

BOARD OF DIRECTORS

KUSHAL RATHORE	: CHAIRMAN
AMIT ASHWINBHAI PANDYA	: DIRECTOR
RAMESH KUMAR G DAVE	: DIRECTOR
SAVITA DISOJA	: DIRECTOR
ANKIT SANJAY DISOJA	: DIRECTOR

REGISTERED OFFICE

403, SHIVALIK, OPP. BANK OF BARODA,
PANCHVATI FIVE ROAD,
AHMEDABAD (Guj.)-380 015

ANNUAL GENERAL MEETING

Date : September, 30, 2013
Venue : Regd. Office Address
Time : 11.00 a.m.

Registrars & Transfer Agents

Adroit Corporate Services Pvt. Ltd.
19/20, Jaferbhoy Ind. Estate,
1st Floor, Makwana Road,
Marol Naka, Andheri(E),
Mumbai-400059
Phone – 022-42270422, 42270423
Email : veenashetty@adroitcorporate.com

AUDITORS

M/S RAO & ASSOCIATES,
CHARTERED ACCOUNTANTS,
MUMBAI

NOTICE

NOTICE is hereby given that the 18TH Annual General Meeting of the members of BOSTON BIO SYSTEMS LTD., AHMEDABAD will be held on 30 September 2013, at 11.00 a.m. at its Registered Office of the Company at AHMEDABAD to transact the following business: -

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2013 and the Profit and Loss Account for the year ended on that date together with the Auditors and Directors Report thereon.
2. To appoint a Director in place of AMIT A PANDYA & RAMESH KUMAR G DAVE , Directors of the Company who retire by rotation and, being eligible, offer themselves for reappointment.
3. To appoint retiring auditor, to hold office from conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting.

SPECIAL BUSINESS

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

“Resolved that AMIT ASHWINBHAI PANDYA who was appointed as an Additional Director of the Company on 10/10/2012 pursuant to the provisions of Section 260 of the Companies Act, 1956 and who holds such office up to the date of ensuing Annual General Meeting of the Company and in respect of whom the company has received a notice in writing from a member under section 257 of the companies Act, 1956 proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company liable to retire by rotation.”

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

“Resolved that RAMESH KUMAR G DAVE who was appointed as an Additional Director of the Company on 10/10/2012 pursuant to the provisions of Section 260 of the Companies Act, 1956 and who holds such office up to the date of ensuing Annual General Meeting of the Company and in respect of whom the company has received a notice in writing from a member under section 257 of the companies Act, 1956 proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company liable to retire by rotation.”

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

“Resolved that KUSHAL RATHORE who was appointed as an Additional Director of the Company on 01/02/2013 pursuant to the provisions of Section 260 of the Companies Act, 1956 and who holds such office up to the date of ensuing Annual General Meeting of the Company and in respect of whom the company has received a notice in writing from a member under section 257 of the companies Act, 1956 proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company liable to retire by rotation.”

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

“Resolved that SAVITA DISOJA who was appointed as an Additional Director of the Company on 04/04/2013 pursuant to the provisions of Section 260 of the Companies Act, 1956 and who holds such office up to the date of ensuing Annual General Meeting of

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the Company and in respect of whom the company has received a notice in writing from a member under section 257 of the companies Act, 1956 proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company liable to retire by rotation.”

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

“Resolved that ANKIT SANJAY DISOJA who was appointed as an Additional Director of the Company on 04/04/2013 pursuant to the provisions of Section 260 of the Companies Act, 1956 and who holds such office up to the date of ensuing Annual General Meeting of the Company and in respect of whom the company has received a notice in writing from a member under section 257 of the companies Act, 1956 proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company liable to retire by rotation.”

NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member.
2. The proxy form should be deposited at the Regd. Office of the Company not less than 48 hours before the commencement of the meeting.
3. The Register of Members and Share Transfer book of the company will remain closed from 26-09-2013 to 30-09-2013 (both days inclusive).
4. Members desirous of making nomination in terms of Section 109A of the Act, 1956 in respect of their shareholding may approach the Registrar for assistance, Shareholders holding shares in electronic form may approach their DP with whom they maintain their account for nomination.

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

Item no. 4

Mr. AMIT ASHWINBHAI PANDYA, was appointed by the Board of Director of the Company as an Additional Director w.e.f from 10/10/2012 pursuant to the relevant provisions of the Companies Act, 1956 and under the Articles of the Article of Association of the company and he holds such office only upto the date of this Annual General Meeting. Particulars about his are given in para 2 of the Corporate Governance Report. A notice in writing has been received under Section 257 of the Companies Act, 1956 along with a deposit of Rs.500/- from a member signifying his intention to propose his appointment as Director of the Company liable to retire by rotation. Your Board of Directors are of the opinion that with the appointment, the company will be benefited a lot and hence commends the resolution for approval.

None of the Director of the company is concerned or interested in the resolution except himself.

Item no. 5

Mr. RAMESH KUMAR G DAVE, was appointed by the Board of Director of the Company as an Additional Director w.e.f from 10/10/2012 pursuant to the relevant provisions of the Companies Act, 1956 and under the Articles of the Article of Association of the company and he holds such office only upto the date of this Annual General Meeting. Particulars about his are given in para 2 of the Corporate Governance Report. A notice in writing has been received under Section 257 of the Companies Act, 1956 along with a deposit of Rs.500/- from a member signifying his intention to propose his appointment as Director of the Company liable to retire by rotation. Your Board of Directors are of the opinion that with the appointment, the company will be benefited a lot and hence commends the resolution for approval.

None of the Director of the company is concerned or interested in the resolution except himself.

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Item no. 6

Mr. KUSHAL RATHORE, was appointed by the Board of Director of the Company as an Additional Director w.e.f from 01/02/2013 pursuant to the relevant provisions of the Companies Act, 1956 and under the Articles of the Article of Association of the company and he holds such office only upto the date of this Annual General Meeting. Particulars about his are given in para 2 of the Corporate Governance Report. A notice in writing has been received under Section 257 of the Companies Act, 1956 along with a deposit of Rs.500/- from a member signifying his intention to propose his appointment as Director of the Company liable to retire by rotation. Your Board of Directors are of the opinion that with the appointment, the company will be benefited a lot and hence commends the resolution for approval.

None of the Director of the company is concerned or interested in the resolution except himself.

Item no. 7

SAVITA DISOJA , was appointed by the Board of Director of the Company as an Additional Director w.e.f from 04/04/2013 pursuant to the relevant provisions of the Companies Act, 1956 and under the Articles of the Article of Association of the company and he holds such office only upto the date of this Annual General Meeting. Particulars about her are given in para 2 of the Corporate Governance Report. A notice in writing has been received under Section 257 of the Companies Act, 1956 along with a deposit of Rs.500/- from a member signifying his intention to propose her appointment as Director of the Company liable to retire by rotation. Your Board of Directors are of the opinion that with the appointment, the company will be benefited a lot and hence commends the resolution for approval.

None of the Director of the company is concerned or interested in the resolution except herself.

Item no. 8

Mr. ANKIT SANJAY DISOJA, was appointed by the Board of Director of the Company as an Additional Director w.e.f from 04/04/2013 pursuant to the relevant provisions of the Companies Act, 1956 and under the Articles of the Article of Association of the company and he holds such office only upto the date of this Annual General Meeting. Particulars about his are given in para 2 of the Corporate Governance Report. A notice in writing has been received under Section 257 of the Companies Act, 1956 along with a deposit of Rs.500/- from a member signifying his intention to propose his appointment as Director of the Company liable to retire by rotation. Your Board of Directors are of the opinion that with the appointment, the company will be benefited a lot and hence commends the resolution for approval.

None of the Director of the company is concerned or interested in the resolution except himself.

By order of the Board
For BOSTON BIO SYSTEMS LTD.

Sd/-
KUSHAL RATHORE
CHAIRMAN

Place : AHMEDABAD
Date : 03/09/2013

DIRECTORS' REPORT OF THE MEMBERS

To,
The Members of the Company,

Your Directors have pleasure in presenting before you the 18TH Annual Report of the Company together with the Audited Statement of Accounts for the year ended 31st March, 2013.

FINANCIAL RESULTS	(Amt . Rs. In Lakhs)	
	2012-2013	2011-2012
Total Income	14.66	12.00
Total Expenditure	15.51	27.36
Profit before Tax	-0.85	-15.36
Profit after Tax	-0.85	-15.36

FINANCIAL & OPERATIONAL HIGHLIGHTS

Because of persistent recession prevailing in the Economy in general , your company could not made any turn around and therefore witnessed the depressive operations during the year under review.

DIVIDEND

The Board of Directors of the Company has not declared any dividend for 2012-2013.

FIXED DEPOSITS

The Company has not accepted deposits from the public during the year attracting the provisions of section 58A of the Co. Act, 1956 and Rules framed there under.

SSI DUES

The Company has no dues outstanding for more than 30 days to any small scale undertaking.

AUDIT COMMITTEE

The Company has formed an Audit committee comprising of 3 directors. The terms of the reference of the committee are in line with the requirements specified u/s. 292A of the Co-Act, 1956 and Corporate Governance as stated in Clause 49 of the Listing Agreement.

DIRECTORS

During the year under review, AMIT PANDYA AND R.G.DAVE will retire by rotation at the ensuing Annual General Meeting of the Company and being eligible, offer themselves for re-appointment..

AUDITORS

M/s RAO & ASSOCIATES, Chartered Accountants, Mumbai have given their consent for re-appointment of Auditors of the Company.

PARTICULARS OF EMPLOYEES

There was no employee in the Company whose particulars are required to be furnished as per section 217 (2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975 as amended upto date.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING/OUTGO.

The information under section 217(1) (e) of the Companies Act, 1956 on Conservation of Energy, Technology Absorption as required to be disclosed is not applicable to your company since it is engaged in the financial activities.

During the year under review the Company has no foreign exchange earnings and outgo.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to section 217(2AA) of the Companies Act, 1956 the Directors confirm :

- (a) that in the preparation of annual accounts, the applicable accounting standards have been followed;
- (b) that the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- (c) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) that the Directors have prepared the Annual Accounts on a going concern basis.

CORPORATE GOVERNANCE AND COMPLIANCE

A report on corporate governance along with Management Discussion and Analysis is annexed to this report. A certificate from Statutory Auditors with regards to the compliance of the corporate governance, as stipulated in Clause 49 of the Listing Agreement, by the company is annexed to this report.

The company has fully complied with all mandatory requirements prescribed under Clause 49 of the listing agreement. In addition, the company has also implemented some of the non mandatory provisions of Clause 49.

ACKNOWLEDGEMENT

Your Directors wish to express their sincere appreciation for the co-operation and support received from Banks, shareholders, customers, Officers and other employees of the Company throughout the year.

**By order of the Board
For BOSTON BIO SYSTEMS LTD.**

**Place : AHMEDABAD
Date : 03/09/2013**

**Sd/-
KUSHAL RATHORE
CHAIRMAN**

ANNEXURE –A to the Director’s Report for the year ended 31st March, 2013.

REPORT ON CORPORATE GOVERNANCE

1. COMPANY’S PHILOSOPHY

The Company firmly believes that corporate governance and compliance practices are of paramount importance in order to maintain the trust and confidence of the stakeholders, clients, the good reputation of the Company and the unquestioned integrity of all personnel involved in the Company. To ensure transparency, fairness and objectivity in an organisation’s functioning, the Company has proactively adopted best practices with regard to corporate governance and compliance, which are ahead of regulatory requirements. The Company’s policy on compliance with external regulatory requirements is backed by stringent internal policies and principles to ensure, inter alia, priority to clients’ interest over proprietary interest, maintenance of confidentiality of client information and prevention of insider trading.

2. BOARD OF DIRECTORS

The Board of Directors of the Company consists of 5 Directors including the Non-Executive Chairman. Out of 5, 3 directors are non-executive independent directors. The Company does not have any pecuniary relation or transaction with Non-Executive Independent Directors during the year under review.

Board procedure

A detailed Agenda folder was sent to each Director in advance (generally before 7 to 10 days) of Board and committee meetings. To enable the Board to discharge its responsibilities effectively, the Managing Director briefed the Board at every meeting on the financial performance of the Company up to last completed month as against the budget/revised budget of the year. Presentations are made by the Managing Director about the financial, operational performance and market scenario. The Board also reviewed:

- Strategy and business plans
- Annual operating and capital expenditure budgets
- Investment plans of the company
- Compliance with statutory/regulatory requirements and review of major legal issues.
- Adoption of quarterly / half yearly / annual results (after recommendation of Audit Committee where required).
- Significant labor problems
- Major accounting provisions and write-offs.
- Details of joint venture or Collaboration Agreement

Composition, Category of Directors and their other directorship and Membership / Chairmanship of Committees.

Sr. No.	Name of the Director	Category	Number of other	
			Committee Memberships	Committee Chairmanships
1	KUSHAL RATHORE	CHAIRMAN	3	2
2.	AMIT ASHWINBHAI PANDYA	NONEXE. IND. DIR.	3	-
3.	RAMESH KUMAR G. DAVE	NONEXE. IND. DIR.	3	1
4.	SAVITA DISOJA	NONEXE. IND. DIR.	-	-
5.	ANKIT SANJAY DISOJA	DIRECTOR	-	-

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During the year 8 Board Meetings were held on 24/04/2012, 28/07/2012, 03/09/2012, 10/10/2012, 13/10/2012, 01/11/2012, 23/01/2013 & 01/02/2013. The Board was present with the relevant and necessary information. None of the Director is a member of more than 10 committees or acting as Chairman of more than 5 committees across all companies in which he is a director. The attendance at the Board Meeting during the year and at the last Annual General Meeting was as follows:

SR.NO	NAME OF DIRECTORS	NO. OF BOARD MEETING ATTENDED	ATTENDANCE AT THE AGM HELD ON 29-09-2012
1	KUSHAL RATHORE	1	NO
2	AMIT ASHWINBHAI PANDYA	5	NO
3	RAMESH KUMAR G. DAVE	5	NO
4	SAVITA DISOJA	-	NO
5	ANKIT SANJAY DISOJA	-	NO

3. AUDIT COMMITTEE

The Board constituted an Audit Committee consisting of 3 Directors. All members of Audit Committee are financially literate and 2 Directors out of 3 has financial management expertise as required for member of Audit Committee as stipulated in Clause 49 of the Listing Agreement. The Details of Audit Committee meetings held during the year April 2012 to March 2013 and the attendance of the Audit Committee Members are as under:

SR.NO	DIRECTOR NAME	CATEGORY	NO OF MEETING HELD ATTENDED	
1	KUSHAL RATHORE	MEMBER	5	1
2	RAMESH G DAVE	CHAIRMAN & IND. DIRECTOR	5	4
3	AMIT A PANDYA	IND. DIR. & MEMBER	5	4

Terms of Reference:-

The terms of reference for the audit committee as laid down by the Board include the following:-

- (ii) Overseeing the Company's Financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- (iii) Recommending the appointment and removal of statutory auditor, fixation of audit fee and also approval for payment for any other services.
- (iv) Reviewing with management, the quarterly, half yearly and annual financial statements before submission to the Board, focusing primarily on any changes in accounting policies and practices; major accounting entries based on exercise of judgement by management; qualifications in draft audit report; significant adjustments arising out of audit; the going concern assumption; compliance with accounting standards; compliance with stock exchange and legal requirements' concerning financial statements; any related party transaction i.e. transactions of the Company of material nature, with promoters or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interests of Company at large.
- (v) Reviewing with the management, statutory and internal auditors, the adequacy of internal control system and ensuring compliance therewith.
- (vi) Discussions with statutory auditors before the commencement of the audit about the nature and scope of audit as well as have post-audit discussion to ascertain any areas of concern.
- (vii) Reviewing the Company's financial and risk management policies.
- (viii) To review the functioning of the Whistle Blower Policy adopted by the Company.

- (ix) To review report on Management Discussion & Analysis of Financial Condition and Results of operation, to be included in the Company's Annual Report to its Shareholders.

4. REMUNERATION COMMITTEE

This is a non-mandatory requirement. The company has constituted a Remuneration Committee to decide and fix payment of remuneration and sitting fees to the Directors of the Company.

The Remuneration Committee consists of above said three directors and the Chairman of the committee is Kushal Rathore . Two meeting of the committee held during the year under review.

5. SHARE HOLDER'S GRIEVANCE AND SHARE TRANSFER COMMITTEE

Composition:-

The said committee comprises of above said three directors under the chairmanship of Kushal Rathore. There are 4 meetings during the year.

The Committee has delegated the authority to an officer of the Company who attends to share transfer formalities at least once in a fortnight.

Terms of reference:-

To look into the redressed of the share holders complaints in respect of any matter including transfer of shares non receipt of annual report, non receipt of declared dividend etc.

Compliance Officer:-

The company has designated Mr. KUSHAL RATHORE as Compliance Officer.

Summary of Investors' Complaints:-

During the year 2 letters / complaints were received from the share holders, out of which NIL letters/ complaints were still pending to be resolved.

Annual General Meeting :-

The Annual General Meeting (AGMs) of the company have been held at the following places in the last three years.

YEAR	DATE	TIME	VENUE
2009 - 10	25-07-2010	11.00 A.M	AT THE REGD. OFFICE OF THE COMPANY
2010 - 11	30-09-2011	11.00 A.M	-DO-
2011-12	29-09-2012	11.00 A.M	-DO-

No resolution was put through postal ballot during the fin. Year 2012-2013

6. DISCLOSURES:-

There were no transactions by the company of material significance with related parties i.e. its Promoters, Directors of Companies or the Management or their relatives during the year which may have potential conflict with interest of the Company at large.

7. MEANS OF COMMUNICATION:

- (i) The periodical unaudited / audited financial results are published in AHMEDABAD Samachar (Gujarati) and Business Standard (English) as required under the Listing Agreement. All financial and other vital information is promptly communicated to the stock exchanges on which company's shares are listed.
- (ii) The Management Discussion and Analysis report prepared by the management and forming part of the Annual Report is separately attached.

8. GENERAL INFORMATION FOR SHAREHOLDERS:

(a) Regd. Office:-

403, SHIVALIK, OPP. BANK OF BARODA,
PANCHVATI FIVE ROAD,
AHMEDABAD (Guj.)-380 015

(b) Date, Time, Venue of Annual General Meeting:-

30TH September, 2013 at 11.00 AM at the Regd. Office of the company.

(c) Financial Reporting for the quarter ending:-

JUNE 30 : END JULY
SEPT 30 : END OCTOBER
DEC 31 : END JANUARY
MARCH 31 : END APRIL

(d) Date of Book Closure :

26.09.2013 to 30.09.2013 (both days inclusive)

(e) Listing Details :

Ahmedabad Stock Exchange, Ahmedabad : No Stock Code
Bombay Stock Exchange Limited, Mumbai : Scrip Code 531458

The Company has paid listing fees to all Stock Exchanges till March 2013.

(f) Market price data:

Available on the BSE website.

(g) Share Transfer System:

The Company has a Share holders/ Investors grievance Committee who looks after share transfer job by meeting at regular intervals depending upon the receipt of the shares for transfer.

(i) Investor Services:

The Company has received 2 complaints from the shareholders/investors during the year and all are resolved.

(j) Distribution Of Shareholding As On 31st March, 2013

SHARE HOLDING PATTERN		
Category	No. of Shares	%
Promoters & Promoters Group	158950	2.27
Corporate Bodies	432654	6.18
NRIs / OCBs	1000	0.01
Public	6409596	91.54
Total	7002200	100

(k) DEMATERIALISATION OF SHARES AND LIQUIDITY :

The Company has appointed M/s ADROIT CORPORATE SERVICES PVT.LTD., MUMBAI as Registrar and Share Transfer Agent to handle the electronic connectivity with NSDL and CDSL and physical also. Presently more than 90% shares of the company are in demat form. The ISIN no. of the company granted by NSDL/CDSL is INE109B01019.

DISPOSAL OF INVESTOR GRIEVANCES

The average time required by the Company for the redressal of routine investor grievances is estimated to be seven working days from the date of receipt of the complaint. In case of non-receipt routine complaints and where external agencies are involved. The Company will strive to redress these complaints as expeditiously as possible.

CERTIFICATION WITH RESPECT TO FINANCIAL STATEMENT

The Managing director of the Company has furnished a certificate to the Board of Directors of the Company with respect to accuracy of financial statements and adequacy of internal controls and compliance of Clause 49 as required under Clause 49 of the listing agreement attached herewith and forming part of the said report.

WHISTLE BLOWER POLICY

Recently, the Security & Exchange Board of India has also prescribed the adoption by all listed companies, of a Whistle Blower Policy as a non-mandatory requirement. The company has adopted a Whistle Blower Policy, which affords protection and confidentiality to Whistle blowers. The Audit Committee Chairman is authorized to receive Protected Disclosures under this Policy. The Audit Committee is also authorized to supervise the conduct of investigations of any disclosures made whistle blowers in accordance with policy.

No personnel have been denied access to the Audit Committee. As of March 31, 2013, no Protected Disclosures have been received under this policy.

CODE OF CONDUCT

The Company's Board of Directors has adopted the code of conducts which govern the conduct of all directors /employees. All Directors and senior management personnel have affirmed compliance with respective codes for the year ended on 31st March 2013.

IMPLEMENTATION OF NON-MANDATORY CORPORATE GOVERNANCE REQUIREMENTS

The company has implemented the following non-mandatory requirements as stated in clause 49 of the listing agreement with respect to Corporate Governance:-

- (i) Remuneration Committee:- Already details have been given earlier.
- (ii) Whistler Blower policy:- Under this policy employees of the Company can report to the management about unethical behavior, actual or suspected fraud or violation of code of conduct or ethics policy. It is the company's policy to insure that the Whistler Blower are not victimized or denied direct access to the chairman of the Audit Committee. The existence of said policy mechanism has been communicated to all employees.

MANAGEMENT DISCUSSION AND ANALYSIS

The Company is in the business of consultancy and financial activity. The key issues of the Management Discussion and Analysis are given below.

(a) Industry Structure and Developments

The company is engaged in medical consultancy activities but presently the said business is not giving any substantial earning to the Company hence Company is presently engaged in consultancy, share broking and share trading mainly.

The fortunes of the Finance industry are, to a large extent, linked to the growth of the Industry and Investment sentiments of the people. The Industry is facing intense competition from the Foreign Financial Institution.

(b) Strength

The strength of the company is known from its reputation which the company has earned due to its quality business and cordial relation with its clients and presently the company's financial position is sound due to boom in capital market because of governmental support.

(c) Comment on Current year's performance

Receipts	: The Receipt has significantly increased.
Operating Expenses	: The operating Expenses are well under control.
Operating Profits	: The Operating Profits are up to industry mark.
Indirect Expenses	: The Indirect Expenses are under control.
Depreciation	: Reasonable amount of Depreciation is provided.
Profit before tax	: Profit before tax is also showing an improving trend.

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Taxation	: Taxation is provided as per Income Tax Act.
Debtor/Sales	: Debtors are reasonable and realization period has Decreased due to the policy of the Company.
Creditors/Purchase	: The Company has an established credit.

d) Opportunities and Threats

The impact of boom in capital market and real estate market due to government support has provided a boost to the economy and it is set to grow at 8% to 9% supported by a smart growth in manufacturing and services sectors. This brings prosperity to a country and more and more people go for investment in Share market. Outlook for the year 2013 is positive. While the overall demand outlook for the year 2013 remains good, the Company expects the pressure on quality customers to continue due to competition.

(e) Segment wise performance

The business of the Company falls under a single segment i.e. Share broking, Investment and trading in shares and derivatives for the purpose of Accounting Standard AS-17.

(f) Outlook

The continual growth in the Finance sector is expected to give the necessary support to the Finance industry. The Company is making all efforts to accelerate growth of its business. It expects to improve its position in the market by focusing on technologically advanced and more profitable products/market segments and working aggressively in the areas of productivity, efficiency and cost reductions.

(g) Risk and concerns

The menace of local Finances and play of angadia has further compounded the problems of the organized Finance Industry as they use inferior way of transferring funds. The Stock market is also a risky place to put one's fund. The pull back of FIIs will also have an adverse effect on the share market.

(h) Internal control system

Internal audit and other controls have been found to be adequate. These are reviewed periodically by the Audit Committee and found the performance satisfactory.

(i) Developments in human resources and industrial relations

Information as per Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particular of Employees) Rules, 1975 is not required to be given as no employee falls under it. The Company continued to have cordial relations with all the employees.

**By order of the Board
For BOSTON BIO SYSTEMS LTD.**

**Sd/-
KUSHAL RATHORE
CHAIRMAN**

**Place :AHMEDABAD
Date : 03/09/2013**

D E C L A R A T I O N

Annual Declaration by Chief Executive Officer (CEO) /Chairman / Managing Director (MD) pursuant to Clause 49(i)(d)(ii) of the Listing Agreement

Pursuant to Clause 49 **(i)(d)(ii)** of the Listing Agreement, I, DR. BAKUL J. VAISHNAV, M.D. OF M/S BOSTON BIO SYSTEMS LIMITED hereby declare that all the Board members and Senior Management personnel of the company have confirmed compliance with the code of conduct for the financial year ended 31 March 2013.

**By order of the Board
For BOSTON BIO SYSTEMS LTD.**

**Place :AHMEDABAD
Date : 03/09/2013**

**Sd/-
KUSHAL RATHORE
MANAGING DIRECTOR**

CEO'S CERTIFICATE ON FINANCIAL STATEMENTS

To,
The Board of Directors,
Boston Bio Systems Limited,
Ahmedabad

I have reviewed the financial results and the cash flow statement of M/S BOSTON BIO SYSTEMS LIMITED for the financial year ended 31 March,2013, and certify that:

- (a) These results and statements, to the best of my knowledge and belief:
 - (i) do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

- (b) To the best of my knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's Code of Conduct.

- (c) I accept responsibility for establishing and maintaining internal controls and have evaluated the effectiveness of the internal control systems of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls of which I am aware, and the steps taken and proposed to be taken to rectify these deficiencies.

- (d) I have also indicated to the Auditors and the Audit committee:
 - (i) Significant changes in the internal controls with respect to financial reporting during the year;
 - (ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) To the best of my knowledge and belief, there are no instances of fraud involving either the Management or employees having a significant Role in the Company's internal control systems with respect to financial reporting.

**By order of the Board
For BOSTON BIO SYSTEMS LTD.**

**Sd/-
KUSHAL RATHORE
MANAGING DIRECTOR**

**Place :AHMEDABAD
Date : 03/09/2013**

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

**The Board of Directors,
BOSTON BIO SYSTEMS LTD.,
AHMEDABAD.**

We have reviewed the records concerning the Company's compliance of conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement entered into, by the Company, with the Stock Exchanges of India, for the F.Y ended on 31st March 2013.

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

We have conducted our review on the basis of the relevant records and documents maintained by the Company and furnished to us for the review, and the information and explanations given to us by the Company.

Based on such a review to the best of our information and according to the explanations given to us, in our opinion, the company has complied with the conditions of Corporate Governance, as stipulated in Clause 49 of the said listing agreement.

On the basis of certificate issued by the Company and the Minutes of meetings of the Shareholders/ Investors Grievance Committee of the Company, we state that, there were no investor grievances pending against the Company for a period exceeding one month.

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

Rao & Associates,
Chartered Accountants

Date : 03/09/2013
Place : MUMBAI

Sd/
(R.B. RAO)
PARTNER
MEM.NO. 61305

AUDITORS' REPORT

To,
The Members,
M/s. BOSTON BIO SYSTEMS LTD., AHMEDABAD

We have audited the attached Balance Sheet of M/s. BOSTON BIO SYSTEMS LTD., as at 31st March, 2013 and the annexed Profit and Loss Account and cash flow statement for the year ended on that date. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements bases on our audit.

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

As required by the Companies (Auditors Report) Order,2003 issued by the Central Govt. of India in terms of section 227 (4A) of the Companies Act, 1956 we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.

Further to our comments 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 accounts as required by law have been kept by the Company so far as appears from our examination of such books.
- (c) The Balance Sheet and the Profit & Loss Account referred to in this report are in agreement with the books of account.
- (d) In our opinion and to the best of our information the said Balance Sheet and Profit & Loss Account and cash flow statement comply with the Accounting standard referred to in section 211(3c) of the companies act, 1956.
- (e) On the basis of written representations received from the directors, as on 31st, March, 2013 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2013 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of Companies Act, 1956.
- (f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and gives a true and fair view in conformity with the accounting principles generally accepted in India:-
 - i. In so far as it relates to the Balance Sheet, of the state of affairs of the Company as at 31st March, 2013 and
 - ii. In so far as it relates to the Profit & Loss Account, of the loss of the company for the year ended on that date.
 - iii. In the case of the cash flow statement, of the cash flow for the year ended on that date.

Rao & Associates,
Chartered Accountants

Date : 03/09/2013
Place :MUMBAI

Sd/
(R.B. RAO)
PARTNER
MEM.NO. 61305

ANNEXURE TO THE AUDITORS REPORT FOR THE YEAR ENDED ON 31ST MARCH, 2013

- i) The Company has maintained proper records to show full particulars including quantitative details and situation of fixed assets.
- ii) The fixed assets have been physically verified by the management at reasonable intervals during the year and no material discrepancies were noticed on such verification as compared with the available records.
- iii) All Fixed Assets of the company have been disposed off during the year .
- iv) The stock of finished goods, and raw materials have been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable.
- v) The procedure followed by the management for physical verification of stocks is reasonable and adequate in relation to the size of the company and the nature of its business.
- vi) On our basis of examination of stock records, we are of the opinion that the record of stocks is fair and proper in accordance with the normally accepted accounting principle and no material discrepancies were noticed on physical verification.
- vii) There is no loans, secured and unsecured, taken by the company to/from companies, firm or other parties covered in the register maintained u/s. 301 of the Co.Act, 1956.
- viii) Interest free Loans and Advances in the nature of loans have been given to employees and other parties who were generally regular in repaying the principal as stipulated. Where there is delay in repayment, the company has taken reasonable steps to recover the same.
- ix) In our opinion and according to information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for financial activities.
- x) According to the information and explanations provided by the management, we are of the opinion that the particulars of contracts or arrangements referred to in section 301 of the Act that need to be entered into the register maintained under section 301 have been so entered.
- xi) In our opinion and according to the information and explanations given to us, the provisions of section 58-A of the Companies Act, 1956 and Companies (acceptance of deposits) Rules, 1957 are not applicable as the company has not accepted and deposits from the public.
- xii) The company does not have any formal system of internal audit. However in our opinion and according to information and explanations given to us, the internal control procedures are adequate. Considering the size and nature of business of the Company.
- xiii) The Provisions of section 209(1)(d) of the Companies Act, 1956 regarding the maintenance of cost records are not applicable to the company.
- xiv) As informed to us the provision of Provident Fund Act, Employees State Insurance Act provisions of investor education and protection fund, customs duty, excise duty and cess are not applicable to the Company during the year under review.
- xv) The Company is regular in depositing with appropriate authorities undisputed statutory dues including Income-Tax, Wealth Tax, Service Tax and other material statutory dues applicable to it.
- xvi) According to the information and explanations given to us no disputed amounts in respect of Income-Tax, Wealth-tax, Sales-Tax, Customs-Duty and Excise-Duty were outstanding as at 31st, March, 2013 for a period of more than six months from the date they become payable.
- (xvii) According to the information and explanations given to us and based on the generally accepted audit procedures carried out by us no personal expenses of employees or directors have been charged to Revenue Account, other than those payable under contractual obligations or in accordance with generally accepted business practice.
- xvii) The Company has accumulated losses at the end of the financial year and it has incurred losses in the current and in immediately preceding financial year.
- xviii) Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that the Company has defaulted in repayment of dues to financial institution, banks or debenture holders.
- xix) According to the information and explanations given to us and based on the documents and records produced to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xx) The provisions of any special statute applicable to Chit Funds, Nidhi, or Mutual Benefit Society/fund do not apply to the Company. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2012 (as amended) are not applicable to the Company.
- xxi) The Shares and other securities have been held by the Company, in its own name as explained to us and proper records in respect thereof have been maintained.

18th Annual Report 2012-2013 **BOSTON BIO SYSTEMS LIMITED**
(Formerly known as LASER EYE CARE LIMITED)

- xxii) According to the information and explanation given to us, the Company has not given any counter guarantee for loans taken by any other person/firms/companies.
- xxiii) According to the information and explanations given to us and on an overall examination of the balance sheet and cash flow statement of the Company, we report that no funds raised on short-term basis have been used for long-term investment.
- xxiv) The Company has not made any preferential allotment of shares to parties or companies covered in the register maintained u/s 301 of the Co., Act, 1956.
- xxv) The Company did not have any outstanding secured debentures during the year.
- xxvi) The Company has not raised any money through a public issue during the year under review.
- (xxviii) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.
- (xxix) The Company is not a sick Company as per the provisions of SICA, 1985.

Rao & Associates,
Chartered Accountants

Date : 03/09/2013
Place : MUMBAI

Sd/
(R.B. RAO)
PARTNER
MEM.NO. 61305

PL-12 : Accounting Policies

(i) Revenue Recognition

- (a) Revenue from issue management services, loan syndication, financial advisory services etc., is recognized based on the stage of completion of assignments and terms of agreement with the client.
- (b) Gains and losses on dealing with securities & derivatives are recognized on trade date.

(ii) Stock-in-trade (i.e. Inventories)

- (a) The securities acquired with the intention of holding for short-term are classified as investment and securities acquired for trading are classified as stock-in-trade.
- (b) The securities held as stock-in-trade are valued at lower of cost arrived at on weighted average basis or market/ fair value, computed category-wise. In case of investments transferred to stock-in-trade, carrying amount on the date of transfer is considered as cost. Commission earned in respect of securities acquired upon devolvement is reduced from the cost of acquisition. Fair value of unquoted shares is taken at break-up value of shares as per the latest audited Balance Sheet of the concerned company. In case of debt instruments, fair value is worked out on the basis of yield to maturity rate selected considering quotes where available and credit profile of the issuer and market related spreads over the government securities
- (c) Discounted instruments like Commercial paper/treasury bills/zero coupon instruments are valued at carrying cost. The difference between the acquisition cost and the redemption value of discounted instruments is apportioned on a straight line basis for the period of holding and recognized as Interest income.
- (d) Units of mutual fund are valued at lower of cost and net asset value.

(iii) Investments

The securities acquired with the intention of holding till maturity or for a longer period are classified as investments. (b) Investments are carried at cost arrived at on weighted average basis. Commissions earned in respect of securities acquired upon devolvement are reduced from the cost of acquisition. Appropriate provision is made for other than temporary diminution in the value of investments.

(iv) Fixed Assets and Depreciation

- (a) Fixed assets are stated at historical cost less accumulated depreciation and impairment loss, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for intended use.
- (b) Depreciation on fixed assets is provided on WDM Method at the rate and in the manner prescribed in Schedule XIV of the Companies Act, 1956. But no depreciation for the year ended on 31.03.2013 has been charged as there is no fixed assets of the company.

(v) Deferred Tax

No provisions made as Depreciation has not been charged by the company during the year.

(vi) Derivatives Transactions

- (a) All open positions are marked to market.
- (b) Gains are recognized only on settlement/expiry of the derivative instruments except for Interest Rate derivatives where even mark to-market gains are recognized.
- (c) Receivables/payables on open position are disclosed as current assets/current liabilities, as the case may be.

(vii) Earning Per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period.

Notes on Accounts

NOTES FORMING PART OF ACCOUNTS.

- 1) There are no contingent liabilities nor provided for.
- 2) Depreciation has not been provided on assets by the company.
- 3) The value of realization of Current Assets, Loans and Advances in the ordinary course of business will not be less than the value at which they are started in the balance sheet.
- 4) Auditors remuneration is as under :
 - a) Audit fees Rs. 3000/-
 - b) Tax audit fees Rs. NIL/-
 - c) Other matter Rs. NIL
- 5) The Company has made arrangement of settlement with Guj. State Financial Corporation, Ahmedabad and entire payment of secured loan has been done by the company under a scheme of settlement and there is no outstanding secured loan at the end of the fin. Yr. 11-12.
- 6) The additional Information pursuant to the provision of the paragraph 3, 4C, and 4D of Part-II of schedule Vi to the companies Act, 1956 has been furnished to the extend possible and applicable because of the nature of the business of the company.
- 7) The previous year figure has been regrouped and/or rearranged wherever necessary.

RAO & ASSOCIATES
Chartered Accountants

Sd/
(R.B.RAO)
PARTNER
M.No.61305

For & on Behalf of Board
BOSTON BIO SYSTEMS LTD.

Sd/-
KUSHAL RATHORE
(M.D)

Sd/-
RAMESH G DAVE
Director

Date : 03/09/2013
Place : MUMBAI

18th Annual Report 2012-2013 **BOSTON BIO SYSTEMS LIMITED**
(Formerly known as LASER EYE CARE LIMITED)

ADDITIONAL INFORMATION AS REQUIRED UNDER PART IV OF SCHEDULE VI OF THE COMPANIES ACT, 1956 BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

1.	Registration Details		
	Registration No.	:	25476
	State Code	:	04
	Balance Sheet Date	:	31 ST MARCH 2013
2.	Capital Raised During the Year (Amount in Rs. Lacs.)		
	Public Issue	:	-
	Right Issue	:	-
	Bonus Issue	:	-
	Private Placement	:	-
3.	Position of Mobilization of Deployment of Funds (Amount in Rs. Lacs.)		
	Total Liabilities	:	671.45
	Total Assets	:	671.45
	Sources of Funds		
	Paid up Capital	:	700.22
	Share Application Money	:	-
	Reserve & Surplus	:	(40.39)
	Secured Loan	:	-
	Unsecured Loan	:	-
	Application of Funds		
	Net Fixed Assets	:	-
	Investment	:	-
	Net Current Assets	:	-11.00
	Miscellaneous Expense	:	-
4.	Performance of Company (Amount in Rs. Lacs)		
	Turnover	:	14.66
	Total Expenditure	:	15.51
	Profit / (Loss) before Tax	:	-0.85
	Profit / (Loss) after Tax	:	-0.85
	Earning Per Share	:	-
	Dividend Rate	:	-
5.	Generic Names of Principal Product / Services of Company		
	Item Code No.	:	N.A
	Product Description	:	CONSULTANCY, SHARE TRADING & FINANCE

CERTIFICATE

We have examined the attached Cash Flow Statement of BOSTON BIO SYSTEMS LTD. for the year ended on 31-03-2013. The Statement has been prepared by the Company in accordance with the requirement of Listing Agreement Clause 32 with Ahmedabad Stock Exchange and is based on in agreement with corresponding Profit & Loss Account and Balance Sheet of the Company covered by the Report of 03/09/2013 to the members of the Company.

Rao & Associates,
Chartered Accountants

Date : 03/09/2013
Place :MUMBAI

Sd/
(R.B. RAO)
PARTNER
MEM.NO. 61305

18th Annual Report 2012-2013 **BOSTON BIO SYSTEMS LIMITED**
(Formerly known as LASER EYE CARE LIMITED)

BOSTON BIO SYSTEMS LTD.
403, SHIVALIK, OPP. BANK OF BARODA, PANCHVATI FIVE ROAD, AMBAWADI, AHMEDABAD-15

PROXY FORM

I/We _____ Of
Being a member/members of above named Company hereby appoint of
_____ or failing him / her
_____ of _____
as may / our proxy to attend and vote on my / our behalf at the Annual General Meeting of the
Company to be held on 30-09-2013 or at any adjournment thereof.

Signed this _____ day of _____ 2013.

Affix Rupee
One Revenue
Stamp Here

Note : This instrument of proxy shall be deposited at the Registered Office of the Company not less than 48 hours before the time of holding the meeting

BOSTON BIO SYSTEMS LTD.
403, SHIVALIK, OPP. BANK OF BARODA, PANCHVATI FIVE ROAD, AMBAWADI, AHMEDABAD-15

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDENCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

1. Name of the attending Member _____
 2. Member's Folio Number _____
 3. Name of the Proxy (In Block Letters) _____
(To be filled in if the Proxy attends instead of the Member)
- (No. of Shares held: -----)

I hereby record my presence at the Annual General Meeting at the registered Office of the company on 30-09-2013 or at any adjournment thereof.

Member's / Proxy Signature

M/S BOSTON BIO SYSTEMS LTD.

BALANCE SHEET AS AT

31-03-2013

(IN RUPEES)

S. N	PARTICULARS	NOTE NO.	FIGURES AS AT THE END OF CURRENT REPORTING PERIOD		FIGURES AS AT THE END OF PREVIOUS REPORTING PERIOD	
I	<u>EQUITY AND LIABILITIES</u>					
1	<u>SHAREHOLDERS FUNDS</u>					
	(a) SHARE CAPITAL	A		70,022,000.00		70,022,000.00
	(b) RESERVES AND SURPLUS	B		(4,038,502.00)		(3,953,502.00)
	(c) MONEY REC. AGST. SHARE WARRANTS			-		-
	(D) SHARE FORFITED			-		-
	TOTAL(1)			65,983,498.00		66,068,498.00
2	<u>SHARE APPLICATION MONEY PENDING ALLOTMENT</u>			-		-
3	<u>NON-CURRENT LIABILITIES</u>					
	(a) LONG TERM BORROWINGS	C		-		-
	(b) DEFERRED TAX LIABILITIES (NET)			-		-
	(c) OTHER LONG-TERM LIABILITIES	D		-		-
	(d) LONG-TERM PROVISIONS	E		-		-
	TOTAL(3)			-		-
4	<u>CURRENT LIABILITIES</u>					
	(a) SHORT TERM BORROWINGS	F		1,161,700.00		1,361,700.00
	(b) TRADE PAYABLES			-		12,000.00
	(c) OTHER CURRENT LIABILITIES	G		-		-
	(d) SHORT TERM PROVISIONS	H		-		-
	TOTAL(4)			1,161,700.00		1,373,700.00
	TOTAL(1+2+3+4)			67,145,198.00		67,442,198.00
II	<u>ASSETS</u>					
1	<u>NON-CURRENT ASSETS</u>					
	(a) FIXED ASSETS					
	(i) TANGIBLE ASSTS	I		-		-
	(ii) INTANGIBLE ASSETS	J		-		-
	(iii) CAPITAL WORK-IN-PROGRESS			-		-
	(iv) INTANGIBLE ASSETS UNDER DEV.			-		-
	(b) NON-CURRENT INVESTMENTS	K		-		-
	(c) DEFERRED TAX ASSETS (NET)			-		-
	(d) LONG-TERM LOANS AND ADVANCES	L		67,084,348.00		67,430,511.00
	(e) OTHER NON-CURRENT ASSETS	M		-		-
	TOTAL(1)			67,084,348.00		67,430,511.00
2	<u>CURRENT ASSETS</u>					
	(a) CURRENT INVESTMENTS	N		-		-
	(b) INVENTORIES	O		-		-
	(c) TRADE RECEIVABLES	P		-		-
	(d) CASH AND CASH EQUIVALENTS	Q		60,850.00		11,687.00
	(e) SHORT-TERM LOANS AND ADVANCES	R		-		-
	(f) OTHER CURRENT ASSETS	S		-		-
	TOTAL(2)			60,850.00		11,687.00
	TOTAL(1+2)			67,145,198.00		67,442,198.00

NOTES ON ACCOUNTS IN SCH. PL-12
FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

SD/-

SD/-

KUSHAL RATHORE
DIRECTOR

RAMESH G DAVE
DIRECTOR

PLACE: AHMEDABAD
DATED: 03.09.2013

As per our report of even date
For RAO & ASSOCIATES,
Chartered Accountants

SD/-
R.B.RAO
(PARTNER)
M.NO. 61305
PLACE : MUMBAI

M/S BOSTON BIO SYSTEMS LTD.
NOTES TO AND FORMING PART OF BALANCE SHEET AS AT
31-03-2013

(IN RUPEES)

NOTE NO.	S.N	PARTICULARS	FIGURES AS AT THE END OF CURRENT REPORTING PERIOD	FIGURES AS AT THE END OF PREVIOUS REPORTING PERIOD
A		SHARE CAPITAL:		
		(1)AUTHORISED:	80,000,000.00	80,000,000.00
		80,00,000(LAST YEAR 80,00,000) EQUITY SHARES OF Rs.10/-EACH	_____	_____
		(2)ISSUED, SUBSCRIBED& PAID UP		
		7002200 EQ. SH. AT BEGINNING	70,022,000.00	70,022,000.00
		LESS : PARTLY PAID	-	-
		7002200 EQ. SH. AT THE END OF THE A/C YR.	<u>70,022,000.00</u>	<u>70,022,000.00</u>
		(3) EQUITY SHARES : The company has only one class of equity shares of face value Rs. 10/-)		
		(4) DETAILS OF SHAREHOLDING MORE THAN 5%OF SHARES OF COMPANY		
		NAME	31.03.2013	31.03.2012
		NIL		
B		RESERVE & SURPLUS:		
	1	GENERAL RESERVE		
		AT THE BEGINNING OF THE ACCOUNTING PERIOD	(3,953,502.00)	(2,417,654.00)
		ADDITIONS DURING THE YEAR	(85,000.00)	(1,535,848.00)
		AT THE END OF THE ACCOUNTING PERIOD	<u>(4,038,502.00)</u>	<u>(3,953,502.00)</u>
	2	SECURITIES PREMIUM ACCOUNT		
		AT THE BEGINNING OF THE ACCOUNTING PERIOD	-	-
		ADDITIONS DURING THE YEAR	-	-
		AT THE END OF THE ACCOUNTING PERIOD	-	-
	3	SURPLUS		
		AT THE BEGINNING OF THE ACCOUNTING PERIOD	-	-
		ADDITIONS DURING THE YEAR	-	-
		(BALANCE IN STATEMENT OF PROFIT & LOSS A/C)		
		ALLOCATIONS AND APPROPRIATIONS		
		DIVIDEND	-	-
		TAX ON DIVIDEND	-	-
		BONUS SHARES ISSUED	-	-
		TRANSFER TO/FROM RESERVES	-	-
		AT THE END OF THE ACCOUNTING PERIOD	-	-
		GRAND TOTAL	<u>(4,038,502.00)</u>	<u>(3,953,502.00)</u>
		MONEY RECEIVED AGAINST SHARE WARRANTS	-	0
			-	-
		SHARE APPLIACTION MONEY PENDING ALLOTMENT	-	0
			-	-

C	<u>LONG TERM BORROWINGS</u>		
1	<u>SECURED TERM LOANS FROM BANKS</u>		
	<u>XX</u>		
	TERM LOAN SECURED AGAINST HYP.OF MACHINERY	-	-
	<u>XXXXXXXXXXXXXXXXXXXX</u>		
	LOANS & ADVANCES FROM BANKS :		-
	Term Loan	-	-
	<i>(Term Loan secured by personal properties</i>		
	<i>and personal guarantees of Directors from</i>		
	<i>GSFC, AHMEDABAD)</i>	-	-
		<hr/>	<hr/>
2	<u>UNSECURED LONG TERM BORROWINGS:</u>		
	LOANS FROM OTHERS	-	-
		-	-
		<hr/>	<hr/>
	GRAND TOTAL	*	-
		<hr/>	<hr/>
	<u>DEFERRED TAX LIABILITIES (NET)</u>		
	DEFERRED TAX LIABILITIES	*	-
		-	-
		<hr/>	<hr/>
D	<u>OTHER LONG-TERM LIABILITIES:</u>		
		-	-
		-	-
		<hr/>	<hr/>
E	<u>LONG-TERM PROVISIONS:</u>		
		-	-
		-	-
		<hr/>	<hr/>
	<u>CURRENT LIABILITIES</u>		
F	<u>SHORT-TERM BORROWINGS:</u>		
	SECURED LOANS FROM BANKS	-	-
	FROM DIRECTORS	1,161,700.00	1,361,700.00
		<hr/>	<hr/>
		1,161,700.00	1,361,700.00
		<hr/>	<hr/>
	<u>TRADE PAYABLES</u>		
	SUNDRY CREDITORS	-	12,000.00
		-	-
		<hr/>	<hr/>
		*	12,000.00
		<hr/>	<hr/>

G	<u>OTHER CURRENT LIABILITIES</u>				
1	CURRENT MATURITIES OF LONG TERM DEBTS				
2	INTEREST ACCRUED BUT NOT DUE ON BORROWINGS				
3	INTEREST ACCRUED AND DUE ON BORROWINGS				
4	UNPAID DIVIDENDS				
5	TDS PAYABLE		-		-
6	CURRENT YEAR,S TAXES PAYABLE(NET OF ADVANCE TAX)		-		-
		*	<u>-</u>		<u>-</u>
H	<u>SHORT-TERM PROVISIONS</u>				
	(a) PROVISIONS FOR EMPLOYEE BENEFITS		-		-
	(b) OTHERS		-		-
		*	<u>-</u>		<u>-</u>
I	(a) <u>FIXED ASSETS</u>				
	(i) <u>TANGIBLE ASSETS</u>				
	<u>GROSS BLOCK</u>				
	<u>ASSETS</u>	OP. BALANCE	ADDITION	DELETION	TOTAL
	TOTAL OF THIS YEAR	-	-	-	-
	GRAND TOTAL	-	-	-	-
	TOTAL OF THE PREVIOUS YEAR	-	-	-	-
	<u>DEPRECIATION BLOCK</u>				
1	TOTAL OF THIS YEAR	-	-	-	-
	GRAND TOTAL	-	-	-	-
	TOTAL OF THE PREVIOUS YEAR	-	-	-	-
	<u>NET BLOCK</u>		LAST YEAR		THIS YEAR
	TOTAL OF THIS YEAR		-		-
	GRAND TOTAL		-		-
	TOTAL OF THE PREVIOUS YEAR		-		-

J	(ii) <u>INTANGIBLE ASSETS</u>	-	-
		<hr/>	<hr/>
		<hr/>	<hr/>
	(iii) CAPITAL WORK IN PROGRESS	-	-
		<hr/>	<hr/>
		<hr/>	<hr/>
	(iv) <u>INTANGIBLE ASSETS UNDER DEVELOPMENT</u>	-	-
		<hr/>	<hr/>
		<hr/>	<hr/>
K	(b) <u>NON CURRENT INVESTMENT:</u>		
	INVESTMENT IN SHARES	-	-
		<hr/>	<hr/>
		<hr/>	<hr/>
	(c) <u>DEFERRED TAX ASSETS (NET):</u>	-	-
		<hr/>	<hr/>
		<hr/>	<hr/>
L	(d) <u>LONG TERM LOANS AND ADVANCES:</u>		
	SECURITY DEPOSITS	-	-
	SUNDRY ADVANCES	67,084,348.00	67,430,511.00
	(UNSECURED CONSIDERED GOOD UNLESS OTHERWISE STATED)		
		<hr/>	<hr/>
		67,084,348.00	67,430,511.00
		<hr/>	<hr/>
M	(e) <u>OTHER NON-CURRENT ASSETS</u>	-	-
	<u>MISC . EXPENDITURE</u>		
	(TO THE EXTENT NOT WRITTEN OFF OR ADJUSTED)		
	<u>PRELIMINARY & PRE OPERATIVE EXPENSES</u>		
	OPENING BALANCE/ADDITION	-	-
	LESS: WRITTEN OFF DURING THE YEAR	-	-
		<hr/>	<hr/>
		<hr/>	<hr/>
		<hr/>	<hr/>
2	<u>CURRENT ASSETS</u>		
N	(a) <u>CURRENT INVESTMENTS</u>	-	-
		<hr/>	<hr/>
		<hr/>	<hr/>
O	(b) <u>INVENTORIES:</u>		
	(AS TAKEN, VALUED & CERTIFIED BY THE MANAGEMENT)		
	1 RAW MATERIALS;	-	-
	2 WORK IN PROCESS;	-	-
	3 FINISHED GOODS;	-	-
	4 Wastage & Scrape	-	-
	4 STOCK IN TRADE(IN RESPECT OF GOODS ACQUIRED FOR TRADING);	-	-
	5 STORES, SPARES & LOOSE TOOLS;	-	-
	6 OTHERS;	-	-
		<hr/>	<hr/>
		<hr/>	<hr/>

P (c) TRADE RECEIVABLES:

(UNSECURED CONSIDERED GOOD UNLESS OTHERWISE STATED)

(1)DEBTS OUTSTANDING FOR A PERIOD EXCEEDING SIX MONTHS FROM THE DATE THEY ARE DUE
(2)OTHER DEBTS

-	-
-	-
-	-
-	-
-	-

Q (d) CASH & CASH EQUIVALENTS :

(a) BALANCE WITH BANKS
IN FIXED DEPOSITS

EARMARKED BALANCES WITH BANKS
HELD AS MARGIN MONEY AGAINST BORROWINGS,
AND OTHER COMMITMENTS.
MATURITY WITH MORE THAN 12 MONTHS
OTHERS

-	-
-	-
-	-
25,500.00	9,377.00

IN CURRENT ACCOUNTS:

(b) CHEQUES,DRAFTS ON HAND

(c)CASH ON HAND

35,350.00	2,310.00
60,850.00	11,687.00

R (e) SHORT TERM LOANS & ADVANCES:

(UNSECURED CONSIDERED GOOD UNLESS OTHERWISE STATED)

ADVANCES RECOVERABLE IN CASH OR IN KIND FOR THE VALUE TO BE RECEIVED

(1)ADVANCE TO PARTIES
(2) RECIEVABLE FROM REVENUE AUTHORITIES
(3)CURRENT YEARS TAXES RECOVERABLE(NET OF LIABILITY)

-	-
-	-
-	-
-	-

S (f) OTHER CURRENT ASSETS:

PREPAID EXPENSES

-	-
-	-

M/S BOSTON BIO SYSTEMS LTD.
NOTES TO AND FORMING PART OF BALANCE SHEET AS AT
31-03-2013

NOTE NO.	PARTICULARS	FIGURES AS AT THE END OF CURRENT REPORTING PERIOD	FIGURES AS AT THE END OF PREVIOUS REPORTING PERIOD
T	<u>CONTINGENT LIABILITIES AND COMMITMENTS</u> (TO THE EXTENT NOT PROVIDED FOR)		
i	<u>CONTINGENT LIABILITIES</u> (a) CLAIM AGAINST THE COMPANY NOT ACNOWLEDGED AS DEBTS; (b) GUARANTEES; © OTHER MONEY FOR WHICH THE COMPANY IS CONTINGENTLY LIABLE.		
ii	<u>COMMITMENTS</u> (a) ESTIMATED AMOUNT OF CONTRACTS REMAINING TO BE EXECUTED ON CAPITAL ACCOUNT AND NOT PROVIDED FOR; (b) UNCALLED LIABILITY ON SHARES AND OTHER INVESTMENTS PARTLY PAID; (c) OTHER COMMITMENTS		
U	<u>THE AMOUNT OF DIVIDENDS PROPOSED TO BE DISTRIBUTED TO EQUITY AND PREFERENCE SHAREHOLDERS FOR THE PERIOD</u> AMOUNT PER EQUITY SHARE		
V	<u>ISSUE OF SECURITIES FOR SPECIFIC PURPOSE</u>		
W	DETAIL OF ANY ASSETS OTHER THAN FIXED ASSETS AND NON-CURRENT INVESTMENTS WHICH DO NOT HAVE A VALUE ON REALISATION IN THE ORDINARY COURSE OF BUSINESS AT LEAST EQUAL TO THE AMOUNT AT WHICH THEY ARE STATED.		
FOR AND ON BEHALF OF THE BOARD OF DIRECTORS			As per our report of even date
SD/-	SD/-		For RAO & ASSOCIATES
KUSHAL RATHORE DIRECTOR PLACE : AHMEDABAD DATE : 03-09-2013	RAMESH G DAVE DIRECTOR		Chartered Accountants
			SD/- R.B.RAO (PARTNER)
			(M.No.61305) PLACE : MUMBAI DATE : 03-09-2013

PART II - STATEMENT OF PROFIT AND LOSS
M/S BOSTON BIO SYSTEMS LTD.
PROFIT & LOSS STATEMENT FOR THE YEAR ENDED
31-03-2012

(RUPEES IN)

S. N	PARTICULARS	NOTE NO.	FIGURES FOR THE CURRENT REPORTING PERIOD	FIGURES FOR THE PREVIOUS REPORTING PERIOD
	REVENUE FROM OPERATIONS			
I	REVENUE FROM OPERATIONS	PL-1	1,466,000.00	1,200,009.00
II	OTHER INCOME	PL-2	-	-
III	TOTAL REVENUE(I+II)		1,466,000.00	1,200,009.00
IV	EXPENSES:			
a	COST OF MATERIAL CONSUMED	PL-3	-	-
b	PURCHASE OF STOCK-IN-TRADE	PL-4	1,150,000.00	1,154,000.00
c	CHANGES IN INVENTORIES OF FINISHED GOODS	PL-5	-	-
d	EMPLOYEE BENEFITS EXPENSES	PL-6	246,000.00	215,000.00
e	FINANCE COSTS	PL-7	-	3,850.00
f	DEPRECIATION AND AMORTIZATION EXPENSE	PL-8	-	-
g	OTHER EXPENSES	PL-9	155,000.00	1,363,007.00
	TOTAL EXPENSES		1,551,000.00	2,735,857.00
V	PROFIT BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX (III-IV)		(85,000.00)	(1,535,848.00)
VI	EXCEPTIONAL ITEMS	PL-10	-	-
VII	PROFIT BEFORE EXTRAORDINARY ITEMS AND TAX (V-VI)		(85,000.00)	(1,535,848.00)
VIII	EXTRAORDINARY ITEMS	PL-11	-	-
IX	PROFIT BEFORE TAX (VII-VIII)		(85,000.00)	(1,535,848.00)
X	TAX EXPENSE			
a	CURRENT TAX		-	-
b	EARLIAR YEARS TAX		-	-
c	DEFERRED TAX		-	-
XI	PROFIT(LOSS) FOR THE PERIOD FROM CONTINUING OPERATIONS (VII-VIII)		(85,000.00)	(1,535,848.00)
XII	PROFIT(LOSS) FROM DISCONTINUING OPERATIONS			
XIII	TAX EXPENSE OF DISCONTINUING OPERATIONS			
XIV	PROFIT(LOSS) FROM DISCONTINUING OPERATIONS (AFTER TAX) (XII-XIII)		-	-
XV	PROFIT (LOSS) FOR THE PERIOD (XI+XIV)		(85,000.00)	(1,535,848.00)
XVI	EARNING PER EQUITY SHARE			
a	BASIC & DILUTED		(0.01)	(0.22)
	NOTES ON ACCOUNTS IN SCH. PL-12			

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

SD/-

SD/-

KUSHAL RATHORE
DIRECTOR
PLACE : AHMEDABAD
DATE : 03-09-2013

RAMESH G. DAVE
DIRECTOR

As per our report of even date
For RAO & ASSOCIATES
Chartered Accountants

R.B.MENON
(PARTNER)

(M.No.31305)
PLACE : MUMBAI
DATE : 03-09-2013

M/S BOSTON BIO SYSTEMS LTD.

NOTES TO AND FORMING PART OF STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED

NOTE NO.	PARTICULARS	FIGURES FOR THE CURRENT REPORTING PERIOD	FIGURES FOR THE PREVIOUS REPORTING PERIOD
PL-1	<u>REVENUE FROM OPERATIONS</u>		
a	SALE OF PRODUCTS	-	-
b	SALE OF SERVICES	-	-
c	OTHER OPERATING REVENUES	1,466,000.00	1,200,009.00
		<u>1,466,000.00</u>	<u>1,200,009.00</u>
d	LESS: INCREASE/DECREASE IN STOCK		
	NET REVENUE FROM OPERATIONS	<u>1,466,000.00</u>	<u>1,200,009.00</u>
PL-2	<u>OTHER INCOME:</u>		
	INTEREST INCOME	-	-
	DIVIDEND INCOME	-	-
	NET GAIN/LOSS ON SALE OF INVESTMENT	-	-
	OTHER NO-OPERATING INCOME	-	-
		<u>-</u>	<u>-</u>
		<u>-</u>	<u>-</u>
PL-3	<u>COST OF MATERIALS CONSUMED:</u>		
	PURCHASES RAW-MATERIALS	-	-
	ADD: OPENING BALANCE OF STOCK	-	-
		<u>-</u>	<u>-</u>
	LESS: CLOSING BALANCE OF STOCK	-	-
	CONSUMPTION OF MATERIALS	<u>-</u>	<u>-</u>
PL-4	PURCHASES OF TRADED GOODS	1,150,000.00	1,154,000.00
		<u>1,150,000.00</u>	<u>1,154,000.00</u>
	TOTAL PURCHASES	<u>1,150,000.00</u>	<u>1,154,000.00</u>
PL-5	<u>CHANGES IN INVENTORIES</u>		
	<u>FINISHED GOODS</u>		
	AT THE BEGINNING OF THE ACCOUNTING PERIOD	-	-
	AT THE END OF THE ACCOUNTING PERIOD	<u>-</u>	<u>-</u>
		<u>-</u>	<u>-</u>
	<u>WORK-IN-PROGRESS</u>		
	AT THE BEGINNING OF THE ACCOUNTING PERIOD	-	-
	AT THE END OF THE ACCOUNTING PERIOD	<u>-</u>	<u>-</u>
		<u>-</u>	<u>-</u>
	<u>STOCK-IN-TRADE</u>		
	AT THE BEGINNING OF THE ACCOUNTING PERIOD	-	-
	AT THE END OF THE ACCOUNTING PERIOD	<u>-</u>	<u>-</u>
		<u>-</u>	<u>-</u>
	GRAND TOTAL	<u>-</u>	<u>-</u>

PL-6	<u>EMPLOYEE BENEFITS EXPENSE</u>		
	<u>SALARY AND WAGES</u>		
	SALARY AND WAGES	246,000.00	215,005.00
	Other allowances	-	-
	Staff Welfare Expenses	-	-
	Labour Welfare	-	-
	Employer's Contribution to EPF & other	-	-
	CONTRIBUTION TO PROVIDENT FUND	-	-
	CONTRIBUTION TO EMPLOEES STATE INS.FUND	-	-
	CONTRIBUTION TO OTHER FUNDS	-	-
	ESI ARREAR	-	-
	EPF ARREAR	-	-
	OTHER EXPENSES	-	-
	WORKERS AND STAFF WELFARE		
	BONUS	-	-
	LEAVE WITH WAGES	-	-
		*	
		<u>246,000.00</u>	<u>215,005.00</u>
PL-7	<u>FINANCIAL COSTS:</u>		
a	<u>INTEREST EXPENSE</u>		
	Bank charges	-	-
b	OTHER BORROWING COSTS	-	3,850.00
c	APPLICABLE NET GAIN/LOSS ON FOREIGN CURRENCY TRANSACTIONS AND TRANSLATIONS	-	-
		*	
		<u>-</u>	<u>3,850.00</u>
PL-8	<u>DEPRECIATION AND AMORTZATION EXPNSE:</u>		
	DEPRECIATION	-	-
	PRELIMINARY & PRE-OPERATIVE EXP.WRITTEN OFF	-	-
		*	
		<u>-</u>	<u>-</u>

PL-9 **OTHER EXPENSES:**

A **MANUFACTURING EXPENSE :**

CONSUMPTION OF STORES AND SPARE PARTS

B **ADMINISTRATIVE EXPENSE**

Advertisement & Publicity

Audit fees

Postage & Courier

Listing Fees

Printing & Stationery

Registrar & Share Transfer Agent - Expenses

Website Design Exp.

N.S.D.L. Custodian Exp.

C.D.S.L. Custodian Exp.

Legal & Consultancy Fees

- -

- -

- -

3,000.00 3,000.00

2,413.00 -

28,085.00 1,137,575.00

12,500.00 -

40,000.00 40,000.00

- 4,000.00

20,957.00 20,957.00

16,545.00 16,545.00

31,500.00 141,000.00

155,000.00 1,363,077.00

SELLING & DISTRIBUTION EXPENSE

Business Promotion expenses

Inspection fees

Miscellaneous expenses

Packing Material

Printing & Steno Expenses

Store & Spares Consumed

Testing Fee

- -

- -

- -

- -

- -

- -

- -

- -

GRAND TOTAL

155,000.00

1,363,077.00

Cash Flow Statement for the Year ended on 31st March 2013			
PARTICULARS		2012-13	2011-12
CASH FLOW FROM OPERATING ACTIVITIES :			
Net Profit / (loss) before tax and extraordinary items		-85000	-1535848
Adjustment for :			
Misc. exp. w/o		0	0
Sub - Total		0	0
Total Inflow from Operation		-85000	-1535848
Non Operating Income			
Operating Profit / Loss before Working Capital Changes		-85000	-1535848
Adjustment For:			
Trade and other receivables			
Deposits			
Loans & Advances		346163	11541024
Current Liabilities		0	0
Sub - Total		346163	11541024
CASH GENERATION FROM OPERATION			
Direct Taxes Paid or Tax Provision		261163	10005176
Sub - Total		0	0
CASH FLOW BEFORE EXTRAORDINARY ITEMS			
Dividend & Dividend Tax Payable		261163	10005176
BALANCE CARRIED FORWARD	(A)	261163	10005176
CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of Investment		0	0
Sale of Investment/ fixed assets		0	0
Int. Recd. + Brokerage Income		0	0
Sub - Total		0	0
BALANCE CARRIED FORWARD	(B)	261163	10005176
CASH FLOW FROM FINANCIAL ACTIVITIES			
Proceeds from Secured Loans		-200000	-11414499
Proceeds from partly paid shares		0	57000
Proceeds from Unsecured Loans		-12000	1361700
Sub - Total		10052799	10052799
Net Increase (Decrease) in cash & cash equivalent	(C)	49163	9377
Opening Cash & Cash equivalents		11687	2310
Closing Cash & Cash equivalents		60850	11687
As per our report of even date attached			
For RAO & ASSOCIATES		On or behalf of Board	
CHARTERED ACCOUNTANTS		For BOSTON BIO SYSTEMS LIMITED	
Sd/-		Sd/-	Sd/-
(R.B.RAO)		KUSHAL RATHORE	RAMESH G DAVE
PARTNER		(DIRECTOR)	(DIRECTOR)
M.ship No.61305			
PLACE : MUMBAI			
DATE : 03-09-2013			