

DHANVERDHI EXPORTS LIMITED
CIN : L52110DL1985PLC020895
DIRECTOR'S REPORT TO THE MEMBERS

Your Directors have pleasure in presenting their 29th Annual Report together with the Audited Statement of Accounts for the year ended 31st March, 2014.

FINANCIAL RESULTS

(Amount in ₹)

	Year ended 31 st March, 2014	Year ended 31 st March, 2013
Profit/(Loss) Before Tax	1,25,023.29	1,40,060.99
Adjustment for:		
Provision for Taxation	(27,980.00)	(26,688.00)
Deferred Tax Asset/Liability	56,699.00	64,953.00
Short Provision for Income Tax/FBT	(1,770.00)	--
Profit After Taxation	1,51,972.29	1,78,325.99
Balance Brought Forward	20,47,828.34	18,69,502.35
Balance Carried to Balance Sheet	21,99,800.63	20,47,828.34

DIVIDEND

In order to consolidate the Companies financial position, your director considers it prudent not to recommend dividend for the year under review.

DIRECTORS

Shri Uttam Banerjee, Director retire by rotation on this Annual General Meeting and being eligible offer himself for re-appointment.

PUBLIC DEPOSITS

The Company has not accepted any deposits from the Public in the meaning of section 58A of the Companies Act, 1956.

EMPLOYEES

There was no employee of the Company Coming under the Purview of disclosure required under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975.

AUDITOR'S & AUDITOR'S REPORT

The Auditors of the Company, Messrs A.K. Meharia & Associates, Chartered Accountants, retires at the Conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

The notes on accounts referred to the Auditors Report are self explanatory and therefore, do not call for any further explanation.

CORPORATE GOVERNANCE

The detailed Report on Corporate Governance in terms of Clause 49 of the Listing Agreement is attached to the Annual Report.

DHANVERDHI EXPORTS LIMITED

CIN : L52110DL1985PLC020895

DIRECTOR'S REPORT

: 2 :

SUBSIDIARY

The Company do not have any subsidiary company during or at the end of the year.

DEPOSITORY SYSTEM & LISTING OF SHARES

The Company's script has come under compulsory dematerialization for all investors. The ISIN no. allotted to the equity shares of the company is INE917C01013. The Equity Shares of the Company are listed on The Calcutta Stock Exchange Association Ltd , The Delhi Stock Exchange Association Ltd and Bangalore Stock Exchange Ltd.

STATUTORY INFORMATION

The Company being basically in the non manufacturing activity during the year under review, requirement regarding the disclosures of particulars of conservation of energy and technology absorption prescribed by the rules are not applicable.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING & OUTGO

The information required u/s. 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosure in the Report of the Board of Directors) Rules, 1988 with respect to conservation of Energy, Technology absorption are not applicable to the company. The Company has no foreign exchange outflow or inflow during the year under review.

ACKNOWLEDGEMENTS

Your Directors acknowledge the support and gratitude of the shareholders, Investors & Bankers. Last but not the least, your Directors place on record their sense of appropriation of the valuable contribution made by the employees of the Company.

MANAGEMENT DISCUSSION & ANALYSIS

In order to avoid duplication between the Directors Report and the Management discussion and Analysis, we present below a composite summary as stipulated under clause 49 of the Listing Agreement with the Stock Exchanges in India of the same herein below:

During the year under review, your company could not indulge in the manufacturing or trading activities despite the best of the efforts. For maximum utilization of the company's funds, the resources of the company have invested in financing activities. The main activity of the company is financing and investment/ trading in shares.

DHANVERDHI EXPORTS LIMITED

CIN : L52110DL1985PLC020895

DIRECTOR'S REPORT

: 3 :

OPPORTUNITIES & THREATS, RISKS & CONCERNS, PERFORMANCE AND OUTLOOK

The Company bears the normal risk in terms of inherent business risk in the kind of business the company is into. The Board of the company has taken a balanced approach for investing in these activities.

RISK & CONCERNS

Over the years, your Company has achieved an appropriate balance between risk and returns by setting up an efficient risk mitigation system to meet various forms of financial and other risks. The primary risks that the company is exposed to are, credit risk, market risk and operational risk. Deriving from the long years of experience in financing and trading in securities, your Company's credit policy framework is designed to provide the right balance between business growth and portfolio quality. The Company's philosophy of not outsourcing the credit appraisal process has ensured that credit filters are uniformly applied by experienced and well-trained employees. The Audit Committee, lays down policies and tolerance levels that involve assessing of various types of risks and altering the asset-liability portfolio in a dynamic way, in order to manage such risks. Liquidity and interstate risks, within the limits laid down by the board, are constantly monitored by the Audit Committee. The Risk Management framework is dynamic and will continue to evolve in line with the emerging risk perceptions.

During the year, your Company has constituted a Risk Management. Committee, in accordance with the Guidelines on Corporate Governance issued by the Reserve Bank of India, to monitor the risk management framework on an ongoing basis with a view to ensuring that risk parameters are within defined limits. Consequently, the scope of the Audit Committee has been appropriately redefined.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis Report describing our Company's objectives, expectations or predictions may be forward looking within the meaning of applicable regulations and other legislations. Actual results may differ materially from those expressed in the statement. Important factors that could influence Company's operations include global and domestic financial market conditions affecting the interest rates, availability of resources for the financial sector, market for lending, changes in regulatory directions issued by the Government, tax laws, economic situation and other relevant factors.

EMPLOYER EMPLOYEE RELATIONSHIP

The company maintained a cordial relationship with its employees which resulted in smooth flow of business operations during the period under review.

DHANVERDHI EXPORTS LIMITED
CIN : L52110DL1985PLC020895
DIRECTOR'S REPORT

: 4 :

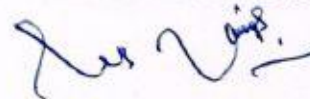
DIRECTOR'S RESPONSIBILITY STATEMENT

In accordance with section 217(2AA) of the Companies Act, 1956 the Directors of the Company hereby state that:

- a) In the preparation of the Annual Accounts, the applicable accounting standards have been followed.
- b) The Directors had selected such accounting policies and applied them consistently and made judgment 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 or loss of the company for that period.
- c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- d) The Directors had prepared the annual accounts on a going concern basis.

For and on behalf of the Board

Place: New Delhi
Dated: 28/05/2014



REPORT ON CORPORATE GOVERNANCE

1. **Company's Philosophy on Corporate Governance:**

The Company's philosophy on Corporate Governance is to enhance the long term economic value of the company its stakeholders and the society at large by adopting better corporate practices in fair and transparent manner by aligning interest of the company with its shareholders and other key stakeholders.

Your Company continues to follow procedures and practices in conformity with the code of Corporate Governance outlined in the listing agreement.

2. **Board of Directors:**

Composition of the Board, Directorships & Committee positions held in other companies and shares held as on 31st March 2014:

As on 31st March 2014, the Company had 3 Directors. The Board of Directors Comprise of three Non-executive Independent Directors.

Directors	Category	Board Meeting Attended	Annual General Meeting Attended	Directorships in other Companies *	Committee Membership*	Committee Chairmanship **
Uttam Banerjee	Non Executive Independent	8	Yes	01	02	02
Pratap Ram Ganguly	Non Executive Independent	8	Yes	00	03	00
Deba Prasad Banerjee	Non Executive Independent	8	Yes	01	02	01

* Other directorships do not include directorship of private limited companies, companies registered u/s 25 of Companies Act and of companies incorporated outside India.

** Chairmanship/Membership of Board committees includes Membership of Audit, Remuneration and shareholders/Investor's grievance committees only.

** No Director is a member of more than 10 committees or chairman of more than 5 committees across all companies in which he is a Director.

Number of Board Meetings held & dates on which meeting held:

Number of Board Meetings Held : 08



DHANVERDHI EXPORTS LIMITED

CIN: L52110DL1985PLC020895

Date on which held : 30th April 2013, 23rd May 2013,
28th June 2013, 31st July 2013,
31st October 2013, 12th Nov.
2013, 31st January 2014 and 18th
March 2014

Role of Independent Directors:

The independent directors devote sufficient time and attention to professional obligations for informed and balanced decision making at the Board and various committee meetings. They regularly update and refresh skills, knowledge and familiarity with the Company and actively and constructively participate in the meetings.

Name of directors and their shareholding in the Company as on 31st March 2014 are as follows:

Name of Directors	No. of Shares held
Uttam Banerjee	Nil
Pratap Ram Ganguly	15000
Deba Prasad Banerjee	47500

Changes in Composition of the Board of Directors since Last Report:

There are no changes in the composition of the Board of Directors of the Company since last Report.

Disclosures in relation to the appointment/re-appointment of Directors:

As required under Clause 49(IV)(G)(i) of the Listing Agreements, brief profiles of the directors are appended below:

a) Uttam Banarjee

Name of the Director	Mr. Uttam Banerjee
Father's Name	Late Ananda Prasad Banerjee
Director Identification No.(DIN)	00607337
Date of Birth	07.04.1960
Date of Appointment	10.06.2002
Qualifications	B.Com
Experience	Mr. Uttam Banerjee is a Commerce Graduate from Burdwan University having experience of over 32 Years in Capital Market. He is recognized for his experience in the field of Accounts, Investments and Fund Management.
Directorship in other Companies	Valley Magnesite Company Limited Swagtam Distributors Private Limited Vidyut Dealers Private Limited Sashwat Infraprojects Private Limited
Chairman/Member of the	Chairman :



DHANVERDHI EXPORTS LIMITED
CIN: L52110DL1985PLC020895

Committee of the Board of Directors of the Company	Audit Committee Shareholder's / Investors Grievance Committee
Membership / Chairmanship of Committees of the other public companies in which he is a Director	Valley Magnesite Company Limited Member: Audit Committee Shareholder's / Investors Grievance Committee
No.of Shares held in the Company	Nil

b) Pratap Ram Ganguly

Name of the Director	Mr.Pratap Ram Ganguly
Father's Name	Sri Ramdhan Ganguly
Director Identification No.(DIN)	00607399
Date of Birth	16.12.1963
Date of Appointment	10.06.2002
Qualifications	B.Com
Experience	Mr. Pratap Ram Ganguly is a Commerce Graduate from Burdwan University having experience of over 28 Years in Capital Market. He is recognized for his experience in the field of Accounts & Investments .
Directorship in other Companies	Bright Finance Private Limited Core Mercantiles Private Limited Superlight Finance Private Limited Himatsingka Agencies Private Limited
Chairman/Member of the Committee of the Board of Directors of the Company	Member : Audit Committee Shareholder's / Investors Grievance Committee
Membership / Chairmanship of Committees of the other public companies in which he is a Director	Nil
No.of Shares held in the Company	15000

c) Deba Prasad Banarjee

Name of the Director	Mr.Deba Prasad Banerjee
Father's Name	Late Rash Behari Banerjee
Director Identification No.(DIN)	00607358
Date of Birth	01.01.1955
Date of Appointment	27.12.2004
Qualifications	B.Com



DHANVERDHI EXPORTS LIMITED**CIN: L52110DL1985PLC020895**

Experience	Mr. Deba Prosad Banerjee is a Commerce Graduate from Kolkata University having experience of over 36 Years in Capital Market. He is recognized for his experience in the field of Investments.
Directorship in other Companies	Ganodaya Finlease Limited Bright Finance Private Limited
Chairman/Member of the Committee of the Board of Directors of the Company	Member : Audit Committee Shareholder's / Investors Grievance Committee
Membership / Chairmanship of Committees of the other public companies in which he is a Director	Ganodaya Finlease Limited Member: Audit Committee Shareholder's / Investors Grievance Committee
No.of Shares held in the Company	47500

Code of Conduct:

The Company has a code of conduct applicable to all Board Members & Senior Management staff for avoidance of conflict of interest between each of the above individuals and the Company. Each Board Members & Senior Management staff declare their compliance with the Code of Conduct as at the end of each Financial Year. The required declarations in respect of the Financial Year 2013-14 have been received. There was no materially significant transactions during the Financial Year with Board Members & Senior Management, including their relatives that had or could have had a potential conflict of interest with the Company.

3. Audit committee

The Audit committee was set up by the Board of Directors, The terms of reference of this committee were the matters specified for Audit committee under clause 49 of the listing Agreement entered into with the Stock Exchange. The terms of reference also confirm to the requirements of Section 292A of the Act.

a) Details of the Audit Committee Meetings Held :

<u>Date of Meeting</u>	<u>No. of Members Attended</u>
29.04.2013	Three
03.07.2013	Three
30.07.2013	Three
30.10.2013	Three
30.01.2014	Three



DHANVERDHI EXPORTS LIMITED
CIN: L52110DL1985PLC020895

b) The Composition of the Committee and the attendance of each member at Meetings were as follows:

Members	Designation	Category	No. of Meeting Attended
Uttam Banerjee	Chairman	Non Executive Non Independent	4
Pratap Ram Ganguly	Member	Non Executive Independent	4
Deba Prasad Banerjee	Member	Non Executive Independent	4

The Audit Committee has been reconstituted by the Board of Directors w.e.f 14/07/2014. The new constitution would be as follows:

Members	Designation	Category
Pratap Ram Ganguly	Chairman	Non Executive Independent
Sambhu Nath Modi	Member	Non Executive Independent
Uttam Banerjee	Member	Non Executive Non Independent

4. **Nomination and Remuneration Committee (Formerly Remuneration Committee):**

As on 31st March 2014, the company has not constituted any remuneration committee. In compliance with Section 178 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 and revised Clause 49 of the Listing Agreement, Remuneration Committee were renamed "Nomination and Remuneration Committee" of the Board of Directors of the Company.

The Nomination and Remuneration Committee has been constituted w.e.f 14/07/2014 , The Constitution would be as follows:-

Members	Designation	Category	No.of.Meeting Attended
Pratap Ram Ganguly	Chairman	Non Executive Independent	NIL
Sambhu Nath Modi	Member	Non Executive Independent	NIL
Sudha Agarwalla	Member	Executive Non Independent	NIL



The terms of reference to this committee include:

- The Committee shall identify persons who are qualified to become directors and who may be appointed as Key Managerial Persons in accordance with criteria laid down, recommend the board their appointment and removal and shall carry out evaluation of every director's performance.
- This Committee is empowered to review and recommend the Board of Directors, remuneration and commission of directors and other senior executives of the Company.
- This Committee shall formulate a remuneration policy in accordance with the applicable provisions of the Companies Act 2013 and Listing Agreement, amended from time to time.

Remuneration of Directors:

The Company is not paying any remuneration to the Non-executive Directors.

5. **Stakeholders Relationship and Investors Grievance Committee (Formerly Shareholder's/Investors Grievance Committees):**

Stakeholders Relationship and Investors Grievance Committee has been reconstituted by the Board of Directors w.e.f. 14/07/2014 in compliance with Section 178 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 and revised Clause 49 of the Listing Agreement. The Committee is responsible for the satisfactory redressal of Investors grievances and recommends measures for overall improvement in the quality of investor's services.

During the year 2013-14, one meeting of the Shareholder's/Investors Grievance Committees was held on 18/07/2013.

The Composition of the Committee and the attendance of each member of the committee are given below:

Name of the Director	Designation	No. of Meeting Attended
Pratap Ram Ganguly	Chairman	1
Sambhu Nath Modi	Member	1
Uttam Banerjee	Member	1

No complaints have been received during the year regarding transfer of shares and/or non receipt of balance sheet etc.



DHANVERDHI EXPORTS LIMITED
CIN: L52110DL1985PLC020895

The terms of reference to this committee include:

- Review, on periodic basis, status of grievances relating to transfer, transmission of shares, issue of duplicate shares.
- Monitor expeditious redressal of Investors grievances.
- Review instances of non-receipt of Annual Report.
- Consider all matters related to all security holders of the Company.

6. **General Body Meetings:**

a) **Location, Place and time where last three Annual General Meetings were held are given below:-**

Financial Year	Date of AGMs	Location	Time
2012-2013	28 th September 2013	E-947, Chittranjan Park, New Delhi	01.00 P.M
2011-2012	28 th September 2012	E-947, Chittranjan Park, New Delhi	01.00 P.M
2010-2011	29 th September 2011	E-947, Chittranjan Park, New Delhi	01.00 P.M

b) **Special Resolutions passed at previous three AGMs:-**

No Special Resolution was put through postal ballot or otherwise at previous three AGM's

c) No Extraordinary General Meeting of the members was held.

7. **Disclosures:**

a) **Disclosures on materially significant related party transaction:**

Your Company has not entered into any transaction of a material nature except transactions with related parties which are furnished under Notes to the Financial Statements as stipulated under AS-18.

b) **Details of non-compliance(s) by the Company:**

The Company has complied with all the requirements of the listing agreements with the Stock Exchange(s) as well as regulations and guidelines of the SEBI. No penalties have been imposed or strictures has been issued by SEBI, Stock Exchanges or any Statutory Authorities on matters relating to Capital Markets during the last three years.

8. **Means of Communication:**

The Annual, Half Yearly and Quarterly results are submitted to the stock exchanges in accordance with listing agreement and published in newspapers. These are not sent individually to shareholders.

Management Discussion and Analysis Report is an integral part of annual report.



DHANVERDHI EXPORTS LIMITED
CIN: L52110DL1985PLC020895

9. **Management Discussion & Analysis Report:**

The Company's performance is up beating. The Company does not foresee any threat in terms of investment policy and return on instrument as such the company is taking all its offers to overcome such unforeseen threat and to exceed in the concerned fora. The management is hopeful in achieving a better result in future.

10. **General Shareholders Information:**

a) **Annual General Meeting**

Date : 27th September, 2014.
Time : 1.00 PM
Venue : Registered Office;
E-947,
Chittaranjan Park, New Delhi-110019

b) **Financial year of the Company** : 2013-2014

c) **Book Closure Date** : 22nd September, 2014 to 27th September, 2014
(Both day inclusive)

d) **Dividend payment date (if any)** : Not recommended

e) **Listing on Stock Exchanges :**

The Company has listed its shares at – Stock Exchanges as stated below:

<u>Sl.No.</u>	<u>Name of Stock Exchanges</u>
01.	The Delhi Stock Exchange Association Ltd.

f) **Market Price Data** : Company's Shares are not frequently traded in any of the Stock Exchanges.

g) **Registrar and share transfer Agent** (for Both: Physical and Dematerialized share transfers)

Niche Technologies Pvt.Ltd
D-511, Bagree Market,
71, B.R.B.Basu Road,
Kolkata- 700 001.
E-Mail Id: nichetechpl@nichetechpl.com

All requests received by the Registrar and Share Transfer Agent/Company for Dematerialisation/Re-materialisation/transfer is disposed off expeditiously. Share Certificates duly endorsed are issued/transferred to all those shareholders, who opt for shares in the physical Form.



DHANVERDHI EXPORTS LIMITED
CIN: L52110DL1985PLC020895

h) Distribution of Shareholding as on 31.03.2014:-

No. of Equity Shares held	No. of Share-Holders	% of Share-holders	No. of Share held	% of Share holdings
Upto 500	00	00.00	0	0
501-1000	00	00.00	0	0
1001-5000	03	5.88	14800	1.48
5001-10000	13	25.49	94300	9.43
10001- & above	<u>35</u>	<u>68.63</u>	<u>890900</u>	<u>89.09</u>
	<u>51</u>	<u>100.00</u>	<u>1050000</u>	<u>100.00</u>

i) Categories of Shareholders as on 31.03.2014 :-

Category	No. of Share-Holders	% of Share-holders	No. of Share held	% of Share held
Promoters Bodies	0	0.00	0	00.00
Corporate	02	3.92	278750	27.88
Public	49	96.08	721250	72.12
	<u>51</u>	<u>100.00</u>	<u>1000000</u>	<u>100.00</u>

j) Dematerialization of Shares and liquidity:

Nil Equity Shares have been dematerialized upto 31st March, 2014.

k) The company has yet to get themselves registered with CDSL and/or NSDL to get the ISIN No. and Stock Code no. of the shares.



DHANVERDHI EXPORTS LIMITED
CIN: L52110DL1985PLC020895

- l) Address for Correspondence:
Registered Office
E-947,
Chittranjan Park, New Delhi
Phone: (033)2243-6242/6243
Fax : (033)2231-0835
E-Mail Id: dhanverdhiexports@yahoo.in

11. **Compliance of Clause 49 pertaining to mandatory requirements & Auditors Certificate on Corporate Governance:**

The Company has complied with all the mandatory requirements on Corporate Governance as specified in Clause 49 of the Listing Agreement with the Stock Exchanges.

As required under Clause 49 of the Listing Agreement, the Auditor's Certificate on compliance of the Corporate Governance norms is attached.

Registered Office : E-947, Chittaranjan Park,
New Delhi-110 019.

Dated: The 29th day of August, 2014

By order of the Board
For Dhanverdhi Exports Ltd


(Uttam Banerjee)
Director



A. K. MEHARIA & ASSOCIATES
Chartered Accountants

2, GARSTIN PLACE, 5TH FLOOR
KOLKATA 700 001
PHONE: 2243 4659/4660
EMAIL: akmeharia@gmail.com

**AUDITOR'S CERTIFICATE ON COMPLIANCE OF CONDITIONS OF
CORPORATE GOVERNANCE.**

To,
The Members of Dhanverdhi Exports Limited,
Kolkata

We have examined the compliance of conditions of Corporate Governance as stipulated in clause 49 of the Listing Agreement by Dhanverdhi Exports Limited for the year ended 31st March, 2014.

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

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the management, we certify that the company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

We state that no investor grievance is pending for a period exceeding one month against the company as per the records maintained by the Shareholders Grievance Committee.

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

Suman

Prem Suman
Partner
Membership No. 66806
For A.K. Meharia & Associates
Chartered Accountants
FRN. 324666E

Place: Kolkata.

Dated: 29.8.14



AUDITOR'S REPORT TO THE SHAREHOLDERS

Report on the Financial Statements

We have audited the accompanying financial statements of **DHANVERDHI EXPORTS LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, 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 referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

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



: 2:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2014;
- (b) in the case of the statement of Profit and Loss, of the profit for the year ended on that date; and
- (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 (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
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 those books and proper returns adequate for the purposes of our audit have been received from branches;
 - (c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account and with the returns received from branches not visited by us;
 - (d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956 read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013;
 - (e) on the basis of written representations received from the directors as on 31st March 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - (f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For A.K. Meharia & Associates
Chartered Accountants

Suman

(Prem Suman)
Partner
Membership No.066806
Firm Reg. No.324666E

Dated: 28.5.14



: 3 :

ANNEXURE TO THE AUDITOR'S REPORT

(Referred to in paragraph 1 of our report of even date)

- i) The Company has no fixed assets
- ii) The company does not have any inventories. According clause (ii)(b) & (c) are not applicable.
- iii) The Company has not granted any loans, secured or unsecured to Companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956 Accordingly, the clauses 4(iii)(b) to (d) of the order are not applicable. As per clause 4(iii)(e) the company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under sec 301 of the Companies Act, 1956.
- iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and nature of its business for the Purchase of inventory, fixed assets, and for the sale of goods. During the course of our audit, we have not observed any major weakness in internal control system.
- v) In our opinion and according to information and explanation given to us, there are no contract and arrangements transactions that need to be entered into a register maintained under section 301 of the Companies Act, 1956. Accordingly, the clause 4(v) (b) of the order is not applicable.
- vi) The company has not accepted any deposit from the public within the meaning of sec. 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed there under.
- vii) In our opinion, the Company has an internal audit system commensurate with the size of the company and nature of its business.
- viii) In our opinion maintenance of Cost record under clause (d) of Sub section (1) of section 209 of the Companies Act, 1956 as prescribed by the Central Government, are not applicable to the Company.
- ix)
 - a) In our opinion and according to the records of the company, the company is regular in depositing with the appropriate authorities undisputed statutory dues as specified in clause 4(ix)(a) of the order and applicable to the company.
 - b) According to information and explanations given to us ,no undisputed amount payable in respect of the aforesaid dues were outstanding as at 31st March, 2014 for a period of more than six months from the date they become payable.



A. K. MEHARIA & ASSOCIATES

Chartered Accountants

2, GARSTIN PLACE, 5TH FLOOR
KOLKATA 700 001
PHONE/FAX : (033)2243 4659/4660

: 5 :

- c) According to the information and explanations given to us, there are no dues of Sales Tax, Income Tax, Custom Duty, Wealth Tax, Excise Duty, Service Tax and Cess, which have not been deposited on account of any dispute.
- x) The company does not have accumulated losses at the end of financial year and has incurred cash loss in the current financial year but not in the immediately preceding financial year.
- xi) The Company does not owe any amount from financial institutions, banks and debenture holders during the year.
- xii) According to the information and explanations given to us, the company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures or any other securities.
- xiii) The Company is not a chit fund or nidhi/mutual benefit fund/society, therefore clause 4(xiii) of the order is not applicable to the company.
- xiv) In our opinion, proper records have been maintained and timely entries have been made therein in respect of transactions of dealing in shares, securities and other investments and contracts. The shares, securities and other investments are held by the company in its own name
- xv) In our opinion and according to information and explanation given to us the company has not given any guarantee for loans taken by others from bank or financial institutions.
- xvi) According to the information and explanations given to us, the Company has not applied or obtained any term Loan during the year.
- xvii) During the year under review, the company has not raised any funds.
- xviii) The Company has not made any preferential allotment of shares during the year.
- xix) The Company has not issued any debentures during the year.
- xx) The Company has not raised any money by Public issue during the year.
- xxi) In our opinion and according to information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

Suman
(Prem Suman)
Partner
Membership No. 066806
For A.K. Meharia & Associates.
Chartered Accountants
FRN: 324666E

Dated: 28.5.22



DHANVERDHI EXPORTS LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2014

<u>EQUITY AND LIABILITIES</u>	NOTES	(Amount in ₹)	
		AS AT 31ST MARCH, 2014	AS AT 31ST MARCH, 2013
<u>Shareholders Fund</u>			
Share Capital	1	10,000,000.00	10,000,000.00
Reserve & Surplus	2	2,199,800.63	2,047,828.34
<u>Current Liabilities</u>			
Other Current Liabilities	3	47,824.00	30,148.00
Short Term Provisions	4	195,985.00	168,005.00
Total		12,443,609.63	12,245,981.34
<u>ASSETS</u>			
<u>Non-Current Assets</u>			
Non-Current Investments	5	4,363,055.90	4,363,055.90
Deferred Tax Assets(Net)	6	354,371.00	297,672.00
<u>Current Assets</u>			
Current Investments	7	6,953,970.36	6,969,841.67
Cash & Bank Balances	8	486,206.37	379,405.77
Short Term Loans & Advances	9	286,006.00	236,006.00
Total		12,443,609.63	12,245,981.34
Significant Accounting Policies	19		

The accompanying Notes of Accounts are an integral part of financial statements.

As per our report of even date

For A.K. Meharia & Associates
Firm Registration Number-324666E
Chartered Accountants

Suman

(Prem Suman)

Partner

Membership Number 066806

Place: Kolkata

Dated : The 28th day of May, 2014

For and on behalf of Board

S.P. Banerjee

Changuly



DHANVERDHI EXPORTS LIMITED

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

		For the Year 2013 - 2014	(Amount in ₹) For the Year 2012 - 2013
<u>INCOME</u>			
Revenue from Operation		-	-
Other Income	10	398,287.79	385,234.32
Total Revenue		398,287.79	385,234.32
<u>EXPENSES</u>			
Employee Benefit Expenses	11	72,000.00	60,000.00
Others expenses	12	201,264.50	185,173.33
Total Expenses		273,264.50	245,173.33
Profit/(Loss) Before Tax		125,023.29	140,060.99
<u>Tax Expense:</u>			
Current Tax		(27,980.00)	(26,688.00)
Deferred Tax		56,699.00	64,953.00
Short Provision for Income Tax		(1,770.00)	-
Profit/(Loss) for the Period		151,972.29	178,325.99
Earning Per equity Share-Basic & Diluted	13	0.15	0.18
Face Value Per Share (In ₹)		10.00	10.00
Significant Accounting Policies	19		

The accompanying Notes of Accounts are an integral part of financial statements.

As per our report of even date

For A.K. Meharia & Associates
Firm Registration Number-324666E
Chartered Accountants

Suman

(Prem Suman)
Partner
Membership Number 066806
Place: Kolkata
Dated : The 28th day of May, 2014

For and on behalf of Board

[Handwritten signatures]



DHANVERDHI EXPORTS LIMITED

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

		(Amount in ₹)	
		AS AT 31ST MARCH, 2014	AS AT 31ST MARCH, 2013
<u>CASH FLOW FROM OPERATING ACTIVITIES</u>			
	Net Profit Before Taxation	125,023.29	140,060.99
	Adjustment For:		
	Profit on sale of investment	(398,287.79)	(384,446.48)
	Operating Loss before working capital changes	(273,264.50)	(244,385.49)
	Increase/(Decrease) in current liabilities & Provisions	17,676.00	(11,382.00)
	Income Tax Paid for Earlier Year	(1,770.00)	-
	Net cash Flow from Operating Activities A)	(257,358.50)	(255,767.49)
<u>CASH FLOW FROM INVESTMENTS ACTIVITIES</u>			
	Proceeds from sale of investment	6,379,043.14	6,087,724.66
	Purchase of investment	(5,964,884.04)	(5,654,717.64)
	Net Cash Flow from Investment Activities B)	414,159.10	433,007.02
<u>CASH FLOW FROM FINANCING ACTIVITIES</u>			
	(Increase)Decrease in Loans & Advances	(50,000.00)	(35,000.00)
	Net Cash Flow from Financing Activities C)	(50,000.00)	(35,000.00)
	Net Increase /(decrease) in cash & cash equivalent (A+B+C)	106,800.60	142,239.53
	Cash & Cash Equivalent (opening Balance)	379,405.77	237,166.24
	Cash & Cash Equivalent (Closing Balance)	486,206.37	379,405.77

Notes:

- 1 The Cash Flow statement has been prepared under the indirect method as set out in Accounting Standard (AS) 3 'Cash Flow Statement' as specified in Companies (Accounting Standard) Rules, 2006
- 2 Figures of the previous period has been rearranged/ regrouped where ever considard necessary.

For A.K. Meharia & Associates
Firm Registration Number-324666E
Chartered Accountants

Suman

(Prem Suman)
Partner
Membership Number 066806
Place: Kolkata

Place: Kolkata.
Dated : The *24th* day of *May*, 2014

For and on behalf of the Board

S. B. Banerjee
S. Banerjee
Anguly



DHANVERDHI EXPORTS LIMITED

Notes to Financial Statements for the year ended 31st March, 2014

NOTE - 1

SHARE CAPITAL

Authorised Shares:

10,00,000 (P.Y:10,00,000) Equity Shares of Rs.10/-each

Issued, Subscribed & fully Paid - up Shares

10,00,000 (P.Y:10,00,000) Equity Shares of Rs.10/-each

AS AT 31ST MARCH, 2014	(Amount in `) AS AT 31ST MARCH, 2013
10,000,000.00	10,000,000.00
10,000,000.00	10,000,000.00
10,000,000.00	10,000,000.00

a) Terms/rights attached to equity shares.

The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders except in the case of interim dividend. In the event of liquidation, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amount in proportion of their shareholding.

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

	AS AT 31ST MARCH, 2014		AS AT 31ST MARCH, 2013	
	No. of Shares	% Holding	No. of Shares	% Holding
Equity Shares of Rs.10 each fully paid up				
Swagtam Distributors Pvt. Ltd.	138,750	13.88%	138,750	13.88%
Sanchi Agarwalla	-	-	76,250	7.63%
Arun Kumar Agarwalla (HUF)	50,000	5.00%	-	-
Vidyut Dealers Pvt Ltd	140,000	14.00%	140,000	14.00%

NOTE - 2

RESERVES & SURPLUS

Profit & Loss Account

Balance as per last financial statement

Profit/(Loss) for the year

AS AT 31ST MARCH, 2014	AS AT 31ST MARCH, 2013
2,047,828.34	1,869,502.35
151,972.29	178,325.99
2,199,800.63	2,047,828.34

NOTE - 3

OTHER CURRENT LIABILITIES

Sundry Creditors for Exp. & Others

47,824.00	30,148.00
47,824.00	30,148.00

NOTE - 4

SHORT TERM PROVISIONS

Provision for Taxation

Provision for Fringe Benefit Taxation

195,085.00	167,105.00
900.00	900.00
195,985.00	168,005.00



DHANVERDHI EXPORTS LIMITED

Notes to Financial Statements for the year ended 31st March, 2014

(Amount in ₹)

NOTE - 5

NON CURRENT INVESTMENTS

Trade Investments (Valued at cost unless stated otherwise)

Quoted Equity Instruments

(Face Value: Rs.10/- each fully paid up)

	<u>AS AT</u> <u>31ST MARCH, 2014</u>	<u>AS AT</u> <u>31ST MARCH, 2013</u>
2,45,000 (P.Y:2,45,000) Equity Share of Valley Magnesite Co. Ltd	788,700.00	788,700.00
7,57,000 (P.Y:7,57,000) Equity Share of Ganodaya Finlease Ltd.	1,026,900.00	1,026,900.00
4,76,400 (P.Y:4,76,400) Equity Share of Saumya Consultants Ltd.	1,037,455.90	1,037,455.90
	2,853,055.90	2,853,055.90

Unquoted Equity Instruments

(Face Value: Rs.10/- each fully paid up)

Investment in Associates

72,000 (P.Y. 72,000) Equity Share of Superlight Finance Pvt Ltd	640,000.00	640,000.00
27,000 (P.Y. 27,000) Equity Share of Bright Finance Pvt Ltd	270,000.00	270,000.00
40,000 (P.Y. 40,000) Equity Share of Core Mercantiles Pvt Ltd	400,000.00	400,000.00
	1,310,000.00	1,310,000.00

Investment in other company

20,000 (P.Y. 20,000) Equity Share of Windsor Mercantiles Pvt Ltd	200,000.00	200,000.00
	200,000.00	200,000.00

Total Investment

4,363,055.90 **4,363,055.90**

Market Value of Quoted Investment

13,529,650.00 **13,529,650.00**

NOTE - 6

DEFERRED TAX ASSETS

On account of

Business Loss	323,242.00	266,543.00
Long Term Capital Loss	31,129.00	31,129.00

354,371.00 **297,672.00**

NOTE - 7

CURRENT INVESTMENTS

Trade Investments (Valued at cost unless stated otherwise)

Mutual Fund

135218.745 (P.Y.Nil) Reliance Dynamic Bond Fund	2,245,445.12	-
50000 (P.Y:Nil) Reliance Fixed Horizon XXIV SR 5	500,000.00	-
Nil (P.Y.:153943.248) Reliance Fixed Horizon XXII SR 6	-	1,539,432.48
Nil (P.Y.88116) Reliance Fixed Horizon XXI SR 18	-	881,160.00
250000(P.Y.250000)HDFC Long Term Equity Fund	2,500,000.00	2,500,000.00
44569.54 (P.Y. 44569.54)Reliance Equity Fund-G	445,695.40	445,695.40
Nil (P.Y. 67195.721)Reliance Annual Interval Fund Sr. I- Retail	-	1,000,000.00
190.091 (P.Y 133.510)Reliance Money Manager Fund Growth Plan	305,472.97	195,235.28
21153.002(P.Y. 21153.002)Reliance Monthly Income Plan-G	408,318.51	408,318.51
33920.99 (P.Y. Nil)Reliance regular Savings fund-Debt Plan	549,038.36	-
	6,953,970.36	6,969,841.67

Market Value of Mutual Funds Investment

9,516,754.49 **9,087,875.94**



DHANVERDHI EXPORTS LIMITED
Notes to Financial Statements for the year ended 31st March, 2014

	AS AT 31ST MARCH, 2014	(Amount in ₹) AS AT 31ST MARCH, 2013
NOTE - 8		
CASH & BANK BALANCES		
Cash & Cash Equivalents		
<u>Balances with bank:</u>		
On Current Accounts:	1,564.11	13,122.51
Cash in hand	484,642.26	366,283.26
	486,206.37	379,405.77
NOTE - 9		
SHORT TERM LOANS AND ADVANCES		
<i>(Unsecured considered good)</i>		
<u>Other Loans & advances</u>		
Income Tax Paid	245,417.00	195,417.00
FBT Paid	793.00	793.00
TDS Paid	39,796.00	39,796.00
	286,006.00	236,006.00
NOTE - 10		
OTHER INCOME	For the Year	For the Year
	2013 - 2014	2012 - 2013
Profit on Sale of Investment	398,287.79	384,446.48
Misc. Receipts	-	787.84
	398,287.79	385,234.32
NOTE - 11		
EMPLOYEE BENEFIT EXPENSES		
Salaries & Bonus	72,000.00	60,000.00
	72,000.00	60,000.00
NOTE - 12		
OTHER EXPENSES		
Payment to Auditor (Refer details below)	22,472.00	22,472.00
Advertisement Charge	31,801.00	31,799.00
Travelling & Conveyance	37,438.00	32,744.00
Listing Fees	10,000.00	10,000.00
Car Hire Charges	33,535.00	27,135.00
Printing & Stationary Charge	14,525.00	13,132.00
Demate Charge	620.00	337.08
Filing Fees	3,000.00	2,000.00
Legal & Professional charges	23,596.00	28,596.00
General Charge	21,282.00	15,422.00
Postage & Telegram Charges	2,861.00	1,281.00
Bank Charge	134.50	255.25
	201,264.50	185,173.33
<u>Payment to Auditor</u>		
As Auditor (Including Service Tax)		
Statutory Audit Fee	22,472.00	22,472.00
	22,472.00	22,472.00



DHANVERDHI EXPORTS LIMITED
Notes to Financial Statements for the year ended 31st March, 2014

	For the Year 2013 - 2014	(Amount in ₹) For the Year 2012 - 2013
NOTE - 13		
EARNINGS PER SHARE(EPS)		
Net profit/(loss) after tax as per statement of Profit and Loss	151,972.29	178,325.99
Weighted average number of equity shares used as denominator for calculating EPS	1000000	1000000
Basic & Diluted Earning Per Share	0.152	0.18

NOTE - 14

As per information available with the Company, there are no suppliers covered under Micro, Small & Medium Enterprises Development Act, 2006. As a result, no interest provision/payment have been made by the Company to such creditors, if any, and no disclosure thereof is made in this account.

NOTE - 15

The company does not possess any kind of Fixed Assets.

NOTE - 16

Previous year figures have been regrouped/rearranged wherever considered necessary.

NOTE - 17

RELATED PARTY DISCLOSURE

There is no transaction or balance outstanding at the end of the period with the related parties in terms of the provisions as per Accounting Standard - 18, hence no disclosures of transactions with the related parties are given.

NOTE - 18

SEGMENT REPORTING

The Company has only one segment of business i.e. Investment & Finance and the Company operates in a single geographical segment viz. India, accordingly no separate segment reporting is applicable to the company.

NOTE - 19

SIGNIFICANT ACCOUNTING POLICIES

a) Basis of Preparation of Financial Statements

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. These financial statements have been prepared on an accrual basis and under the historical cost conventions.



DHANVERDHI EXPORTS LIMITED
Notes to Financial Statements for the year ended 31st March, 2014

b) Investments

Investments are classified into current and Long -term investment. Current Investments are stated at lower of cost and fair market value. Long Term Investments are stated at cost after deducting provision, if any, for diminution in value considered to be other than temporary in nature.

c) Earning Per Share

Basic and Diluted Earnings per shares are calculated by dividing the net profit attributable to the ordinary shareholders by the weighted average number of ordinary shares outstanding during the year.

d) Taxation

Provision for current tax is made after taking in to consideration benefits admissible under the provisions of the Income Tax Act, 1961, Deferred tax resulting from "timing difference" between taxable and accounting income is accounted for using the tax rates and law that are enacted or substantively enacted as on the balance sheet date. Deferred tax assets is recognised and carried forward only to the extent that there is virtual certainty that the assets will be realised in future.

As per our report of even date

For A.K. Meharia & Associates
Firm Registration Number-324666E
Chartered Accountants

Suman

(Prem Suman)

Partner

Membership Number 066806

Place: Kolkata

Date: 28.5.14

For and on behalf of Board

[Signature]

D. P. Banerjee

[Signature]

