WHITEHALL COMMERCIAL COMPANY LIMITED

ANNUAL REPORT

2011-2012

WHITE HALL COMMERCIAL COMPANY LTD.

REGD. OFFICE: Office No. 1, 1st Floor, Rangbhavan (Patel House), M. G. Cross Road, Near Bank of Baroda, Vile Parle (East), Mumbai - 400057.

NOTICE

NOTICE is hereby given that the 26th Annual General Meeting of the Members of **WHITE HALL COMMERCIAL COMPANY LIMITED** will be held at Office No. 1, 1st Floor, Rangbhavan (Patel House), M. G. Cross Road, Near Bank of Baroda, Vile Parle (E), Mumbai 400 057 on Thursday, the **27th day of September, 2011 at 2.00 P.M.** to transact the following business:

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 and Profit and Loss Account for the year ended on that date along with the Reports of Directors and Auditors thereon
- 2. To appoint the Directors in place of Yogesh J. Kapadia and Dharmendra J. Mehta, who retires by rotation at the ensuing Annual General Meeting and being eligible, offers him for reappointment.
- 3. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

Place: Mumbai

Dated: 28th May, 2012

ROHIT P. SHAH DIRECTOR YOGESH J. KAPADIA DIRECTOR

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/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- 2. Proxies, in order to be effective, must be received at the Company's Registered Office not later than 48 (forty eight) hours before the time fixed for the holding the meeting.
- 3. The Register of Members and Share Transfer Books shall remain closed from **Friday**, **21**st **September**, **2012** to **Thursday**, **27**th **September**, **2012** (both days inclusive).
- 4. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their queries to the Compliance Officer of the Company, so as to reach the Registered Office of the Company at least seven days before the date of the meeting, to enable the Company to make available the required information at the meeting to the extent possible.
- 5. Members are requested to bring their copy of Annual Report to the meeting.
- 6. Members are requested to bring the Attendance slip sent herewith duly filled for attending the meeting.

Details of Directors seeking Appointment / Re-Appointment at the forthcoming Annual General Meeting:

Name	Mr. Rohit Shah	Mr. Yogesh J. Kapadia	Mr. Dharmendra J. Mehta
Date of Birth	11/11/1958	25/10/1957	24/02/1968
Date of appointment on the Board	16/04/1990	16/04/2010	16/04/2010
Qualification and Expertise	B.E. CIVIL	B. Com., Inter C.A.	B. Com.
List of other Companies in which he holds	Hightide Investments Pvt. Ltd	DCS Infotech Private Ltd.	N.A.
Directorship as on 31/03/2010	Blackhill Investments Pvt. Ltd.	2) Metacess Solutions Pvt. Ltd.	
	Graypoint Invest. Pvt. Ltd.	3) Sheffly Investments Pvt. Ltd.	
	Vision Management Services Pvt. Ltd.	Robust Marketing Services Pvt. Ltd.	
	5) Robust Marketing Services Pvt. Ltd.	5) Sandhya Commercial Ltd.	
	6) Prestine Property Management Pvt. Ltd.	6) Priyank Mercantile Ltd.	

	7) Mahadhan Investments & Finance Pvt. Ltd.		
	8) Vittakshem Insurance & Financial Services Pvt. Ltd.		
	9) Signassure Services (India) Pvt. Ltd.		
	10) Sandhya Commercial Ltd.		
	11) Priyank Mercantile Ltd.		
	12) Performance Chemiserve P. Ltd.		
Chairman/	N.A	N.A	N.A
member of			
Committees of the			
other		, r	
Companies in			
which he is			4.
director as on			
31/03/2010			
Equity Share	76050	8600	N.A
held in the			
Company			

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REGD. OFFICE: Office No. 1, 1st Floor, Rangbhavan (Patel House), M. G. Cross Road, Near Bank of Baroda, Vile Parle (East), Mumbai - 400057.

DIRECTORS' REPORT

To. THE MEMBERS OF WHITE HALL COMMERCIAL COMPANY LTD.

Surplus carried to Balance Sheet

Your Directors have pleasure in presenting their 26th Annual Report, together with the Audited Accounts of the Company for the year ended 31st March, 2012.

FINANCIAL RESULTS:

(Amount in Rupees) **Particulars** Current Year Previous Year Total Revenue (Including Other Income) 4,20,000 4,20,000 Total Expenses 12,12,830 10,61,657 Loss Before Tax 7,92,830 6,41,657 Less: Current Tax Deferred Tax 2,57,233 1,76,780 Loss for the period 5,35,597 4,64,877 Add: Surplus brought forward

24,66,356

19,30,759

29,31,233

24,66,356

DIVIDEND:

Directors do not recommend any equity dividend at the Annual General Meeting.

DIRECTORS:

Shri Yogesh J. Kapadia, Director & Shri Dharmendra J. Mehta, Director, retire by rotation at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment.

None of the Directors are disqualified from being appointed as Directors as specified in terms of Section 274(1) (g) of the Companies Act, 1956.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Sec. 217 (2AA) of The Companies (Amendment) Act, 2000, the Directors to the best of their knowledge and belief confirm that

- 1. In the preparation of the annual accounts, the applicable accounting standards have been followed:
- 2. Appropriate accounting policies have been selected and applied consistently, and have made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2012 and of the Loss of the Company for the year ended on 31st March, 2012;
- 3. Proper and sufficient care has been taken for the maintenance of the adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- 4. The annual accounts have been prepared on going concern basis.

WHITE HALL COMMERCIAL COMPANY LTD.

REGD. OFFICE: Office No. 1, 1st Floor, Rangbhavan (Patel House), M. G. Cross Road, Near Bank of Baroda, Vile Parle (East), Mumbai - 400057.

: 2:

AUDITORS:

The M/s. HMA & Associates, Chartered Accountants, appointed as the Auditors of the Company, retire at the conclusion of the ensuing Annual General Meeting but being eligible, offer themselves for reappointment. In this connection, the Company has received the requisite certificate U/S. 224 (IB) of the Companies Act, 1956.

AUDITORS' REPORT:

The observations made by the Auditors of the Company in their report read with relevant notes as given in the Notes to the Accounts for the year ended 31st March, 2012 are self-explanatory and therefore do not call for any further comments under Section 217(3) of the Companies Act, 1956.

FIXED DEPOSITS:

During the year, the Company has not accepted any deposits from the public except from the exempted categories.

CONSERVATION OF ENERGY, RESEARCH & DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

As the company has not carried out any manufacturing activities, prescribed information regarding compliance of rules relating to conservation of energy, technology absorption and foreign exchange earnings and outgo are not applicable to the Company.

EMPLOYEES:

None of the employees are in receipt of remuneration exceeding the limits prescribed u/s.217 (2A) of the companies Act, 1956 and rules made thereunder, during the year.

SECRETARIAL COMPLIANCE CERTIFICATE:

Pursuant to the proviso to Section 383A(1) of the Companies Act, 1956 read with the Companies (Compliance Certificate) Rules 2001, Secretarial Compliance Certificate from M/s Rathi & Associates, Company Secretaries in Whole-time Practice, is attached to the Report.

ACKNOWLEDGEMENTS:

The Directors greatly value the support and co-operation received during the year from the Company's Bankers, Statutory Authorities and all organisations connected with its business. The Directors also take pleasure in commending the valuable contributions made by the Company's employees at all levels during the year under review.

FOR AND ON BEHALF OF THE BOARD

PLACE: MUMBAI

DATED: 28th May, 2012

SHRI ROHIT P. SHAH

PJ-PJ-

DIRECTOR

SHRI YOGESH J. KAPADIA

DIRECTOR



Head Off.: 1, Runwal Pratishtha, 1202/27. Shivajinagar, Apte Road, Behind Santosh Bakery, Pune 411 004
■ Telefax: +91 20 3049 2806/07/08 ■ Email: ho@hmaca.in ■ www.hmaca.in
■ Branch Offices: PUNE, THANE, NASIK

AUDITORS' REPORT

To

The Members of Whitehall Commercial Company Ltd.

We have audited the attached Balance sheet of the Company as at 31st March, 2012 and also the Statement of Profit & Loss 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. These Standards require that we plan & perform the Audit to obtain reasonable assurance about whether the Financial Statements are free of material mis-statements. An Audit includes examining on a test basis, evidence supporting the amounts & disclosures in the Financial Statements. An Audit also includes assessing the Accounting principles used & significant estimates made by the management, as well as evaluating the overall Financial Statements presentation. We believe that our Audit provides a reasonable basis for our opinion.

As required by the Companies (Auditors Report) (Amendment) Order, 2004 issued by the Central Govt. of India, we enclose in the Annexure a statement on the matters specified in paragraphs 4 & 5 of the said order.

Further to our comments in the Annexure referred above, we report that-

- 1. We have obtained all the information & explanations, which to the best of our knowledge & belief were necessary for the purpose of our Audit.
- 2. 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 those books.
- 3. The Balance Sheet and the Statement of Profit & Loss dealt with by this Report are in agreement with books of Accounts.





- 4. In our opinion, the Balance Sheet and the Statement of Profit & Loss dealt with by this Report comply with the Accounting Standards referred to in Sec.211 (3C) of the Companies Act 1956.
- 5. On the basis of written representation received from the Directors, as on 31st March 2012, and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March, 2012 from being appointed as a Director in terms of sec.274 (1)(g) of the Companies Act 1956.
- 6. In our opinion and to the best of our information & 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 give true & fair view in conformity with the accounting principles generally accepted in India
 - a) In case of Balance Sheet, of the State of affairs of the Company as at 31st March, 2012 and
 - b) In case of Statement of Profit & Loss, of the loss for the year ended on that date.
 - c) In case of Cash Flow Statement, of the cash flow for the year ended on that date.

Place: - Pune

Date: - 28th May 2012

For HMA & Associates Chartered Accountants

Anand Joshi Partner Membership No. 113805 FRN – 100537W



Head Off.: 1, Runwal Pratishtha, 1202/27, Shivajinagar, Apte Road, Behind Santosh Bakery, Pune 411 004
■ Telefax: +91 20 3049 2806/07/08 ■ Email: ho@hmaca.in ■ www.hmaca.in
■ Branch Offices: PUNE, THANE, NASIK

ANNEXURE TO AUDITORS' REPORT

As per Companies (Auditor's Report)(Amendment) Order, 2004 dt.25th Nov.04.

Re: - WHITEHALL COMMERCIAL COMPANY LTD.

(Referred to in Paragraph 3 of Audit Report)

1) Fixed assets -

- The Company has maintained proper record showing full particulars including quantitative details and situation of fixed assets.
- The management, at the end of the year, has physically verified the fixed assets and we have been informed that no material discrepancies were noticed on such verification as compared to book records.
- The Company has not disposed off substantial part of fixed assets during the year & hence the question of its effect on going concern basis does not arise.

2) Inventory -

- The company does not have any stock of raw materials, work in progress, finished goods, stores & spares and hence the question of frequency of verification does not arise.
- The company does not have any stock of raw materials, work in progress, finished goods, stores & spares and hence the question of reasonableness and adequacy of procedures of physical verification of inventory followed by the management in relation to size of Company & nature of its business does not arise.
- The company does not have any stock of raw materials, work in progress, finished goods, stores & spares and hence the question of proper maintenance of records of the inventory does not arise.





3) <u>Loans</u> –

- A. Loans granted Unsecured loans have been granted to Companies, firms or other parties listed in the register maintained u/s 301 of Companies Act 1956. Our comments on following matters are as follows (figures in the bracket are pertaining to previous year)
 - Number of parties & amount involved in the transactions 1 & ₹ 6,56,150/-. (1 and ₹ 6,56,150/-)
 - Whether the rate of interest & other terms & conditions are prima facie prejudicial to the interest of the Company No.
 - Whether receipt of principal & interest is regular –
 Principal outstanding Nil, Interest outstanding ₹ 6,56,150/-. (Nil & ₹ 6,56,150/-)
 - In case overdue amount is more than Rs. 1 lakh, whether reasonable steps have been taken by the Company for recovery of principal & interest. No documentation available for recovery of Interest.
- B. <u>Loans taken</u> Unsecured loans have been taken from Companies, firms or other parties listed in the register maintained u/s 301 of Companies Act 1956. Our comments on following matters are as follows (figures in the bracket are pertaining to previous year)
 - Number of parties & amount involved in the transactions 1 & ₹ 5,17,692/- (Previous year NIL)
 - Whether the rate of interest & other terms & conditions are prima facie prejudicial to the interest of the Company No.
 - Whether payment of principal & interest is regular –
 Principal outstanding ₹ 5,00,000/- & Interest outstanding ₹ 17,692/- (net)
- 4) <u>Internal control system</u> In our opinion & according to the information & explanations given to us, there is an adequate internal control system commensurate with the size of the Company & nature of its business with regard to purchase of inventory, & fixed assets & for sale of goods & services. In our opinion & according to the information & explanations given to us, there is no continuing failure to correct major weaknesses in the internal control system.





5) Contracts with interested parties –

- There were contracts or arrangements that need to be entered into a register in pursuance of Section 301 of the Companies Act.
- In our opinion, the prices at which such contracts or arrangements have been entered are reasonable having regard to prevailing market prices at the relevant time.
- 6) Deposits The Company has not accepted any deposits from the public. Hence our comments on compliance of the directives of Reserve Bank of India, provisions of Sec.58A & 58AA or any other relevant provisions of the Act & the rules framed there under are not required. The nature of contravention is not applicable. No order has been passed by Company Law Board, or National Company Law Tribunal or Reserve Bank of India or any court or any other Tribunal requiring any compliance.
- 7) Internal audit system The Company is not required to have internal audit system since the Company is neither listed, nor had paid up capital & reserves exceeding ₹ 50 Lakhs at the commencement of financial year concerned, nor had average annual turnover exceeding ₹ 5 Crores for a period of three consecutive financial years immediately preceding the financial year concerned.
- 8) Cost records The Company is not required to maintain cost records as prescribed by Central Government u/s 209(1)(d) of Companies Act 1956.

9) Statutory dues -

- According to the information & explanations given to us, Company is regular in depositing
 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 and any other statutory dues with appropriate authority. No such
 undisputed dues were outstanding as at the last day of financial year for a period of more than
 six months from due date.
- No such dues were outstanding on account of any dispute pending with any forum.





- 10) Net worth & losses The Company was registered on 19th March, 1985. Hence the Company is registered for a period more than five years. Its accumulated losses at the end of financial year are Nil, i.e. not more than 50% of its net worth & has incurred cash loss of ₹ 791309/- during the financial year & cash loss of ₹ 639367/- in the immediately preceding financial year.
- 11) <u>Defaults in repayment</u> The Company has not defaulted in repayment of dues to a Bank or financial institution or debenture holders. Hence it is not necessary to report the period & amount of such default.
- 12) Loans against pledge of securities The Company has not granted loans or advances against the security of pledge of shares, debentures or other securities. Hence our comments on the adequacy of documents & records, or the deficiencies therein are not required.
- 13) Nidhi/Chit fund The Company is not a chit fund or nidhi/mutual benefit fund/society. Hence our comments on compliance of any special statute, ratio greater than 1:20 of net own funds to deposit liability, compliance of prudential norms on income recognition & provisioning, adequacy of procedures for appraisal of credit proposal & repayment schedule based on repayment capacity of the borrower are not required.
- 14) <u>Share/Security trading</u> The Company is not dealing or trading in shares, securities, debentures and other investments. Hence our comments on maintenance of proper records of the transactions and contracts, and whether timely entries have been made therein; also whether the shares, securities, debentures and other securities have been held by the company, in its own name except to the extent of the exemption, if any, granted under section 49 of the Act are not required.
- 15) <u>Third party guarantee</u> The Company has not given any guarantee for loans taken by others from bank or financial institutions. Hence our comments are not required on whether the terms and conditions are prejudicial to the interest of the Company.
- 16) <u>Utilization of Term loans</u> The company has not obtained any term loans and hence the question of our comment on its application does not arise.





17) <u>Utilization of short-term funds</u> - Short terms funds raised by the company have not been utilised

for long term purposes and vice versa.

18) Preferential allotment of shares - The Company has not made preferential allotment of shares to

parties and companies covered in the Register maintained under section 301 of the Act. Hence

our comments on whether the price at which shares have been issued is prejudicial to the interest

of the company or not are not attracted.

19) Debentures - The Company has not issued any debentures. Hence our comments on whether

security or charge has been created in respect of debentures issued are not attracted.

20) Utilization of funds raised by public issue - The Company has not raised funds by way of public

issue. Hence our comments on disclosure by the management on the end use of money raised by

public issues its verification are not attracted.

21) Fraud - No fraud on or by the company has been noticed or reported during the year. Hence our

comments on the nature of fraud and the amount involved are not required.

22) Reasons for qualification - The reasons for any of our unfavourable or qualified report/remark

are mentioned in the relevant point itself.

Place: - Pune

Date: -28th May 2012

For HMA & Associates Chartered Accountants

Anand Joshi Partner Membership No. 113805

FRN - 100537W

			L COMMERCIAL COMPA E SHEET AS AT 31st MAI		
			NOTE NO.	As at 31st March 2012	As at
EO	UITY	& LIABILITIES	<u></u>	Amount (₹)	Amount (₹
1		e holders' funds		Timoune (1)	11110utt (X
	a	Share Capital	4	2,490,000.00	2,490,000.00
	b	Reserves & Surplus	5	1,930,759.00	2,466,356.00
		•		4,420,759.00	4,956,356.00
2	Share	e application money pending allo	tment	0.00	0.00
3	Non o	current liabilities			
	a	Long term borrowings	6	10,500,000.00	10,000,000.00
l	ь	Deferred tax liability	•	0.00	0.00
	С	Other long term liabilities	7	1,260,000.00	630,000.00
	d	Long term provisions	•	0.00	0.00
		-		11,760,000.00	10,630,000.00
4		ent liabilities		0.00	0.00
	a	Short term borrowings		0.00	0.00
	b	Trade payables	^	0.00	0.00
	c	Other current liabilities	8	719,658.00	700,000.00
	d	Short term provisions	9	29,611.00	29,391.00
İ				749,269.00	729,391.00
ASS	FTC	TO	TAL	16,930,028.00	16,315,747.00
<u> 1</u>		current aseets			
1	a	Fixed assets			
f	-	i Tangible assets	10	4,547.00	6,068.00
		ii Intangible assets	10	0.00	0.00
		iii Capital work in progress		0.00	0.00
		iv Intangible assets under dev	elopment	0.00	0.00
				4,547.00	6,068.00
	b	Non current Investments	11	10,025,000.00	10,025,000.00
	С	Deferred tax asset	12	1,126,471.00	869,238.00
	d	Long term loans & advances	13	3,716,000.00	3,916,000.00
	e	Other non current assets	14	656,150.00	656,150.00
			21	15,528,168.00	15,472,456.00
2	Curre	ent assets		, ,	
	a	Current investments		0.00	0.00
	b	Inventories		0.00	0.00
	c	Trade receivables		0.00	0.00
	d	Cash & cash equivalents	15	960,793.00	137,139.00
	е	Short term loans & advances		0.00	0.00
	f	Other current assets	16	441,067.00	706,152.00
		TO.	TO A T	1,401,860.00	843,291.00
		TU	TAL	16,930,028.00	16,315,747.00
_		Information & Basis of Preparat			
		of significant Accounting Policies			
		ying Notes are integral part of fin	ancial statements		
As p	er our	attached report of even date			
Fox I	MA à	& Associates ASSOC	For White hall Comm	nercial Company Ltd	
Chai	tenea .	Accountants	0 0	•	
	1/X		V-Pd	<u> Li.</u>	
7	1	S DINE	1	10	
	nd Josi	Y PUNE THE	Rohit P. Shah	Yogesh J. Kapadia	
Parti		PUNE PUNE PUNE PUNE PUNE PUNE PUNE PUNE	Director	Director	
). 1138	105 EXIT - 100357		400 NA - 2017	
PIRCE	- Pun	e 28th May 2012	2 Place - Mumbai	28th May 2012	

WHITE HALL COMMERCIAL COMPANY LIMITED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st MARCH 2012

		NOTE	Year ended	Year ended
		<u>NO.</u>	31st March 2012	31st March 2011
			Amount (₹)	Amount (₹)
I	Revenue from operations	19	420000.00	420000.00
11	Other income		0.00	0.00
Ш	Total revenue		420000.00	420000.00
IV	Expenses -			
	Finance cost	20	720731.00	700700.00
ĺ	Depreciation & amortisation exp.	21	1521.00	2290.00
	Other expenses	22	490578.00	358667.00
	Total expenses		1212830.00	1061657.00
v	Profit before exceptional & extra-ordinary items & tax		-792830.00	-641657.00
VI	Exceptional items		0.00	0.00
	Profit before extra-ordinary items & tax		-792830.00	-641657.00
VIII	Extra ordinary items		0.00	0.00
IX	Profit before tax		-792830.00	-641657.00
X	Tax expenses			
	Current tax		0.00	0.00
	Deferred tax		-257233.00	-176780.00
ΧI	Profit/Loss for the period from continuing operations	•	-535597.00	-464877.00
	Profit/Loss from discontinuing operations		0.00	0.00
	Tax expenses of discontinuing operations		0.00	0.00
XIV	Profit/Loss from discontinuing operations after tax		0.00	0.00
	Profit/Loss for the period		-535597.00	-464877.00
XVI	E.P.S.			
	Basic		-2.15	-1.87
	Diluted		-2.15	-1.87
	oorate Information & Basis of Preparation	1-2		
Sum	mary of significant Accounting Policies	3		

Accompanying Notes are integral part of financial statements

FRN - 100537W

28th May 2012

As per our attached report of even date

Per HMA & Associates ASSOC Characted accountants

Anand Joshi Partner

M.No. 113805

Place - Pune

Rohit P. Shah Director

Yogesh J. Kapadia

Director

For White hall Commercial Company Ltd

Place - Mumbai

28th May 2012

CAS	WHITE HALL CO SH FLOW STATEMENT	MMERCIAL COR FOR THE YEAR			
				As at 31st March 2012	As at 31st March 2011
				Amount (₹)	Amount (₹)
I CASH INFLOW	/S				*****
1 From Operating	Activities				
	/ (Loss) before taxation			-792,830.00	-641,657.00
Adjustme				,	,
Add - De				1,521.00	2,290.00
-	erest expenses			719,658.00	700,000.00
	erest & dividend income			-420,000.00	-420,000.00
Operating	profit before working capit	tal changes		-491,651.00	-359,367.00
b Working	capital changes -				
Decrease	/(Increase) in long term Lo	ans & advances		200,000.00	0.00
Decrease	/(Increase) in short term Lo	oans & advances		0.00	0.00
Decrease	/ (Increase) in Other current	t assets		265,085.00	-87,664.00
Decrease	/ (Increase) in Other non cu	rrent assets		0.00	0.00
Increase /	(Decrease) in long term pro	ovisions		0.00	0.00
Increase /	(Decrease) in short term pro-	ovisions		220.00	-1,723.00
	(Decrease) in other current			19,658.00	-2,758.00
	(Decrease) in other long ter	rm liabilities		630,000.00	630,000.00
_	erated from operations		Total	623,312.00	178,488.00
Less - Inc				0.00	0.00
	before extra ordinery items	3		623,312.00	178,488.00
1	nery items			0.00	0.00
Net cash	flow from operating activi	ties		623,312.00	178,488.00
2 From Investing a	activities				
a Interest &	Dividend Income			420,000.00	420,000.00
Net cash i	flow from Investing activit	ties	Total	420,000.00	420,000.00
3 From Financing	Activities				
	(Decrease) in Long term bo	rrowings		500000.00	0.00
	(Decrease) in short term bo			0.00	0.00
c Interest	(=			-719658.00	-700000.00
Net cash t	flow from Financing activi	ities	Total	-219658.00	-700,000.00
	-				
Net incre	ase in cash & cash equivale	nts		823,654.00	-101,512.00
Cash & ca	ish equivalents at the beginn	ning of the period		137,139.00	238,651.00
	sh equivalents at the end of	-		960,793.00	137,139.00
				0.00	0.00
As per our attached re For HMA & Associate		For White hall C	ommer	cial Company Ltd	
Chartered Accountant	ts			- *	
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Anony look:	PUNE TE	Dakis D Chal		Vanah I V	İ
Anand Joshi Partner	Cored Account	Rohit P. Shah		Yogesh J. Kapadia	
M.No. 113805		Director		Director	
Place - Pune	FRN - 100537W	Diogo Mumb-?		20th Mar. 2012	
riace - rune	28th May 2012	Place - Mumbai		28th May 2012	

1. Corporate Information: -

Whitehall Commercial Company Limited is a Public Limited company engaged in Finance and Investment activities.

2. Basis of Preparation: -

The financial statements of the company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956.

During the year ended 31st March 2012, the revised Schedule VI notified under Companies Act, 1956 has become applicable to the company for preparation and presentation of its financial statements. The adoption of revised schedule VI does not impact recognition and measurement principles followed for preparation of financial statements. However, it has significant impact on the presentation and disclosures made in the financial statements. The company has reclassified previous year figures in accordance with the requirements applicable in the current year.

3. Significant Accounting Policies: -

- a) <u>Basis of Accounting</u> Financial statements are prepared under historical cost convention on accrual basis in accordance with the requirements of Companies Act 1956 except otherwise stated. Accounts are prepared on going concern basis.
- b) <u>Use of Estimates</u> The preparation of financial statements requires the management of the Company to make an estimate & assumptions that affect the reported balances of Assets & Liabilities and disclosure relating to Contingent liabilities as at the date of financial statements & reported amounts of Income & Expenses during the year. The estimates are based on management's best knowledge of current events and actions. However, due to uncertainty of the assumptions and estimates the carrying amounts of the assets & liabilities may require material adjustment in future periods.
- c) <u>Revenue Recognition</u> Revenue is recognised to the extent it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Sale of goods and services are recognized net of duties & taxes. Expenditure & income are accounted on accrual basis including provisions/adjustments for committed obligations & amounts determined payable or receivable during the year except for Leave Encashment.
- d) <u>Tangible Fixed assets</u> Tangible Fixed assets are stated at cost less depreciation less impairment losses. Cost comprises purchase price, capitalised borrowing cost and subsequent expenditure if it increases the future benefits from the existing asset.
 In case of derecognition of Tangible Fixed Asset, the difference between the carrying amount and disposal proceeds is accounted as gain / loss in the Statement of Profit & Loss.
- e) <u>Depreciation on Tangible Fixed Assets</u> Depreciation on Tangible Fixed Assets has been provided on WDV method at the rates & in the manner prescribed in Schedule XIV of Companies Act 1956

f) Impairment of Tangible & Intangible Assets - The company assesses at each reporting date an indication about impairment of an asset. If any indication exists, the company estimates the asset's recoverable amount. The recoverable amount is determined for individual asset. The recoverable amount is higher of the selling price & value in use of the asset. The value in use is estimated on the basis of estimated future cash flows for next 5 years discounted to the present value by using pre-tax discount rate that reflects time value of the money and the risk specific to the asset. Where the carrying amount of the asset exceeds the recoverable amount, the asset is considered to be impaired & is written down to its recoverable value.

Impairment losses are recognised in the Statement of Profit & Loss and the depreciation is provided on the revised carrying amount of the asset after impairment.

If the previously recognised impairment losses do not exist or have decreased, the same are reversed and the reversible is limited so that carrying amount does not exceed the recoverable amount.

- g) <u>Investments</u> Investments which are readily realisable and intended to be held for not more than 1 year from the date on which such investments are made are classified as current investments. All other investments are classified as Long-term Investments.
 - On initial recognition, all investments are measured at cost. The cost comprises Purchase price and directly attributable acquisition charges such as brokerage, fees and duties.
 - Current investments are carried in the financial statements at lower of cost or fair value determined on an individual invesment basis. Long term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of investments.
 - On disposal of investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.
- h) <u>Current Assets, Loans & advances</u> Current Assets, Loans and Advances are approximately of the value stated, if realized in the ordinary course of business.
- i) <u>Retirement and other employee benefits</u> Employee benefits like provident fund, gratuity are not applicable to the company and hence no provision has been made in the accounts. Leave encashment is not provided in the books of accounts but is charged to the Statement of Profit and Loss on payment basis.
- j) <u>Taxes on Income</u> Provision for current Income Tax is determined in accordance with the provisions of Income Tax Act 1961. Minimum Alternate Tax (MAT) paid / provided in the year is charged to the Statement of Profit and Loss as current Tax. Deferred Tax subject to materiality is recognized on timing differences, being the difference between the taxable income & the accounting income that originate in one period & are capable of reversal in one or more subsequent periods. Deferred tax asset is recognized & carried forward only to the extent that there is a virtual certainty that the asset will be realized in future
- k) Provisions, Contingent Liabilities & Commitments and Contingent assets Provisions in respect of present obligations arising out of past events are made in accounts when reliable estimates can be made of the amounts of obligations. Provisions are not discounted to their present value and reviewed at each reporting date. Contingent liabilities & commitments are not accounted but disclosed separately. Contingent assets are neither accounted nor disclosed in the financial statements.
- Earnings per share The earnings considered in ascertaining the Company's earnings per share are
 net profit after tax. The number of shares is considered on weighted average basis. For the purpose of
 calculating dilutive EPS, the net profit attributable to equity shareholders and weighted average
 number of shares are adjusted for the effect of Dilutive Potential Equity shares.

4 Share Capital

	31st Mar. 2012 Amount (₹)	31st Mar. 2011 Amount (₹)
Authorised shares (Nos.) 250000 Equity shares of ₹ 10/- each (Previous year 250000 Equity shares)	2,500,000.00	2,500,000.00
(120 roue your 250000 Equity shares)	2,500,000.00	2,500,000.00
<u>Issued, subscribed & paid up</u> 249000 Equity shares of ₹ 10/- Each fully paid up (Previous year 249000 shares)	2,490,000.00	2,490,000.00
(all the state of	2,490,000.00	2,490,000,00

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

	<u> 51 Mar. 2012</u>		<u> 31 Mar. 2011</u>	
Equity Shares	No.	Amount	No.	Amount
At the beginning of period	249000	2,490,000.00	249000	2,490,000.00
Issued during the period				
Fresh issue for cash	0	0.00	0	0.00
Bonus shares	0	0.00	0	0.00
Outstanding at the end of period	249000	2,490,000.00	249000	2,490,000.00

b) Rights attached to Equity shares

The company has only one class of equity shares having a par value of ₹ 10/- per share. Each Holder of equity shares is entitled to one vote per share.

c) Details of shareholders holding more than 5% shares in the company

	31 Mar. 2012		31 Mar. 2011	
	No.	% of holding	No.	% of holding
Equity shares of ₹ 10/- each fully paid				
Rohit P. Shah	76050.00	30.54%	76050.00	30.54%
Pristine Property Management Pvt. L	27160.00	10.91%	27160.00	10.91%
Deepak Amritlal Desai	13950.00	5.60%	13950.00	5.60%
Vision Management Services Pvt. Lte	13000.00	5.22%	13000.00	5.22%

5 Reserves & Surplus

	1 Surplus / (Deficit) in the Statement of Bushing & I	31st Mar. 2012 Amount (₹)	31st Mar. 2011 Amount (₹)
	1 Surplus / (Deficit) in the Statement of Profit & Loss Balance as per last financial statement	2.466.256.00	2.021.222.00
	Profit for the year	2,466,356.00	2,931,233.00
	Less - Appropriations -	-535,597.00	-464,877.00
	• •	2.22	
	Transfer to General Reserve	0.00	0.00
	Interim / Proposed final equity Dividend	0.00	0.00
	Tax on Interim / proposed Equity Dividend	0.00	0.00
	Net surplus in the Statement of Profit & Loss	1,930,759.00	2,466,356.00
	Total Reserves & Surplus	1,930,759.00	2,466.356.00
6	Long Term Borrowings		
		31st Mar. 2012 Amount (₹)	31st Mar. 2011 Amount (₹)
	Loans & Advances from Related Parties	, ,	,
	Performance Chemiserve Pvt. Ltd.	500,000.00	0.00
	Loans & Advances - Others		
	Deepak Agro Solutions Ltd	10,000,000.00	10,000,000.00
		10,500,000.00	10,000,000.00
	Secured & Unsecured portion -		
	•	31st Mar. 2012	31st Mar. 2011
		Amount (₹)	Amount (₹)
	Secured Borrowings	0.00	0.00
	I I managed the supervision		
	Unsecured borrowings	10,500,000.00	10,000,000.00

Nature of security & Terms of Repayment

(Disclosure pursuant to Note no. 6(C) (ii) & (vi) of Part I of Schedule VI to the Companies Act, 1956)

- 1 Loan received from Deepak Agro Solutions Ltd do not have any security and is repayable on call. This Deposit carries interest @ 7% payable annually as per mutual understanding.
- 2 Loan received from Performance Chemiserve Pvt. Ltd. do not have any security and is repayable on call. This Deposit carries interest @ 7% payable annually as per mutual understanding.

No Loans have been guaranteed by Directors or others.

<u>Period & amount of continuing Default in repayment of loan & interest</u> Company has not defaulted on repayment of loan or interest.

7 Other Long Term Liabilities -

	31st Mar. 2012	31st Mar. 2011
	Amount (₹)	Amount (₹)
Others		
Interest Payable	1,260,000.00	630,000.00
	1,260,000.00	630,000.00

8 Other Current Liabilities

1 Other payables	31st Mar. 2012 Amount ₹	31st Mar. 2011 Amount ₹
Interest Payable	(47,602,00	(20,000,00
•	647,692.00	630,000.00
TDS payable	71,966.00	70,000.00
Total Other Current Liabilities	719,658.00	700,000,00

The company does not have any other current liabilities other than those mentioned above.

9 Short Term Provisions

	31st Mar. 2012	31st Mar. 2011
	Amount ₹	Amount ₹
Provision for expenses	29,611.00	29,391.00
Provision for Proposed Dividend & tax thereon	0.00	0.00
Provision for Income Tax	0.00	0.00

29,611.00 29,391.00

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31/03/2012 WHITEHALL COMMERCIAL COMPANY LIMITED

10 Tangible Fixed Assets

^{2.} None of the assets are revalued during the year or within previous 5 years.

^{3.} No previous revaluation done within last 5 years is written down during the year.

^{4.} No impairment loss has been accounted during the year.

^{5.} No previous impairment loss has been reversed during the year.

11	Non-current Investments		
		31st Mar. 2012	31st Mar. 2011
	1 Investments in preference shares	Amount ₹	Amount ₹
	- 10,00,000 (10,00,000) 8% cumulative redemable Preference Shares of Deepak Agro Solutions Ltd of ₹ 10 each fully paid	10,025,000.00	10,025,000.00
		10,025,000.00	10,025,000.00
12	Deferred Tax Assets (net)		
		31st Mar. 2012	31st Mar. 2011
		Amount ₹	Amount ₹
	Opening Deferred Tax Asset	869,238.00	692,458.00
	Changes during the year		
	Difference in Book Depre. & I.T.Depre.	131.00	495.00
	Other Timing Differences		
		131.00	495.00
	Previous year loss	792,699.00	641,506.00
	Net change during the year	792,830.00	642,001.00
	Tax attributable to the above	257,233.00	208,297.00
	Deferred Tax liability due to change in Tax rates	0.00	31,517.00
	Closing Deferred Tax Asset	1,126,471.00	869,238.00
13	Long-term loans and advances		
		31st Mar. 2012	31st Mar. 2011
		Amount ₹	Amount ₹
	1 Security & Other Deposits	12220422	111104110
	Telephone Deposit	16,000.00	16,000.00
	Office Deposit	200,000.00	0.00
	2 Other loans and advances	,	
	C.K. Mehta	3,500,000.00	3,500,000.00
	Crossland Housing & Construction Ltd	0.00	400,000.00
		3,716,000.00	3,916,000.00
	Further information shout laws town laws 2 and annual	,	
	Further information about long-term loans & advances	0.00	2.22
	Secured, considered good	0.00	0.00
	Unsecured, considered good Doubtful	3,716,000.00	3,916,000.00
	Doubtful	0.00	0.00
		3,716,000.00	3,916,000.00
14	Other non-current assets		
		31st Mar. 2012	31st Mar. 2011
		Amount ₹	Amount ₹
	i Long-term Trade Receivables	0.00	0.00
	ii Others	656,150.00	656,150.00
	•	656,150.00	656,150.00

Furt	her information about long-term trade receivables		
	Secured, considered good	0.00	0.00
	Unsecured, considered good	656,150.00	656,150.00
	Doubtful	0.00	0.00
		656,150.00	656,150.00
15 <u>Casl</u>	and Cash equivalents		
		31st Mar. 2012	31st Mar. 2011
		Amount ₹	Amount ₹
a	Balances with banks		
	Held on Current Account	955,606.00	132,569.00
ъ	Cheques, drafts on hand	0.00	0.00
c	Cash in hand	5,187.00	4,570.00
		960,793.00	137,139.00
16 Othe	er current assets		
		31st Mar. 2012	31st Mar. 2011
		Amount ₹	Amount ₹
i	Prepaid expenses	21,067.00	2,667.00

17 Contingent liabilities and commitments

Interest Accrued

The company does not have any Contigent Liabilities or Commitments.

18 Value on realization

		31st Mar. 2012	31st Mar. 2011
		Amount ₹	Amount ₹
i	Assets other than fixed assets and non-current investments that do	0.00	0.00
	not have a value on realization in the ordinary course of business		
	less than the amount at which they are stated.		

420,000.00

441,067.00

703,485.00

706,152.00

19	Reve	enue from Operations		
			31st Mar. 2012	31st Mar. 2011
			Amount ₹	Amount ₹
	a	Sale of Services		
		Interest Income	420,000.00	420,000.00
		* * * * * * * * * * * * * * * * * * *	420,000.00	420,000.00
		Less: Excise Duty	0.00	0.00
		Revenue from Operations	420,000.00	420,000.00
	EXP	PENSES		
		no. IV of Statement of Profit and Loss		
20	Fina	nce cost		
		100 000	31st Mar. 2012	31st Mar. 2011
			Amount ₹	Amount ₹
	a	Interest Expense	719,658.00	700,000.00
	b	Bank Charges	1,073.00	700.00
			720,731.00	700,700.00
21	Depi	reciation & amortisation exp.		
			31st Mar. 2012	31st Mar. 2011
			Amount ₹	Amount ₹
	a	Depreciation	1521.00	2,290.00
	ь	Amortisation	0.00	0.00
	c	Impairment	0.00	0.00
			1,521.00	2,290.00
22	Othe	er expenses		
	Otale	A CAPCHISCS	31st Mar. 2012	31st Mar. 2011
			Amount ₹	Amount ₹
	1	Advertisement & Publicity	29,623.00	27,524.00
	2	Rent	275,417.00	195,000.00
	3	Brokerage	20,000.00	0.00
	4	Telephone expenses	12,501.00	11,993.00
	5	Audit Fees	27,575.00	27,575.00
	6	Professional Fees	77,210.00	66,180.00
	7	Listing Fees	16,950.00	11,030.00
	8	RTA fees	11,051.00	11,040.00
	8	Miscellaneous expenses	20,251.00	8,325.00
			490,578.00	358,667.00

23 Auditors' Remuneration

			31st Mar. 2012	31st Mar. 2011
			Amount ₹	Amount ₹
	Payments made to the Auditor -			
i	as Auditor		27,575.00	27,575.00
ii	for taxation matters		0.00	0.00
iii	for company law matters		0.00	0.00
iv	for management services		0.00	0.00
V	for other services		0.00	0.00
vi	for reimbursement of expenses		0.00	0.00
		Total	27,575.00	27,575.00
			0.00	0.00

24 CIF value of Imports

The company does not have any import of Raw Material, Capital Goods or any other and hence disclosure about the same is not applicable.

25 Expenditure in Foreign currency

The company has not incurred any expenditure in foreign currency.

26 Consumption

As the company is engaged in the business of rendering services, the details of consumption are not applicable.

27 Amount remitted in foreign currencies for dividend

The company has not remitted dividend in forign currencies during the year.

28 Earnings in foreign exchange

The company has no earnings in foreign currency during the financial year.

29 Earnings per share

(As per Accounting Standard - 20, "Earnings per share")

		31st Mar. 2012	31st Mar. 2011
		Amount ₹	Amount ₹
i	Net Profit after Tax	-535,597.00	-464,877.00
ii	Less: Preference Dividend	0.00	0.00
iii	Less: Tax on Preference Dividend	0.00	0.00
iv	Profit attributable to equity shareholders	-535,597.00	-464,877.00
v	No. of equity shares at the beginning	249,000	249,000
vi	No. of equity shares at the close	249,000	249,000
vii	No. of equity shares on Weighted Average basis	249,000	249,000
viii	Earnings per share (E.P.S.)	-2.15	-1.87

Note -

¹ The company does not have any dilutive potential equity shares outstanding as on the last day of the previous year which can be converted into equity shares and hence basic & diluted earnings per share is same.

30 Related Party Disclosure

(As per Accounting Standard - 18)

A. Associates Companies

Vision Management Services Pvt. Ltd., Pristine Property Management Pvt. Ltd., DSCInfotech Pvt. Ltd., Hoghtide Investments Pvt. Ltd., Greypoint Investment Pvt. Ltd., Blackhill Investments Pvt. Ltd., Signassure Services India Ltd., Mahadhan Investment & Finance Pvt. Ltd., Robust Marketing Services Pvt. Ltd., Sandhya Commercial Ltd., Priyank Mercantile Ltd., Vittakshem Insurance & Financial Services Pvt. Ltd., Metaccess Solution P. Ltd., Sheffly Investment P. Ltd., Performance Chemiserve Pvt. Ltd.

B. Key Management Personnel (KMP)

Rohit Prabhudas Shah, Yogesh J. Kapadia, Dharmendra J. Mehta

	Transaction	Holding	Subsidia	Associate	Key Relatives of Key		Total
		Compan	ry		Management	Management	
		y					
i	Purchase of goods	0.00	0.00	0.00	0.00	0.00	0.00
ii	Sale of goods	0.00	0.00	0.00	0.00	0.00	0.00
iii	Services received	0.00	0.00	0.00	0.00	0.00	0.00
iv	Services rendered	0.00	0.00	0.00	0.00	0.00	0.00
v	Finance	0.00	0.00	0.00	0.00	656,150.00	656,150.00
	Total	0.00	0.00	0.00	0.00	656,150.00	656,150.00

	Name	Nature of Relationship	Nature of transaction	Transaction during the year	Outstanding Amount
1	Mr. Deepak Kapadia	Brother of Mr. Yogesh Kapadia	Interest	0.00	656,150.00
				_	656.150.00

<u>00</u>

31 Segment Reporting

(As per Accounting Standard - 17)

The company is engaged in fund based activities and as such there are no separate segments specified in AS-17 issued by Institute of Chartered Accountants of India which needs to be reported.

For HMA & Associates

ered Accountants

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Anand Joshi Partner

M.No. 113805 FRN - 100537W

Place - Pune

Date - 28th May 2012

For White hall Commercial Company Ltd

Rohit P. Shah

Yogesh J. Kapadia

Director

Director

Place - Mumbai

28th May 2012