

NIDHAN COMMERCIAL CO., LTD.

32nd
Annual Reports
&
Accounts
2014

Registered Office:
97, Park Street, 5th Floor, Kolkata – 700 016

NIDHAN COMMERCIAL COMPANY LIMITED

Board of Directors : RATANLAL DUGAR
SURENDRA KUMAR DUGAR
SANJAY GANDHI

Auditors : M/s S. M. DAGA & CO.
11 – CLIVE ROW,
KOLKATA – 700 001.

Registered Office : 97, PARK STREET,
5TH FLOOR,
KOLKATA – 700 016

NIDHAN COMMERCIAL COMPANY LIMITED

NOTICE TO THE MEMBERS

Notice is hereby given that the Thirty second Annual General Meeting of NIDHAN COMMERCIAL COMPANY LIMITED will be held on Saturday the 23rd August, 2014 at 11.00 A. M. at the Registered Office of the Company at 97 - Park Street, 5th Floor, Kolkata - 700 016 to transact the following business :

ORDINARY BUSINESS :

1. To receive and adopt the audited Balance Sheet as at 31st March, 2014 and Profit & Loss Account for the year ended that date alongwith the reports of the Directors and Auditors thereon.
2. To appoint Director in place of Sri Surendra Kumar Dugar, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and to fix their remuneration.

NOTES :

A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself, such proxy need not be a member of the Company. Proxies in order to be effective, must be deposited with the Company not less than 48 hours before the meeting.

Registered Office :

97, Park Street,
5th Floor,
Kolkata - 700 016.

Dated : 29th May, 2014

By order of the Board -
For Nidhan Commercial Co. Ltd.

Sd/- Ratanlal Dugar
Director

NIDHAN COMMERCIAL COMPANY LIMITED

DIRECTORS' REPORT TO THE MEMBERS :

Your Directors have pleasure in presenting the Thirty second Annual Report together with the Audited Accounts for the year ended 31st March, 2014.

FINANCIAL RESULTS :

| | <u>Rs.</u> |
|--|------------|
| Profit for the year before Depreciation and Taxation | 1102724 |
| Less Depreciation for the year | 82361 |
| | ----- |
| Profit after Depreciation | 1020363 |
| Less :Provision for Income Tax | (320000) |
| Add : Provision for Deferred Tax Liability Written Back | 1802 |
| Add : Income Tax for Earlier Years Tax Adjustments | (4880) |
| | ----- |
| Profit after Taxation | 697285 |
| Add : Credit balance brought forward from last year | 8289846 |
| | ----- |
| Leaving a Credit Balance which your Directors propose to carry forward to next year. | 8987131 |
| | ===== |

DIVIDEND :

In order to conserve resources ,your Directors do not recommend any dividend for the year ended 31st March ,2014 under review.

DIRECTORS :

Sri Surendra Kumar Dugar , Director of the Company ,retires by rotation at the forth-coming Annual General Meeting ,but being eligible , offers himself for re-appointment.

PARTICULARS OF EMPLOYEES :

The Company has no employee in the Category Specified U/S 217 (2 A) of the Companies Act ,1956.

ADDITIONAL INFORMATION REQUIRED UNDER COMPANIES (DISCLOSURE PARTICULARS) IN REPORT OF BOARD OF DIRECTORS RULES - 1988 :

Since your Company is engaged in dealing in Jewellery no energy has been consumed.No amount is spent on technology absorption considering the nature of activities undertaken by your company.

There has been no foreign exchange earning and outgo during the year.

DIRECTORS' RESPONSIBILITY STATEMENT PURSUANT TO SECTION 217 (2AA)
OF THE COMPANIES ACT , 1956.

The Director hereby Confirm :

- i) That in the Preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures ; have been made from the same.
- ii) That the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- iii) That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities ;
- iv) That the directors had prepared the annual accounts on a going concern basis.

SECRETARIAL COMPLIANCE CERTIFICATE :

Pursuant to proviso to sub - section (1) of section 383 (A) of the Companies Act , 1956, the Company has obtained Compliance Certificate from a Secretary in whole time practice. A copy of the said Certificate is attached herewith.

AUDITORS :

M/S S. M. Daga & Co., Chartered Accountants , Auditors of the Company will retire at the forth - coming Annual General Meeting and being eligible offer themselves for Re -Appointment.

Registered Office :

97 - Park Street,
5th Floor ,
Kolkata - 700 016.

Dated : 29th May , 2014

By order of the Board -
For Nidhan Commercial Co. Ltd.

Sd/- Ratanlal Dugar
Director

COMPLIANCE CERTIFICATE

Registration No. of the Company : 21-34794
Nominal Capital : Rs. 2500000/-

To,
The Members,
Nidhan Commercial Company Limited
97, Park Street, 5th Floor,
Kolkata - 700 016

I have examined the registers, records, books and papers of **NIDHAN COMMERCIAL COMPANY LIMITED** (the Company) as required to be maintained under the Companies Act , 1956 (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March , 2014 (financial year). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company , its officers and agents, I certify that in respect of the aforesaid financial year.

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions of the Act and the rules made thereunder and all the entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate , with the Registrar of Companies , Regional Director , Central Government , Company Law Board or other authorities within the time prescribed under the Act and the rules made thereunder except as otherwise stated.
3. The Company being a public limited company , comments are not required.
4. The Board of Directors duly met SIX times respectively on 05.04.13, 28.05.13, 26.07.13, 26.10.13, 25.01.14 and 29.03.14 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company has not closed its Register of Members during the financial year.
6. The Annual General Meeting for the financial year ended on 31st March , 2013 was held on 17th August, 2013 , after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extra – Ordinary General Meeting was held during the financial year.
8. The Company has not advanced any loans to its directors or persons or firms or Companies referred to under Section 295 of the Act.

9. The Company has not entered into any contracts falling within the purview of section 297 of the Act.
10. The Company has made necessary entries in the register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the Company has not obtained any approvals from the Board of Directors Members or Central Government.
12. The Company has not issued any duplicate share Certificate during the financial year.
13.
 - i) There was no allotment/transfer/transmission of securities during the financial year.
 - ii) The Company has not deposited any amount in separate bank account as no dividend was declared during the financial year.
 - iii) The Company was not required to post warrants to any member of the Companies as no dividend was declared during the financial year.
 - iv) There is no amount lying in unpaid dividend account, application money due for refund and there are no deposits, debentures etc. as on 31st March, 2014.
 - v) The company has duly complied with the requirements of section 217 of the Act.
14. The Board of Directors is duly constituted. There was no appointment of directors, additional directors, alternate directors and directors to fill casual vacancy during the year.
15. The Company has not appointed any Managing Director / Whole time Director / Manager during the year.
16. The Company has not appointed any sole selling agents during the financial year.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar of companies and / or such authorities prescribed under the various provisions of the Act.
18. The Directors have disclosed their interest in the other firms / companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any shares, debentures or other securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. The Company has not issued any Preference Shares or Debentures.
22. There were no transactions necessitating the Company to keep in abeyance any rights to dividend, rights shares and bonus shares pending registration of transfer of shares.

23. The Company has not invited / accepted any deposits including any unsecured loans falling within the purview of section 58A during the financial year.
24. The amount borrowed by the Company from directors, members, public, financial institutions, banks or other during the financial year ending 31st March , 2014 are within the limits prescribed under section 293(1) (d) of the Act / Section 180 (1) (C) of the Companies Act, 2013.
25. The Company has not made any fresh loans and investments, or given guarantees or provided securities to other bodies Corporate during the year ended 31st March, 2014.
26. The Company has not altered the provisions of the Memorandum with respect of situation of the Company's registered office from one state to another during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the financial year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to share capital during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. There was no prosecution initiated against or show cause notices received by the Company, during the financial year for offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The Company has not deducted any contribution towards Provident Fund during the financial year.

PLACE : KOLKATA
DATED : 29.05.2014

Signature : Sd/- Babulal Patni
Name of the
Company Secretary : BABU LAL PATNI
C.P. No. : 1321

NIDHAN COMMERCIAL COMPANY LIMITED**ANNEXURE 'A'****LIST OF REGISTERS MAINTAINED BY THE COMPANY**

| <u>S.N.</u> | <u>PARTICULARS</u> | <u>UNDER SECTION</u> |
|--------------------|-------------------------------------|-----------------------------|
| 01 | Register of Charges | 143 |
| 02 | Register of Members | 150 |
| 03 | Index of Members | 151 |
| 04 | Directors' Minute Book | 193 |
| 05 | Shareholders' Minute Book | 193 |
| 06 | Register of Contracts (part I) | 301 |
| 07 | Register of Contracts (part II) | 301 |
| 08 | Register of Directors | 303 |
| 09 | Register of Directors Shareholdings | 307 |
| 10 | Register of Investments | 372A |
| 11 | Register of Allotment. | |
| 12 | Register of Transfer. | |

ANNEXURE ' B '

Forms and Returns as filed by the Company with Registrar of Companies, Regional Director , Central Government or other authorities during the financial year ended 31st March, 2014.

| S.N. | Form No. / Return | Filed Under Section | For | Date of Filing | Wheather filed within prescribed Time YES / NO | If delay in filing wheather requisite addi- tional fee paid YES / NO |
|-------------|------------------------------|------------------------------------|--|---------------------------|---|---|
| 01 | Form No. 23AC (XBRL) | 220 | Balance Sheet as at 31.03. 2013 | 15.09.13 | YES | N.A. |
| 02 | Form No. 20B | 159 | Annual Return made upto 17.08.13 | 07.09.13 | YES | N.A. |
| 03 | Form No. 66 | Proviso to Section 383A(1) | Compliance Certificate | 07.09.13 | YES | N.A. |

S. M. DAGA & CO.

CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Members of NIDHAN COMMERCIAL COMPANY LIMITED

We have audited the accompanying financial statements of **NIDHAN COMMERCIAL COMPANY LIMITED** which comprise the Balance Sheet as at 31st March, 2014, and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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 General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013. 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.

Auditor's 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.

S. M. DAGA & CO.

CHARTERED ACCOUNTANTS

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 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 Balance Sheet, of the state of affairs of the Company as at 31st March, 2014.
- b) In the case of the Statement of Profit & Loss, of the Profit for the year ended on that date.
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2003 as amended by the Companies (Auditor's Report) (Amendment) Order, 2004 issued by the Central Government in exercise of the power conferred by section 227(4A) of the Companies Act, 1956 (the Act) on the matters specified in paragraph 4 and 5 of the said Order, we report that -

- i) a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b) These fixed assets have been physically verified by the management and no discrepancies have been noticed between the book records and physical inventories.
- c) Based on our scrutiny of records and information and explanations given to us, we report that there was no sale of fixed assets during the year.

S. M. DAGA & CO.

CHARTERED ACCOUNTANTS

- ii)
 - a) The inventories have been physically verified at reasonable intervals by the management.
 - b) In our opinion, procedures of physical verification followed by the management are reasonable in relation to the size of the Company and nature of its business.
 - c) On the basis of inventory records, in our opinion, the company has maintained proper records of inventory. The discrepancies noticed on such physical verification as compared to book records, which were not material, have been properly dealt within the books of accounts.
- iii)
 - a) The Company has not granted any loan to companies, firms or other parties listed in the registered maintained under Section 301 of the Companies Act, 1956.
 - b) Clause 4(iii) (b) (c) and (d) of the aforesaid orders are not applicable.
 - c) The Company has taken unsecured loans from two parties covered in the registered maintained under Section 301 of the Companies Act, 1956. The maximum amount outstanding during the year was Rs.2062626/-.
 - d) In our opinion, the rate of interest and other terms and conditions of such loans taken by the company are prima facie not prejudicial to the interest of the company.
 - e) In our opinion and according to the information and explanation given to us, the company is regular in payment of principal amount and interest as per stipulation.
- iv) In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Company and the nature of its business for the purchase of inventory, fixed assets and for the sale of goods and services. Further, on the basis of our examination of the books and records of the Company and according to the information and explanations given to us, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control systems.

S. M. DAGA & CO.

CHARTERED ACCOUNTANTS

- v) a) Based on the audit procedures applied by us and according to information and explanation given to us we are of the opinion that the transactions 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 explanation given to us, the transactions made in pursuance of such contract or arrangements have been made at rates which are reasonable having regard to prevailing market rates at relevant time.
- vi) The Company has not accepted any deposit from public.
- vii) In our opinion, company's present internal audit system is commensurate with its size and nature of its business.
- viii) a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, customs duty, excise duty, cess and other material statutory dues as applicable with the appropriate authorities.
- b) According to the records of the company and information and explanation given to us, there are no dues of sales tax, income tax, service tax, customs tax, wealth tax, excise duty and cess which has not been deposited on account of any dispute.
- ix) The Company has no accumulated losses as at 31st March, 2014 and it has not incurred any cash losses in the financial year ended on that date and in the immediately preceding financial year.
- x) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of dues to any financial institution or bank or debenture holder as at the Balance Sheet date.
- xi) In our opinion, the company has not granted any loans & advances on the basis of security by way of pledge of shares, debentures and other securities.
- xii) The provisions of any special statute applicable to chit fund/nidhi/mutual benefit fund/societies are not applicable to the company.

S. M. DAGA & CO.

CHARTERED ACCOUNTANTS

- xiii) As per records of the company and information and explanations given to us, the company is not dealing or trading in shares, securities, and debentures and other investments.
- xiv) The Company has not given any guarantee for the loans taken by others from banks or financial institutions during the year
- xv) The company has not obtained any term loan during the year.
- xvi) On the basis of information received from the management and based on our overall analysis of the Balance Sheet of the Company, funds raised on short term basis have not been used for long term investments.
- xvii) The company has not made any preferential allotment of shares to parties and companies covered in the registered maintained under section 301 of the Companies Act, 1956.
- xviii) The company has not issued any debentures and hence then question creating security in respect thereof does not arise
- xix) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor we have been informed of such case by the management.
- xx) Other items of the aforesaid order are not applicable to the Company for the year under review.

2. As required by Section 227(3) of the Act, we report that :

- a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of these books.
- c) The Balance Sheet and Statement of Profit & Loss and Cash Flow Statement dealt with by this report are in agreement with the Books of Account.

S. M. DAGA & CO.

CHARTERED ACCOUNTANTS

- d) In our opinion, the Balance Sheet, Statement of Profit & Loss and Cash Flow Statement comply with the accounting standards notified under the Companies Act, 1956 read with 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) In our opinion and according to the explanations given to us none of the Directors are disqualified from being appointed as directors under clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For S. M. DAGA & CO.
CHARTERED ACCOUNTANTS
Firm Registration No.303119E

11, CLIVE ROW, KOLKATA – 700 001.
DATED, THE 29th DAY OF MAY, 2014.

Sd/- J.M.Daga
PARTNER
Membership No. 52489

STATEMENT OF ACCOUNTS

NIDHAN COMMERCIAL COMPANY LIMITED
BALANCE SHEET AS AT 31st MARCH, 2014

| | Note No. | As at 31st March 2014 | | As at 31st March 2013 | |
|--|-------------|--------------------------|-----------------------------|--------------------------|-----------------------------|
| | | Rs. | P. | Rs. | P. |
| <u>EQUITY AND LIABILITIES</u> | | | | | |
| 1. <u>SHAREHOLDERS' FUND</u> | | | | | |
| (a) Share capital | 2.1 | 2,409,500.00 | | 2,409,500.00 | |
| (b) Reserves and Surplus | 2.2 | <u>8,987,130.86</u> | 11,396,630.86 | <u>8,289,845.66</u> | 10,699,345.66 |
| 2. <u>NON CURRENT LIABILITIES</u> | | | | | |
| Deferred Tax Liabilities | 2.3 | | 5,736.00 | | 7,538.00 |
| 3. <u>CURRENT LIABILITIES</u> | | | | | |
| (a) Short Term Borrowings | 2.4 | 137,626.00 | | 1,861,576.00 | |
| (b) Trade Payables | 2.5 | 38,225.12 | | 29,176.97 | |
| (c) Other Current Liabilities | 2.6 | 219,116.00 | | 301,050.00 | |
| (d) Short Term Provisions | 2.7 | 605,000.00 | 999,967.12 | 615,000.00 | 2,806,802.97 |
| Total | | | <u>12,402,333.98</u> | | <u>13,513,686.63</u> |

ASSETS

1. NON CURRENT ASSETS

| | | | | | |
|----------------------------------|-----|---------------------|--------------|---------------------|--------------|
| (a) Fixed Assets | 2.8 | 416,126.00 | | 498,487.00 | |
| (b) Long-Term Loans and Advances | 2.9 | <u>1,024,256.00</u> | 1,440,382.00 | <u>1,094,173.00</u> | 1,592,660.00 |

2. CURRENT ASSETS

| | | | | | |
|---------------------------------|------|--------------|------|---------------|---------------|
| (a) Inventories | 2.10 | 9,843,517.76 | | 10,599,463.24 | |
| (b) Trade Receivables | 2.11 | 377,505.00 | | 2,548.00 | |
| (c) Cash and Bank Balances | 2.12 | 700,053.22 | | 1,271,418.39 | |
| (d) Short Term Loans & Advances | 2.13 | 40,871.00 | | 47,572.00 | |
| (e) Other Current Assets | 2.14 | | 5.00 | 10,961,951.98 | 25.00 |
| | | | | | 11,921,026.63 |

Total

12,402,333.98

13,513,686.63

Significant Accounting Policies 1

The Notes are an integral part of Financial Statements

As per our Report Annexed
For S. M. DAGA & CO.
Chartered Accountants
Firm Registration No.303119E

For Nidhan Commercial Co. Ltd.

Sd/- J.M.Daga
Partner

Sd/- Ratanlal Dugar

Sd/- Surendra Kumar Dugar

11, CLIVE ROW, KOLKATA - 700 001
DATED, THE 29th DAY OF MAY, 2014.

Membership No. 52489

DIRECTORS

NIDHAN COMMERCIAL COMPANY LIMITED

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st MARCH, 2014

| Particulars | Note No. | For the year ended 31st March 2014 | | | | For the year ended 31st March 2013 | | | |
|---|-------------|---------------------------------------|----|----------------------|----|---------------------------------------|----------------------|-----|------------|
| | | Rs. | P. | Rs. | P. | Rs. | P. | Rs. | P. |
| REVENUE | | | | | | | | | |
| (a) Revenue from operations : | 2.15 | | | 10,904,200.00 | | | 10,003,000.00 | | |
| (b) Other income | 2.16 | | | 3,415.00 | | | 10,077.00 | | |
| Total revenue | | | | <u>10,907,615.00</u> | | | <u>10,013,077.00</u> | | |
| EXPENSES | | | | | | | | | |
| (a) Cost of Material consumed | 2.17 | | | 8,723,053.33 | | | 14,166,289.69 | | |
| (b) Purchase of Stock-in-trade | 2.18 | | | --- | | | 1,359,404.00 | | |
| (c) Change in Inventories of Finished Goods | 2.19 | | | -208,275.00 | | | -7,778,163.00 | | |
| (d) Employee benefits expense | 2.20 | | | 334,953.00 | | | 328,663.00 | | |
| (e) Other expenses | 2.21 | | | 711,696.47 | | | 714,642.73 | | |
| (f) Finance Cost | 2.22 | | | 243,463.00 | | | 223,389.00 | | |
| (g) Depreciation | | | | 82,361.00 | | | 87,072.00 | | |
| Total expenses | | | | <u>9,887,251.80</u> | | | <u>9,101,297.42</u> | | |
| Profit before Tax | | | | 1,020,363.20 | | | 911,779.58 | | |
| Tax expenses | | | | | | | | | |
| (a) Current tax | | | | 320,000.00 | | | 285,000.00 | | |
| (b) Deferred Tax | | | | -1,802.00 | | | -157.00 | | |
| (c) Tax adjustments for earlier year | | | | 4,880.00 | | 323,078.00 | -3,533.00 | | 281,310.00 |
| Profit for the year | | | | <u>697,285.20</u> | | | <u>630,469.58</u> | | |

Significant Accounting Policies 1

The Notes are an integral part of Financial Statements

As per our Report Annexed
For S. M. DAGA & CO.
Chartered Accountants
Firm Registration No.303119E

11, CLIVE ROW, KOLKATA - 700 001
DATED, THE 29th DAY OF MAY, 2014.

Sd/- J.M.Daga
Partner
Membership No. 52489

For Nidhan Commercial Co. Ltd.
Sd/- Ratanlal Dugar
Sd/- Surendra Kumar Dugar
DIRECTORS

NIDHAN COMMERCIAL COMPANY LIMITED

NOTES FOR THE YEAR ENDED 31ST MARCH, 2014

1. SIGNIFICANT ACCOUNTING POLICIES:

i) FIXED ASSETS

Fixed Assets are stated at cost less depreciation.

Depreciation on Fixed Assets has been provided in accordance with rates specified under Income Tax Act, 1961. The aggregate depreciation so provided is not less than the depreciation which would have been provided had the rates specified in Schedule XIV of the Companies Act, 1956 been adopted.

ii) INVENTORIES

Inventories are stated at lower of cost or net realisable value. Cost of finished goods, gold and gold embedded in jewellery is taken at weighted average cost basis. Cost of other items is taken at actual cost basis.

iii) RECOGNITION OF INCOME & EXPENDITURE

Item of Income & Expenditure are recognised on accrual basis except Insurance claims which is accounted for on cash basis.

iv) EMPLOYEE BENEFITS

Short Term Employee Benefit :

The undiscounted amount of Short Term Employee Benefits expected to be paid in exchange of service rendered by employee is recognised on actual basis in the Statement of Profit & Loss in the year when the employee actually renders the service.

Post Employment Benefit :

No post employment benefits are payable to any employee.

v) TAXATION

Current Tax is determined on the basis of the amount of tax payable for the year under Income Tax Act. Deferred tax is calculated at current income tax rates enacted or substantially enacted and is recognised on timing difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent period.

vi) IMPAIRMENT OF ASSETS

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Statement of Profit & Loss in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

vii) PROVISION, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the financial statement.

NIDHAN COMMERCIAL COMPANY LIMITED

Note - 2.1

SHARE CAPITAL

Authorised

2,50,000 Equity Shares of Rs.10/- each

2,500,000.00

2,500,000.00

Issued, Subscribed and Paid Up

2,40,950 Equity Shares of Rs.10/- each
fully paid up in cash

2,409,500.00

2,409,500.00

2,409,500.00

2,409,500.00

- a) There has been no change/movements in number of shares outstanding at the beginning and at the end of the reporting period
- b) The Company has only one class of issued shares i.e. Equity Shares having per value of Rs.10/- per share. Each holder of Equity Shares is entitled to one vote per share and equal right for dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after payment of all preferential amounts in proportion to their share holding.
- c) The company does not have any Holding Company /ultimate Holding Company
- d) Details of shareholders holding more than 5% shares in the Company.

Equity Shares of Rs.10/- each fully paid

No. of shares

No. of shares

| | | |
|----------------------|--------|--------|
| Ajit Kumar Dugar | 27,050 | 27,050 |
| Ratan Lal Dugar | 39,200 | 39,200 |
| Surendra Kumar Dugar | 44,800 | 44,800 |
| Jabar Mal Dugar | 17,000 | 17,000 |
| Smt. Suman Dugar | 46,800 | 46,800 |
| Mukesh Kumar Dugar | 13,000 | 13,000 |

- e) No Equity Shares have been reserved for issue under options and contracts/commitments for the sale of shares / disinvestment as at the Balance Sheet date.

NIDHAN COMMERCIAL COMPANY LIMITED

| <u>Particulars</u> | As at | | As at | |
|--|---------------------|----|---------------------|----|
| | 31st March 2014 | | 31st March 2013 | |
| | Rs. | P. | Rs. | P. |
| Note 2.2- Reserves and Surplus | | | | |
| Surplus | | | | |
| Brought forward from last year | 8,289,845.66 | | 7,659,376.08 | |
| Add: Profit for the year | 697,285.20 | | 630,469.58 | |
| Total | 8,987,130.86 | | 8,289,845.66 | |
| Note 2.3 - Deferred Tax Liabilities | | | | |
| Arising on account of Depreciation | 5,736.00 | | 7,538.00 | |
| Total | 5,736.00 | | 7,538.00 | |
| Note 2.4 - Short Term Borrowings | | | | |
| (Unsecured) | | | | |
| Loan from Directors | 137,626.00 | | 1,861,576.00 | |
| Total | 137,626.00 | | 1,861,576.00 | |
| Note 2.5- Trade Payables | | | | |
| For goods & services | 38,225.12 | | 29,176.97 | |
| Total | 38,225.12 | | 29,176.97 | |
| Note 2.6. - Other Current Liabilities | | | | |
| Interest accrued and due on borrowings | 219,116.00 | | 201,050.00 | |
| Advance from Customers | --- | | 100,000.00 | |
| Total | 219,116.00 | | 301,050.00 | |
| Note 2.7- Short Term Provisions | | | | |
| Provision for Income tax | 605,000.00 | | 615,000.00 | |
| Total | 605,000.00 | | 615,000.00 | |

NIDHAN COMMERCIAL COMPANY LIMITED

Note 2.8 - Fixed Assets

| <u>DESCRIPTION</u> | <u>G R O S S B L O C K</u> | | | | <u>D E P R E C I A T I O N</u> | | | | <u>N E T B L O C K</u> | | | | | |
|-------------------------------|----------------------------|------------|-------------------|--------------------|--------------------------------|-------------------|------------------|---------------------|------------------------|-------------------|-------------------|--------------------|-------------------|--|
| | <u>As At 31st</u> | | <u>Additions</u> | <u>Less: Sales</u> | <u>As At 31st</u> | | <u>Upto 31st</u> | <u>For the</u> | <u>Less:</u> | <u>Upto 31st</u> | <u>As At 31st</u> | | <u>As At 31st</u> | |
| | <u>March,2013</u> | | <u>during the</u> | <u>during the</u> | <u>March,2014</u> | <u>March,2013</u> | <u>Year</u> | <u>Written back</u> | <u>on Sales</u> | <u>March,2014</u> | <u>March,2014</u> | <u>March, 2013</u> | | |
| <u>Rs.</u> | <u>P.</u> | <u>Rs.</u> | <u>P.</u> | <u>Rs.</u> | <u>P.</u> | <u>Rs.</u> | <u>P.</u> | <u>Rs.</u> | <u>P.</u> | <u>Rs.</u> | <u>P.</u> | <u>Rs.</u> | <u>P.</u> | |
| <u>TANGIBLE ASSETS</u> | | | | | | | | | | | | | | |
| MOTOR CAR | 1,376,248.00 | | --- | --- | 1,376,248.00 | 985,064.00 | 58,678.00 | --- | | 1,043,742.00 | 332,506.00 | 391,184.00 | | |
| COMPUTER | 254,364.00 | | --- | --- | 254,364.00 | 236,057.00 | 10,984.00 | --- | | 247,041.00 | 7,323.00 | 18,307.00 | | |
| OFFICE EQUIPMENT | 371,645.54 | | --- | --- | 371,645.54 | 301,307.54 | 10,551.00 | --- | | 311,858.54 | 59,787.00 | 70,338.00 | | |
| WEIGHING SCALE | 152,405.30 | | --- | --- | 152,405.30 | 149,943.30 | 369.00 | --- | | 150,312.30 | 2,093.00 | 2,462.00 | | |
| AIR CONDITIONER | 39,500.00 | | --- | --- | 39,500.00 | 38,212.00 | 193.00 | --- | | 38,405.00 | 1,095.00 | 1,288.00 | | |
| FURNITURE & FIXTURE | 127,410.96 | | --- | --- | 127,410.96 | 114,410.96 | 1,300.00 | --- | | 115,710.96 | 11,700.00 | 13,000.00 | | |
| GENERATOR | 12,096.00 | | --- | --- | 12,096.00 | 12,061.00 | 5.00 | --- | | 12,066.00 | 30.00 | 35.00 | | |
| REFRIGERATOR | 6,150.00 | | --- | --- | 6,150.00 | 4,277.00 | 281.00 | --- | | 4,558.00 | 1,592.00 | 1,873.00 | | |
| | 2,339,819.80 | | --- | --- | 2,339,819.80 | 1,841,332.80 | 82,361.00 | --- | | 1,923,693.80 | 416,126.00 | 498,487.00 | | |
| CORRESPONDING FIGURES | | | | | | | | | | | | | | |
| FOR THE PREVIOUS YEAR | 2,311,749.80 | 28,070.00 | --- | --- | 2,339,819.80 | 1,754,260.80 | 87,072.00 | --- | | 1,841,332.80 | 498,487.00 | | | |

NIDHAN COMMERCIAL COMPANY LIMITED

| Particulars | As at 31st March 2014 | | As at 31st March 2013 | |
|---|--------------------------|----|--------------------------|----|
| | Rs. | P. | Rs. | P. |
| <u>Note 2.9- Long Term Loans & Advances</u> | | | | |
| (Unsecured, considered good) | | | | |
| Deposit | 409,550.00 | | 411,550.00 | |
| Payment of Income Tax | 597,180.00 | | 651,000.00 | |
| Prepaid Expenses | 17,526.00 | | 31,623.00 | |
| Total | 1,024,256.00 | | 1,094,173.00 | |
| <u>Note 2.10 - Inventories</u> | | | | |
| (As taken, valued & certified by Management) | | | | |
| Raw Materials | 1,857,079.76 | | 2,821,300.24 | |
| Finished Goods | 7,986,438.00 | | 7,778,163.00 | |
| Total | 9,843,517.76 | | 10,599,463.24 | |
| <u>Note 2.11- Trade Receivables</u> | | | | |
| (Unsecured, considered good) | | | | |
| Trade receivables | | | | |
| Outstanding for a period more than 6 months from due date | 303,000.00 | | --- | |
| Other Trade Receivables | 74,505.00 | | 2,548.00 | |
| Total | 377,505.00 | | 2,548.00 | |
| <u>Note 2.12- Cash & Bank Balances</u> | | | | |
| Cash & Cash Equivalents | | | | |
| Balances with bank in current account | 617,321.30 | | 1,186,181.69 | |
| In Fixed Deposit Account with original Maturity of less than 3 months | 10,299.00 | | 9,916.00 | |
| Cash on hand (As certified by Management) | 72,432.92 | | 75,320.70 | |
| Total | 700,053.22 | | 1,271,418.39 | |
| <u>Note 2.13- Short Term Loans & Advances</u> | | | | |
| Prepaid Expenses | 40,871.00 | | 47,572.00 | |
| Total | 40,871.00 | | 47,572.00 | |
| <u>Note 2.14- Other Current Assets</u> | | | | |
| Interest Receivable | 5.00 | | 25.00 | |
| Total | 5.00 | | 25.00 | |

NIDHAN COMMERCIAL COMPANY LIMITED

| <u>Particulars</u> | For the year ended | | For the year ended | |
|---|----------------------|----|----------------------|----|
| | 31st March,2014 | | 31st March,2013 | |
| | Rs. | P. | Rs. | P. |
| <u>Note 2.15- Revenue from Operation</u> | | | | |
| Sale | 10,904,200.00 | | 10,003,000.00 | |
| Total | 10,904,200.00 | | 10,003,000.00 | |
| <u>Detail of Sales</u> | | | | |
| Jewellery | 10,904,200.00 | | 8,241,253.00 | |
| Cut & Polished Diamonds | --- | | 828,445.00 | |
| Gold (18 Kt) | --- | | 933,302.00 | |
| Total | 10,904,200.00 | | 10,003,000.00 | |
| <u>Note 2.16- Other Income</u> | | | | |
| Job work charges(Net) | --- | | 3,930.00 | |
| Interest received | 3,415.00 | | 6,147.00 | |
| Total | 3,415.00 | | 10,077.00 | |

NIDHAN COMMERCIAL COMPANY LIMITED

| <u>Particulars</u> | For the year ended | | For the year ended | |
|---|---------------------|----|----------------------|----|
| | 31st March 2014 | | 31st March 2013 | |
| | Rs. | P. | Rs. | P. |
| <u>Note 2.17 - Cost of Material consumed</u> | | | | |
| Raw Material consumed | | | | |
| Opening Stock | 2,821,300.24 | | 12,374,103.76 | |
| Add : Purchase (Including labour charges) | 7,758,832.85 | | 4,613,486.17 | |
| | 10,580,133.09 | | 16,987,589.93 | |
| Less : Closing Stock(Including goods received from dismantling of Finished Goods) | 1,857,079.76 | | 2,821,300.24 | |
| Total | 8,723,053.33 | | 14,166,289.69 | |
| Details of Raw Materials consumed | | | | |
| Gold 18Kt. | 3,942,813.51 | | 6,284,797.40 | |
| Cut & polished Diamonds | 4,613,732.00 | | 7,551,307.00 | |
| Others | 166,507.82 | | 330,185.29 | |
| Total | 8,723,053.33 | | 14,166,289.69 | |
| <u>Note 2.18 - Purchase of Stock-in-trade</u> | | | | |
| Cut & Polished Diamonds | --- | | 666,900.00 | |
| Gold (18Kt) | --- | | 692,504.00 | |
| Total | --- | | 1,359,404.00 | |
| <u>Note 2.19 - Change in Inventories of Finished Goods</u> | | | | |
| Inventories at the beginning of the year | | | | |
| Finished Goods | 7,778,163.00 | | --- | |
| Inventories at the end of the year | | | | |
| Finished Goods | 7,986,438.00 | | 7,778,163.00 | |
| Total | -208,275.00 | | -7,778,163.00 | |
| <u>Note 2.20 - Employee Benefits Expenses</u> | | | | |
| Salaries | 311,275.00 | | 304,500.00 | |
| Staff Welfare Expenses | 23,678.00 | | 24,163.00 | |
| Total | 334,953.00 | | 328,663.00 | |

NIDHAN COMMERCIAL COMPANY LIMITED

| <u>Particulars</u> | For the year ended | | For the year ended | |
|--|--------------------|----|--------------------|----|
| | 31st March, 2014 | | 31st March, 2013 | |
| | Rs. | P. | Rs. | P. |
| <u>Note 2.21 - Other Expenses</u> | | | | |
| Rent | 96,000.00 | | 96,000.00 | |
| Rates & Taxes | 6,370.00 | | 6,074.00 | |
| Packing Materials | 14,375.00 | | 11,145.00 | |
| Insurance charges | 40,976.00 | | 40,421.00 | |
| VAT paid | 1,130.00 | | 560.00 | |
| Profession Tax paid | --- | | 250.00 | |
| Membership & Subscription | 7,742.00 | | 6,742.00 | |
| Motor Car Expenses | 77,508.23 | | 80,522.00 | |
| Printing & Stationery | 20,517.00 | | 13,912.00 | |
| Travelling Expenses | 19,100.00 | | 24,300.00 | |
| Previous years' Adjustments | 3,100.00 | | --- | |
| Assortment charges | 25,000.00 | | 28,800.00 | |
| Telephone charges | 68,717.74 | | 68,749.50 | |
| Listing & Filing Fees | 13,797.80 | | 13,797.80 | |
| Bank charges | 600.00 | | 738.00 | |
| Advertisement | 26,949.00 | | 19,009.00 | |
| General charges | 7,179.70 | | 8,398.33 | |
| Electricity charges | 136,998.00 | | 134,549.80 | |
| Security Service charges | 44,460.00 | | 45,085.00 | |
| Books & Periodicals | 420.00 | | 840.00 | |
| Computer Expenses | 320.00 | | 7,946.00 | |
| Conveyance charges | 10,445.00 | | 15,747.00 | |
| Legal & Professional charges | 8,311.00 | | 8,621.00 | |
| Repairs & Maintenance | 27,136.00 | | 29,543.30 | |
| Postage & Courier charges | 1,669.00 | | 1,608.00 | |
| Designing charges | 25,700.00 | | 24,600.00 | |
| <u>Auditors' Remuneration</u> | | | | |
| As Audit Fees | 12,360.00 | | 11,236.00 | |
| For Tax Audit | 2,247.00 | | 2,247.00 | |
| For issue of certificate | 842.00 | | 9,830.00 | |
| For Taxation matters | 10,603.00 | | 3,371.00 | |
| For Company Law Matters | 1,123.00 | | --- | |
| Total | 711,696.47 | | 714,642.73 | |

Note - 2.22 - Finance Cost

| | | |
|-------------------|-------------------|-------------------|
| Interest Expenses | | |
| To Directors | 243,463.00 | 223,389.00 |
| Total | 243,463.00 | 223,389.00 |

NIDHAN COMMERCIAL COMPANY LIMITED

2.23 As the Company's business activity falls within a single business segment viz. Jewellery, the disclosure requirements of Accounting Standards (AS 17) "Segment Reporting" issued by Central Government are not applicable.

2.24 **Related parties disclosure :**

A) Particulars of Associate Companies.

Welworth Investments Private Ltd.

B) Key Management Personnel :

- i) Ratan Lal Dugar (Director)
- ii) Surendra Kumar Dugar (Director)
- iii) Sanjay Gandhi (Director)

C) Transaction with Associate Companies.

| | <u>31.3.2014</u> | <u>31.3.2013</u> |
|---------------------------------|------------------|------------------|
| Rent paid | 96,000.00 | 96,000.00 |
| Deposit against office premises | 391,000.00 | 391,000.00 |
| Telephone charges received | 4,380.00 | 2,548.00 |

D) Transaction with Key Management Personnel :

| | | |
|--|--------------|--------------|
| i) Interest paid | 243,463.00 | 223,389.00 |
| ii) Loan amount payable at the end of the year | 356,742.00 | 2,062,626.00 |
| iii) Loan amount repaid during the year | 1,925,000.00 | --- |

2.25 **Earning per share :**

| | <u>31.3.2014</u> | <u>31.3.2013</u> |
|----------------------------|------------------|------------------|
| Net Profit after Tax (Rs.) | 697,285.20 | 630,469.58 |
| No. of Equity Shares | 240,950 | 240,950 |
| Earning per Share (Rs.) | 2.89 | 2.62 |

2.26 Disclosure pertaining to Micro, Small & Medium Enterprises (As per information available with the Company).

| <u>Sl.No.</u> | <u>Particulars</u> | <u>Rs.</u> | <u>Rs.</u> |
|---------------|--|------------|------------|
| 1 | Principal amount due outstanding | -- | -- |
| 2 | Interest due on (1) above and unpaid | -- | -- |
| 3 | Interest paid to the supplier | -- | -- |
| 4 | Payments made to the supplier beyond the appointed day during the year. | -- | -- |
| 5 | Interest due and payable for the period of delay. | -- | -- |
| 6 | Interest accrued and remaining unpaid | -- | -- |
| 7 | Amount of further interest remaining due and payable in succeeding year. | -- | -- |

2.27 Previous year's figures have been re - arranged / re - grouped to make them comparable with current year's figures.

As per our Report Annexed

For S. M. DAGA & CO.

Chartered Accountants

Firm Registration No.303119E

For Nidhan Commercial Co. Ltd.

Sd/- J.M.Daga

Partner

Membership No. 52489

Sd/- Ratanlal Dugar

Sd/- Surendra Kumar Dugar

DIRECTORS

11, CLIVE ROW, KOLKATA - 700 001

DATED, THE 29th DAY OF MAY, 2014.

NIDHAN COMMERCIAL COMPANY LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014

| | <u>FOR THE YEAR ENDED 31st MARCH, 2014 Rs.</u> | <u>FOR THE YEAR ENDED 31st MARCH, 2013 Rs.</u> |
|---|--|--|
| A. <u>CASH FLOW FROM OPERATING ACTIVITIES:</u> | | |
| Net Profit before tax and extra ordinary items | 1,020,363 | 911,780 |
| <u>Adjustment for :</u> | | |
| Depreciation | 82,361 | 87,072 |
| Foreign Exchange | NIL | NIL |
| Profit / Loss on sale of Fixed Assets | NIL | NIL |
| Profit on sale of Investments | NIL | NIL |
| Interest received | (3,415) | (6,147) |
| Dividend received | NIL | NIL |
| Operating Profit before working capital changes | 1,099,309 | 992,705 |
| <u>Adjustment for :</u> | | |
| Trade Receivable | (374,957) | (664) |
| Long Term Loans & Advances | 69,917 | (116,228) |
| Short Term Loans & Advances | 6,701 | (8,616) |
| Other Current Liabilities | (81,934) | (180,403) |
| Other Current Assets | 20 | --- |
| Inventories | 755,945 | 1,774,640 |
| Trade Payable | 9,048 | (1,358,113) |
| Cash Generated From Operations | 1,484,049 | 1,103,321 |
| Interest Paid | NIL | NIL |
| Direct Taxes Paid | (334,879) | (172,493) |
| Cash Flow Before Extra Ordinary Items | 1,149,170 | 930,828 |
| Extra Ordinary Items | NIL | NIL |
| Net Cash Flow From Operating Activities | 1,149,170 | 930,828 |
| B. <u>CASH FLOW FROM INVESTING ACTIVITIES:</u> | | |
| Purchase of Fixed Assets | NIL | (28,070) |
| Sale of Fixed Assets | NIL | NIL |
| Acquisition of companies | NIL | NIL |
| Purchase of Investment | NIL | NIL |
| Sale of Investments | NIL | NIL |
| Interest Received | 3,415 | 6,147 |
| Dividend | NIL | NIL |
| Net Cash Flow from Investing Activities | 3,415 | (21,923) |

Contd....

NIDHAN COMMERCIAL COMPANY LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014(Contd).

| | FOR THE YEAR ENDED 31st MARCH, 2014 Rs. | FOR THE YEAR ENDED 31st MARCH, 2013 Rs. |
|--|--|--|
| C. CASH FLOW FROM FINANCING ACTIVITIES: | | |
| Short Term Borrowings | (1,723,950) | 181,453 |
| Proceeds from Issue of Share Capital | NIL | NIL |
| Proceed from Long Term Borrowings | NIL | NIL |
| Re - Payment of Finance Loan Liabilities | NIL | NIL |
| Dividend Paid | NIL | NIL |
| Net Cash used in Financing Activities | <u>(1,723,950)</u> | <u>181,453</u> |
| Net increase in cash and cash equivalents (A+B+C) | (571,365) | 1,090,358 |
| Cash & Cash Equivalent (Opening Balance) | 1,271,418 | 181,060 |
| Cash & Cash Equivalent (Closing Balance) | <u>700,053</u> | <u>1,271,418</u> |

As per our Report Annexed
For S.M. DAGA & CO.
CHARTERED ACCOUNTANTS
Firm Registration No.303119E

For Nidhan Commercial Co. Ltd.

11, CLIVE ROW, KOLKATA - 700 001.
DATED, THE 29th DAY OF MAY, 2014.

Sd/- J. M. Daga
PARTNER
Membership No. 52489

Sd/- Ratanlal Dugar
Sd/- Surendra Kumar Dugar
DIRECTORS