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**DWARKESH ENERGY LIMITED**

**ANNUAL REPORT**

**APRIL 2009 - MARCH 2010**

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## **DWARKESH ENERGY LIMITED**

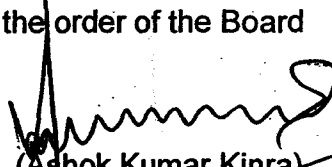
**5, Park Street, M.I. Road, Opp. Coco Petrol Pump, Jaipur-302001, Rajasthan**

### **NOTICE**

NOTICE is hereby given that the **5<sup>th</sup> Annual General Meeting** of the Members of **DWARKESH ENERGY LIMITED** will be held at the Registered Office of the Company at 5, Park Street, M.I. Road, Opp. Coco Petrol Pump, Jaipur-302001, Rajasthan, on Friday, the **27<sup>th</sup> day of August 2010** at 3.30 P.M. to transact the following business:

1. To receive, consider and adopt the Audited Accounts of the Company for the financial year ended 31<sup>st</sup> March 2010 and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Shri Dinesh Kumar Mehta, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and fix their remuneration from the conclusion of the 5<sup>th</sup> Annual General Meeting until the conclusion of the next Annual General Meeting. M/s. Lunawat & Co., Chartered Accountants, the retiring Auditors, are eligible and have offered themselves for re-appointment.

By the order of the Board

  
(Ashok Kumar Kinra)  
Director

**Regd. Office:  
5, Park Street  
MI Road, Opp. Coco Petrol Pump,  
Jaipur -302001  
Rajasthan**

Date : 14<sup>th</sup> May 2010

### **NOTES**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, TO VOTE INSTEAD OF HIMSELF. SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.



**DWARKESH ENERGY LIMITED**  
Gulab Bhawan, 3<sup>rd</sup> Floor, Bahadur Shah Zafar Marg, New Delhi - 110002

**DIRECTORS' REPORT**

**TO THE MEMBERS**

Your Directors have pleasure in presenting their 5<sup>th</sup> Annual Report together with the Audited Accounts of the Company for the financial year ended 31<sup>st</sup> March 2010.

The Net Profit for the year was Rs. 29,778. Taking into account deficit of Rs. 38,946 brought forward from previous year, the deficit of Rs. 9,168 is carried forward to the Balance Sheet. The Company did not have any operations throughout the current year.

**DIRECTORS**

Shri Dinesh Kumar Mehta retires by rotation at the forthcoming Annual General Meeting of the Company and being eligible, offers himself for re-appointment.

**AUDITORS**

M/s. Lunawat & Co., Chartered Accountants, Auditors of the Company, retire and are eligible for re-appointment. The observations of the Auditors in their Report on Accounts read with the relevant notes are self-explanatory.

**CONSERVATION OF ENERGY ETC.**

There being no operations during the year, the requirement of furnishing particulars of energy conservation, technology absorption, foreign exchange earnings and outgo, pursuant to Section 217(1)(e) of the Companies Act 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules 1988, is not applicable to the Company.

**PARTICULARS OF EMPLOYEES**

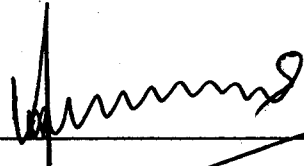
The Company does not have any employee of whom the particulars in pursuance of Section 217(2A) of the Companies Act 1956 read with the Companies (Particulars of Employees) Rules 1975 are required to be furnished.

## DIRECTORS' RESPONSIBILITY STATEMENT

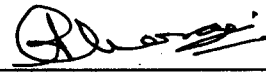
Pursuant to the requirement of Section 217(2AA) of the Companies Act 1956, and based on the confirmations received from the concerned officers, the Directors state that:

- in the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures in the financial statement;
- the accounting policies selected and applied consistently and judgements and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the Profit & Loss of the Company for the financial year ended 31<sup>st</sup> March 2010;
- proper and sufficient care has been taken for maintenance of adequate accounting records in accordance with the provisions of the said Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- the annual accounts have been prepared on a going concern basis.

Ashok Kumar Kinra  
Director



Asok Chand Choraria  
Director



Place:

Date: 14<sup>th</sup> May 2010



## AUDITORS' REPORT

To the Members of  
**DWARKESH ENERGY LIMITED**

We have audited the attached Balance Sheet of **DWARKESH ENERGY LIMITED** as at 31<sup>st</sup> March 2010, the Profit and Loss Account and also the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

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

As required by the Companies (Auditor's Report) Order, 2003 (as amended) (The Order) issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956 (The Act), 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:

- (i) 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;
- (ii) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
- (iii) The Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;
- (iv) In our opinion, the Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
- (v) As per the information and explanation given to us, none of the directors is disqualified from being appointed as a director under clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;

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**LUNAWAT & CO.**  
**Chartered Accountants**  
**54, Darya Ganj,**  
**New Delhi-110002.**

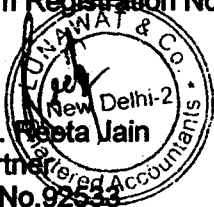
**Tel : 011 - 23270624**  
**Telefax : 011 - 23279414**  
**E-mail : ca@lunawat.com**  
**Website: www.lunawat.com**

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- (vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with notes thereon, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March, 2010;
  - (b) In the case of the Profit and Loss Account, of the Profit for the year ended on that date; and
  - (c) In the case of Cash Flow Statement of the Company, of the Cash Flow for the year ended on that date.

**For Lunawat & Co.**  
**Chartered Accountants**  
**Firm Registration No. 000629N**

**CA. Neeta Jain**  
**Partner**  
**M. No. 92533**  
**New Delhi**  
**14<sup>th</sup> May, 2010**

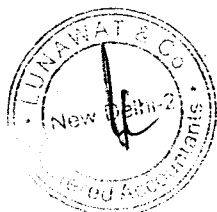


**ANNEXURE TO THE AUDITORS' REPORT**

**DWARKESH ENERGY LIMITED**

Referred to in paragraph 3 of our report of even date,

1. There were no Fixed Assets during the year.
2. No Business was transacted during the year, hence there was no stock-in-trade. Accordingly clause 4(ii) (b) & (c) are not applicable.
3. (a) The company has neither granted nor taken any loans, secured or unsecured to / from, firms or other parties covered in the register maintained under section 301 of the Act. Accordingly sub – clause 4(iii) (b) to (d) , (f) & (g) are not applicable.
4. In our opinion and according to the information and explanations given to us, there is adequate internal control system commensurate with the size of the Company and the nature of its business with regard to investments, its accounting of income and expenditure. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control system.
5. (a) According to the information and explanations given to us, there were no transactions that needed to be entered into the register maintained under section 301 of the Companies Act, 1956. Accordingly sub – clause 4(v) (b) is not applicable.
6. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public in contravention with the provisions of section 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public. No order has been passed by the Company Law Board or National Company Law Tribunal or RBI or any court or any other Tribunal in this regard.
7. In our opinion, the Company does not require to have an internal audit system as its paid up capital and reserves and turnover does not exceed the prescribed limits.
8. In our opinion and according to the information and explanations given to us the Company is not required to maintain the cost records under section 209(1) (d) of the Companies Act, 1956.
9. (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues. Apart from income tax and cess, other material statutory dues are not applicable to the Company.  
(b) According to the information and explanations given to us, no undisputed amounts payable in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and Cess were in arrears, as at the year end for a period of more than six months from the date they became payable.  
(c) According to the information and explanation given to us, there are no dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and Cess, which have not been deposited on account of any disputes.



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10. In our opinion, the accumulated losses of the Company are not more than fifty percent of its net worth. The Company has not incurred cash losses during the financial year covered by our audit and immediately preceding financial year.
11. In our opinion and according to the information and explanations given to us, the Company has not taken any loans from financial institution, bank or debenture holders, hence question of default in repayment of dues to a financial institution, bank or debenture holders does not arise.
12. We are of the opinion that the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures or other securities.
13. In our opinion, the Company is not a chit fund or a Nidhi mutual benefit fund/society. Therefore, the provisions of clause 4 (xiii) of the said Order are not applicable to the Company.
14. In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the said Order are not applicable to the Company.
15. In our opinion and according to the information and explanations given to us the Company has not given any guarantees for loans taken by others from banks or financial institutions are not prejudicial to the interest of the Company.
16. In our opinion and according to the information and explanations given to us no term loans were raised during the year.
17. According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that the no funds were raised on short-term basis during the year.
18. According to the information and explanations given to us, the company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act.
19. According to the information and explanations given to us, during the period covered by our audit report, the Company had not issued any debentures.
20. According to the information and explanations given to us, no monies were raised by public issues during the year.
21. According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

For Lunawat & Co.  
Chartered Accountants  
Firm Registration No. 000629N

CA. Kanchan Jain  
Partner  
M. No. 92533

New Delhi  
14<sup>th</sup> May, 2010



## DWARKESH ENERGY LIMITED

### BALANCE SHEET As at 31st March 2010

		Schedule	31st March 2010	31st March 2009
<b>Rs.</b>				
<hr/>				
<b>SOURCES OF FUNDS</b>				
<b>Shareholders' Fund</b>				
Capital	1		500,600	500,600
Total			<u>500,600</u>	<u>500,600</u>
 <b>APPLICATION OF FUNDS</b>				
Investments	2		485,000	440,974
<b>Current Assets, Loans and Advances</b>				
Cash and Bank Balances	3		13,996	27,298
Income Tax Advance Payment	4		4,800	4,660
			<u>18,796</u>	<u>31,958</u>
<b>Less: Current Liabilities and Provisions</b>	5			
Liabilities			6,924	6,618
Provisions			5,440	4,660
			<u>12,364</u>	<u>11,278</u>
<b>Net Current Assets</b>			<u>6,432</u>	<u>20,680</u>
<b>Profit and Loss A/c</b> (Balance as per annexed Profit & Loss Account)			9,168	38,946
Total			<u>500,600</u>	<u>500,600</u>

Significant Accounting Policies and Notes on Accounts 8

Schedule 1 to 5 and 8 attached to the Balance Sheet are an integral part thereof

As per our report of even date annexed

for LUNAWAT & CO.,  
Chartered Accountants



CA. Neeta Jain  
(Partner)  
M. No. 92533  
New Delhi, the 14th May 2010

for & on behalf of the Board

*(Handwritten signatures)*  
Directors

*(Handwritten initials)*

## DWARKESH ENERGY LIMITED

### PROFIT & LOSS ACCOUNT

For the Year Ended 31st March 2010

Rs.

	Schedule	2009-10	2008-09
<b>INCOME</b>	6	<u>52,921</u>	<u>974</u>
<b>EXPENDITURE</b>			
Administrative Expenses	7	<u>17703</u>	<u>10638</u>
<b>Profit / (Loss) Before Tax</b>		<b>35,218</b>	<b>(9,664)</b>
Provision for Taxation - Current Tax		<b>5,440</b>	-
<b>Net Profit / (Loss )</b>		<u><b>29,778</b></u>	<u><b>(9,664)</b></u>
Balance brought forward		<u><b>(38,946)</b></u>	<u><b>(29,282)</b></u>
Balance carried forward		<u><b>(9,168)</b></u>	<u><b>(38,946)</b></u>
Basic / Diluted Earning per share (Re.)		<b>0.59</b>	<b>(0.19)</b>

Significant Accounting Policies and Notes on Accounts 8

Schedule 6 to 8 attached to the Profit & Loss Account are an integral part thereof

As per our report of even date annexed  
for LUNAWAT & CO.,  
Chartered Accountants

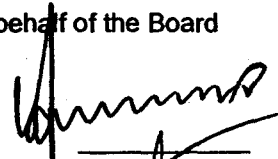
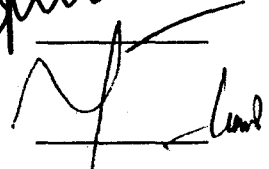
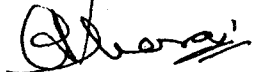


CA. Neeta Jain  
(Partner)

M. No. 92533

New Delhi, the 14th May 2010

for & on behalf of the Board

  
  
  
 Directors

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# DWARKESH ENERGY LIMITED

Rs.

31.3.2010      31.3.2009

## Schedule 1

### CAPITAL

#### Authorised:

Equity Shares- 1,00,000 of Rs.10 each (Previous year - 1,00,000 Nos. )	1,000,000	1,000,000
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#### Issued, Subscribed & Paid up :

Equity Shares- 50,060 of Rs. 10 each (Previous year - 50,060 Nos. )	500,600	500,600
	500,600	500,600

## Schedule 2

### CURRENT INVESTMENT

*(Fully paid up unless otherwise specified)*

(Other than trade)

LIC MF Floating Rate Fund Short Term Plan - Growth Plan (33,424.763 units - Previous year - 34,096.886 Units) (NAV Rs.5,05,456 - Previous year Rs.4,88,654) Purchase and sold during the year:- NIL	485,000	440,974
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## Schedule 3

### CASH & BANK BALANCES

Cash in hand	11,968	11,968
Balance with Scheduled Bank on Current Account	2,028	15,330
	13,996	27,298

## Schedule 4

### LOANS AND ADVANCES

(Unsecured, considered good)

Income-tax Advance Payment	4,800	4,660
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## Schedule 5

### CURRENT LIABILITIES & PROVISIONS

#### Current Liabilities

Sundry Creditors	6,618	6,618
Other Liabilities	306	-
	6,924	6,618

#### Provisions

Income Tax Provision	5,440	4,660
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## Schedule 6

2009-10

2008-09

### INCOME

Profit on sale of current investment	52,921	974
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## Schedule 7

### ADMINISTRATIVE EXPENSES

Filing fees	900	900
Audit fee	6,618	6,618
Bank Charges	1,550	2,550
General Charges	5,324	18
Legal & Professional Charges	3,311	552
	17,703	10,638

# DWARKESH ENERGY LIMITED

## Schedule 8

### SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

#### A. Significant Accounting Policies

1 Accounting Convention

The Financial Statements are prepared under historical cost convention in accordance with generally accepted accounting principles in India.

2 Revenue Recognition

Revenue is recognised when there is no significant uncertainty existing as to the determination or collection of the same.

3 Fixed Assets

Fixed Assets are stated at Historical cost. Cost includes costs attributable to acquisition & installation of assets. However there are no Fixed Assets of the Company.

4 Investments

Current Investments are stated at the lower of Cost and Fair Value. Long Term Investments are stated at Cost, however any permanent diminution in the value of long term investment is also accounted for.

5 Provisions

Provisions are recognised when there is a present obligation of the enterprise arising from Past events, the settlement of which is expected to result in an outflow from the enterprise, of resources embodying economic benefits.

6 Accounting policies not specifically referred to otherwise are consistent with generally accepted accounting principles.

#### B. Notes on Accounts

1 Contingent Liabilities -Nil (Previous year - Nil)

2 Earning per Share

	<u>2009-10</u>	<u>2008-09</u>
Net Profit/ (Loss) after tax available for Equity Shareholders (Rs.)	29,778	(9,664)
Weighted average No. of Equity Shares of Rs. 10 each	50,060	50,060
Basic/ Diluted Earning per Share (Re.) ( a / b)	0.59	(0.19)

3 Deferred Tax Assets in terms of AS 22 on carry forward losses has not been recognised as there is no certainty of it to be absorbed in future years.

4 There was no employee during the year.

5 There are no parties in terms of Micro Small and Medium Enterprises Development Act, 2006 with which the Company has any dealing during the year.

6 Expenditure / Income in Foreign Currency -NIL - (Previous year - Nil)

7 Related Party Disclosures

Related Parties:

**Holding Company**

Bengal & Assam Co. Ltd.

**Fellow Subsidiaries**

Fenner (India ) Ltd.  
Panchmahal Properties Ltd.  
LVP Foods Pvt. Ltd.  
Southern Spinners & Processors Ltd.  
Modern Cotton Yarn Spinners Ltd.  
Acorn Engineering Ltd.  
BMF Investment Ltd.

**Key Management Persons**

Mr. Ashok Kumar Kinra  
Mr. D.K.Mehta  
MR. A.C.Choraria

No transactions were carried out with the related parties during the year (Previous year Nil).

8 The entity is engaged in one business segment. Hence the disclosure required in terms of AS-17 issued under Companies (Accounting Standards) Rules, 2006 is not applicable.

9 Previous year figures have been rearranged or regrouped wherever necessary.

As per our report of even date annexed

for LUNAWAT & CO.,

Chartered Accountants



CA Reeta Jain  
(Partner)

M. No. 92533

New Delhi, the 14th May 2010

for & on behalf of the Board

Directors

# DWARKESH ENERGY LIMITED

## Balance Sheet Abstract and Company's General Business Profile as per Schedule VI, Part IV of the Companies Act 1956

### I Registration Details

Registration No.	17-021107
State Code	17
Balance Sheet Date	31.3.2010

### II Capital raised during the year

(Rs.in Thousands):

Public Issue	Nil
Bonus Issue	Nil
Rights Issue	Nil
Private Placement	Nil

### III Position of Mobilisation and Deployment of Funds

(Rs.in Thousands):

Total Liabilities	513
Total Assets	513

#### SOURCES OF FUNDS

Paid-up Capital	501
Reserves & Surplus	Nil
Secured Loans	Nil
Unsecured Loans	Nil

#### APPLICATION OF FUNDS

Net Fixed Assets	Nil
Investments	485
Net Current Assets	7
Miscellaneous Expenditure	Nil
Accumulated Losses	9

### IV. Performance of the Company

(Rs. in Thousands) :

Turnover (Including Misc. Income)	53
Total Expenditure	18
Profit before Tax	35
Profit after tax	30
Earning per Share (Re.)	0.59
Dividend Rate (%)	Nil

### V. Generic Names of Principal Products/ Services of Company

(As per Monetary terms) :

Item Code	Not Applicable
Product/Service Description	Financial Services



for and on behalf of the Board

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

Directors

New Delhi, the 14th May 2010

A C.B.

## DWARKESH ENERGY LIMITED

### CASH FLOW STATEMENT

For the year ended 31st March 2010


	Rs.	
Particulars	2009-10	2008-09
<b><u>CASH FLOW FROM OPERATING ACTIVITIES</u></b>		
Net Profit before Tax	35,218	(9,664)
<u>Adjustments for</u>		
Profit on Sale of Investments	(52,921)	(974)
Operating Profit before working capital changes	(17,703)	(10,638)
<u>Adjustment for</u>		
Trade and Other Payables	306	2,124
Cash Generated from Operations	(17,397)	(8,514)
Direct Tax paid (Net)	(4,800)	(4,660)
Net Cash from Operating Activities	(22,197)	(13,174)
<b><u>CASH FLOW FROM INVESTING ACTIVITIES</u></b>		
Purchase of Investments	(485,000)	-
Sale of Investments	493,895	10,000
	8,895	10,000
<b><u>CASH FLOW FROM FINANCING ACTIVITIES</u></b>		
Net Cash from Financing Activities	-	-
Net Increase in Cash & Cash Equivalents	(13,302)	(3,174)
Opening Balance - Cash & Cash Equivalents	27,298	30,472
Closing Balance - Cash & Cash Equivalents	13,996	27,298

**Notes:**

1. Previous year's figures have been re-arranged and re-cast wherever necessary.
2. Closing Cash and Cash Equivalents include:

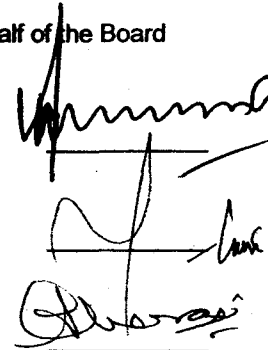
-Cash in hand	11,968	11,968
-Balance with Scheduled Bank	2,028	15,330
Total	13,996	27,298

As per our report of even date  
for LUNAWAT & CO.,  
Chartered Accountants

  
 CA. Reeta Jain  
 (Partner)  
 M. No. 92533

New Delhi, the 14th May 2010

for & on behalf of the Board

  
 Directors