 Distinctive Nos. 0000001 to 1,20,00,000

Share holding of nonminal value of	Shareholders		Shareholding		
	Rs.	Number	% to Total Nos.	In. Rs.	% to Total Amount
1	2	3	4	5	
10- 5000	17575	91.8330	27384960	22.8208	
5001 -10000	892	4.6609	7242990	6.0358	
10001-20000	390	2.0378	6007480	5.0062	
20001-30000	100	0.5225	2512730	2.0939	
30001-40000	50	0.2613	1770000	1.4750	
40001-50000	31	0.1620	1394340	1.1620	
50001-100000	48	0.2508	3449010	2.8742	
100001 and above	52	0.2717	70238490	58.5321	
Total	19138	100.0000	120000000	100.0000	

X. Dematerialization of Equity Shares and Liquidity

DEMAT ISIN in NSDL and CDSL for equity shares is INE293C01019.

Authorized Capital of Rs. 12,00,00,000 comprising of into 120,00,000 equity shares of Rs.10/- each. Paid up Capital of the Company as on 31st March 2011 is Rs. 119509000 (net of call in arrears) comprising of 120,00,000 Equity shares of Rs.10/- each. Out of the above shares 6905740 Equity Shares representing 57.5479 % are held physically and balance 5094260 Equity Shares representing 42.4521% is held in dematerialized form.

XI. Outstanding GDR / FCCB / Warrants

The company at no point of time have issued GDR,FCCB, Warrants or any other convertible securities till date.

XII. Plant Location

The Company carry's out its business operations at the registered office address of the company situated at No.81 B Ambattur Industrial Estate, Chennai – 600 058.

XIII. Address for Correspondence

The Registered Office of the Company is situated at following address. Further all correspondence with the Company can be done at following address, addressing to

The Director
Ashram online.com Limited - Physical Transfer
No 81 B Second Main Road,
Ambattur Industrial Estate,
Chennai – 600 058.
Ph: +91 44 42138702
Fax: +91 44 42138704
Email: tatia@vsnl.com

For any correspondence in relation to shareholders' grievance the communication would be addressed to the Registrar and Transfer Agents

M/s CAMEO CORPORATE SERVICES LIMITED - CDSL connectivity
Subramanian Building
1, Club House Road,
Chennai – 600 002
Ph: +91 44 2846 0390
Fax: +91 44 2846 0129
Email: investor@cameoindia.com

M/S. KNACK CORPORATE SERVICES LIMITED - NSDL connectivity
17/9, Thiruvengadam Street, Mandaveli,
Chennai – 600028
Ph: +91 44 24614424
Email: knackcorp@gmail.com

XI Categories of Shareholding as at 31st March 2011

Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares	
					As a percentage of(A+B) ¹	As a percentage of (A+B+C)
(A)	Shareholding of Promoter and Promoter Group²					
1	Indian					
(a)	Individuals/ Hindu Undivided Family	7	3667470	3667470	30.56	30.56
(b)	Central Government/ State Government(s)	0	0	0	0	0
(c)	Bodies Corporate	0	0	0	0	0
(d)	Financial Institutions/ Banks	0	0	0	0	0
(e)	Any Others(Specify)					
	Sub Total(A)(1)	7	3667470	3667470	30.56	30.56
2	Foreign	0	0	0	0.00	0.00
a	Individuals (Non-Residents)	0	0	0	0.00	0.00
	Individuals/Foreign Individuals)					
b	Bodies Corporate	0	0	0	0.00	0.00
c	Institutions	0	0	0	0.00	0.00
d	Any Others(Specify)	0	0	0	0.00	0.00
	Sub Total(A)(2)	0	0	0	0.00	0.00
	Total Shareholding of Promoter and Promoter Group	7	3667470	3667470	30.56	30.56
	(A)= (A)(1)+(A)(2)					
(B)	Public shareholding					
1	Institutions					
(a)	Mutual Funds/ UTI	1	5800	0	0.05	0.05
(b)	Financial Institutions / Banks	0	0	0	0.00	0.00
(c)	Central Government/ State Government(s)	0	0	0	0.00	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0.00
(e)	Insurance Companies	0	0	0	0.00	0.00
(f)	Foreign Institutional Investors	0	0	0	0.00	0.00
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00
(h)	Any Other (specify)	0	0	0	0.00	0.00
	Sub-Total (B)(1)	1	5800	0	0.05	0.05
B 2	Non-institutions					
(a)	Bodies Corporate	147	2241217	475517	18.67	18.67
(b)	Individuals					
I	Individuals -i. Individual share holders holding nominal share capital up to Rs 1 lakh	18427	4703463	577023	39.20	39.20
I	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	28	1240350	373650	10.34	10.34
(c)	Any Other (specify) NRI	528	141700	600	1.18	1.18
(c-i)	Clearing Members	0	0	0	0.00	0.00
	Sub-Total (B)(2)	19130	8326730	1426790	69.39	69.39
(B)	Total Public Shareholding	19131	8332530	1426790	69.44	69.44
	(B)= (B)(1)+(B)(2)					
	TOTAL (A)+(B)	19138	12000000	5094260	100	100
(C)	Shares held by Custodians and against which Depository Receipts have been issued	0	0	0	0.00	0.00
	GRAND TOTAL (A)+(B)+(C)	19138	12000000	5094260	100	100

* Shares pledged or otherwise encumbered is NIL

XIV. DETAILS OF REQUEST/COMPLAINTS RECEIVED DURING THE YEAR:-

Name of Request	Received	Attended	Pending
Change of Address	NIL	NIL	NIL
Bank Mandate	NIL	NIL	NIL
Consolidate Share Certificate	14	14	NIL
Duplicate Share Certificate	1	1	NIL
Splitting of share	NIL	NIL	NIL
Transfer(Physical)	85	85	NIL
Transmission	NIL	NIL	NIL
Dematerialisation	93	93	NIL
Rematerialisation	NIL	NIL	NIL
Total	193	193	NIL

XV. Details on use of Public Funds No funds have been raised from the public
 Obtained in the last three years : in the last three years.

☞ Insider Trading

Pursuant to Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 the Company has prescribed a Code of Conduct for prevention of Insider Trading. All the employees including directors of the Company comply with Insider Trading Regulations framed by the Company. None of the employee/director has contravened the regulations during the year.

☞ Secretarial Audit

Secretarial Audit as required in terms of Circular No. D&CC/FITTC/CIR – 16/2002 dated 30th June 2002 is being done by a Practicing Chartered Accountants on quarterly basis for reconciling total admitted capital with NSDL and CDSL and total issued and listed capital. The Company has obtained Reconciliation of Share Capital Audit Report for all the four quarter during the year ended 31st March 2011 and same has been forwarded to Stock Exchanges. The audit confirms that the total issued/ paid up Capital is in agreement with the total number of shares held in physical form and the total number of dematerialized shares held with NSDL and CDSL.

☞ Code of Conduct

The Board of Company has laid down a code of conduct for all the Board Members and the Senior Management personnel. All the Board Members and Senior Management personnel comply the code of conduct. A declaration have been made to give effect to the code signed by the Managing Director.

☞ CEO Certification

As required under the Clause 49 of the Listing Agreement a certificate duly signed by Mr. S Pannalal Jain, Chairman of the Company was placed at the meeting of the Board of Directors.

XIV. Non Mandatory Requirements

1. The Board:

No separate office is maintained since chairman is Executive.

2. Shareholders Communications:

The Company's quarterly (unaudited), half yearly (unaudited) and annual (audited) result are available on BSE website at www.bseindia.com, which is accessible to all. The results are also published in English newspaper and in Tamil newspapers having a wide circulation.

3. Audit Qualifications:

During the year under review, there was no audit qualification in the Company's financial statements apart from the disputed tax liability of the company for which the company has filed a writ petition before the Honorable High Court of Madras and has obtained the stay order on the proceedings. The Company continues to adopt best practices to ensure a regime of unqualified financial statements.

4. Training of Board Members:

The Company's Board of Directors consists of professionals with expertise in their respective field and industry. They endeavor to keep themselves updated with changes in global economy & legislation. They attend various workshop and seminars to keep themselves abreast with the changing business environment.

5. Mechanism for evaluating Non-Executive Board Members:

The Company has adopted a policy for evaluation of Non-Executive Board members based on primarily of attendance and a few other factors including contribution at the Board Meeting and at Meeting of the Audit Committee of the Board.

6. Whistle Blower Policy:

The Company has adopted whistle blower policy. All the employees have the access to Board and Audit Committee. Further Board / Audit Committee ensure that no victimization is done to such employee.

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director. In addition, the Company has adopted the Code of Conduct for its Non-Executive Directors.

I confirm that the Company has in respect of the financial year ended 31st March 2011 received from the Management Personnel of the Company and the Members of the Board a declaration of compliance with the code of conduct as applicable to them.

**BY THE ORDER OF THE BOARD
FOR ASHRAM ONLINE .COM LIMITED**

**Sd/-
S.Pannalal Tatia
Chairman cum Executive Director**

PLACE : CHENNAI

DATE : 31st August 2011

AUDITOR'S CERTIFICATE

To,
The members of
ASHRAM ONLINE.COM LIMITED

I have examined the compliance of conditions of Corporate Governance by Ashram Online.com Limited for the period from 1st April 2010 to 31st March 2011, as stipulated in clause 49 of the Listing Agreement of the said Company with Stock Exchanges in India.

The compliance of conditions of Corporate Governance is the responsibility of the management. My examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me;

I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the abovementioned Listing Agreement.

I state that no investor grievance is pending for a period exceeding one month against the company, as per the records maintained by Share Transfer cum Relation Committee of the company.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**K SUBRAMANYAM & CO.,
CHARTERED ACCOUNTANTS**

Sd/-

**K SUBRAMANYAM
PROPRIETOR
Membership No. 023663**

**Place : Chennai
Date : 31.05.2011**

Certificate by Chief Executive Officer (CEO)

We S. Pannalal Tatia, Chairman cum Executive Director and S P Bharat Jain Tatia, Executive Director of Ashram Online .Com Limited

Hereby certify

1. That we have reviewed the financial statements and the cash flow statement for the year ended 31st March 2011 and that to the best of our knowledge and belief,

☞ These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and

☞ These statements present a true and fair view of the company's affair and are in compliance with the existing accounting standards , applicable laws and regulations.

2. That there are , to the best of our knowledge and belief, no transaction entered into by the company during the year, which are fraudulent, illegal or violating of the company's code of conduct.

3. That we accept responsibility for establishing and maintaining internal controls, I have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and the audit committee, deficiencies in the design or operational of internal controls, if any, of which we were aware and the steps that we have taken or propose to take to rectify the identified deficiencies and

4. That we have informed the auditors and the audit committee of

a Significant changes in internal control during the year

b. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements, and

c. Instance of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system.

Sd/-

Sd/-

Place : Chennai
Date : 31st August 2011

S. Pannalal Tatia
Chairman cum Executive Director

S P Bharat Jain Tatia
Non Executive Director

ASHRAM ONLINE.COM LIMITED

AUDITOR'S REPORT

TO THE MEMBERS OF ASHRAM ONLINE.COM LIMITED

1. I have audited the attached Balance Sheet of M/s Ashram Online.Com Limited as at 31st march, 2010 and also the Profit & Loss account and the cash flow statement of the company for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. My responsibility is to express an opinion on these financial statements based on my audit.
2. I conducted my audit in accordance with auditing standards generally accepted in India. Those standards require that I 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 & disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by managements, as well as evaluating the overall financial statement presentation. I believe that my audit provides a reasonable basis for my opinion.
3. As required by the companies order, 2003, issued by the central govt. of India in terms of section 227 (4A) of the companies act, 1956, I give in the annexure, a statement on the matters specified in paragraphs 4 of the said order.
4. Further to my comments in the annexure referred to in Para 3 above, I report that:
 - (a) I have obtained all the information and explanation, which to the best of my knowledge and belief were necessary for the purpose of my audit. In my opinion, proper books of accounts as required by law have been kept by the company as far as appears from my examination of such books.
 - (b) the Balance Sheet, Profit & Loss account and Cash Flow statement dealt with by this report are in agreement with the book of account.
 - (c) in my opinion, the Balance Sheet, Profit & Loss account and Cash Flow statement dealt with by this report comply with the accounting standards referred to in sub-section (3c) of section 211 of the companies act, 1956.
 - d) On the basis of the written representation received from the directors as on 31st March 2011 and taken on record by board of directors, I report that none of the directors is disqualified as on 31st March, 2011 from being appointed as a director in terms of clause (g) of sub section (1) of section 274 of the companies act, 1956 as regards government. nominee directors, they are exempted from the provision of section 274 (1) (g) in view of general circular issued by the department of company affairs.
5. in my opinion & to the best of my information and according to the explanation given to me, the said accounts read with significant accounting policies and the other notes thereon, give the information required by the companies act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India :
 - a) in case of the Balance Sheet of the state of affairs of the company as at 31st March, 2011;
 - b) in case of Profit & Loss account of the profit for the year ended on that date, and
 - c) in case of Cash Flow Statement, of the cash flows for the year ended on that date.

**K SUBRAMANYAM & CO.,
CHARTERED ACCOUNTANTS,**

Sd/-

**Place : Chennai
Date : 31.05.2011**

**K SUBRAMANYAM
PROPRIETOR
M.No.023663
Firms Regn No.004146s**

ANNEXURE REFERRED TO IN PARAGARAPH 3 OF OUR REPORT OF EVEN DATE

RE: ASHRAM ONLINE.COM LIMITED

- (I) In respect of its fixed assets:
- (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The company has physically verified certain assets during the year in accordance with a programme of verification, which in my opinion provides for physical verification of the fixed assets at reasonable intervals. According to the information & explanation given to me no material discrepancies were noticed on such verification.
 - (c) In my opinion and according to the information and explanation given to me, the Company has not made any substantial disposals during the year.
- (II) In respect of its inventories:
- As explained to me, there are no inventories in the company, Hence the verification and valuation is not called for.
- III) (a) The company has neither granted nor taken any loan, secured or unsecured, to / from companies, firms and other parties covered in the register maintained under section 301 of the Act.
- (b) Since there are no such loans , the comments regarding terms and conditions, repayments of the principal, interest thereon and overdue amount are not required.
- (IV) In my opinion and according to the information and explanation given to me, there are adequate internal control procedures commensurate with the size of the company and nature of its business.
- (V) In my opinion and according to the information and explanation given to me, there are no transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 , exceeding the value of Rs 5 lakhs, in respect of any party during the year.
- (VI) The company has not accepted any deposits from the public during the period under review.
- (VII) In my opinion, the company has adequate internal audit system commensurate with the size of business.
- (VIII) The Central Government has not prescribed maintenance of cost records by the Company under section 209(1) (d) of the Act.
- (IX) The company has been regular in depositing undisputed statutory dues, including provident fund, investor education and protection fund, employees' state insurance, income-tax, sales-tax, wealth-tax, custom duty, excise duty, cess and other statutory dues with the appropriate authorities. According to the information and explanation given to me, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, customs duty and excise duty were outstanding, at the year end for a period of more than six months from the date they became payable.

ASHRAM ONLINE.COM LIMITED

According to the records of the Company, there are no outstanding Sales tax, Income tax act 1961, Customs duty, Wealth tax, excise duty on account of any dispute other than following:

Financial period to which the amount relates to	Act	Nature of dues	Forum where dispute is pending	Amount (Rs in Lakhs)
1993-94 & 94-95	Income Tax Act	Income Tax	Madras High Court - Stay obtained	189
1994-95, 95-96 & 96-97	Income Tax Act	TDS	Madras High Court - Stay obtained	24.22

- (X) The Company has incurred cash loss during the year for an amount of Rs 1829235/- The company have accumulated losses at the end of the financial year for an amount of Rs 187277/-
- (XI) Based on my audit procedures and on the information and explanation given by the management, I am of the opinion that the company has not defaulted in the repayment of dues to financial institutions, banks and debenture holders.
- (XII) According to the information and explanations given to me, the company has given any loans and advances on the basis of security by way of Pronotes, post dated instruments, pledge of shares, debentures and other securities. The loans advanced are subject to confirmation.
- (XIII) In my opinion the company is not a chit fund or 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) In my opinion the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (XV) According to the information and explanations given to me, the company has not given any guarantee for loans taken by others from bank or financial institutions.
- (XVI) There were no term loans obtained by the company during the year.
- (XVII) According to the cash flow statement and other records examined by me and the information and explanations given to me, on overall basis, funds raised on short term basis have, prima facie, not been used during the year for long term investment and vice versa, other than temporary deployment pending application.
- (XVIII) The company has not made any preferential allotment during the year nor does the company have any outstanding debentures during the year.
- (XIX) The company has not issued any debentures and no securities and charges are required to be created.
- (XX) The company has not raised any money by public issue during the Year.
- (XXI) To the best of my knowledge and belief and according to the information explanation given to me, no fraud on or by the company was noticed or reported during the year.

Place : Chennai
Date : 31.05.2011

K SUBRAMANYAM & CO.,
CHARTERED ACCOUNTANTS,
Sd/-
K SUBRAMANYAM
PROPRIETOR
M.No.023663
Firms Regn No.004146s

ASHRAM ONLINE.COM LIMITED

BALANCE SHEET AS AT		31.03.2011	31.03.2010
<u>I.Sources of Funds</u>	Sch	Rs	Rs
Shareholder's funds:			
a.Share Capital	1	119509000	119509000
b.Reserves & Surplus	2	-	1641958
c.Deffered Tax Liabillity		7720	9753
		<u>119516720</u>	<u>121160711</u>
<u>II.Application of Funds</u>			
4.Fixed Assets:	3		
a.Gross Block		3619715	3648000
b.Less : Accumulated Depreciation		3537479	3528671
c.Net Fixed Assets		<u>82236</u>	<u>119329</u>
5.Investments	4	12278000	12278000
6.Current Assets,Loans & Advances			
a.Cash and Bank Balances	5	195769	1487076
b.Sundry Debtors	6	94163181	86721501
c.Loans & Advances	7	9124141	15528275
d. Other Current Assets	8	1638914	1604799
	(a)	<u>105122005</u>	<u>105341651</u>
7.Current Liabilities & Provisions			
a.Current Liabilities	9	6051392	6059580
b.Provisions	10	15000	15000
	(b)	<u>6066392</u>	<u>6074580</u>
Net Current Assets (6-7)	(a-b)	<u>99055613</u>	<u>99267071</u>
8.Miscellaneous Expenditure			
a. Profit & Loss a/c	11	187277	-
b. Miscellaneous Expenses		7913594	9496311
(to the extent not w/off)		<u>119516720</u>	<u>121160711</u>
Notes Annexed to and Forming Part of Accounts	15		

As per my report on even date

for K Subramanyam & Co.,

Chartered Accountants.,

Sd/-

K Subramanyam

Proprietor

Membership NO.023663

Firms Regn No.004146s

Place: Chennai

Date : 31st May 2011

for and on behalf of the board

Sd/-

S.Pannalal Jain

Chairman cum Executive Director

Sd/-

S.P.Bharat Jain Tatia

Director

ASHRAM ONLINE.COM LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON	Sch	31.03.2011 Rs	31.03.2010 Rs
<u>Income</u>			
Interest Income		997433	1354347
		997433	1354347
<u>Expenditure</u>			
Human Resource & Related Costs	12	171357	129243
Administration & General Expenditure	13	1055490	894160
Interest & Financial Charges	14	770	2872
Preoperative Expenses Written off	11	1582718	1582718
		2810335	2608993
Profit / (Loss) before depreciation & taxes		(1812902)	(1254646)
Less : Depreciation for the year	3	16333	23342
Profit / (Loss) after Depreciation before taxes		(1829235)	(1277988)
Add / Less: Provision for Tax		-	-
Profit/ (Loss) after depreciation & taxes		(1829235)	(1277988)
Profit(+) / Loss(-) for the year		(1829235)	(1277988)
Balance carried to Balance Sheet		(1829235)	(1277988)
Earning per share (EPS) Basic and diluted (Rs.)		-0.153	-0.106
Face value Per Equity Shares (Rs.)		10/-	10/-

**As per my report on even date
for K Subramanyam & Co.,
Chartered Accountants.,
Sd/-**

**K Subramanyam
Proprietor
Membership NO.023663
Firms Regn No.004146s
Place: Chennai
Date : 31st May 2011**

for and on behalf of the board

Sd/-

Sd/-

**S.Pannalal Jain
Chairman cum Executive Director**

**S.P.Bharat Jain Tatia
Director**

Schedules forming part of Accounts

		31.03.2011	31.03.2010
<u>EQUITY SHARE CAPITAL</u>		Rs	Rs
<u>Authorised Capital</u>	Sch-1		
12000000 equity shares of Rs 10 /- each.		<u>120000000</u>	<u>120000000</u>
<u>Issue,Subcribed and Called up Capital</u>			
12000000 equity shares of Rs 10 /- each.		<u>120000000</u>	<u>120000000</u>
<u>Paid up Capital</u>			
12000000 Equity Shares of Rs.10/- each (fully paid)		120000000	120000000
Less: Calls in Arrears (From Directors - Nil)		491000	491000
		<u>119509000</u>	<u>119509000</u>
<u>RESERVES & SURPLUS</u>	Sch-2		
<u>General Reserves</u>			
Profit & Loss Account (opening balance)		1641958	2919946
Add: Profit/(Loss) during the year		<u>(1829235)</u>	<u>(1277988)</u>
		<u>-187277</u>	<u>1641958</u>
<u>INVESTMENTS</u>	Sch-4		
<u>Quoted Equity Shares</u>			
Kreon Finaancial Services Ltd		12278000	12278000
(1228200 equity shares of Rs 10/- each fully paid)			
(Market value Rs.8179812)			
		<u>12278000</u>	<u>12278000</u>
<u>Cash & Bank Balances</u>	Sch-5		
Cash in hand		124155	800678
<u>Bank Balance with Scheduled Banks</u>			
HDFC Bank		4564	678818
HDFC Bank Ltd - Nungambakam		62487	-
SBT - Commercial Branch		4563	7580
		<u>195769</u>	<u>1487076</u>

ASHRAM ONLINE.COM LIMITED											
<u>Rs</u>											
Details of Fixed Assets											
Schedule - 3											
Particulars	Rate @ %	Gross Block				Depreciaton			Net Block		
		Cost on 01.04.2010	Add/-Del for year	Cost on 31.03.2011	As at 01.04.2010	for the year	As at 31.03.2011	As at 31.03.2010	As at 31.03.2011		
Equipments	13.91	1,380,799	20,760	1,360,039	1,274,361	14,000	1,288,361	106,438	71,678		
Furnitures & Fixtures	18.10	233,084	-	233,084	220,193	2,333	222,526	12,891	10,558		
Total		1,905,077	20,760	1,884,317	3,500,386	16,333	3,516,719	119,329	82,236		
Previous Year		1,933,360	28,283	1,905,077	3,477,044	23,342	3,500,386	170,954	119,329		

Schedules forming part of Accounts

		31.03.2011	31.03.2010
		Rs	Rs
<u>Sundry Debtors</u>	Sch-6		
-Six Months Below		-	-
-Above Six Months		94163181	86721501
		<u>94163181</u>	<u>86721501</u>
<u>Loans,Advances & Deposits</u>	Sch-7		
Loans (Unsecured Consider Goods)			
- Six Months Below		-	-
- Above Six Months		9124141	15528275
		<u>9124141</u>	<u>15528275</u>
<u>Other Current Assets</u>	Sch-8		
<u>Advances & Deposits</u>			
Fixed Deposit		29110	27360
Salary Advances		-	1000
TDS (for a value to be received)		1609804	1576439
		<u>1638914</u>	<u>1604799</u>
<u>Current Liabilites</u>	Sch-9		
Sundry Creditors		6051392	6059580
		<u>6051392</u>	<u>6059580</u>
<u>Provisions</u>	Sch-10		
Provision for Audit Fees		15000	15000
		<u>15000</u>	<u>15000</u>
<u>Miscellaneous Expenditure (to the extent not w/off)</u>	Sch-11		
Pre Operating Expenses		9496312	11079030
Less :- 1/10th Written off during the year		1582718	1582718
		<u>7913594</u>	<u>9496312</u>

ASHRAM ONLINE.COM LIMITED**Schedules forming part of Accounts**

		31.03.2011	31.03.2010
		Rs	Rs
<u>Human Resources & Related Costs</u>	Sch-12		
Salary Payments		171357	129243
		<u>171357</u>	<u>129243</u>
<u>Administrative & General Expenses</u>	Sch-13		
Advertisement Expenses		12512	7000
AGM Expenses		1925	5525
Audit fees		15,000	15000
Consultancy fees		14200	22700
Conveyance		10176	7505
Director Sitting fees		-	25000
Filing Fees		2054	7660
General expenses		758341	592681
Postage,Telegram &Courier		146206	147679
Printing & Stationery		82680	48800
Telecommunication Expenses		12262	11456
Rates & Taxes		134	3154
		<u>1055490</u>	<u>894160</u>
<u>Interest & Financial Charges</u>	Sch-14		
Bank Commission		770	2872
		<u>770</u>	<u>2872</u>

ASHRAM ONLINE.COM LIMITED

CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET FOR THE YEAR ENDED 31.03.2011

<u>A. CASH FLOW FROM OPERATING ACTIVITIES</u>	31.03.2011	31.03.2010
	Rs	Rs
Net Profit after tax and extraordinary items	(1,829,235)	(1,283,258)
Adjustments for :		
Add : Depreciation	16,333	23,342
Provision for tax	-	-
	<u>(1,812,902)</u>	<u>(1,259,916)</u>
Less: Adjustments for :		
Interest Income	997,433	1,351,712
Deffered Tax adjustments	2,033	2,635
Misc.Expenditure w/off	(1,582,718)	(1,582,718)
Operating Profit before Working Capital Changes	<u>(1,225,584)</u>	<u>(1,488,287)</u>
Adjustments for :		
Less : Decrease in Current Liabilities	10,222	11,154
Add : Increase in Current Assets	1,071,661	7,549,179
Net Cash Flow form Operating activities (A)	<u>(2,307,467)</u>	<u>(8,797,941)</u>
<u>B.CASH FLOW FROM INVESTING ACTIVITIES</u>		
Sale of Fixed Assets	20760	28,283
Interest Income	995,400	1,351,712
Transfer of Investments	-	7,500,000
Cash Flow from Investment Activities (B)	<u>1,016,160</u>	<u>8,879,995</u>
<u>C.CASH FLOW FROM FINANCE ACTIVITIES</u>		
Repayment of Unsecured Loans (C)	<u>-</u>	<u>-</u>
Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	<u>(1,291,307)</u>	<u>82,054</u>
Cash and cash Equivalents as on 31.03.2010	1,487,076	1,405,022
Cash and cash Equivalents as on 31.03.2011	195,769	1,487,076
Net Increase/(Decrease) in Cash Balances	<u>(1,291,307)</u>	<u>82,054</u>

AUDITOR'S STATEMENT

I have examined the above Cash Flow Statement of M/s Ashram Online.com Limited for the period ended March 31st 2011. The statement has been prepared by the company in accordance with the requirements of Accounting Standard 3 and is based on and derived from and where applicable are in agreement with the profit and Loss a/c and Balance sheet of the company covered by our report dated 31st May 2011 to the members of the company.

**for K. Subramanyam & Co.,
Chartered Accountants**

Sd/-

**K. Subramanyam
Proprietor**

**Membership No.023663
Firms Regn. No. 004146s**

**Place : Chennai
Date : 31.05.2011**

SCHEDULE 15

SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH 2011

Brief description of the Company and its Business

ASHRAM ONLINE.COM LIMITED was incorporated in India, and is engaged in the Business of building high class Infrastructure for promoting health, sports, tourism and providing wide range of infrastructure facilities for the corporate and business organisations.

A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

1. The financial statements have been prepared under the historical cost convention in accordance with the generally accepted accounting principles and the provisions of the Companies Act, 1956.
2. Method of Accounting - The Company maintains its accounts on accrual basis.
3. The Accounting Standards recommended by The Institute of Chartered Accountants of India have been followed wherever applicable to the Company.

B. REVENUE RECOGNITION

1. Incomes have been recorded on the basis of accrual system of accounting.

C. FIXED ASSETS, DEPRECIATION & IMPAIRMENT

1. The Fixed Assets are stated at cost of their acquisition less depreciation.
2. Depreciation is provided on fixed assets, on written down value method, as per the rates specified in Schedule XIV of the Companies Act, 1956

D. VALUATION OF CLOSING STOCK

There are no Closing Stock of Inventories at the end of the year, hence the valuation of the same at the end of the year is not called for.

E. PREOPERATING EXPENSES

Pre-Operating Expenses and related expenses incurred for the project are written off over a period of ten years commencing from current year.

F. INVESTMENTS

Investments are classified as long-term and current investments. Long-term investments are shown at cost, or written down value (in case of other than temporary diminution) and there are no Current Investments in the company. The market value of the long term investments is not readily available and under given case the book value per share (NAV basis) has been determined on the basis of available latest financial statements of the respective company and the same has been treated as market value.

G. RETIREMENT BENEFITS

Contribution of Provident fund, Gratuity and Leave encashment benefits wherever applicable is being accounted on actual liability basis as and when arises. However the above referred provisions are not applicable to the company as it does not have employess who have served minimum priod to become eligible for retirement benefits.

H. TAX ON INCOME

- a. Tax on income for the current period is determined on the basis of Taxable Income computed in accordance with the provisions of the Income Tax Act 1961.

ASHRAM ONLINE.COM LIMITED

- b. Deferred Tax on timing differences between the accounting income and taxable income for the year and quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date as per the Accounting Standard (AS 22) laid down by the Institute of Chartered Accountants of India (ICAI) .

I.EARNINGS PER SHARE (EPS)

The earnings considered in ascertaining the Company's earnings per share is net profit after tax. The earnings per share for the year is Rs -0.153 as compared to the previous year of Rs. 0.106 The EPS reported is basic and diluted.

J. RELATED PARTY DISCLOSURES

The Company had no transactions with the related parties during the year under review other than temporary current account transactions.

K. IMPAIRMENT OF ASSETS

As required by AS-28 issued by the Institute of Chartered Accountants of India, provision for impairment loss of Assets is not required to be made as the estimated realizable value of such assets will be more or equal to the carrying amount stated in the Balance Sheet.

L. SEGMENTAL REPORTING

The company is engaged primarily in the one segment, accordingly there are no separate reportable segment as per the accounting standard 17 (Segmental Reporting) issue by the Institute of Chartered Accountants of India.

M.DUES TO SME'S

Management has determined that there were no balances outstanding as at the beginning of the year and no transactions entered with micro, small and medium enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006, during the current year, based on the information available with the company as at March 31,2011.

N. AUDITORS REMUNARTATION

	<u>2010- 2011</u>	<u>2009 - 2010</u>
Statutory Audit fees (R s) (all inclusive)	15000/-	15000/-

O-GENERAL

- a. The figures for the previous year have been regrouped / reclassified / rearranged where ever necessary with the conformity with the current year figures for facilitating proper comparisons.
- b. The figures have been rounded off to the nearest rupee.

Signatories to Schedule 1 to 15

As per our Report of even date attached
For K SUBRAMANYAM & CO
Chartered Accountants

For and on behalf of the Board of Directors
for ASHRAM ONLINE. COM LIMITED

Sd/-

Sd/-

K SUBRAMANYAM
Proprietor
M.No.023663
Firms Regn. No. 004146S
Place : Chennai
Date : 31st May 2011

S PANNLAL TATIA
Chairman cum Managing Director

S P BHARAT JAIN TATIA
Director

**BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS
PROFILE AS PER PART IV TO SCHEDULE VI TO THE COMPANIES, 1956**

I Registration Details

Registration No. :

2	0	7	6	4
---	---	---	---	---

State No.

1	8
---	---

Balance Sheet Date

3	1
---	---

0	3
---	---

2	0	1	1
---	---	---	---

Date Month Year

II Capital Raised during the year (Amount in Rs. Thousand)

Pulic Issue

				N	I		L
--	--	--	--	---	---	--	---

Right Issue

		N	I	L
--	--	---	---	---

Bonus issue

				N	I		L
--	--	--	--	---	---	--	---

		N	I	L
--	--	---	---	---

III. Postion of Mobilisation and Deployment of Funds (Amount in Rs. Thousand)

Total Liabilities

		1	1	9	5	1	7
--	--	---	---	---	---	---	---

Total Assets

		1	1	9	5	1	7
--	--	---	---	---	---	---	---

Sources of Funds

Paid up Capital

		1	1	9	5	0	9
--	--	---	---	---	---	---	---

Reserves & Surplus

				N	I	L
--	--	--	--	---	---	---

Secured Loan

				N	I	L
--	--	--	--	---	---	---

Unsecured Loan

				N	I	L
--	--	--	--	---	---	---

Deferred Tax Liability

						0	8
--	--	--	--	--	--	---	---

Application of Funds

Net Fixed Capital

						8	2
--	--	--	--	--	--	---	---

Investments

			1	2	2	7	8
--	--	--	---	---	---	---	---

Net Current Asset

			9	9	0	5	6
--	--	--	---	---	---	---	---

Misc.

				8	1	0	1
--	--	--	--	---	---	---	---

IV Performance of Company (Amount in Rs. Thousands)

Turnover

					9	9	7
--	--	--	--	--	---	---	---

Total Expenditure

				2	8	2	6
--	--	--	--	---	---	---	---

Profit / Loss Before Tax

		(-)	1	8	2	9
--	--	-----	---	---	---	---

Profit / Loss After Tax

		(-)	1	8	2	9
--	--	-----	---	---	---	---

Earning per Share in Rs.

	(-)	0	.	1	5	3
--	-----	---	---	---	---	---

Dividend Rate

				N	I	L
--	--	--	--	---	---	---

V. Generic Name of three Principal Products/ Services of Company (as per monetary terms)

Real Estates & Infrastructure Developments

ASHRAM ONLINE .COM LIMITED
Regd. Office. "Prince Tatia Info Park", No. 81 B Second Main Road
Ambattur Industrial Estate , Chennai – 600 058
Email : tatia @vsnl.com

PROXY FORM

I / Weofbeing a Member (s) of Ashram Online Com Limited, hereby appointofor failing him / her at Twentieth Annual General Meeting of the Company to be held on 30th September 2011 at Samughanalakudam, Vallanur, Amabatur, Chennai – 600062 , 9.00 A.M or at any adjourned date thereof.

Signed thisday of2011

Address

Signature

No. of Shares held:

Members Folio No. / Client ID No.

1. The Proxy form must be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for holding the meeting.
2. Proxy need not be a member.

ASHRAM ONLINE .COM LIMITED
Regd. Office. "Prince Tatia Info Park" No. 81 B Second Main Road
Ambattur Industrial Estate , Chennai – 600 058
Email : tatia @vsnl.com

ATTENDANCE SLIP

I hereby record my presence at the TWENTIETH ANNUAL GENERAL MEETING of the Company being held on Friday 30th September 2011 at Samughanalakudam, Vallanur, Amabatur, Chennai – 600062 , 9.00 A.M

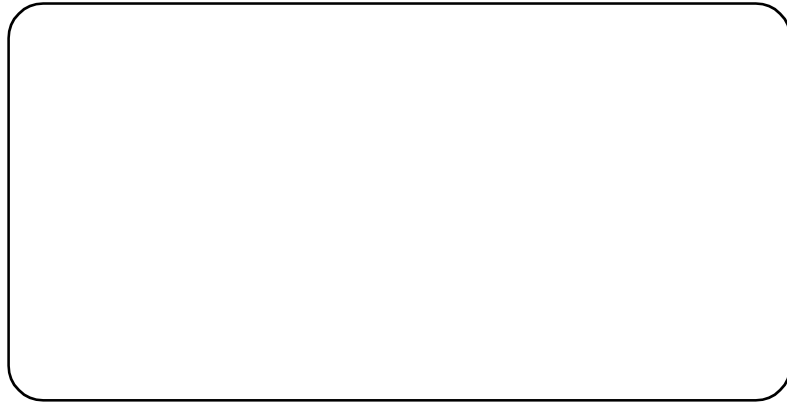
Full Name of the Member attending:

FolioNo./Client ID No.

Signature

Note : Member attending the meeting in person is requested to complete the attendance slip and hand it over at the entrance of the meeting hall. No attendance slip will be issued at the time of Meeting.

BOOK - POST



If undelivered, please return to :

ASHRAM ONLINE.COM LIMITED

Regd. Office :

“Prince Tatia Info Park”,
No.81 B, Second Main Road,
Ambattur Industrial Estate,
Chennai - 600 058.