



**FORM A**  
**(PURSUANT TO CLAUSE 31(a) OF THE LISTING AGREEMENT)**

1. Name of the company : BOSTON BIO SYSTEMS LTD. (CIN :- L31100GJ1995PLC025476)
2. Annual financial statements for the year ended 31<sup>st</sup> March, 2014
3. Type of Audit observation : NIL
4. Frequency of observation : NOT APPLICABLE

FOR BOSTON BIO SYSTEMS LTD.

  
(KUSHAL RATHORE)        
(RAMESH G DAVE)

FOR NAHAR V & CO.,  
CHARTERED ACCOUNTANTS,

  
(VISHAL NAHAR)  
PARTNER  
MEM.NO. 400217

**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, 2014  
Venue : Regd. Office Address  
Time : 11.00 a.m.

**Registrars & Transfer Agents**

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

**AUDITORS**

M/S NAHAR V & CO.,  
CHARTERED ACCOUNTANTS,  
JAORA(MP)

**NOTICE**

NOTICE is hereby given that the 19TH Annual General Meeting of the members of BOSTON BIO SYSTEMS LTD., AHMEDABAD will be held on 30 September 2014, 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 31<sup>st</sup> March, 2014 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 SAVITA & ANKIT DISOJA , 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.

**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 26-09-2014 to 30-09-2014 (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.

## **DIRECTORS' REPORT OF THE MEMBERS**

To,  
The Members of the Company,

Your Directors have pleasure in presenting before you the 19TH Annual Report of the Company together with the Audited Statement of Accounts for the year ended 31<sup>st</sup> March, 2014.

<b>FINANCIAL RESULTS</b>	<b>(Amt . Rs. In Lakhs )</b>	
	<b>2013-2014</b>	<b>2012-2013</b>
Total Income	5.10	14.66
Total Expenditure	5.06	15.51
Profit before Tax	0.04	-0.85
Profit after Tax	0.03	-0.85

### **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 2013-2014.

### **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, SAVITA DISOJA AND ANKIT DISOJA 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 had shown their unwillingness to continue to be the auditors of the company hence M/s Nahar V & Co., Chartered Accountants, Jaora(MP) had been approached by the company and after receipt of their written consent, the company appointed the said auditors as statutory auditors of the company for the Audit of F.Y. 2013-14 in EGM held on 31/10/2013.

Now the members of the company are requested to consent on the reappointment of the said auditors for the audit of F.Y. 2014-15.

### **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.**

*19<sup>th</sup> Annual Report 2013-2014*    **BOSTON BIO SYSTEMS LIMITED**  
(Formerly known as LASER EYE CARE LIMITED)

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.**

**Sd/-  
KUSHAL RATHORE  
CHAIRMAN**

**Place : AHMEDABAD  
Date : 01/09/2014**

**ANNEXURE –A to the Director’s Report for the year ended 31<sup>st</sup> March, 2014.**

**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 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 Member-ships	Committee Chairman-ships
1	KUSHAL RATHORE	CHAIRMAN	3	-
2.	AMIT ASHWINBHAI PANDYA	NONEXE. IND. DIR.	3	-
3.	RAMESH KUMAR G. DAVE	NONEXE. IND. DIR.	3	3

4.	SAVITA DISOJA	NONEXE. IND. DIR.		-	-
5.	ANKIT SANJAY DISOJA	DIRECTOR		-	-

During the year 6 Board Meetings were held. 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 30-09-2013
1	KUSHAL RATHORE	6	YES
2	AMIT ASHWINBHAI PANDYA	6	YES
3	RAMESH KUMAR G. DAVE	6	YES
4	SAVITA DISOJA	6	YES
5	ANKIT SANJAY DISOJA	6	YES

### 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 2013 to March 2014 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	5
2	RAMESH G DAVE	CHAIRMAN & IND. DIRECTOR	5	5
3	AMIT A PANDYA	IND. DIR. & MEMBER	5	5

#### 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 RAMESH G DAVE . 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 RAMESH G DAVE. 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
2010-11	30-09-2011	11.00 A.M	AT THE REGD. OFFICE OF THE COMPANY
2011-12	29-09-2012	11.00 A.M	-DO-
2012-13	30-09-2013	11.00 A.M	-DO-

No resolution was put through postal ballot during the fin. Year 2013-2014

#### 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:-**

30<sup>TH</sup> September, 2014 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 :**

26.09.2014 to 30.09.2014 (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 2014.

**(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 31<sup>st</sup> March, 2014**

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
<b>Total</b>	<b>7002200</b>	<b>100</b>

**(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, 2014, 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 31<sup>st</sup> March 2014.

#### **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.
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 2014 is positive. While the overall demand outlook for the year 2014 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 : 01/09/2014**

**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 2014.

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

**Place :AHMEDABAD  
Date : 01/09/2014**

**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,2014, 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.**

**Place :AHMEDABAD**  
**Date : 01/09/2014**

**Sd/-**  
**KUSHAL RATHORE**  
**MANAGING DIRECTOR**

**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 31<sup>st</sup> March 2014.

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.

**NAHAR V & CO.,**  
Chartered Accountants

Date : 01/09/2014  
Place :INDORE

Sd/  
**(VISHAL NAHAR)**  
**PARTNER**  
MEM.NO. 400217

**CERTIFICATE**

We have examined the attached Cash Flow Statement of BOSTON BIO SYSTEMS LTD. for the year ended on 31-03-2014. 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 01/09/2014 to the members of the Company.

**NAHAR V & CO.,**  
Chartered Accountants

Date : 01/09/2014  
Place :INDORE

Sd/  
**(VISHAL NAHAR)**  
**PARTNER**  
MEM.NO. 400217

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 30-09-2014 or at any adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2014.

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 30-09-2014 or at any adjournment thereof.

Member's / Proxy Signature





*Nahar V. & Company*

CHARTERED ACCOUNTANTS

**CA Vishal Nahar**

B.Com., F.C.A., DISA (I.C.A.I.)

12, Bajaj Khana, JAORA ; Dist. Ratlam

☎ : 07414-221253, 222652

Mob. 98272 73710, Fax : 0731-2577943

E-mail : vnaharin@yahoo.com

Ref.

Date :

## **Independent Auditors' Report**

*TO THE MEMBERS*

*BOSTON BIO SYSTEMS LTD., AHMEDABAD*

*(FORMALY KNOWN AS LASR EYE CARE LIMITED)*

*REPORT ON THE FINANCIAL STATEMENTS*

We have audited the accompanying financial statements of **BOSTON BIO SYSTEMS LTD.** (the Company), which comprise the Balance Sheet as at March 31, 2014, the [Statement of Profit and Loss Statement](#) for the year then ended, and a summary of significant accounting policies and other explanatory information.

### **MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS**

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards notified under the Companies Act, 1956 (the Act) [read with the General Circular 15/2013 dated 13th September, 2013](#) of the Ministry of Corporate Affairs in respect of Section 133 of the [Companies Act, 2013](#) and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **AUDITORS' RESPONSIBILITY**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, **but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control**. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

## **OPINION**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

(a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;

(b) In the case of the **Statement of Profit and Loss**, of the profit of the Company for the year ended on that date; and

## **REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

1. As required by the Companies (Auditor's Report) Order, 2003 (the Order) issued by the Central Government of India in terms of Section 227(4A) of the Companies Act 1956, CARO is not applicable to the Company as per the (iv) of the said order as the Company is Private Limited having not any turnover, borrowing From Bank /Institute, no Public deposit etc. However as a good audit Practice we have reported some point of order.

2. Further to our comments to paragraph (1) above: -

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, the **Statement of Profit and Loss** dealt with by this Report are in agreement with the books of account.

d. In our opinion, the Balance Sheet, the **Statement of Profit and Loss**, comply with Accounting Standards notified under the Act **read with the General Circular 15/2013** dated

13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013.

e. On the basis of the written representations received from the directors as on March 31, 2014, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of Section 274(1)(g) of the Act.

For **NAHAR V & COMPANY**  
*Chartered Accountants*  
(Firm Registration No. 010443C)

Place : INDORE  
Date : 01/09/2014

SD/-  
VISHAL NAHAR  
Partner  
Membership No.: 400217

 <b>CA Vishal Nahar</b> B.Com., F.C.A., DISA (I.C.A.I.)	<b>Nahar V. &amp; Company</b> <b>CHARTERED ACCOUNTANTS</b>	12, Bajaj Khana, JAORA ; Dist. Ratlam ☎ : 07414-221253, 222652 Mob. 98272 73710, Fax : 0731-2577943 E-mail : vnaharin@yahoo.com
Ref. _____		Date : _____

**The Annexure referred to in paragraph 1 of the Our Report of even date to the members of BOSTON BIO SYSTEMS LTD. (FORMALLY KNOWN AS LASER EYE CARE LTD). on the accounts of the company for the year ended 31<sup>st</sup> March, 2014.**

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

1. (a) The company has maintained proper books of records to show full particulars including quantitative details and situation of fixed assets.

(b) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals during the year and no material discrepancies were noticed on such verification as compared with available records.

2. (a) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals.

(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.

(c) In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.

3. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Consequently, the provisions of clauses iii (b), iii(c) and iii (d) of the order are not applicable to the Company.

(e) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken loans from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Thus sub clauses (f) & (g) are not applicable to the company.

4. In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of goods. During the course of our

audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.

5. In respect of the contracts or arrangements referred to in Section 301 of the Companies Act, 1956:

**(a)** In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements that need to be entered in the register maintained under Section 301 of the Companies Act, 1956 have been so entered.

**(b)** In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts / arrangements entered in the Register maintained under section 301 of the Companies Act, 1956 and exceeding the value of Rs. 5,00,000 in respect of each party during the year have been made at prices which appear reasonable as per information available with the Company.

6. The Company has not accepted any deposits from the public covered under section 58A and 58AA of the Companies Act, 1956.

7. As per information & explanations given by the management, the Company has an internal audit system commensurate with its size and the nature of its business.

8. As per information & explanation given by the management, maintenance of cost records has been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Act and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained.

9. (a) According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31<sup>st</sup> of March, 2014 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which have not been deposited on account of any disputes.

10. The Company have accumulated losses at the end of the year and in the immediately preceding financial year. Company has not incurred cash loss during the financial year covered by our audit.

11. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.

12. According to the information and explanations given 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.

13. The Company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provision of this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.

14. According to information and explanations given to us, the Shares and other securities have been held by the Company, in its own name and proper records in respect thereof have been maintained.

15. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.

16. Based on our audit procedures and on the information given by the management, we report that the company has not raised term loans during the year.

17. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company as at 31<sup>st</sup> March, 2014, we report that no funds raised on short-term basis have been used for long-term investment by the Company.

18. Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year.

19. The Company has no outstanding debentures during the period under audit.

20. The Company has not raised any money by public issue during the year.

21. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor have we been informed of such case by the management.

**PLACE: - JAORA**  
**DATE:- 22-08- 2014**

**For NAHAR .V & COMPANY**  
**Chartered Accountants**

SD/-  
**(VISHAL NAHAR )**  
**PARTNER**  
**M.NO. - 400217**  
**F.R. NO.-010443C**

**M/S BOSTON BIO SYSTEMS LTD.**  
**(FORMALLY KNOWN AS LASER EYE CARE LTD)**  
**BALANCE SHEET AS AT 31ST MARCH 2014**

<b>PARTICULAR</b>	<b>Notes No.</b>	<b>As at 31/03/2014 (Rupees)</b>	<b>As at 31/03/2013 (Rupees)</b>
<b><u>A EQUITY AND LIABILITIES</u></b>			
<b>1 Shareholders' funds</b>			
(a) Share capital	01	7,00,22,000	7,00,22,000
(b) Reserves and surplus	02	(40,35,717)	(40,38,502)
(c) Money received against share warrants		-	-
<b>2 Share application money pending allotment</b>			
<b>3 Non-current liabilities</b>			
(a) Long-term borrowings	03	-	-
(b) Deferred tax liabilities (net)	04	-	-
(c) Other long-term liabilities		-	-
(d) Long-term provisions		-	-
<b>4 Current liabilities</b>			
(a) Short-term borrowings	05	11,61,700	11,61,700
(b) Trade payables	06	-	-
(c) Other current liabilities	07	6,245	-
(d) Short-term provisions		-	-
<b>TOTAL</b>		<b>6,71,54,228</b>	<b>6,71,45,198</b>
<b><u>B ASSETS</u></b>			
<b>1 Non-current assets</b>			
(a) Fixed assets			
(i) Tangible assets		18,500	-
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under developmen		-	-
(v) Fixed assets held for sale		-	-
(b) Non-current investments		-	-
(c) Deferred tax assets (net)		-	-
(d) Long-term loans and advances	08	6,70,84,348	6,70,84,348
(e) Miscellaneous Expenditure not w/o		-	-
<b>2 Current assets</b>			
(a) Current investments	09	-	-

(b) Inventories	10	-	-
(c) Trade receivables	11	-	-
(d) Cash and cash equivalents	12	51,380	60,850
(e) Short-term loans and advances	13	-	-
(f) Other current assets	14	-	-

<b>TOTAL</b>		<b>6,71,54,228</b>	<b>6,71,45,198</b>
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Significant Accounting Policies Notes on Financial Statements 21

**FOR AND ON BEHALF OF THE BOARD,**

SD/-  
**KUSHAL RATHORE**  
Director

SD/-  
**RAMESH G DAVE**  
Director

-  
**For Nahar V. & Co.**  
**Chartered Accountants**

SD/-  
**(VISHAL NAHAR)**  
**PARTNER**  
**F.R.N : 010443C**  
**M.No. 400217**

**PLACE : INDORE**  
**DATE : 01/09/2014**

**M/S BOSTON BIO SYSTEMS LTD.**  
**(FORMALY KNOWN AS LASER EYE CARE LTD)**  
**PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED TO 31ST MARCH 2014**

PARTICULARS	NOTES NO.	Year Ended 31/03/2014 (Rupees)	Year Ended 31/03/2013 (Rupees)
<b><u>INCOME</u></b>			
Revenu from Operation	15	4,85,000	14,66,000
Other Income	16	25,000	-
		<b>5,10,000</b>	<b>14,66,000</b>
<b><u>EXPENDITURE</u></b>			
Cost of Goods Traded	17	-	11,50,000
Employee Benefits Expenses	18	2,71,100	2,46,000
Finance Costs	19	-	-
Administrative & Other Expenses	20	2,34,870	1,55,000
Depreciation			
		<b>5,05,970</b>	<b>15,51,000</b>
<b>PROFIT / (LOSS) BEFORE TAX</b>		4,030	(85,000)
<b><u>Add/ (Less) :</u></b>			
Provision for Income Tax		1,245	-
Provision for Deferred Tax liabilities		-	-
<b>PROFIT / (LOSS) AFTER TAX</b>		<b>2,785</b>	<b>(85,000)</b>



Balances B/ F from Previous Year	-	-
<b>ADD/(LESS) : Eariler Year Expenses</b>	-	-
<b>ADD/(LESS) : Short Provision of Eariler Year</b>	-	-
<b>PROFIT/ (LOSS) FOR THE PERIOD/YEAR</b>	<b>2,785</b>	<b>(85,000)</b>
<b>APPROPRIATIONS</b>		
Balance Carried to Balance Sheet	2,785	(85,000)
	<b>2,785</b>	<b>(85,000)</b>
<b><u>Earning per share - Basic &amp; Diluted</u></b>		
EARNING PER SHARE - BASIC	0.000	(0.012)
EARNING PER SHARE - DILUTED	0.000	(0.012)

**SIGNIFICANT ACCOUNTING POLICES & N 21**

**As per our Report of even date attached**

**FOR AND ON BEHALF OF THE BOARD,**

**For Nahar V. & Co.  
Chartered Accountants**

SD/-  
**KUSHAL RATHORE**  
Director

SD/-  
**RAMESH G DAVE**  
Director

SD/-  
**(VISHAL NAHAR)**  
PARTNER

**F.R.N : 010443C**

**M.No. 400217**

**PLACE : INDORE**

**DATE : 01/09/2014**

**M/S BOSTON BIO SYSTEMS LTD**  
**(FORMALY KNOWN AS LASER EYE CARE LTD)**  
**SCHEDULES ANNEXED TO AND FORMING PART OF THE ACCOUNTS**  
**AS AT 31ST MARCH, 2014**

<b>PARTICULAR</b>	<b>AS AT 31/03/2014</b>	<b>AS AT 31/03/2013</b>
<b>NOTES : 01</b>		
<b><u>SHARE CAPITAL</u></b>		
<b>Authorised Capital</b>		
8000000(LAST YEAR 8000000)	<b>8,00,00,000</b>	<b>8,00,00,000</b>
PRIEVIOUS YEAR 8000000		
<b>Issued Subscribed &amp; paid up</b>		
7002200 Equity Shares of Rs. 10/- each fully pai	7,00,22,000	7,00,22,000
	<b>7,00,22,000</b>	<b>7,00,22,000</b>

**a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period.**

Particular	Op. Bal:	Issue Shares	Closing Balance
<b>Equity Shares with voting rights</b>			
Year ended 31st March 2014			
Number of Shares	#####	-	77002200
Amount Rs.	#####	-	770022000
Year ended 31st March 2013			
Number of Shares	#####		77002200
Amount Rs.	#####		770022000
	#####	-	<b>770022000</b>

**b. Details of Shareholders holding more than 5% shares in the company**

ity shares of Rs. 10/- eac	31st March 2014		31st March 2013		
	paid name	Nos.	%	Nos.	%
Nil		0	0.00	0	0.00

Remark : No person holds shares more than 5% in the Company.

**M/S BOSTON BIO SYSTEMS LTD**  
**(FORMALY KNOWN AS LASER EYE CARE LTD)**  
**SCHEDULES ANNEXED TO AND FORMING PART OF THE ACCOUNTS**  
**AS AT 31ST MARCH, 2014**

PARTICULAR	AS AT 31/03/2014	AS AT 31/03/2013
<b>NOTES : 02</b>		
<b><u>RESERVE &amp; SURPLUS</u></b>		
<b>A. Securities Premium A/C</b>	-	
<b>Less:</b> Securities Issue Expenses Written Off in ter	-	
of Section 78 of Companies Act, 1956.		
	-	-
<b>B. Profit &amp; Loss Account</b>		
Balance b/f from Profit & Loss Account	(40,38,502)	(39,53,502)
Current year profit	2,785	(85,000)
	<b>(40,35,717)</b>	<b>(40,38,502)</b>
<b>AT THE END OF THE ACCOUNTING PERIOD</b>	<b>(40,35,717)</b>	<b>(40,38,502)</b>

**NOTES: 03**

**Long-term borrowings****A. Secured Loans**

-	-
-	-

**B. Unsecured Loans**

-	-
-	-

**TOTAL (A=B)**

-	-
---	---

**NOTES : 04****DEFERRED TAX BALANCES**

Balance as per last Balance Sheet

-	-
---	---

**Add :** Deferred Tax Liability During the Year

-	-
---	---

**NOTES : 05****SHORT TERM BORROWING**

SECURED LOANS FROM BANKS

-	-
---	---

FROM DIRECTORS (KUSHAL RATHORE)

11,61,700	11,61,700
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<b>11,61,700</b>	<b>11,61,700</b>
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**M/S BOSTON BIO SYSTEMS LTD****(FORMALY KNOWN AS LASER EYE CARE LTD)****SCHEDULES ANNEXED TO AND FORMING PART OF THE ACCOUNTS****AS AT 31ST MARCH, 2014****PARTICULAR****AS AT  
31/03/2014****AS AT  
31/03/2013****NOTES : 06****TRADE PAYBLES**

Sundry Creditors

-	-
-	-

**NOTES : 07****OTHER CURRENT LIBILITIES**

Directors Remuneration Payable

-	-
---	---

Audit Fees Payable

5,000	-
-------	---

Directors sitting fees Payable

-	-
---	---

Provision for Income Tax

1,245	-
-------	---

6,245	-
-------	---

**NOTES: 08**

**LONG TERM LOAN AND ADVANCES:**

<b>SUNDRY ADVANCES</b>	6,70,84,348	6,70,84,348
<b>(Parwat Singh For Purchase of land at sirpur Mundla )</b>		
(UNSECURED CONSIDERD GOOD UNLESS OTHERWISE STATED)		

6,70,84,348	6,70,84,348
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**NOTES : 09**

**CURRENT INVESTMENTS**

**Non Trade Unquoted (At Cost)**

-	-
-	-

**NOTES : 10**

**INVENTORIES**

(As taken valued and certified by the Management)

Stock of Shares (At Cost or Market Prices whichever is Lower)	-	-
	-	-

**M/S BOSTON BIO SYSTEMS LTD.**  
**(FORMALY KNOWN AS LASER EYE CARE LTD)**  
**SCHEDULES ANNEXED TO AND FORMING PART OF THE ACCOUNTS**  
**AS AT 31ST MARCH, 2014**

PARTICULAR	AS AT 31/03/2014	AS AT 31/03/2013
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**NOTES : 11**

**TRADE RECEIVABLE**

(Unsecured Considered good)

Debts outstanding for a period Exceeding six months	-	-
Other Debts - Considered Good	-	-
	-	-

**NOTES : 12**

**CASH & CASH EQUIVALENTS**

Cash & Bank Balance

Cash in Hand	16,540	35,350
Balance with Scheduled Banks		
~In Current Account	9,340	-
Mrgine money from Bank	25,500	25,500

**51,380**

**60,850**

**NOTES : 13**

**SHORT TERM LOAN & ADVANCES**

(Unsecured Considered Good)

Advances recoverable in cash or in kind or for value to be received	-	-
Advances Against Acquisition of Properties	-	-
Advances to Suppliers	-	-
Inter - Corporate Deposits	-	-
Loans to Others	-	-

**Total**

-

-

**NOTES : 14**

**OTHER CURRENT ASSETS**

FDR with Sales Tax Department	-	-
Telephone Deposit	-	-

-

-

**M/S BOSTON BIO SYSTEMS LTD.**

**(FORMALY KNOWN AS LASER EYE CARE LTD)**

**SCHEDULES ANNEXED TO AND FORMING PART OF THE ACCOUNTS**

**AS AT 31ST MARCH, 2014**

**PARTICULAR**

**AS AT  
31/03/2014**

**AS AT  
31/03/2013**

**NOTES : 15**

**REVENUE FROM OPER**

SALE OF SERVICES	4,85,000	14,66,000
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**4,85,000**

**14,66,000**

**NOTES : 16**

**OTHER INCOME**

Interest Income		
Rent	-	-
Dividend Income		

Miscellaneous Income	25,000	-
Profit on sale of assets		
	<b>25,000</b>	-

**NOTES : 17**

**COST OF MATERIALS**

**COST OF TRADED GOODS**

Opening Stock	-	
<b>Add :</b> Purchase during the year		11,50,000
	-	-
<b>Less :</b> Closing Stock		
	-	-

**NOTES : 18**

**EMPLOYEE BENEFITS EXPENSES**

Salary, Wages & Benefits	2,71,100	2,46,000
Directors Remuneration	-	-
Directors Sitting Fees	-	-
	<b>2,71,100</b>	<b>2,46,000</b>

**M/S BOSTON BIO SYSTEMS LTD.**

**(FORMALY KNOWN AS LASER EYE CARE LTD)**

**SCHEDULES ANNEXED TO AND FORMING PART OF THE ACCOUNTS**

**M/S BOSTON BIO SYSTEMS LTD.**

PARTICULAR	AS AT 31/03/2014	AS AT 31/03/2013
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**NOTES : 19**

**INTEREST & FINANCE COSTS**

Bank Commision & Charges	-	8,070
Interest to Bank & Financial Institutions	-	-
	-	<b>8,070</b>

**NOTES : 20**

**ADMINISTRATIVE & OTHER EXPENSES**

Audit Fees	5,000	3,000
Listing fees	28,090	28,085
Registrar & ShareTransefer Agent - Exepenses	19,665	40,000

Website Design Exp.	-	-
N. S. D. L.Custodian Exp.	21,826	20,957
Stationery & Printing	38,650	12,500
C.D.S.L. Custodian Exp.	22,472	16,545
Legal & Consultancy Fees	10,000	31,500
Office Expenses	15,480	-
Share Registrar Charges	-	-
Postage & Courier	11,940	2,413
Advertisement & Publicity	9,350	-
Bank Charge a/c	4,607	-
Electricity ExpensesA/c	4,720	-
Rent Paid A/c	24,000	-
Telephone Expenses	11,750	-
Travelling Expenses	7,320	-
	<b>2,34,870</b>	<b>1,55,000</b>

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**BOSTON BIO SYSTEM LIMITED**

**(FORMERLY KNOWN AS LASER EYE CARE LIMITED)**

**SCHEDULES ANNEXED TO AND FORMING PART OF THE ACCOUNTS**

**FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014**

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**NOTE 21:**

**ACCOUNTING POLICIES AND NOTES ON ACCOUNTS:-**

**A. ACCOUNTING POLICIES :**

- i) **Basis of Accounting:** The accounts of the company are prepared under the historical cost convention and in accordance with the applicable accounting standards issued by the Institute of Chartered Accountants of India, except where otherwise stated and the relevant provisions of the Companies Act, 1956. For recognition of Profit or Loss, mercantile system of accounting is followed except in the following cases where accounting is done on payment/receipt basis:-
  - a) Leave with wages & salary
  - b) Rebate/claim on sales & purchases
  - c) Legal and Professional Charges.
  
- ii) **Fixed Assets:** Fixed assets acquired during the period are stated at cost of acquisition inclusive of all incidental expenses and any attributable cost for bringing the assets to its working condition and exclusive of CENVAT Credit on Capital Account.
  
- iii) **Depreciation:** The depreciation of fixed assets has been provided on WDM Method as per the rates prescribed in Schedule XIV to the Companies Act, 1956. But no depreciation for the year ended on 31.03.2014 has been charged as there is no fixed assets of the company.
  
- iv) **Investments:** The securities acquired with the intention of holding till maturity or for a longer period are classified as investments. Investments are cost arrived at on weighted average basis. Commission earned in respect of securities acquire upon development are reduced from the cost of acquisition. Appropriate provisions is made for other than temporary diminution in the value of investments.



**v) 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 investment 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 market 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 market value is worked out on the basis of yield to maturity rate selected considered 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.

**vi) Gratuity:** The management has decided to adopt cash basis of accounting for gratuity liability, hence no provision has been made for accrued liability in the accounts of the company.

**vii) Foreign Currency Transactions:** Transactions in foreign exchange are accounted for at exchange rates prevailing on the date on which the transaction takes place. Gains and Losses arising out of fluctuations in exchange rates, relating to the fixed assets, are adjusted to the carrying amount of fixed assets and in other cases transferred to revenue accounts.

**viii) Taxation:** - Provision for current tax is made on the basis of applicable Income Tax Provisions for the current accounting period.

No provision is made for deferred tax as depreciation as not been charged by the company during the year.

- ix) Borrowing Cost:-** Borrowing cost which are directly attributable to the acquisition/construction of fixed assets till the time such assets are ready for use are capitalized as part of the assets. Other borrowing costs are treated as revenue expenditure and charged to profit and loss account for the year.
- x) Segment Reporting:-** The company has identified its primary reportable segments under AS-17 and necessary disclosure is separately made in notes in accounts. The accounting policies adopted for segment report are in line with the accounting policies of the company with the following additional policies for segment reporting.
- Revenue and expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable ". Segment assets and segment liabilities represents assets and liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on a reasonable basis have been disclosed as "Unallocable"
- xi) Related Party Disclosures:-** Related Party Disclosures as per AS-18 issued by ICAI is made and disclosed separately in notes of accounts.
- xii) Earning Per Share:-** Earning Per Share has been calculated on weighted average of total number of shares as per AS-20 issued by ICAI.
- xiii) Impairment of Assets:-** The Company has a policy of assessing the impairment of Intangible assets every year in accordance with AS-28as prescribed by ICAI. This is done through comparing its carrying amount as per books of accounts with its recoverable value. Hence no provision is required as per AS-28.
- xiv ) Revenue Recognition :** 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.

Gain and losses of agreement with securities and derivatives are recognized on trade date.

Dividend income is recognized when right to receive the dividend is established.

Interest income is recognized on the time proportion basis.

## **B. NOTES ON ACCOUNTS**

1. Under the Micro, Small and Medium Enterprises Development Act, 2006, certain disclosures are required to be made relating to Micro, Small and Medium Enterprises. The company is in the process of compiling relevant information from its suppliers about their coverage under the said Act. Since the relevant information is not readily available, no disclosure has been made in the accounts. However, in view of the management, the impact of interest, if any, that can be payable in accordance with the provisions of this act is not expected to be material.
2. In the opinion of the management and to the best of their knowledge and belief, the value on realization of loans and advances and other current assets, in the ordinary course of business, will not be less than the amount at which they are stated in the Balance Sheet.
3. Balance of Sundry Debtors, Sundry Creditors, and Loans & Advances are subject to Confirmation.
4. Considering the deductions and exemptions available as per the provisions of Income Tax Act, 1961 no provision made in the accounts towards current income tax for the year..
5. Of the total creditors, amount due to Small Scale Industrial Undertaking can not be segregated pursuant to the Notification issued by the Department of Company Affairs, as the necessary information regarding suppliers status is not available with the company.
6. Previous years figures have been regrouped and rearranged wherever necessary. A monetary value at all places, except where other-wise stated, are in terms of rupees.
7. Disclosure of Related Parties/Related Party Transactions:-

A. Relationship:

I Key Management Personals

Name of Related parties	Nature of Relationship
Mr. Kushal Rathore	Managing Director
Mr. Amit Ashwinbhai Panya	Director
Mr. Ramesh Kumar G Dave	Director
Mr. Savita Disoja	Director
Mr. Ankit Sanjay Disoja	Director

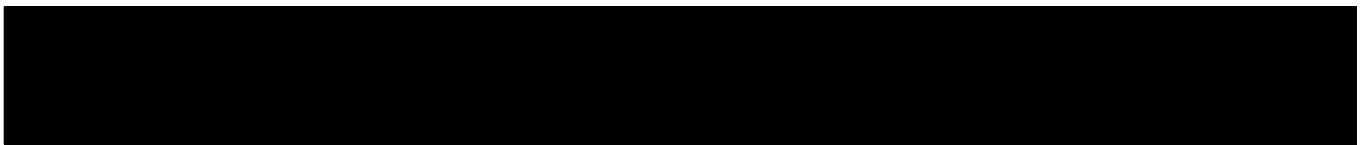
II Associate Entities : NIL

III Relations of Key Management Personnel: NIL

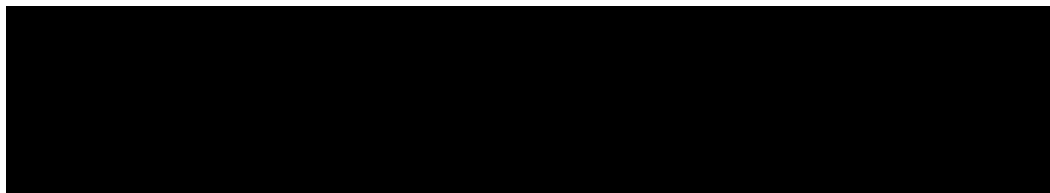
B. The following transactions were carried out with the related parties' returned in above in the ordinary Course of business:

Particulars	Relative of Key Management Personal
Managerial Remunertion & Sitting Fees	Nil Nil

8. **Purchases, Sales and Stock of Goods Traded:-**



	2013-14	2012-13
a) Imported and Indigenous consumption of Raw Materials	NIL	NIL
b) Value of Imports on CIF basis	NIL	NIL
c) Expenditure in Foreign Currency	NIL	NIL
d) Earnings in Foreign Currency	NIL	NIL
e) Payment to Auditors		



f) **Managerial Remuneration under Section 198 of the Companies Act, 1956**

## 9. INFORMATION ABOUT BUSINESS SEGMENT:-

	TRADING		BROKERAGE		CONSOLIDATED TOTAL	
	2013-14	2012-13	2013-14	2012-13	2013-14	2012-13
Total Revenue(Sales)	0	1466000	485000	0	485000	1466000
Segment Result						
Unallocated Corporate Expenses	0	1551000	505969	0	505969	1551000
Operating Profit					-20969	-85000
Interest & Other Income					25000	0
Interest & Other Exp.					0	0
Profit Before Tax					4031	-85000
Income Tax & DTL					0	0
Profit After Tax					4031	-85000

Note:- The company has identified three reportable segments viz. Trading, Brokerage Share Transactions and Others have been identified and reported taking into account nature of products and services, the differing risks and returns internal business reporting systems.

## 10. Earning per share (EPS) :

In terms of Accounting Standard-20, the calculation of EPS is given below:-

S.No	Nature of Transaction	Current year	Previous year
1	Number of Shares at Commecment	7002200	7002200
2	Shares issued during the Year	0	0
3	No. of Shares at the end of the year	7002200	7002200
4	Profit After Taxes (Rs.)	4030	-85000
5	Extra ordinary Items(Within the meaning of AS-5, Net Profit or Loss for the period, Prior Period items and Changes in the Accounting Policy	-	-
6	Basic Earning Per Share	0.001	-0.012
7	Dilute Value Per Share	0.001	-0.012

11. The Company has advances certain amount to Various Party. Such advances are outstanding

on which interest has not been charged.

12. There is no contingencies liabilities no provision is made.

13. Depreciation has not been provided on assets by the company.

14. As per information and explanation given to us, Long term loan and advances is given for purchase of land so interest is not provided.

SIGNATURES TO SCHEDULES 01-18  
AS PER OUR REPORT OF EVEN DATE

**For:-NAHAR V & COMPANY,  
Chartered Accountants,**

**FOR AND ON BEHALF OF THE BOARD,**

**SD/-  
VISHAL NAHAR  
Partner  
M.NO. 400217  
FRN : 010443C**

**SD/-  
KUSHAL RATHORE  
  
Director**

**SD/-  
RAMESH G DAVE  
  
Director**

**PLACE:- INDORE**

**DATED: - 01/09/2014**