

NOTICE OF 20TH ANNUAL GENERAL MEETING

Notice is hereby given that the 20th Annual General Meeting of Magnum Limited will be held on Saturday, 29th September, 2012 at 11.00 a.m. at the Registered Office of the Company at A-1, Skylark Apartment, Satellite Road, Satellite, Ahmedabad – 380 015 to transact the following business:

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 and the Profit & Loss Account for the year ended on that date together with Schedules annexed thereto as well as the Report of the Directors' and Auditors' attached therewith.
- 2. To appoint a Director in place of Mr. Ram Singh, who retires by rotation and being eligible, offers himself for reappointment.
- 3. To appoint Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS:

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

"RESOLVED THAT Mr. Dineshkumar Sharma, who was appointed by the Board of Directors as an Additional Director of the Company pursuant to section 260 of the Companies Act, 1956 at the meeting of the Board of Directors of the Company held on 2nd December, 2011 and whose term of office as an Additional Director expire at this Annual General Meeting and in respect of whom the Company has received a Notice in writing from a member under the provisions of section 257 of the Companies Act, 1956 proposing his candidature for the office of a Director, be and is hereby appointed as a Director, liable to retire by rotation."

By Order of the Board of Directors

Date : 14th August, 2012 Shailesh Bhandari

Place : Ahmedabad Director

NOTE:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY AS PER THE FORMAT ATTACHED IN THE ANNUAL REPORT SHOULD BE RETURNED TO THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE TIME FOR HOLDING THE ANNUAL GENERAL MEETING.
- 2. Members / Proxy should bring the Attendance Slip sent herewith duly filled in for attending the Annual General Meeting.
- 3. An Explanatory Statement pursuant to sub-section (2) of section 173 of the Companies Act, 1956, in respect of Special Business of Item No. 4 is annexed hereto and forms part of this notice.
- 4. Member desiring any information on the Accounts and operations are requested to write to the Company at last 10 days prior to the meeting so as to enable the Management to keep the information ready at the meeting.
- 5. The register of the members and share transfer books of the Company will remain closed from 25th September, 2012 to 29th September, 2012 (Both days inclusive).
- 6. The Ministry of Corporate Affairs vide circular no. 17/2011 dated 21st April, 2011 and circular no. 18/2011 dated 29th April, 2011 has undertaken a 'Green Initiative in Corporate Governance' and allowed companies to share documents with its shareholders through an electronic mode. Members are requested to support this green initiative by registering / updating their e-mail addresses, in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with Registrar & Share Transfer Agent of the company Link Intime India Pvt. Ltd.
- 7. The Securities Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Member holdings shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Registrar and Transfer Agents, M/s. Link Intime India Private Limited.

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

As required by section 173(2) of the Companies Act, 1956, the following explanatory statement set out the material facts relating to the business to be transacted under Item No. 4 of the Agenda of the notice and should be taken as forming part of the notice.



ITEM NO: 4

Mr. Dineshkumar Sharma was appointed as an Additional Director by the Board of Directors at their meeting held on 2nd December, 2011. He is an Independent and Non-Executive Director.

As per the provisions of section 260 of the Companies Act, 1956, he holds office upto the date of this Annual General Meeting. Notice under section 257 of the Companies Act, 1956 has been received from a member signifying his intention to propose his Appointment as a Director.

Mr. Dineshkumar Sharma, aged 52 years is under graduate and has around 25 years experience in the field on interior designing.

Therefore, it would be in the interest of the Company to avail of the valuable experience and guidance of Mr. Dineshkumar Sharma. Your directors recommend appointment of Mr. Dineshkumar Sharma as a Director of the Company.

Expect Mr. Dineshkumar Sharma, none of the Directors of the Company is, in any way, concerned or interested in the Resolution.

By Order of the Board of Directors

Shailesh Bhandari

Director

Date : 14th August, 2012 Place : Ahmedabad

Particulars of the Director seeking Appoinment / Re-Appointment at the ensuing Annual General Meeting pursuant to Clause 49 of the Listing Agreement

Name of Director	Mr. Ram Singh	Mr. Dineshkumar Sharma
Age	70 years	52 years
Date of Appointment	30/01/2010	02/12/2011
Qualification	B.E. (Metallurgical)	Under Graduate
Expertise in functional areas	He has more than 35 years of experience as a Metallurgical Engineer. He has won gold medals for best technical paper and best process design engineering.	He has having more than 25 years experience in Interior designing.
Directorship held in other Public Limited Companies	Electrotherm (India) Limited	NIL
Membership / Chairmanship of Committees	Electrotherm (India) Limited Shareholders'/Investors' Grievance Committee : Chairman Audit Committee : Member Share Allotment Committee : Member	NIL
No. of shares held in the Company	NIL	NIL

DIRECTORS' REPORT

To

The Members,

MAGNUM LIMITED

Ahmedabad

Your Directors have pleasure in presenting the 20th Annual Report on the business and operations of the Company together with Audited Accounts for year ended on 31st March, 2012.

FINANCIAL PERFORMANCE:

(Amount in Rupees)

Particulars	Year ended 31 March, 2012	Year ended 31 st March, 2011
Sales and Other Income	2,800	2,100
Depreciation and amortization expense	27,840	88,452
Financial Cost	177	328
Employee & Other Expenses	357,911	399,976
Loss Before Tax	383,128	486,656
Deferred Tax	23,349	9,704
Net Profit / (Loss)	(406,477)	(496,360)
Earning per Equity Share	(0.09)	(0.11)

DIVIDEND:

Due to the loss incurred by the Company, your Directors express their inability to recommend any dividend for the year under review.

OPERATIONS:

There was no income from operations during the financial year. The net Loss during the year was Rs. 4,06,477 compared to Net Loss of Rs. 4,96,360 during the previous year.

DIRECTORS:

In accordance with the provisions of sub-section (1) of section 256 of the Companies Act, 1956 and Article 126 of the Articles of Association of the Company, Mr. Ram Singh, Director of the Company retire by rotation at the ensuing Annual General Meeting and being eligible offer himself for re-appointment.

Pursuant to section 260 of the Companies Act, 1956, Mr. Dineshkumar Sharma was appointed as an Additional Director by the Board of Directors with effect from 2nd December, 2011. Mr. Dineshkumar Sharma would hold office up to date of the ensuing Annual General Meeting. The Company has received a notice in writing from a member proposing the candidature of Mr. Dineshkumar Sharma for the office of Director, liable to retire by rotation.

During the year, Mr. Munendrasingh Jadon, Director ceased to director with effect from 15th October, 2011 due to death. The Board places on record its appreciation for the services rendered by him during his tenure as director of the Company. For perusal of the Shareholders, a brief resume of the Director being appointed / re-appointed is given and forms part of the Notice. Your Directors recommend their appointment / re-appointment.

DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to section 217(2AA) of the Companies Act, 1956, the Board of Directors of the Company hereby confirms that:

- 1. In the preparation of the annual accounts for the financial year ended 31st March, 2012, the applicable accounting standards had been followed alongwith proper explanations relating to material departures, if any;
- 2. the directors 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 of the Company and of the loss of the Company for that period;
- the directors have taken proper and 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 and for preventing and detecting fraud and other irregularities;
- 4. the Board of Directors had prepared the annual accounts for the financial year ended 31st March, 2012 on a going concern basis.



AUDITORS & AUDITORS REPORT:

M/s. Asim Mehta & Associates, Chartered Accountants, Ahmedabad, Statutory Auditors of the Company, retires at the forthcoming Annual General Meeting and the Company has received a certificate pursuant to section 224(1B) of the Companies Act, 1956 from them to the effect that their re-appointment, if made, will be in accordance with the limits as specified in the said section.

There is no reservation, qualification or adverse remark in the Auditors' Report which require any clarification / explanation. The Notes to Accounts forming Part of the financial statements are self explanatory and need no further explanation.

DEPOSITS:

The Company has neither accepted nor invited any deposits from public, within the meaning of section 58A and 58AA of the Companies Act, 1956 and the Rules made there under.

CORPORATE GOVERNANCE:

Your Company has complied with the mandatory provisions of Clause 49 relating to Corporate Governance of the Listing Agreement with the Stock Exchange. A separate section on Corporate Governance and the certificate from Company's auditors confirming the compliance of conditions on Corporate Governance is annexed and forms part of this Report.

OPEN OFFER TO ACQUIRE SHARES OF THE COMPANY:

The promoters of the Company had entered into a Share Purchase Agreement with M/s. Pavaki Vanijya Private Limited, Kolkata, ("PVPL"/"the Acquirer") to sell their entire stake *viz.* 7,96,333 Equity Shares representing 18.21% of the issued, subscribed and paid-up equity share capital of the Company. As such the Acquirer had made a short Public Announcement under Regulation 15(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI (SAST) Regulations"/ "Regulations") dated 16th July, 2012 in this regard and Detailed Public Statement was published on 23rd July, 2012 in the newspapers in terms of Regulation 13(4) of SEBI (SAST)) Regulations. In terms of Regulation 18(1) of SEBI (SAST) Regulations, the Company has received draft Letter of Offer from Manager to the Open Offer for acquisition of 11,37,006 equity shares representing 26% of the issued, subscribed and paid-up equity share capital of the Company.

COMPLIANCE REPORT:

As required under section 383A(1) of the Companies Act, 1956. The Company obtained the secretarial Compliance Certificate from M/s. J. Akhani & Associates, Company Secretaries, Ahmedabad and the same is annexed herewith.

HUMAN RESOURCES:

Your Directors wish to place on record their deep appreciation to employees for their efforts, dedication, commitment and loyal services to the Company during the year under review.

PARTICULARS OF EMPLOYEES:

The particulars required under section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, as amended, is not applicable as there are no employees falling in that category.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:

The information required under the provisions of the 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 are Nil. There was no foreign exchange earning and outgo by the Company during the financial year.

APPRECIATION AND ACKNOWLEDGEMENT:

Your Directors wish to place on record their appreciation for the continued guidance and support provided by Bank, Government Authorities, Auditors and Shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the devoted services of the Staff members of the Company.

By Order of the Board of Directors

Date : 14th August, 2012 Shailesh Bhandari Place : Ahmedabad Director Director



COMPLIANCE CERTIFICATE

To, The Members MAGNUM LIMITED Ahmedabad

We have examined the registers, records, books and papers of **MAGNUM 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 **31**st **March**, **2012** ("financial year"). 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. However, the Company was not required to file any forms and returns to Regional Director, Company Law Board, Central Government or such other authorities.
- 3. The Company being Limited Company, has minimum prescribed paid up capital.
- 4. The Board of Directors duly met **5 (Five)** times on 25th May, 2011, 11th August, 2011, 11th November, 2011, 2nd December, 2011 and 4th February, 2012 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose. The Company did not pass any circular resolution during the financial year.
- 5. The Company closed its Register of Members and Share Transfer Books from 26th September, 2011 to 30th September, 2011 (both days inclusive) and necessary compliance of section 154 of the Act has been made.
- 6. The Annual General Meeting for the financial year ended on 31st March, 2011 was held on Friday, 30th September, 2011 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
- 7. **No** Extra-Ordinary General Meeting was held during the financial year.
- 8. The Company **has not** advanced any loans to its directors and / or persons or firms or companies referred in section 295 of the Act.
- 9. The Company has not entered into any contracts to which the provisions of section 297 of the Act applies.
- 10. The Company has made necessary entries in the register maintained under section 301 of the Act for disclosure of interest by the Directors under section 299 of the Act.
- 11. As there **were no** instances falling within the purview of section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members or Central Government.
- 12. The Company has not issued any duplicate share certificate during the financial year.
- 13. The Company has:
 - (i) delivered all the share certificates on lodgment thereof for transfer/transmission in accordance with the provisions of the Act. There was no allotment of securities during the financial year.
 - (ii) not declared any dividend during the financial year under review.
 - (iii) not required to post warrants for dividends to any members of the Company, as no dividend was declared during the financial year.
 - (iv) not required to transfer to Investor Education and Protection Fund, the amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon, as there was no amount which had remained unclaimed or unpaid for a period of seven years.
 - (v) duly complied with the requirements of section 217 of the Act.
- 14. The Board of Directors of the Company is duly constituted and appointment of Director, Additional Director has been duly made.



- 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 agent 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 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 shares/ debentures / other securities during the financial year.
- 20. The Company has not bought back any shares during the financial year.
- 21. The Company **has not** issued any preference shares/ debentures; therefore question of redemption does not arise.
- 22. There were no transactions necessitating the Company to keep in abeyance rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
- 23. The Company **has not** invited or accepted any deposit from public falling within the purview of section 58A and 58AA read with Companies (Acceptance of Deposit) Rules, 1975.
- 24. The amount borrowed by the Company from directors, members, public, financial institutions, banks and others during the financial year is within the borrowing limits of Company.
- 25. The Company **has not** made any loans or investments or given guarantees or provided securities to other bodies corporate during the financial year 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 the one state to another during the year under scrutiny.
- 27. The Company **has not** altered the provisions of the Memorandum with respect to the objects of the Company during the year under scrutiny.
- 28. The Company **has not** altered the provisions of the Memorandum with respect to 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 shows cause notices received by the Company and no fines and penalties or any other punishment imposed on the Company during the financial year for alleged offences under the Act.
- 32. The Company **has not** received any money from its employees as security deposit pursuant to section 417(1) of the Act during the financial year.
- 33. The Company **has not** constituted any trust for its employees and hence provisions of section 418 of the Act are not applicable.

For J. AKHANI & ASSOCIATES COMPANY SECRETARIES

JAGDISH AKHANI PROPRIETOR C.P.No.: 9179

Membership No. 9564

Place: Ahmedabad Date: 14th August, 2012

Annexure A Registers as maintained by the Company

- 1. Register & Index of Members u/s 150 of the Companies Act, 1956
- 2. Register of Director etc. u/s 303 of the Companies Act, 1956
- 3. Register of Directors' Shareholdings u/s 307 of the Companies Act, 1956
- 4. Register of Companies and firms in which Directors of the Companies are interested as required under the Provisions of sec. 299 & 301 of the Companies Act, 1956
- 5. Register of Charges u/s 143 of the Companies Act, 1956
- 6. Register of Loans and Investments u/s 372A of the Companies Act, 1956
- 7. Minutes Book of the Board Meeting u/s 193(1) of the Companies Act, 1956
- 8. Minutes Book of the proceedings of General Meeting u/s 193(1) of the Companies Act, 1956
- 9. Books of Accounts u/s. 209(1)(a) to (c)
- 10. Register of Share Transfer / Transmissions
- 11. Attendance Register of Directors
- 12. Attendance Register of Members at General Meeting of the Company

Annexure B

Forms and Returns as filed by the Company with Registrar of Companies, Gujarat / Ministry of Corporate Affairs, Company Law Board, Regional Director, Central Government or other authorities during the financial year ended on 31st March, 2012.

With Registrar of Companies

Sr. No.	Forms	Filed under section	Purpose
1.	Form 66	383A & rule 3(2) of Companies Compliance P76710730 dated 29/10/2011 Certificate) Rules, 2001	Compliance Certificate for the year ended on 31st March, 2011 filed vide Challan No.
2.	Form 32	303(2)	Cessation of Director dated 15 th October, 2011 filed vide Challan No. B24641763 dated 11/11/2011
3.	Form 20B	159	Annual Return made upto 30 th September, 2011 field vide Challan No. P81706244 dated 29/11/2011
4.	Form 32	260, 303(2)	Appointment of Additional Director dated 2 nd December, 2011 filed vide Challan No. B28301679 dated 28/12/2011
5.	Form 23ACXBRL & Form 23ACAXBRL	220	Annual Accounts for the financial year ended on 31 st March, 2011 filed vide Challan No. P85535797 dated 31/01/2012

- With Company Law Board Nil
- With Regional Director Nil
- With Central Government & Other Authorities Nil

For J. AKHANI & ASSOCIATES COMPANY SECRETARIES

JAGDISH AKHANI PROPRIETOR C.P.No.: 9179

Membership No. 9564

Place: Ahmedabad Date: 14th August, 2012

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

OVERVIEW:

Service sector of Indian economy contributes a sizeable part of India's GDP. This sector plays a leading role in the economy of India and contribution in GDP goes upto 59% of the overall average growth in GDP. The service sector continues to be a star performer as its share in GDP has climbed from 58% in 2010-2011 to 59% in 2011-2012 with the growth rate of 9.4%. Some of the service sectors that have grown faster than the economy are information technology, IT enabled services, telecommunications, financial services etc. The fact that the service sector now accounts for more than half the GDP marks a watershed in the evolution of the Indian economy and takes it closer to the fundamentals of a developed economy.

The Company has not carried out any business activities during the financial year and as such there was no income from operations during the financial year.

OPPORTUNITIES AND THREATS

The global recession only partially succeeded in slowing the Indian economy thanks to the continual offsetting growth of service sector to nearly 10% in the year 2010- 11. The Services Sector continues to remain growth engine for Indian Economy in the year 2011-2012 also. This will open up ample opportunities for your company to revive the business activities in future.

The financial and service sector is highly competitive after opening up of the Indian company, however the growth of the same has been badly affected after the collapse of the financial system in US & Europe. There is also a consolidation in the financial and service sector in the recent past. This will help your company to revive the business operations related to service sector in future, however the company is required to make a sizeable investments, which requires a huge cash outflow.

SEGMENT ANALYSIS AND REVIEW:

The activity of the Company was to provide service of Share Transfer related activity. Therefore the Company operates in a single business / geographical segment as envisaged in Accounting Standard (AS-17) issued by the ICAI. Hence segment wise performance is not furnished.

FUTURE OUTLOOK:

Looking at the opportunities available in the service sector and growth of the service sector post liberalization, there is a good scope for your company to revive the business activities related to software and share transfer related activates apart from venturing into new areas of service sector. Being a historically well managed company, your company has a good outlook for the future in Service sector related business activities.

RISKS & CONCERNS:

Our Company like other companies is exposed to various types of risks, such as financial risks, business risks, legal & statutory risks, political risks, management risks, knowledge risks etc. Externally, the Company is exposed to financial risks, strategic risks, operational risks and hazard risks. Internally, it is exposed to liquidity & cash flow risks, risks regarding intellectual capital, accounting controls, information systems etc.

INTERNAL CONTROL AND ADEQUACY:

Your Company has a proper and adequate internal control to ensure all assets are safeguard and protected against loss from unauthorized use or disposition.

The Internal Control System is designed to ensure that financial and other records are reliable for preparing financial information and other Data and for maintaining accountability of the assets. Our Company has robust internal system and process in place for ensuring the smooth conduct of its operations.

The integrity and reliability of the internal control systems are achieved through clear policies and procedures.

FINANCIAL PERFORMANCE:

During the year 2011-2012, the total income of the Company was Rs. 2800 compared to Rs. 2100 of the previous year. This was mainly due to discontinuation of share transfer related activity by the company.



The Net Loss before tax of the Company during the year was Rs. 3,83,128 as against loss Rs. 4,86,656 during the previous year. The Net Loss after tax including deferred tax was Rs. 4,06,477 as against loss Rs. 4,96,360 in the previous year.

HUMAN RESOURCES:

Your Company has great value for the commitment, competence and vigor shown by its employees in all aspects of business. Your Company confirms to align the policies of its human resources as per the business requirements.

The board would like to express its sincere appreciation and gratitude on behalf of all the stakeholders of the Company, who benefit from the hard work of the employees.

CAUTIONARY STATEMENT:

Statement in this Management Discussion and Analysis report detailing the Company's objective, projections about the future, estimates, expectations or predictions including, but not limited to, statements about the Company's strategy for growth, products development, market position and expenditures may be "forward – looking statements" within the meaning of applicable securities laws and regulations.

Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand / supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the Government regulations, tax laws and other statues or other incidental factors. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent development, information or events or otherwise.

REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

The Company's Corporate Governance philosophy is based on the principle that better Corporate Governance adds considerable value to the operational performance. As such the Company has implemented a system to ensure transparency, control, accountability, responsibility and fairness in all areas of operations.

The good Corporate Governance practice is imperative for the growth of any enterprise in the long term perspective. Fair and Transparent business practices alongwith timely disclosure of financial and corporate information is very essential for the confidence and harmonious relationship with all the stakeholders. The Company is in compliance with the Clause 49 of the listing agreement prescribed by the Stock Exchange and SEBI.

I. BOARD OF DIRECTORS:

As on 31st March, 2012 the strength of the Board of Directors of the Company has an optimum combination of Executive and Non-executive Directors. The Board of Directors comprises of four Directors, of which two Directors were Non-Executive & Independent Directors. Composition of Board is in conformity with the provisions of the Clause 49 (I)(A) of the Listing Agreement.

Composition of the Board of Directors and other related matters as on 31st March, 2012 alongwith their attendance at the Board Meeting and last Annual General Meeting are as under:

Name of Directors	Category	No. of other Directorship held	No. of board Committees of which Member/ Chairman	No. of Board Metting during the year 2011-12		Attendance at last AGM held on
				Held	Attended	30-09-2011
Dr. Nagesh Bhandari	Chairman & Non Executive Director	5	1	5	5	No.
Mr. Shailesh Bhandari	Promoter & Executive Directoe	11	5	5	5	Yes
Mr. Ram Singh	Independent & Non-Executive Director	1	2	5	5	Yes
Mr. Munendrasingh Jadon*	Independent & Non-Executive Director	Nil	Nil	5	2	No
Mr. Dineshkumar Sharma#	Independent & Non-Executive Director	Nil	Nil	5	1	N.A.

^{*} Mr. Munendrasingh Jadon ceased to be Director w.e.f. 15th October, 2011 due to demise.

Details of Directorship given above exclude directorship held in Private Companies, Foreign Companies and Companies registered under section 25 of the Companies Act, 1956. Details of committee membership includes Membership / Chairmanship of Audit Committee and Shareholder's Grievances Committee of the Public Companies.

None of the Directors are related to each other except Dr. Nagesh Bhandari and Mr. Shailesh Bhandari, who are Brothers.

BOARD MEETING:

The Board Meetings are normally held at the registered office of the Company in Ahmedabad. The Board meets at least once a quarter with gap between two meetings not exceeding four months. The Board agenda papers and other explanatory notes are circulated to the Directors.

The Board of Directors meet 5(Five) times during the year under review which are held as under. 25th May, 2011; 11th August, 2011; 11th November, 2011; 2nd December, 2011; 4th February, 2012

[#] Mr. Dineshkumar Sharma was appointed as Independent & Non-Executive Director w.e.f. 2nd December, 2011.



II. COMMITTEES OF BOARD

Currently Magnum Limited has two Board level committee *viz*. Audit Committee and Shareholders' Grievance Committee. Both Committees have combination of Executive, Non-executive and Independent Directors. The Board is responsible for the constitution, co-opting and fixing the terms of reference for the Committee and its members.

A. Audit Committee

Term of Reference

The terms of reference and powers of the Audit Committee are in compliance with the provisions of the Corporate Governance – Clause 49 of the Listing Agreement and section 292A of the Companies Act, 1956. Minutes of the Audit Committee are circulated and discussed at the Board meetings.

Composition of the Committee

The Audit Committee comprises of three members. The Audit Committee was re-constituted w.e.f. 2nd December, 2011. At present, Mr. Ram Singh, Independent & Non-Executive Director is the Chairman and Mr. Dineshkumar Sharma and Mr. Shailesh Bhandari are members of the Audit Committee.

Mr. Munendrasingh Jadon ceased to be the Chairman of the Committee w.e.f. 15th October, 2011 due to demise.

The members of the Audit Committee for the year ended on 31st March, 2012 are as under:

Mr. Munendrasingh Jadon
 Mr. Ram Singh
 Chairman (upto 15th October, 2011)
 Chairman (w.e.f. 2nd December, 2011)

Mr. Shailesh Bhandari Member
 Mr. Dineshkumar Sharma Member

The Committee meets to review and approve the Unaudited / Audited Financial Results of the Company as per Clause 41 of the Listing Agreement.

During the year under review four meetings of the Audit Committee were held on 25th May, 2011; 11th August, 2011; 11th November, 2011; and 4th February, 2012. The time gap between two meetings of the Committee was not more than four months.

The following table gives the attendance record of the Members of the Audit Committee.

Name of Member	Designation	No. of Committee Meeting attended
Mr. Munendrasingh Jadon	Chairman	02
Mr. Ram Singh	Chairman	04
Mr. Shailesh Bhandari	Member	04
Mr. Dineshkumar Sharma	Member	01

B. Shareholders' Grievance Committee:

The Shareholders' Grievance Committee is in compliance with the requirements of Clause 49 of the Listing Agreement. The Committee comprises of one Executive Director and two Non-Executive Independent directors to expedite the process of redressal of compliant like non-transfer of shares and non-receipt of annual report etc.

The Shareholders' Grievance Committee was re-constituted w.e.f 2nd December, 2011. At present, Dr. Nagesh Bhandari, a Director of the Company is the Chairman and Mr. Ram Singh and Mr. Dineshkumar Sharma are members of the Committee. Mr. Munendrasingh Jadon ceased to be a member of the Committee w.e.f. 15th October, 2011 due to demise.

Dr. Nagesh Bhandari
 Mr. Ram Singh
 Member

Mr. Munendrasingh Jadon
 Mr. Dineshkumar Sharma
 Member (upto 15th October, 2011)
 Member (w.e.f 2nd December, 2011)

The Committee met from time to time during the year under review for redressal of the shareholders' grievances. The Shareholders' Grievance Committee is authorised to review the process of share transfer and dematerialization of shares also.

The Company has not received any complaint from the shareholders during the year.

During the financial year 2011-2012, six meetings of the Shareholders' Grievance Committee were held. There was no pending share transfer, which were received more than one month prior to that date.

C. Remuneration of Directors

The Company has not constituted a Remuneration Committee. At present, the Company does not pay any remuneration to Directors of the Company by way of salary, commission or sitting fees.

III. GENERAL BODY MEETINGS:

The last three Annual General Meetings of the Company were held within the statutory time period, the details of the same are as under:

AGM	Financial Year	Venue	Date & Time	No. of Special Resolution
19 th	2010-2011	S-5, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad-380015.	30 th September, 2011 At 11.30 A.M.	NIL
18 th	2009-2010	H.T. Parekh Convention Centre, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad-380015.	24 th September, 2010 At 10.00 A.M	NIL
17th	2008-2009	A-1, Skylark Apartment, Satellite Road, Satellite, Ahmedabad – 380 015	30 th September, 2009 At 10.00 A.M.	NIL

No Extra Ordinary General Meeting was held during the financial year 2011-2012. No resolution through postal ballot was passed during the financial year 2011-2012 and no resolution is proposed to be passed through postal ballot at the ensuing Annual General Meeting.

IV. DISCLOSURES:

Disclosures on materially significant related party transactions

There are no materially significant related party transaction *i.e.* transaction material in nature, between the Company and its Promoters, Directors or Management or their relatives etc. having any potential conflict with the interest of the Company at large. Transactions with related parties are disclosed in the notes to the accounts in this Annual Report.

Code of Conduct:

The Board has laid down a Code of Conduct for all Board Members and Senior Management of the Company.

In Compliance with the Code, Directors of the Company have affirmed compliance with the Code for the year ended on 31st March, 2012. A declaration to this effect signed by the Director forms part of this Annual Report.

Cases of Non-Compliance / Penalties:

There is no non-compliance by the Company on any matter related to capital markets during the last three years. Similarly, there are no penalties or strictures imposed on the Company by Stock Exchanges, SEBI or any other statutory authorities on any matter related to capital markets during the last three years.

Compliance with the Corporate Governance:

The Company has complied with all the mandatory requirements laid down by the Corporate Governance Code. The Board would review implementation of non-mandatory requirements of the Code in due course of time.

The Company has complied with all the requirements of the Listing Agreements with the Stock Exchange as well as regulations and guidelines issued by SEBI.

V. MEANS OF COMMUNICATION:

During the year, quarterly unaudited financial results with the limited review report and annual audited financial result of the Company were submitted to the Stock Exchange on their approval by the Board of Directors. The Company normally publishes the quarterly result in "Western Times" in English and Gujarati editions.

Management Discussion and Analysis Report is a part of the Annual Report.

SEBI Complaints Redress System (SCORES)

The investors complaints are processed in a centralized web based complaints redress system. The salient features of this system are: Centralized database of all complaints, online upload of Action Taken Reports (ATRs) by concerned Companies and online viewing by investors of action taken on the compliant and its current status.

VI. GENERAL SHAREHOLDER INFORMATION:

Day, Date & Time of 20th AGM	Saturday, 29th September, 2012 at 11 a.m.
Venue of AGM	A-1, Skylark Apartment, Satellite Road Satellite, Ahmedabad-380015.
Book Closure Date	25th September, 2012 to 29th September, 2012
Financial Year	1st April to 31st March
Compliance Officer	Mr. Shailesh Bhandari, Director
Email for Investor Complaint	magnum_ahd@yahoo.co.in
ISIN with NSDL & CDSL	INE591B01018

A. Financial Year [Tentative]:

First Quarter Ending 30th June, 2012 : By 14th August, 2012 Second Quarter Ending 30th September, 2012 : By 14th November, 2012 Third Quarter Ending 31st December, 2012 : By 14th February, 2013

Fourth Quarter Ending 31st March, 2013 : By 15th May, 2013 / 30th May, 2013

B. Listing on Stock Exchange(s):

Your Company's Shares are listed on:

Company Code	Name of Stock Exchange	Address of Stock Exchange
530347	BSE Limited (formerly known as Bombay Stock Exchange Limited)	Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001

Annual Listing fees for the Financial Year 2012-2013 have been duly paid to the BSE Limited (formerly known as Bombay Stock Exchange Limited) and Annual Custodial fees for the Financial Year 2012-2013 have been duly paid to the NSDL and CDSL.

C. Registrar & Share Transfer Agent:

Shareholders are requested to send all documents pertaining to share transfer related request and other communication in relation thereto directly to the Registrar at the following address.

M/s Link Intime India Pvt. Ltd.

Unit No 303, 3rd Floor, Shoppers Plaza V, Opp. Municipal Market, B/h. Shoppers Plaza II,

Off C. G. Road, Ahmedabad - 380 009

Ph. No.: 079-26465179|E-mail Address: ahmedabad@linkintime.co.in

D. Share Transfer System:

Powers to approve requests related to share transfers, dematerialisation / rematerialisation have been delegated to the employees / officers of M/s Link Intime India Pvt. Ltd., Registrar & Share Transfer Agent of the Company for expeditious disposal of shareholders' requests and complaints.

E. Categories of Shareholding as on 31st March, 2012

Category	No. Of Shares	% of Share Capital
Indian Promoters	19,37,033	44.29
Mutual Funds	62,800	1.44
Central Government Authority	71,900	1.64
Private Corporate Bodies	4,13,610	9.46
Non Resident Indians	37,922	0.87
Clearing Members	24,015	0.55
Indian Public	18,25,820	41.75
Total	43,73,100	100.00

F. Dematerialisation of Shares and Liquidity:

Equity Shares of the Company can be traded in dematerialised form by all the shareholders. The Company has established connectivity with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Demat security (ISIN) code for the equity shares in **INE591B01018**.

As on 31st March, 2012, total 33,91,385 equity shares representing 77.55% were held in demat form and balance 9,81,715 equity shares representing 22.45% were held in physical form.

G. Distribution of Shareholding as on 31st March, 2012:

Category	/	No. of Shareholders		No. of Shares	
		Total	% of Shareholders	Total	% of Shares
1 to	500	2599	81.30	474161	10.84
501 to	1000	309	9.67	260734	5.96
1001 to	2000	124	3.87	186901	4.27
2001 to	3000	48	1.50	122313	2.80
3001 to	4000	15	0.47	51932	1.19
4001 to	5000	19	0.59	89463	2.05
5001 to	10000	36	1.13	273080	6.24
10001 ar	nd above	47	1.47	2914516	66.65
TOTAL:		3197	100.00	4373100	100.00

H. Market Price Data:

The monthly movement of equity share price during the year 2011-2012 at Bombay Stock Exchange Limited (BSE) is summarized as below:

Month	Sha	re Price	BSE	BSE Sensex	
	High Price	Low Price	High	Low	(No. of Shares)
April 2011	10.35	8.45	19,811.14	18,976.19	18,961
May 2011	9.10	6.50	19,253.87	17,786.16	21,640
June 2011	7.77	6.18	18,873.39	17,314.38	5,261
July 2011	7.11	5.27	19,131.70	18,131.86	7,561
August 2011	7.59	5.55	18,440.07	15,765.53	56,000
September 2011	9.45	7.50	17,211.80	15,801.01	39,561
October 2011	11.02	8.15	17,908.13	15,745.43	22,460
November 2011	9.10	8.56	17,702.26	15,478.69	69,117
December 2011	8.14	7.74	17,003.71	15,135.86	650
January 2012	8.11	7.01	17,258.97	15,358.02	483
February 2012	8.50	6.66	18,523.78	17,061.55	275
March 2012	8.78	4.80	18,040.69	16,920.61	25,849

I. Outstanding GDRs / ADRs / Warrants and Convertibles Instruments, conversion date and likely impact on the Equity

The Company has not issued any GDRs/ ADRs/ Warrants or any convertible instruments as on 31st March, 2012.

J. Registered Office & Address for correspondence

Magnum Limited

A-1, Skylark Apartment, Satellite Road, Satellite, Ahmedabad - 380 015

Ph. No.: 079-26768844, Fax No.: 079-26768855

Email: magnum_ahd@yahoo.co.in



DECLARATION OF CODE OF CONDUCT

In accordance with Clause 49(ID) of the Listing Agreement with the Stock Exchange, I Shailesh Bhandari, Director of the Company, hereby declare that the Board of Directors have laid down a Code of Conduct for the Board Members and Senior Management of the Company and the Board Members have affirmed compliance with the said Code of Conduct for the year ended on 31st March, 2012.

Place : Ahmedabad

Date : 14th August, 2012

Shailesh Bhandari

Director

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members
MAGNUM LIMITED
Ahmedabad

We have examined the compliance of conditions of Corporate Governance by **Magnum Limited** for the year ended on 31st March 2012 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in clause 49 of the above mentioned Listing Agreement.

We 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.

For, Asim Mehta & Associates Chartered Accountants Firm Registration No. 114050W

Place: Ahmedabad
Date: 14th August, 2012

Asim C. Mehta Proprietor M. No. 35039

AUDITORS' REPORT

To, The Members of

MAGNUM LIMITED

We have audited the attached Balance Sheet of MAGNUM LIMITED as at 31st March, 2012, the profit and loss account and also the cash flow statement for the year ended on that date annexed thereon. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

- 1. We conducted our audit 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.
- 2. As required by the Companies (Auditors Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the annexure, a statement on the matters specified in paragraph 4 & 5 of the said order.
- 3. Further to our statements in the Annexure referred to above, we report that:
 - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (b) In our opinion, proper Books of Account as required by law have been kept by the Company so far as appears from our examination of those books.
 - (c) The Balance Sheet and Profit and Loss Account and cash flow statement dealt with by this report are in agreement with the books of account.
 - (d) In our opinion, the Balance Sheet and Profit and Loss Account dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956.
 - (e) 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 are 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;
 - (f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read with other notes thereon give the information required by the Companies Act 1956, in the manner so required and subjects to our notes on accounts and remarks as stated in Companies (Auditors Report) Order, 2003 give a true and fair view in conformity with the accounting principles generally accepted in India.
 - (i) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2012; and,
 - (ii) In the case of Profit and Loss Account, of the loss of the year ended on that date
 - (iii) In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For, Asim Mehta & Associates Chartered Accountants Firm Registration No. 114050W

Place: Ahmedabad Date: 30th May, 2012

Asim C. Mehta Proprietor M. No. 35039



ANNEXURE TO THE AUDITORS' REPORT:

(REFERRED TO IN PARAGRAPH [2] OF OUR REPORT OF EVEN DATE.)

As required by the Companies (Auditor's Report) Order 2003 issued by the Central Government of India in terms of subsection (4A) of section 227 of the Companies Act, 1956, and on the basis of such checks of book & records of Company as we considered appropriate & according to the information and explanation given to us, during the course of our Audit, we report that in our opinion.

- 1) (a) The Company has maintained records showing full particulars including quantitative details and situation of fixed Asset.
 - (b) All the fixed assets have not been verified by the management during the year but, according to the information and explanations given to us, there is a regular Programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies between the book records and the physical inventory have been noticed in respect of the assets physically verified.
 - (c) During the year, in our opinion, a substantial part of fixed assets has not been disposed off by the Company, which would affect the going concern of the Company.
- 2) The company has no stock of Inventory
- 3) (a) The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the Act during the financial year under the audit.
 - (b) The company has taken unsecured loan of Rs. 1,00,000/- from 1 (one) company covered in the register maintained under section 301 of the Act during the financial year under audit. The loan outstanding as on 31st March, 2012 from such company is Rs. 2,25,000/-.
 - (c) The Company has repaid interest free loans of Rs. 4,50,000/- to companies covered in the register maintained under section 301 of the Act during the financial year under the audit.
- 4) In our opinion and according to the information and explanations given to us, and subject to notes of accounts, having regard to the explanations that there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase of fixed assets and for the sale of services. Further, on the basis of our examination and according to the information and explanations given to us, we have neither come across nor have we been informed of any instance of major weaknesses in the aforesaid internal control procedures.
- 5) (a) In our opinion and according to the information and explanations given to us, during the year, no transactions that need to be entered into the Register maintained under Section 301 of the Companies Act, 1956 have been found.
 - (b) In our opinion and according to the information and explanations given to us, there are no such transactions exceeding Rs. five lakhs each which have been made at prices, which are not reasonable having regard to the prevailing market prices, for such goods, materials or services at the relevant time.
- As per explanation given to us, the Company has not accepted any deposits from public to which the provisions of section 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 would apply. Therefore, the provisions of clause 4 (vi) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- 7) The Company is conducting Internal Audit Departmentally.
- 8) The Central Government has not prescribed the maintenance of the cost record u/s 209(1) (d) of the Companies Act, 1956 and hence the provisions of clause 4 (viii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- 9) (a) In our opinion and according to the information and explanation given to us, the company is regular in depositing with appropriate authorities undisputed statutory dues including the investor education and protection fund, provident fund, income tax, sales tax, wealth tax, custom duty, excise duty, cess and other material statutory dues applicable to it.
 - (b) In our opinion and according to the explanation given to us, and the records examined by us there are no dues to be deposited on account of dispute.



- 10) The company has accumulated losses as at 31st March, 2012 amounted to Rs.39,12,473/- and has incurred cash loss of Rs. 3,55,288/- during the financial year ended on that date.
- Based on our audit procedures and on the information and explanations given by the management, the company has not obtained any loans from any financial Institution or bank.
- 12) The company has not granted any loans and advances on the basis of security by way of pledge of shares, and other securities.
- In our opinion, the company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore, the provisions of clause 4 (xiii) of the companies (Auditor's Report) Order, 2003 are not applicable to the company.
- 14) In our opinion and according to the information and explanations given to us, the company is not a dealer or trader in securities.
- 15) The company has not given any guarantees for loans taken by others from banks or financial institutions.
- 16) The company has not obtained any term loans that were not applied for the purpose for which these were raised.
- 17) Based on the information and explanations given to us and on an overall examination of the balance sheet of the Company, in our opinion, there are no funds raised on a short term basis which have been used for long term investment, and vice versa.
- 18) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956 during the year.
- 19) The Company has not raised any money by public issue during the year.
- 20) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

For, Asim Mehta & Associates Chartered Accountants Firm Registration No. 114050W

Place: Ahmedabad Date: 30th May, 2012 Asim C. Mehta Proprietor M. No. 35039



BALANCE SHEET AS AT 31ST MARCH 2012

(Amount in Rupees)

Pai	Particulars		Schedule No.	As at 31st March 2012	As at 31st March 2011	
ı	EQU	JITY AND LIABILITIES				
(1)	1) SHAREHOLDERS' FUNDS					
	Sha	re Capital		2.1	43731000	43731000
	Res	serves & Surplus		2.2	5197127	5603604
(2)	Sha	re application money, pending allotment				
(3)	Non	Current Liabilities				
	(a)	Long-term borrowings		2.3	3625000	3150000
	(b)	Deferred tax Liabilities (Net):		2.4	978737	955388
	(c)	Other Long Term Liabilities		2.5	890783	890783
	(d)	Long term provisions		2.6	51624	52389
(4)	Cur	rent Liabilities				
	(a)	Short-term borrowings		2.7	100000	375500
	(b)	Trade Payable		2.8	34506	15372
	(c)	Short-term provisions		2.9	207389	228889
			Total		54816167	55002925
II	ASS	SETS				
(1)	Non	-Current assets				
	(a)	Fixed Assests		2.10		
		(i) Tangible assests			791756	819596
	(b)	Non-current investments		2.11	13567109	13567109
	(c)	Deferred Tax Assets (Net)			Nil	Nil
	(d)	Long-term loans and advances		2.12	14153855	14303855
(2)	Cur	rent assets				
	(a)	Trade Receivables		2.13	26256079	26256079
	(b)	Cash and bank balance		2.14	47368	56286
			Total		54816167	55002925

Significant Accounting Policies as per Note
Notes to the Accounts as per Note

1 2

As per our report of even date attached

For, Asim Mehta & Associates Chartered Accountants

Firm Registration No. 114050W

Asim C. Mehta Proprietor

Membership No. : 35039

Place: Ahmedabad Date: 30th May, 2012 For and behalf of the board of Directors

Shailesh Bhandari

Director

Nagesh Bhandari

Director



PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2012

(Amount in Rupees)

Partic	ulars	Note No.	Year ended March 31 2012	Year ended March31 2011
ı	INCOME			
(a)	Other Income	2.16	2800	2100
	Total Income		2800	2100
	Expenses :			
(a)	Employee benefits expense	2.17	137403	274800
(b)	Financial Cost	2.18	177	328
(c)	Depreciation and amortization expense:	2.19	27840	88452
(d)	Other Expense	2.20	220508	125176
	Total Expenses		385928	488756
III	Loss before tax (I - II)		383128	486656
IV	Tax expenses			
	Deferred tax		23349	9704
v	Loss after tax (III - IV)		406477	496360
VI	Earning per equity share :			
	(Face value of Rs. 10 each)			
	Basic Loss	2.23	0.09	0.11

Significant Accounting Policies as per Note Notes to the Accounts as per Note

1 2

As per our report of even date attached

For, Asim Mehta & Associates **Chartered Accountants**

Firm Registration No. 114050W

Asim C. Mehta **Proprietor**

Membership No.: 35039 Place: Ahmedabad

Date : 30th May, 2012

Director

Shailesh Bhandari

For and behalf of the board of Directors

Nagesh Bhandari Director

21

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

(Amount in Rupees)

	Particulars		Year ended March 31, 2012	Year ended March 31, 2011
A.	CASH FLOW FROM OPERATING ACTIVITIES:			
	Net Profit before Taxation		(383128)	(486656)
	Adjustments for :			
	Depreciation and Obsolescence		27840	88452
	Operating Profit / loss before working capital changes Adjustments For :		(355288)	(398204)
	Decrease/(Increase) in Long term loans & advances		150000	1500000
	Increase/(Decrease) in Long Term Liabilities		-	-
	Increase/(Decrease) in Long Term Provision		(765)	-
	Increase/(Decrease) in Trade payables and other liabilities		19135	372
	Increase/(Decrease) in Short term Provisions		(21500)	(6750)
	Cash generated / (used) from / (in) operations Direct taxes paid (net)		(208418)	1108918 -
	Net cash from / (used in) operating activities	(A)	(208418)	1108918
В.	Cash Flows from investing activities Purchase of Long Term Investment		-	-
	Net cash used in investing activities	(B)	-	-
C.	Cash Flows from financing activities			
	Proceeds from Long Term Borrowings		475000	(1150000)
	Proceeds/(Repayment) From Short Term Borrowings		(275500)	25500
	Proceeds from Issue of Shares		-	-
	Proceeds from share application money pending allotment		-	-
	Net cash generated from financing activities	(C)	199500	(1124500)
	Net increase/(decrease) in cash and cash equivalents (A+B	3+C)	(8918)	(15582)
	Cash and Cash equivalents at beginning of the year		56286	71868
	Cash and Cash equivalents at end of the year		47368	56286
	Components of cash and cash equivalents			
	Cash on hand		5596	5596
	Balance held against margin money or security:			
	Balance with scheduled banks in current accounts		41771	50689
	Cash & Bank Balance as per Note No. 2.14		47368	56286
	Less : Fix deposits not considered as cash equivalents		-	-
	Cash & Cash equivalents as at year end		47368	56286



- (ii) The cash flow statement has been prepared under indirect method as per Accounting Standard-3 "Cash Flow Statement" Notified in Companies (Accounting standards) Rules, 2006.
- (iii) Figures in brackets represent outflows
- (iv) Previous year figures have been recast / reseated wherever necessary.
- (v) Cash and Cash equivalents represent cash and bank balance.

As per our report of even date attached

For, Asim Mehta & Associates Chartered Accountants Firm Registration No. 114050W

Asim C. Mehta Proprietor

Membership No.: 35039

Place: Ahmedabad Date: 30th May, 2012 For and behalf of the board of Directors

Shailesh Bhandari Director

Nagesh Bhandari Director



NOTE - 1 SIGNIFICANT ACCOUNTING POLICIES

Statement of Significant Accounting Policies :

1.1 Basis of preparation of Financial Statements :

The Financial Statements are prepared to comply in all material respects with the Accounting Standards notified by the Companies (Accounting Standards) Rules, 2006 and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on an accrual basis. The accounting policies have been consistently applied except where a newly issued Accounting Standard is initially adopted or a revision to an existing Accounting Standard requires a change in the accounting policy hitherto in use.

1.2 Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management of the Company to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities at the date of financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/ materialized.

1.3 Tangible Assets:

(a) Tangible Assets are stated at cost less accumulated depreciation and impairment losses, if any. Direct cost comprises of all expenditure of capital in nature attributable to bringing the fixed asset to working condition for its intended use and incidental expenses including interest relating to acquisition, until Tangible assets are ready to be put to use.

1.4 Intangible Assets:

An intangible asset is recognised, only where it is probable that future economic benefits attributable to the asset will accrue to the enterprise and the cost can be measured reliably.

1.5 Investments:

Investments are classified into long term investments and current investments. Long-term investments are carried at cost after deducting provisions made, if any, for diminution in value of investments other than temporary, determined separately for each individual investment.

Current investments are carried at lower of cost and fair value, determined separately for each individual investment.

1.6 Depreciation:

- a. Fixed assets include all expenditure of capital nature and are stated at cost (net of Cenvat, wherever applicable) less accumulated depreciation.
- b. Depreciation on fixed assets is provided on straight-line method at the rates prescribed in Schedule XIV to the Companies Act, 1956.
- c. In respect of addition and sales of assets during the period, depreciation is provided on daily basis.

1.7 Revenue Recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

1.8 Borrowing Costs:

Borrowing costs directly attributable to the acquisition and construction of qualifying assets are capitalized as part of cost of such assets till such time the asset is ready for its intended use. A qualifying asset is one that requires substantial period of time to get ready for its intended use. All other borrowing costs, if any, are charged to the Profit & Loss Account as period costs.

1.9 Leases:

Where the Company is the lessee

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account.



1.10 Taxes on Income:

Income Tax expense comprises of current tax and deferred tax (charge or credit).

Current tax is determined as the amount of tax payable in respect of taxable income for the year. Provision is made for income tax annually based on the tax liability computed, after considering tax allowances and exemptions under the Income Tax Act, 1961.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

Deferred Tax Assets and Deferred Tax Liabilities are reviewed for appropriateness of their respective carrying values at each balance sheet date.

1.11 Impairment of Assets:

- (i) The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. On such indication, the recoverable amount of the assets is estimated and if such estimation is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset.
- (ii) After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

1.12 Provisions, Contingent Liabilities and Contingent Assets:

A provision is recognised when the Company has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

1.13 Cash and Cash Equivalent:

Cash and cash equivalents for the purpose of cash flow statement comprise cash at bank and in hand and short term investments with an original maturity of three months or less.

1.14 General

Any other accounting policy not specifically referred to are consistent with generally accepted accounting principles.

2 Notes on Accounts:

2.1 Share Capital

(i) Authorised, Issued, Subscribed and Paid-Up Capital

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
(a)	Authorised 70,00,000 Equity shares of Rs 10 each (Previous Year 70,00,000 Equity Shares of ' 10 each)	70,000,000	70,000,000
	Total	70,000,000	70,000,000
(b)	Issued ,Subscribed and Paid Up 43,73,100 Equity Shares of Rs. 10/- Each Fully Paid up. (Previous Year 43,73,100 Equity Shares of '10 each)	43,731,000	43,731,000
	Total	43,731,000	43,731,000



(ii) Reconciliation of number of equity shares outstanding as at beginning and at the end of the reporting period, is as under:

Particulars	As at March 31, 2012	As at March 31, 2011
Number of Shares Outstanding at the beginning of the year Add: Shares alloted during the year	43,73,100	43,73,100 -
Number of Equity shares outsntaidng at the end of the year	43,73,100	43,73,100

- (iii) Rights, preferences and restrictions attached to Equity Shares:
 - (a) The Company has only one class of shares referred to as equity shares having a par value of Rs. 10/-
 - (b) Each holder of equity shares is entitled to one vote per share.
 - (c) In the event of liquidation of the Company, the holders of equity shares shall be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The amount distributed will be in proportion to the number of equity shares held by the shareholders.
- (v) The details of shareholders holding more than 5 % of issued equity share capital as on March 31, 2012 is set out below:

Sr. No.	Name of Shareholder	As at March 31, 2012		As at March 31, 2012 As at March 31, 20		h 31, 2011
		No. of Shares	% to Total	No. of Shares	% to Total	
1	Mukesh Bhandari	503500	11.51	503500	11.51	
2	Shailesh Bhandari	487200	11.14	487200	11.14	
3	Avinash Prakashchandra Bhandari	420000	9.60	420000	9.60	
4	Madhvi Bhandari	300583	6.87	300583	6.87	
5	Mankumari Prakashchandra Bhandari	225750	5.16	225750	5.16	

(vi) There were no shares reserved at the year-end for issue under options and contracts / commitments for the sale of shares / disinvestment.

2.2 Reserves and surplus

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
1	Securities Premium Account Opening Balance Add: Securities premium credited on Share issue Less: Premium Utilised for various reasons Closing Balance	6,450,000 - - - 6,450,000	6,450,000 - - 6,450,000
2	Other Reserves (State Subsidy) Opening Balance (+) Current Year Transfer (-) Written Back in Current Year Closing Balance	2,659,600 - - 2,659,600	2,659,600 - - - 2,659,600
3	Surplus / (Deficit) in Statement of Profit and Loss Opening balance (+) Net Profit/(Net Loss) For the current year (+) Transfer from Reserves (-) Proposed Dividends (-) Interim Dividends (-) Transfer to Reserves Closing Relance	(3,505,996) (406,477) - - - - (3,913,473)	(3,009,636) (496,360) - - - - - (3,505,996)
	Closing Balance	(3,912,473)	(3,505,996)
	Total	5,197,127	5,603,604



2.3 Long-term borrowings

(in Rupees)

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
1	Loans and advances from related parties Unsecured (of the above, Rs. Nil is guaranteed by Directors)	125000	1350000
2	Loans and advances from others Unsecured (of the above, Rs. Nil is guaranteed by Directors	3500000	1800000
	Total	3625000	3150000

2.4 Deferred tax Liabilities (Net):

In accordance with Accounting Standard 22 "Accounting for Taxes on Income", the Company has Deferred Tax Assets of Rs. Nil (P. Y Rs. Nil/-) and Deferred Tax Liabilities of Rs. 9,78,737/- (P.Y Rs. 9,55,388/-). However, as a matter of prudence deferred tax assets only to the extent of the amount of deferred tax liabilities, as above, have been recognized.

2.5 Other Long Term Liabilities

(in Rupees)

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
1	Trade Payables	890783	890783
	Total	890783	890783

2.6 Long-term provisions

(in Rupees)

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
1	Provision for emplouee benefits	51624	52389
	Total	51624	52389

2.7 Short-term borrowings

(in Rupees)

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
1	Loans and advances from related parties Unsecured (of the above, Rs. Nil is guaranteed by Directors)	100000	375500
	Total	100000	375500

2.8 Trade Payables

(in Rupees)

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
1	Trade Payables	34506	15372
	Total	34506	15372

As per Information available on Company's records, no amount was due to Micro Small and Medium Enterprises as defined under the MSME Act,2006 and Hence disclosure is not given



2.9 Short-term provisions

(in Rupees)

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
1	Provision for employee benefits	207389	228889
	Total	207389	228889

2.10 Fixed Assets

I) Current Year: (in Rupees)

	Gross Block				Depreciation and Amortisation				Net Block	
Sr. No.	i Particulars	As at April 1 2011	Additions during the year	Disposals during the year	As at March 31 2012	As at April 1 2011	For the year	On Disposals during the Year	As at March 31 2012	As at March 31 2012
	Tangible Assests									
1	Plant & Machinery	9058151			9058151	8605243			8605243	452908
2	Electrical Installations	1321910	-	1	1321910	1255814	1		1255814	66095
3	Office Equipments	4310653	1	1	4310653	4010060	27840	-1	4037900	272753
	Grand Total	14690713		-	14690713	13871117	27840		13898957	791756

II) Previous Year:

			Gross Block		Depreciation and Amortisation				Net Block	
Sr. No.	Particulars	As at April 1 2010	Additions during the year	Disposals during the year	As at March 31 2011	As at April 1 2010	For the year	On Disposals during the Year	As at March 31 2011	As at March 31 2011
	Tangible Assests									
1	Plant & Machinery	9058151			9058151	8605243			8605243	452908
2	Electrical Installations	1321910	-	1	1321910	1255814	1		1255814	66095
3	Office Equipments	4310653		-	4310653	3921607	88453		4010060	300593
	Grand Total	14690713			14690713	13782664	88453		13871117	819596

- (i) None of the Tangible Assets are acquired on Lease.
- (ii) None of the Assets have been written off on reduction of capital during preceding five years as at 31/03/2012.



2.11 Non-current investments

(in Rupees)

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
1	Trade Investments (Refer A below)		
(a)	Investment in Equity instruments	13567109	13567109
	Total	13567109	13567109

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
1	Aggregate amount of quoted investments (Market value of Rs. 5,40,288/- (Previous Year Rs. 17,68,529/-)	13467109	13467109
2	Aggregate amount of unquoted investments (Previous Year Rs. 1,00,000/-)	100000	100000
	Total	13567109	13567109

A Details trade investments

Sr.	5	Equity	As at 31st M	larch 2012	As at 31st N	/larch 2011
No.	Particulars	Shares of Rs. Each	No. of Shares	Value	No. of Shares	Value
	Quoted					
1	Arcadia Mercantile Capital Ltd.	10	22 100	2 21 000	22 100	2 21 000
2	Bubna Major Blo-Tech Limited	10	1 500	15 000	1 500	15 000
3	HDFC Bank Ltd.	2	340	30 084	340	30 084
4	Crest Paper Mills Limited	10	700	7 000	700	7 000
5	Canbay Polyfilms Limited	10	1 400	14 000	1 400	14 000
6	Dharnendra Agro Food India Ltd.	10	2 02 400	50 53 005	2 02 400	50 53 005
7	Dharnendra Industries Limited	10	85 000	15 00 000	85 000	15 00 000
8	Etp Corporation Limited	10	2 000	89 302	2 000	89 302
9	Ganesh Housing Corporation Ltd.	10	1 540	1 54 036	1 540	1 54 036
10	Hitwardhak Cotton Industries Ltd.	10	1 00 000	10 00 000	1 00 000	10 00 000
11	lota Chemicals Limited	10	5 000	85 475	5 000	85 475
12	J.K.Pharma Chem Limited	10	800	16 000	800	16 000
13	Linaks Micro Electronics Limited	10	2 000	29 928	2 000	29 928
14	Lakhanpal Foods Limited	10	2 500	27 275	2 500	27 275
15	Merry Share Fin Limited	10	1 13 100	11 85 317	1 13 100	11 85 317
16	Mrug Pharmaceuticals Limited	10	2 89 200	28 92 000	2 89 200	28 92 000
17	Pharmed Chemicals Limited	10	1 100	11 000	1 100	11 000
18	Rajindar Pipes Limited	10	800	32 000	800	32 000
19	Rose Mount Pharma Limited	10	8 100	2 26 337	8 100	2 26 337
20	Rank Aqua Estates Limited	10	1 200	47 394	1 200	47 394
21	Stellar Drugs Limited	10	5 000	85 600	5 000	85 600

Sr.	Particulars	Equity	As at 31st M	arch 2012	As at 31st	March 2011
No.	Particulars	Shares of Rs. Each	INO. OI OIIAIGS	Value	No. of Shares	Value
	Quoted					
22	Time Shipping Limited	10	42 100	4 58 574	42 100	4 58 574
23	Varun Cements Limited	10	800	20 000	800	20 000
24	Valley Abrasives Limited	10	11 600	1 16 000	11 600	1 16 000
25	Vintek R.F.Limited	10	5 000	1 32 782	5 000	1 32 782
26	Arch Commerz Limited	10	90	18 000	90	18 000
	TOTAL (I)			13467109		13467109
	Unquoted :					
1	Apollo Industries & Finance Ltd.	10	10 000	1 00 000	10 000	1 00 000
2	Crescent Finstock Limited		500		500	
	TOTAL (II)			1 00 000		1 00 000
	GRAND TOTAL (I+II)			13567109		13567109

2.12 Long-terms loans and advances

(in Rupees)

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
1	Security Diposits	4023428	4173428
2	Other loans and advances unsecured, considered good	10130427	10130427
	Total	14153855	14303855

2.13 Trade receivables

(in Rupees)

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
1	Trade receivables outstanding for a period exceeding six months from the date they are due for payment (Unsecured, considered good)	26256079	26256079
	Total	26256079	26256079

2.14 Cash and cash equivalents

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
1	Balance with Banks		
(a)	In current and deposit accounts	41771	50689
	Sub-total	41771	50689
2	Cheques, Drafts on hand		
(a)	Cash on hand	5596	5596
	Total	47368	56286

^{2.15} In the opinion of the management, assets other than fixed assets are realisable at-least at the value stated if realized in the ordinary course of business.



2.16 Other Income (in Rupees)

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
1	Dividend Income	2800	2100
	Total	2800	2100

2.17 Employee benefits expense

(in Rupees)

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
1	Salaries and wages	104000	258000
2	Diwali Bonus Expanses	-	16800
3	Contribution of ESI	33403	-
	Total	137403	274800

2.18 Financial Cost

(in Rupees)

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
1	Bank Charges	177	328
	Total	177	328

2.19 Depreciation and amortization expense :

(in Rupees)

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011	
1	Deprecioation of Tangible assets	27840	88452	
	Total	27840	88452	

2.20 Other Expense

Sr. No.	Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
1	Legal & Professional Consultancy	33,093	35,978
2	Demat Charges	20	295
3	Office Expanses	-	1,100
4	ROC filling Fees	7,000	2,000
5	Other Taxation Fees	250	-
6	Advertisement Exp	27,180	29,595
7	Annual Costody Fees	14,648	-
8	Insurance Premium Expanses	2,758	-
9	Listing Fees	16,545	25,511
10	Postage & Courier Expanses	226	314
11	Share Transfer Fees	40	-
12	Printing & Stationery Expanses	5,517	5,382
13	Prior Period Expanses	85,730	-
	Total	193,008	100,176



Auditor's Remuneration

(in Rupees)

Sr. No.	Particulars	As at March 31, 2012	As at March 31, 2011
1	for Annual Audit Fees	15000	15000
2	for company law matters	7500	10000
3	for taxation matters	5000	-
	Total	27500	25000

2.21 Segment Reporting:

The Company is engaged in one reportable segment and therefore disclosures as Accounting Standard (AS) – 17 "Segment Reporting" notified in Companies (Accounting Standards) Rules, 2006 are not given.

2.22 Related Party Disclosures:

Related party disclosures as required under the Accounting Standard (AS) – 18 on "Related Party Disclosures" notified in Companies (Accounting Standards) Rules, 2006 are given below:

(a) Name of the related parties and description of relationship:

Sr. No.	Description of Relationship	Name of the Related Party (With whom transaction has taken place during the year)
(A)	Associates	a) Liberty Finanace and Leasing Company Private Limited
		b) S. N. Advisory Private Limited
(B)	Key Managerial Person	a) Mr. Shailesh Bhandari
(C)	Relatives of Key Managerial Person	a) Mr. Mukesh Bhandari

(b) Details of Transactions with Related Parties during the year and balances outstanding as at March 31, 2012: (in Rupees)

Sr.No.	Particulars	Associates		Key Manag	erial Person	Relatives of Key Managerial Person			
		2011-12	2010-11	2011-12 2010-11		2011-12	2010-11		
(A) T	(A) Transactions with related parties during the year								
(i)	Borrowings	100,000	325,000	7,250	500	-	50,000.00		
(ii)	Loans Repayment	450,000	-	1,107,750	1,500,000	50,000.00	-		
(B) Balance outstanding as at March 31, 2012									
(i)	Borrowings	225,000	575,000	-	1,100,500	-	50,000		



2.23 Earning Per Share (EPS):

Earning per share is calculated by dividing the net profit attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year, as under:

Particulars		2011-12	2010-11
Net Loss as per Statement of Profit & Loss Statement	Rs.	406477	496360
Weighted average of number of equity shares outstanding	No.	4373100	4373100
Basic Loss per share of face value of Rs.10/- Each		0.09	0.11

2.24 Till the year ended March 31, 2011, the company was using pre- revised Schedule VI to the Companies Act, 1956, for prepareation and presentation of its financial statements. During the year ended March 31, 2012 the revised Schedule VI notified under the Companies Act, 1956, has become applicable to the Company. The Company has reclassified previous year figures to conform to this years classification.

As per our report of even date attached

For, Asim Mehta & Associates Chartered Accountants Firm Registration No. 114050W

Asim C. Mehta Proprietor

Membership No.: 35039

Place: Ahmedabad Date: 30th May, 2012 For and behalf of the board of Directors

Shailesh Bhandari Director

Nagesh Bhandari Director



MAGNUM LIMITED

Regd. Office: A-1, Skylark Apartment, Satellite Road, Satellite, Ahmedabad 380015.

PROXY FORM

		FC	LIO NO	
		NO	OF SHARES	
	of			being a
nereby appo	int			
	or fa	iling him _		of
eral Meeting ed Office of ny adjournm	of the Compar the Compar ent thereof.	pany to be h ny at A-1, S	eld on Saturda	y, 29th September,
k for indentif MAGNU coartment,	hmedabad 3 cany. ication of the common of th	e proxy TED load, Sate	ast 48 hours be	fore the scheduled
			M 11 DI	
e 20th Annua	al General Me	eeting of the	Company to b	e held on Saturday,
		FC	LIO NO	
		NO	OF SHARES	
Letters)				
)				
	rereby apportunity apportunity and partment, art the Registation and the Registation and the Registation art the Registation art the Registation and the Registation art the Registation a	rereby appoint	ofor failing himas my/our Proxy to atteeral Meeting of the Company to be hed Office of the Company at A-1, Sny adjournment thereofday of, 2012 venue stamp should reach at the Company at A-1, Sny adjournment thereof, 2012 venue stamp should reach at the Company at A-1, Sny adjournment thereof, 2012 venue stamp should reach at the Company. k for indentification of the proxy MAGNUM LIMITED partment, Satellite Road, Satellite Registered Office of the Company. Letters) Letters)	day of, 2012 venue stamp should reach at the Company's Regist, Satellite, Ahmedabad 380015 at least 48 hours be of the Company. k for indentification of the proxy MAGNUM LIMITED partment, Satellite Road, Satellite, Ahmed ATTENDANCE SLIP and hand it over at the entrance of the Meeting Place 20th Annual General Meeting of the Company to be at the Registered Office of the Company at A-1, S 380015. FOLIO NO NO OF SHARES Letters)

Note: This attendance is valid only in case shares are held on the date of this Annual General Meeting.