

**ANNUAL REPORT & ACCOUNTS
2011 - 2012**

WESTERN INDIA COMMERCIAL COMPANY LIMITED

BOARD OF DIRECTORS :

J. P. MUNDRA
R. N. MUNDHRA
SUBHASH JAJOO
S. K. RATHI

BANKER :

STATE BANK OF BIKANER & JAIPUR
HDFC BANK

AUDITORS :

NARESH LAKHOTIA & CO.
CHARTERED ACCOUNTANTS
KOLKATA

REGISTERED OFFICE :

21, STRAND ROAD,
KOLKATA - 700 001

REGISTRAR & SHARE TRANSFER AGENT

MAHESHWARI DATAMATICS PVT. LTD.
6, MANGO LANE (2ND FLOOR)
KOLKATA - 700 001
TEL. : 2243 5809

WESTERN INDIA COMMERCIAL COMPANY LIMITED

NOTICE

NOTICE is hereby given that the 83rd Annual General Meeting of the company will be held at the Registered Office of the Company at 21, Strand Road, Kolkata - 700 001 on Friday, the 7th September, 2012 at 2.30 P.M. to transact the following business :-

ORDINARY BUSINESS :

1. To receive, consider and adopt the audited accounts of the company for the year ended 31st March, 2012 and the Reports of Directors and the Auditors thereon.
2. To appoint a Director in place of Shri J. P. Mundra, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors of the Company for the ensuing year and to fix their remuneration.

SPECIAL BUSINESS :

1. To consider and, if thought fit to pass with or without modification the following Resolution as an Ordinary Resolution.

“RESOLVED that Shri Subhash Jajoo who was appointed as a Director on the Board U/s 260 of the Companies Act, 1956 and who holds office upto this Annual General Meeting, be and is hereby appointed as a Director of the Company liable to retire by rotation.’

By Order of the Board

Place : Kolkata
Dated : 30th June, 2012

(J. P. MUNDRA)
Director

Notes :

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN HIS STEAD AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. **PROXY IN ORDER TO BE EFFECTIVE MUST REACH THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.**
3. The Register of Members and Share Transfer Book of the Company will remain closed from 1st September, 2012 to 7th September, 2012 (both days inclusive)
4. The explanatory statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of item under special business is annexed hereto and forms part of Notice.

WESTERN INDIA COMMERCIAL COMPANY LIMITED

ANNEXURE TO NOTICE

Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of item of Special Business mentioned in the Notice.

Item No. 4

Shri Subhas Jajoo was appointed a Director on the Board on 12th January, 2012 as per the provisions of the Companies Act, 1956. He holds office of the Director upto the date of the ensuing Annual General meeting.

The Company has received Notice from a member pursuant to section 257 of the Companies Act, 1956 signifying his intention to propose Shri Subhas Jajoo for the office of Director. In view of the experience of the Director in Corporate Management and Finance, his appointment is considered to be of benefit to the Company and the members may approve his appointment.

None of the Directors except Shri Subhas Jajoo is interested or concerned in the said Resolution.

WESTERN INDIA COMMERCIAL COMPANY LIMITED

DIRECTORS' REPORT

To,
The Members,

The Directors present herewith the 83rd Annual Report and the Audited Accounts of the Company for the year ended 31st March, 2012.

FINANCIAL RESULTS :

	Rs.
Profit Before Provision	4,181,242
Less : Provision for Contingencies against Standard Assets. (As per RBI Guidelines)	6,500
Profit Before Taxation	<u>4,174,742</u>
Less : Provision for Current Tax	235,000
Profit After Taxation	<u>3,939,742</u>
Less : Income Tax Adjustment for earlier years	10
Balance brought forward from previous year	11,893,973
	<u>15,833,705</u>

APPROPRIATIONS :

Transfer to Statutory Reserve (As per RBI Guidelines)	788,000
Balance carried to Balance Sheet	15,045,705
	<u>15,833,705</u>

Total income during the year under review amounted to Rs. 45.08 Lac as against Rs. 67.38 Lac in the preceding year. The Company continues to remain registered as a Non-Banking Financial Company with the Reserve Bank of India.

AUDITORS REPORT :

The report of the Auditors is self-explanatory and does not call for any comments from the Directors.

DIVIDEND :

To conserve resources for the working of the Company, your Directors do not recommend dividend for the year.

DIRECTORS :

Shri Prashant Bangur, resigned from the Board with effect from 12th January, 2012. The Board places on record its deep appreciation for the valuable guidance and services rendered by him during his tenure as Director of the Company.

WESTERN INDIA COMMERCIAL COMPANY LIMITED

Shri Subhas Jajoo was appointed a Director on the Board with effect from 12th January, 2012. He holds office of the Director upto the date of the ensuing Annual General Meeting and is eligible for re-appointment.

Shri J. P. Mundra, a Director of the Company, retires by rotation and being eligible offers himself for re-appointment.

PUBLIC DEPOSITS :

The Company has not accepted any deposits from the public during the year.

AUDITORS :

M/s. Naresh Lakhota & Co., Chartered Accountants, the Statutory Auditors will retire at the conclusion of the forthcoming Annual General Meeting of the Company. They, being eligible, offer themselves for re-appointment.

PARTICULARS OF EMPLOYEES :

None of the employees is drawing remuneration attracting the provisions of section 217 (2A) of the Companies Act, 1956.

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

Since the Company has no manufacturing activity, the requirements of Section 217(1) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the report of Board of Directors) Rules, 1988 are not applicable.

There were no foreign exchange earning and outgo during the year.

DIRECTORS RESPONSIBILITY STATEMENT :

Pursuant to Section 217(2AA) of the Companies Act, 1956, the Directors state :

- i) That in the preparation of the Annual Accounts, the applicable accounting standards have been followed alongwith proper explanation relating to material departures, if any.
- ii) That the Directors have 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 as at 31st March, 2012 and of the profit of the Company for the year ended 31st March, 2012.
- iii) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) That the Directors have prepared the annual accounts on a going concern basis.

OTHER PARTICULARS :

Copy of Compliance certificate from a Secretary (in-Whole-time-Practice) is attached.

For and on behalf of the Board

J P MUNDRA
S. K. RATHI
Directors

Place : Kolkata
Dated : 30th June, 2012

WESTERN INDIA COMMERCIAL COMPANY LIMITED

COMPLIANCE CERTIFICATE

Company Regn. No.: 21-93924

Nominal Capital : Rs.35.00 Lacs

To,

The Members,

M/S. WESTERN INDIA COMMERCIAL COMPANY LIMITED

21, Strand Road,

Kolkata-700 001.

I have examined the registers, records, books and papers of Messrs WESTERN INDIA COMMERCIAL CO. 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, 2012 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, 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 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.
- 3) The Company being a Public Limited Company, has the minimum prescribed Capital.
- 4) The Board of Directors duly met six times respectively on 30.4.2011, 30.6.2011, 12.08.2011, 14.11.2011, 12.01.2012 & 14.02.2012 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed.
- 5) The Company has closed its Register of Members from 02.09.2011 to 09.09.2011 and necessary compliance of Section 154 of the Act has been made.
- 6) The Annual General Meeting for the financial year ended 31st March, 2011 was held on 09.09.2011 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in the Minute Book maintained for the purpose.
- 7) Extra Ordinary General Meeting of the members was held on 29.10.2011 during the financial year.
- 8) The Company has not advanced any loan to its Directors or persons or firms or companies referred to under Section 295 of the Act during the said financial year.

WESTERN INDIA COMMERCIAL COMPANY LIMITED

- 9) According to explanation given by the company, it has duly complied with the provisions of Section 297 of the Act in respect of contracts specified in that section.
 - 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, during the financial year, the company has not obtained any approval from the Board of Directors, Members or Central Government as the case may be.
 - 12) The Company has not issued any duplicate certificate during the financial year.
 - 13) The Company has :
 - i) not transferred / transmitted any Securities during financial year.
 - ii) not posted Warrants to any member of the company as no dividend was declared during the financial year.
 - iii) no amount to the credit of unpaid dividend account, application money due for refund, matured deposit, matured debentures requiring transfer to Investor Education and Protection Fund.
 - iv) duly complied with the requirements of Section 217 of the Act.
 - 14) The Board of Directors of the Company is duly constituted and the appointment of Directors has been duly made.
 - 15) The Company has not appointed any Managing Director/Whole-time Director/Manager during the financial year.
 - 16) The Company has not appointed any sole selling agents during the financial year.
 - 17) On the basis of information available with the Company, it was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/or such authorities prescribed under the various provisions of the Act during the financial year.
 - 18) The Directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
 - 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) There was no redemption of preference shares or debentures during the financial year.
-

WESTERN INDIA COMMERCIAL COMPANY LIMITED

- 22) There were no transactions necessitating the Company to keep in abeyance the right 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 Company has borrowed amount during the year under review in compliance of provisions u/s. 293(1) (d) of the Companies Act.
- 25) The Company has made investments in compliance with provisions of the Companies Act, 1956 and has made necessary entries in the register kept for the purpose.
- 26) The Company has not altered the provisions of the Memorandum with respect to 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 year under scrutiny.
- 28) The Company has not altered the provisions of the Memorandum with respect to the name of the Company during the year under scrutiny.
- 29) The Company has not altered the provisions of the Memorandum with respect to the share capital of the Company during the year under scrutiny.
- 30) The Company has not altered its Articles of Association during the financial year.
- 31) There was/were no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment was imposed on 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 provision of Section 418 of the Act is not applicable to this Company, as it has not constituted any Provident Fund.

Place : Kolkata
Date : 30th June, 2012

Signature :
Name of the
Company Secretary : **MUKESH CHATURVEDI**
C.P. No. : **3390**

WESTERN INDIA COMMERCIAL COMPANY LIMITED

ANNEXURE - "A"

Register as maintained by the Company

1) Register of Members	u/s 150
2) Register of Disclosures of Directors	u/s 301
3) Register of Contracts in which Directors are interested	u/s 301
4) Register of Directors	u/s 303
5) Register of Directors' Shareholdings	u/s 307
6) Books of Accounts	u/s 209
7) Minutes of Board Meeting	u/s 193
8) Minutes of General Meeting	u/s 193
9) Register of Share Transfer	u/s 108

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 ending 31st March, 2012.

- 1) Form 20B u/s. 159 for the year ending 31.3.2011 efiled on 18.10.2011 vide Receipt No. P73435760 with normal fees.
- 2) Form 23AC & 23ACA u/s. 220 for the year ending 31.3.2011 efiled on 07.10.2011 vide Receipt No. P71792998 with normal fees.
- 3) Form 66 u/s 383A for the year ending 31.3.2011 efiled on 30.09.2011 vide Receipt No. P71311856 with normal fees.
- 4) Form 23 e-filed on 14.11.2011 vide Receipt No. B24770083 with normal fees.
- 5) Form 62 e-filled on 16.12.2011 vide Receipt No. B27472869 with normal fees.
- 6) Form 32 e-filed on 01.02.2012 vide Receipt No. B30905640 with normal fees.

WESTERN INDIA COMMERCIAL COMPANY LIMITED

**AUDITOR'S REPORT TO THE MEMBERS OF
WESTERN INDIA COMMERCIAL COMPANY LIMITED**

We have examined the attached Balance Sheet of The Western India Commercial Company Limited as at 31st March, 2012, the Statement of Profit and Loss annexed thereto and also the Cash Flow Statement of the Company for the year ended on that date. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.

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

- 1) As required by the Companies (Auditor's Report) Order, 2003 as amended by the Companies (Auditor's Report) (Amendment) Order, 2004 (the 'Order') issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956 (the 'Act'), we enclose in the Annexure a statement on the matters specified in Paragraphs 4 and 5 of the Order.
- 2) Further to our comments in the Annexure referred to in the above paragraph, 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 the Books;
 - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow statement dealt with by this report are in agreement with the Books of Account of the Company;
 - d) In our opinion, the Balance Sheet, the Statement of Profit and Loss and the Cash Flow statement comply with the Accounting Standards referred to Section 211 (3C) of the Companies Act, 1956;
 - e) As per the information and explanations given to us, none of the directors of the Company is disqualified from being appointed as a director under clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956;

WESTERN INDIA COMMERCIAL COMPANY LIMITED

- f) In our opinion and to the best of our information and according to the explanations given to us, the said financial statements read together with the notes thereon, give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.
- i) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2012;
- ii) In the case of Statement of Profit and Loss, of the Profit of the Company for the year ended on that date, and
- iii) In the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

For Naresh Lakhotia & Co.
Chartered Accountants

Firm Registration No. 322224E

Kolkata
Dated : 30th June, 2012

Naresh Lakhotia
Proprietor
Membership No. 51249

WESTERN INDIA COMMERCIAL COMPANY LIMITED

ANNEXURE TO AUDITORS' REPORT

(Statement referred to in our report of even date to the Members of The Western India Commercial Company Ltd. on the financial statements for the year ended 31st March, 2012.)

- i) a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b. The Company has carried out physical verification of fixed assets and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable, having regard to the size of the Company and nature of its business.
- c. During the year the Company has not disposed off a substantial part of its fixed assets.
- ii) The Company does not have any inventory and as such clauses 4(ii)(a), 4(ii)(b) and 4(ii)(c) of the Order are not applicable to the Company.
- iii) a. 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 provisions of clause 4(iii) (b), (c) & (d) of the order are not applicable to the company.
- b. The Company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Accordingly, the provisions of clause 4(iii) (f) & (g) of the order are not applicable to the company.
- iv) In our opinion there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchase of investments and fixed assets and for the sale of investments. According to information and explanations given to us, we have neither come across nor have we been informed of any continuing failure to correct major weaknesses in the aforesaid internal control system.
- v) According to information and explanations given to us, there have been no transaction exceeding the value of five lakhs rupees in respect of any party during the year in pursuance of contracts or arrangements which are required to be entered in the register maintained under section 301 of the Act. Accordingly clause 4 (v) (b) of the order is not applicable.
- vi) The Company has not accepted deposits from the public.
- vii) In our opinion, the Company has an internal audit system commensurate with the size of the Company and the nature of its business.

WESTERN INDIA COMMERCIAL COMPANY LIMITED

- viii) The Central Government has not prescribed for the maintenance of cost records under section 209(1)(d) of the Act.
- ix) a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company has been regular in depositing during the year undisputed statutory dues in respect of income tax and other material statutory dues, as applicable, with the appropriate authorities and during the year there are no undisputed statutory dues relating to provident fund, investor education and protection fund, employees' state insurance, sales tax, wealth tax, service tax, custom duty, excise duty and cess.
b) As at 31st March, 2012, according to the records of the company and the information and explanations given to us, there are no dues of income tax, sales tax, wealth tax, service tax, custom duty, excise duty and cess that have not been deposited on account of any dispute.
- x) The Company has neither accumulated losses as at 31st March, 2012 nor it has incurred any cash losses during the financial year ended on that date and in the immediately preceding financial year.
- xi) Based on the information and explanations given to us by the management, the Company has not defaulted in repayment of dues to banks. The Company has not taken any loans from financial institutions or against debentures during the year.
- xii) The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii) In our opinion, considering the nature of activities carried on by the Company during the year, the provisions of any special statute applicable to chit fund/nidhi/mutual benefit fund/societies are not applicable to it.
- xiv) In respect of Company's dealing or trading in shares, securities, debentures and other investment proper records have been maintained of the transactions and contracts and timely entries have been made therein. All the shares, securities, debentures and other investments are held by the Company in its own name.
- xv) The Company has not given any guarantee for loans taken by others from banks or financial institutions.
- xvi) The Company has not taken any term loan and as such clause 4(xvi) of the Order is not applicable to the company.
- xvii) Based on the information and explanations given to us and on an overall examination of the balance sheet of the Company, funds raised on short term basis have not been used for long term investment.
- xviii) The Company has not made any preferential allotment of shares to parties and companies

WESTERN INDIA COMMERCIAL COMPANY LIMITED

covered in the register maintained under Section 301 of the Act during the year.

- xix) The Company has not issued any debenture and as such clause 4(xix) of the Order is not applicable to the Company.
- xx) The Company has not raised any money by public issues during the year.
- xxi) During the course of our examination of the books of account carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of fraud on or by the Company, either noticed or reported during the year, nor have we been informed of such case by the management.

Place : Kolkata
Dated : 30th June, 2012

For Naresh Lakhotia & Co.
Chartered Accountants

Firm Registration No. 322224E

Naresh Lakhotia
Proprietor
Membership No. 51249

WESTERN INDIA COMMERCIAL COMPANY LIMITED

BALANCE SHEET AS AT 31st MARCH, 2012

Particulars	Note No.	AS at 31st March, 2012	AS at 31st March, 2011
		₹	₹
<u>EQUITY AND LIABILITIES</u>			
Shareholders' Fund			
Share Capital	2	1,800,000	1,800,000
Reserves & Surplus	3	<u>48,151,835</u>	<u>44,212,103</u>
		49,951,835	46,012,103
Current Liabilities			
Short Term Borrowings	6	126,544	13,104
Other Current Liabilities	5	151,366	140,090
Short Term Provisions	4	<u>7,955</u>	<u>1,455</u>
		285,865	154,649
Total		<u><u>50,237,700</u></u>	<u><u>46,166,752</u></u>
<u>ASSETS</u>			
Non Current Assets			
Fixed Assets	7		
Tangible assets		<u>365</u>	446
		365	446
Non Current Investments	8	45,641,210	43,065,011
Long Term Loans & Advances	10	-	-
Other Non Current Assets	11	<u>1,053,725</u>	-
		46,694,935	43,065,011
Current Assets			
Current Investments	9	-	1,100,388
Trade Receivables	12	6,533	94,900
Cash & Bank Balances	13	202,005	1,101,005
Short Term Loans & Advances	10	3,267,717	318,013
Other Current Assets	11	<u>66,145</u>	<u>486,989</u>
		3,542,400	3,101,295
Total		<u><u>50,237,700</u></u>	<u><u>46,166,752</u></u>
Significant Accounting Policies	1		
Notes forming part of financial statements 2-26			

In terms of our report of even date attached

Kolkata Dated : 30th June, 2012	For Naresh Lakhotia & Co. Chartered Accountants Firm Registration No. 322224E Naresh Lakhotia Proprietor Membership No. 51249	J. P. Mundra R. N. Mundhra <i>Directors</i>
------------------------------------	--	---

WESTERN INDIA COMMERCIAL COMPANY LIMITED

Statement of Profit & Loss for the year ended 31st March, 2012

Particulars	Note No.	Year ended 31st March, 2012	Year ended 31st March, 2011
		₹	₹
INCOME			
Revenue From Operations	14	4,508,281	6,737,885
Other Income		266	-
Total Revenues		4,508,547	6,737,885
EXPENDITURE			
Employee Benefit Expense	15	130,883	119,414
Finance Costs	16	866	16,215
Depreciation and Amortization Expense		81	99
Other Expenses	17	186,192	128,284
Securities Transaction Tax		9,283	6,349
Provision for Standard Assets		6,500	1,455
Total Expenses		333,805	271,816
Profit before Tax		4,174,742	6,466,069
Tax Expenses			
Current Tax (MAT)		235,000	625,000
Tax relating to Prior Years		10	(1,031)
Profit for the Year		3,939,732	5,842,100
Earning per equity share			
Basic & Diluted	18	218.87	324.56
Significant Accounting Policies	1		
Notes forming part of financial statements	2-26		

In terms of our report of even date attached

For Naresh Lakhotia & Co.
Chartered Accountants
Firm Registration No. 322224E
Naresh Lakhotia
Proprietor
Membership No. 51249

J. P. Mundra
R. N. Mundhra
Directors

Kolkata
Dated : 30th June, 2012

WESTERN INDIA COMMERCIAL COMPANY LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH. 2012

	2011-12	2010-11
	₹	₹
A. Cash Flow From Operating Activities :		
Net Profit before Tax	4,174,742	6,466,069
Adjustments for :		
Depreciation	81	99
Interest Expenses	866	16,215
Profit / (Loss) on Sale of Investments	(1,156,710)	(3,350,529)
Interest Received	(161,877)	(119,470)
Dividend on Investments	(3,189,694)	(3,267,886)
Operating Profit/(Loss) before working Capital Changes	(332,592)	(255,502)
Adjustments for :		
Increase/Decrease in Loans, Advances & Receivables	(3,691,633)	(414,900)
Increase / (Decrease) in Current Liabilities	17,776	6,190
Cash Generated from Operations	(4,006,449)	(664,212)
Direct Taxes Paid	(84,714)	(322,308)
NET CASH FROM OPERATING ACTIVITIES (A)	(4,091,163)	(986,520)
B. Cash Flow From Investing Activities :		
Profit on Sale of Investments	1,156,710	3,350,529
Net Investments during the Year	(1,475,811)	(4,815,553)
Interest Received	175,095	41,548
Dividend on Investments	3,223,595	3,230,520
Interest Paid	(866)	(16,215)
NET CASH FROM INVESTING ACTIVITIES (B)	3,078,723	1,790,829
C. Cash Flow From Financing Activities :		
Increase / (Decrease) in Secured Loans	113,440	(805,370)
NET CASH FROM FINANCING ACTIVITIES (C)	113,440	(805,370)
NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS (A+B+C)	(899,000)	(1,061)
Cash and Cash Equivalents (Opening Bal.)	1,101,005	1,102,066
Cash and Cash Equivalents (Closing Bal.)	202,005	1,101,005

As per our report of even date attached herewith.

For Naresh Lakhota & Co.
Chartered Accountants
Firm Registration No. 322224E

Naresh Lakhota

Proprietor

Membership No. 51249

J. P. Mundra

R. N. Mundhra

Directors

Kolkata

Dated : 30th June, 2012

NOTES TO THE FINANCIAL STATEMENTS

NOTE - 1

SIGNIFICANT ACCOUNTING POLICIES

a) Basis of preparation

- i. The financial statements are prepared under the historical cost convention and in accordance with the accounting principles generally accepted in India and comply with the accounting standards notified by the Central Government of India under the Companies (Accounting Standards) Rules 2006, relevant provisions of the Companies Act, 1956 and other guidelines issued by the Reserve Bank of India (RBI) as applicable to a Non-Banking Finance Company.
- ii) a) During the year ended 31st March 2012, the Revised Schedule VI notified under the Companies Act, 1956 has become applicable to the company for preparation and presentation of financial statements. The adoption of revised Schedule VI does not impact the recognition and measurement principles followed for preparation of the financial statements. However, it has significant impact on the presentation and disclosures made in financial statements.
- b) Pursuant to applicability of Revised Schedule VI on presentation of financial statements for the financial year ended March 31, 2012; the Company has classified all its assets / liabilities into current / non-current based on the time frame of 12 months from the date of financial statements. Accordingly, assets / liabilities expected to be realized / settled within 12 months from the date of financial statements are classified as current and other assets / liabilities are classified as non-current.

b) Fixed Assets and Depreciation :

Fixed Assets are stated at cost of acquisition less accumulated depreciation. Depreciation on fixed assets is provided on the written down value method at the rates and in the manner prescribed in Schedule XIV of the Companies Act, 1956.

c) Investments

Investments intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost and market / fair value category - wise basis. Long-term investments are carried at cost. Provision for diminution in value of long term investments, other than temporary, shall be made.

d) Recognition of Income and Expenditure

Revenues / Incomes and Costs / Expenditure are generally accounted on accrual basis, as they are earned or incurred. Dividend income is recognized when the right to receive is established. Interest income is recognized on time proportion basis taking into account the amount outstanding and rate applicable.

e) Accounting for Taxes on Income :

Provision for current tax is made in accordance with the Income tax laws prevailing for the relevant assessment year.

Deferred Tax for timing difference between tax profits and book profits is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the Balance Sheet Date. Deferred tax assets are recognized to the extent there is reasonably certainty that these assets can be realized in future. Deferred tax assets are reviewed as at each Balance Sheet date to re-assess realization.

WESTERN INDIA COMMERCIAL COMPANY LIMITED

2. Share Capital

	As at	
	31st March, 2012	31st March, 2011
	₹	₹
Authorised		
35,000 (P.Y. 35,000) Equity Shares of ₹100/- each	3,500,000	3,500,000
	-	-
Issued Subscribed & Paid up		
18,000 (P.Y. 18,000) Equity Shares of ₹100/- each Fully Paid up	1,800,000	1,800,000
Total	1,800,000	1,800,000

a) Reconciliation of number of Equity shares Outstanding

Equity Shares	As at 31st March 2012		As at 31st March 2011	
	Number of Shares	Amount	Number of Shares	Amount
		₹		₹
Balance at the beginning of the year	18,000	1,800,000	18,000	1,800,000
Balances as the end of the year	18,000	1,800,000	18,000	1,800,000

b) Rights, preferences and restrictions attached to shares

The Company has only one class of equity shares having a par value of ₹ 100 per share. Each holder of equity shares is entitled to one vote per share held. The dividend if proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the company after distribution of all preferential amounts in proportion to the number of equity shares held by the shareholders.

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

	As at 31st March 2012	As at 31st March 2011
	Number	Number
Shri Harimohan Bangur	2,000	2,000
The Laxmi Salt Co. Ltd.	3,555	3,555
The Oriental Fire & General Insurance Co. Ltd.	2,000	2,000
Shree Capital Services Ltd.	6,800	6,800
NBI Industrial Finance Co. Ltd.	2,105	2,105

d) No shares have been allotted during the period of five years immediately preceeding March 31, 2012 pursuant to contracts without payment received in cash or by way of bonus shares and there has been no buyback during the said period.

WESTERN INDIA COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

3. Reserves and Surplus

	As at 31/03/2012	As at 31/03/2011
	₹	₹
Statutory Reserve (Under section 45IC of RBI Act 1934)		
Balance as per beginning of the year	2,818,130	1,649,630
Add : Transferred from Surplus in Statement of Profit & Loss	788,000	1,168,500
Balance as at the end of the year	3,606,130	2,818,130
 General Reserve (As per last account)	 29,500,000	 29,500,000
 Surplus in the statement of Profit & Loss		
Balance as at the beginning of the year	11,893,973	7,220,373
Add : Profit for the year	3,939,732	5,842,100
Less : Appropriation-Transferred to Statutory Reserve	788, 000	1,168,500
Balance as at the end of the year	15,045,705	11,893,973
Total	48,151,835	44,212,103

WESTERN INDIA COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

4. Short Term Provisions

	As at	As at
	31/03/2012	31/03/2011
	₹	₹
Contingent Provision against Standard Assets	7,955	1,455
Total	7,955	1,455

5. Other Current Liabilities

	As at	As at
	31/03/2012	31/03/2011
	₹	₹
Liability For Expenses	148,868	137,821
Statutory Dues	2,498	2,269
Total	151,366	140,090

6. Short Term Borrowings

	As at	As at
	31/03/2012	31/03/2011
	₹	₹
Loans Repayable on Demand from Bank (Secured by Pledge of Fixed Deposit Receipt)	126,544	13,104
Total	126,544	13,104

WESTERN INDIA COMMERCIAL COMPANY LIMITED

7. FIXED ASSETS

in ₹

Tangible Assets	Gross Block			Accumulated Depreciation				Net Block	
	Balance as at 1st April 2011	Additions	Disposals / Adjustments	Balance as at 31st March 2012	Balance as at 1st April 2011	Depreciation charge for the year	Disposals/ Adjustments	Balance as at 31st March 2012	Balance as at 31st March 2011
Furniture & Fixtures	26,226	-	-	26,226	25,780	81	-	25,861	446
Total	26,226	-	-	26,226	25,780	81	-	25,861	446
Previous Year	26,226	-	-	26,226	25,681	99	-	25,780	545

WESTERN INDIA COMMERCIAL COMPANY LIMITED

8. NON CURRENT INVESTMENTS

Particulars	Face Value	As at 31/03/2012		As at 31/03/2011	
		Number	Amount	Number	Amount
Other Investments			₹		₹
Investments in equity shares					
Fully paid up					
I) Quoted					
Bosch Ltd.	10	508	2,216,879	508	2,216,879
Castrol India Ltd.	10	2,000	266,133	2,000	266,133
Clariant Chemicals (India) Ltd.	10	6,257	4,075,630	-	-
E Merck (India) Ltd.	10	500	216,784	500	216,783
Fort Gloster Industries Ltd.	10	830	200,922	830	200,922
Foseco India Ltd.	10	495	187,418	495	187,418
Honda Siel Power Products Ltd.	10	12,717	2,231,827	12,717	2,231,827
Indian Nippon Electricals Ltd.*	10	13,560	840,480	9,686	840,480
JK Lakshmi Cement Ltd.	10	18,600	1,181,034	-	-
Kanknarrah Jute Mills Ltd.	100	125	5,588	125	5,588
Madras Petrochemicals Ltd.	10	1,250	5,981	1,250	5,981
NBI Industrial Finance Co. Ltd.	10	8,625	165,035	8,625	165,035
Oriental Bank of Commerce	10	3,000	505,548	3,000	505,548
Powergrid Corporation of India Ltd.	10	-	-	65	5,850
Scindia Steam Navigation Co. Ltd.	20	100	500	100	500
Shree Cement Ltd.	10	200,650	7,264,971	200,650	7,264,971
Shree Synthetics Ltd.	10	11,120	92,158	11,120	92,158
Tata Steel Ltd.	10	87	52,200	87	52,200
The Didwana Investment Co. Ltd.	10	6,000	78,391	6,000	78,391
Warren Tea Ltd.	10	-	-	8	-
Whirpool of India Ltd.	10	1,900	352,686	-	-
			19,940,164		14,336,664
II UNQUOTED					
Alfabuildhome Pvt. Ltd.	10	13,000	156,390	13,000	156,390
Asish Creations Pvt. Ltd.	10	73,000	1,098,740	73,000	1,098,740
Asoka Cement Ltd.	10	700	705	700	705
Bankura Damodar River Rly. Co. Ltd.	100	1,125	16,510	1,125	16,510
Darbhanga Sugar Company Ltd.	10	8,100	17,220	8,100	17,220
Digvijay Finlease Ltd.	10	778,405	7,970,722	778,405	7,970,722
Eastern Investments Ltd.	10	12,456	12,611	12,456	12,611
Indian Steel & Rolling Mills Ltd.	10	900	6,855	900	6,855
Kinnision Jute Mills Ltd.	100	20	1,484	20	1,484
L'Avenir Telecom Ltd.	10	1,500	42,187	1,500	42,187
Lyka Exports Ltd.	10	160	5,000	160	5,000
Mannakrishna Investments Pvt. Ltd.	10	33,337	505,096	33,337	505,096
Rajasthan Mercantile Co. Ltd.	100	250	7,619	250	7,619
Rajesh Vanijya Pvt. Ltd.	10	274,000	824,056	274,000	824,056
Shree Capital Services Ltd.	10	8,052	1,193,117	8,052	1,193,117
Shree Cements Marketing Ltd.	10	9,000	90,450	9,000	90,450
Syngenta India Ltd.	100	30	-	-	-
Suryadewata Properties Pvt. Ltd.	10	5,800	580,000	5,800	580,000
Tanushree Logistics Pvt. Ltd.	10	70,000	771,930	70,000	771,930
The Kamla Company Ltd.	10	56,125	2,009,250	56,125	2,009,250
The Laxmi Salt Company Ltd.	10	20,000	211,050	20,000	211,050
The Marwar Textiles (Agency) Pvt. Ltd.	100	100	14,171	100	14,171
The Venktesh Co. Ltd.	10	500	350,000	500	350,000
Union Jute Co. Ltd.	100	100	5,760	100	5,760
			15,890,923		15,890,923

WESTERN INDIA COMMERCIAL COMPANY LIMITED

Particulars	Face Value	As at 31/03/2012		As at 31/03/2011	
		Number	Amount	Number	Amount
EQUITY SHARES (PARTLY PAID UP)					
Ramgopal Holdings Pvt. Ltd. (Paid up Rs. 8/-) 10		35,000	2,800,000	35,000	2,800,000
Other Investments					
Investment in Preference Shares					
Fully paid up - quoted					
7% Agarpara Jute Company Ltd.	100	300	5,265	300	5,265
8% Cownpore Sugar Co. Ltd.	100	725	37,523	725	37,523
6% Guelle Investments Co. Ltd.	100	256	10,716	256	10,716
7.8% Kamarhati Jute Mills Ltd.	100	400	16,700	400	16,700
11% Kelvin Jute Company Ltd. - I	100	25	768	25	768
11% Kelvin Jute Company Ltd. - II	100	80	3,516	80	3,516
5% Mcleod & Co. Ltd.	100	-	-	862	18,052
5% Mcleod & Co. Ltd. - I	100	-	-	500	7,586
9.33% Mcleod & Co. Ltd. - II	100	-	-	25	413
8% New Samanbagh Tea Co. Ltd.	100	160	4,050	160	4,050
0.1% Sree Rayalseema Alkalies & Allied Ch. Ltd.	10	50	-	50	-
			<u>78,538</u>		<u>104,589</u>
Fully paid up - unquoted					
Alexandra Jute Mills Ltd.	100	220	1,122	220	1,122
Baranagar Jute Factory Co. Ltd.	5	575	8,291	575	8,291
Birds Jute & Exports Ltd.	100	85	578	85	578
Gwalior Sugar Co. Ltd.	100	65	4,587	65	4,587
Kinnission Jute Mills Ltd.	100	320	1,463	320	1,463
North Brooke Jute Mills Ltd.	100	379	7,353	379	7,353
Reliance Ispat Industries Ltd.	100	66	4,213	66	4,213
Shree Ambica Jute Mills Ltd.	100	100	3,085	100	3,085
Shree Niwas Cotton Mills Ltd.	100	325	1,688	325	1,688
Tanushree Logistics Pvt. Ltd.	100	19,480	1,952,870	19,480	1,952,870
			<u>1,985,250</u>		<u>1,985,250</u>
Investment in Bonds					
Fully paid up - Quoted					
0% NABARD Bhavishya Nirmaan Bond 2017	20,000	-	-	343	3,001,250
0% NABARD Bhavishya Nirmaan Bond 2019	20,000	470	4,946,335	470	4,946,335
			<u>4,946,335</u>		<u>7,947,585</u>
GRAND TOTAL					
			<u>45,641,210</u>		<u>43,065,011</u>
*3874 Bonus shares received during the year					
Quoted Investments			<u>24,965,037</u>	<u>22,388,838</u>	
Unquoted Investments			<u>20,676,173</u>	<u>20,676,173</u>	
			<u>45,641,210</u>	<u>43,065,011</u>	
Market Value of Quoted Investments			<u>670,419,381</u>	<u>436,552,733</u>	

Particulars	Face Value	As at 31/03/2012		As at 31/03/2011	
		Number	Amount	Number	Amount
Investment in units of Mutual Funds					
Unquoted					
UTI Money Market Fund	1,000	-	-	406.24	1,100,388
			<u>-</u>		<u>1,100,388</u>

WESTERN INDIA COMMERCIAL COMPANY LIMITED

10. Loans and Advances

	Non Current		Current	
	As at 31/03/2012	As at 31/03/2011	As at 31/03/2012	As at 31/03/2011
	₹	₹	₹	₹
Unsecured, considered good				
Loans to Body Corporates	-	-	3,100,000	-
Other Loans and advances				
- Income Taxes Advances (Net of Provision)	-	-	167,717	318,013
	-	-	3,267,717	318,013

11. Other Assets

	Non Current		Current	
	As at 31/03/2012	As at 31/03/2011	As at 31/03/2012	As at 31/03/2011
	₹	₹	₹	₹
Fixed Deposit with Banks (Note 13)	1,000,000	-	-	-
Interest Receivable on Bank deposits	53,725	-	-	129,623
Interest Receivable on Loans	-	-	62,680	-
Dividend Receivable	-	-	3,465	37,366
Share Application Money	-	-	-	320,000
Total	1,053,725	-	66,145	486,989

12. Trade Receivables

(Unsecured, considered good)

	As at 31/03/2012	As at 31/03/2011
	₹	₹
Other Debts	6,533	94,900
Total	6,533	94,900

13. Cash & Bank Balances

	Non Current		Current	
	As at 31/03/2012	As at 31/03/2011	As at 31/03/2012	As at 31/03/2011
	₹	₹	₹	₹
Cash and Cash Equivalents				
Cash on hand			101,005	101,005
Balances with banks				
In Current Accounts			101,000	-
			202,005	101,005
Other Bank Balances				
On Fixed Deposits - maturity more than 12 months (Pledged Against Overdraft with Bank)	1,000,000	-	-	1,000,000
	1,000,000	-	202,005	1,101,005
Less Fixed Deposits disclosed as non current assets (Note 11)	1,000,000	-		
	-	-	202,005	1,101,005

WESTERN INDIA COMMERCIAL COMPANY LIMITED

14 Revenue From Operations

Interest Income

	Year Ended	
	31/03/2012	31/03/2011
	₹	₹
on Bank Fixed Deposits	91,328	84,098
on Loans	70,549	-
on Income Tax Refund	-	35,372
Total	161,877	119,470

Net Gain on Sale Of Investments (Net)

	Year Ended	
	31/03/2012	31/03/2011
	₹	₹
Net Gain on sale of Current Investments	132,943	21,993
Net Gain on sale of Non-Current Investments	1,023,767	3,328,536
Total	1,156,710	3,350,529

	Year Ended	
	31/03/2012	31/03/2011
	₹	₹
Dividend on Longterm Investments	3,189,694	3,267,886
Total	3,189,694	3,267,886
G. Total	4,508,281	6,737,885

15 Employee Benefits Expense

	Year Ended	
	31/03/2012	31/03/2011
	₹	₹
Salary & Allowances	130,883	119,414
Total	130,883	119,414

16 Finance Costs

	Year Ended	
	31/03/2012	31/03/2011
	₹	₹
Interest Paid		
Bank	866	16,215
Total	866	16,215

WESTERN INDIA COMMERCIAL COMPANY LIMITED

17 Other Expenses - Administrative Expenses

	Year Ended	
	31/03/2012	31/03/2011
	₹	₹
Rent	10,080	12,480
Rates & Taxes	4,350	4,350
Advertisement & Publicity	13,321	12,761
Directors Meeting Fees	24,000	16,000
Depository Charges	35,817	-
Payment to Auditors [Refer Note (a) below]	22,000	19,000
Professional & Legal Charges	41,635	29,636
Printing & Stationery	5,942	5,429
Postage & Telephones	3,496	2,537
Listing Fees	14,731	14,731
Misc Expenses	10,820	11,360
	186,192	128,284
(a) Payment to Auditors		
As Auditor		
Audit Fee	10,000	10,000
Tax Audit Fee	3,000	3,000
In other capacity		
Other Services	9,000	6,000
	22,000	19,000

18 Earnings per share

	Year Ended	
	31/03/2012	31/03/2011
	₹	₹
Nominal value per Equity share	100/-	100/-
Net Profit after Tax	3,939,732	5,842,100
Weighted average number of Equity Shares	18,000	18,000
Basic and diluted Earning per share	218.87	324.56

WESTERN INDIA COMMERCIAL COMPANY LIMITED

19 Related Party Disclosures as required under AS - 18

a) Key managerial Personnel - Nil

b) Other Related parties - Nil

20 Segmental Reporting

The Company has only one line of business i.e. Non Banking Financial activities therefore segment reporting as required by AS-17 is not applicable.

21 Unabsorbed MAT

Unasorbed MAT for which future credit may be available amount to Rs. 8,68,900, (P.Y. Rs. 6,37,087/-)

22 Contingent Provision for Standard Assets has been created at 0.25% of the standard assets in terms of the Notification No. DNBS. 223/CGM (US) - 2011 dated 17th January 2011, issued by the Reserve Bank of India.

23 Contingent Liability

The Company has an uncalled liability of Rs. 7,00,000/- (P.Y. Rs. 7,00,000) on partly paidup shares held as investments.

24 Micro, Small and Medium Enterprises Development Act, 2006

There is no amount due to Micro, Medium and Small enterprises nor there has been any delay in payment to such enterprises

25 Previous year's figures

The Company has reclassified the previous year's figures in accordance with the requirements applicable in the current year required by Revised Schedule VI

26 Statement required under paragraph 13 of Non Banking (Non-Deposit Acceptance or Holding) Companies Prudential Norms (Reserve bank) Directions, 2007 is enclosed.

In terms of our report attached.

For Naresh Lakhotia & Co.
Chartered Accountants
Firm Registration No. 322224E
Naresh Lakhotia
Proprietor
Membership No. 51249

J.P. Mundra
R. N. Mundhra
Directors

Kolkata
Dated : 30th June, 2012

WESTERN INDIA COMMERCIAL COMPANY LIMITED

ANNEXURE TO NOTES 26

Statement to the Balance Sheet of a Non-Banking Financial Company (as required in terms of Paragraph 13 of Non-Banking Financial(Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007)

Particulars		(Rs. in Lakhs)	
Liabilities side:			
(1)	Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:	Amount Outstanding	Amount Overdue
	(a) Debentures : Secured	NIL	NIL
	: Unsecured (other than falling within the meaning of public deposits)	NIL	NIL
	(b) Deferred Credits	NIL	NIL
	(c) Term Loans	NIL	NIL
	(d) Inter-corporate loans and borrowing	NIL	NIL
	(e) Commercial Paper	NIL	NIL
	(f) Public Deposits	NIL	NIL
	(g) Other Loans - Bank Overdraft	1.26	NIL
Assets side:		Amount Outstanding	
(2)	Break-up of Loans and Advances including bills receivables [other than those included in (4) below]:		
	(a) Secured (b) Unsecured		NIL 32.20
(3)	Break up of Leased Assets and stock on hire and other Assets counting towards AFC activities		
	(i) Lease assets including lease rentals under sundry debtors:		
	(a) Financial lease		NIL
	(b) Operating lease		NIL
	(ii) Stock on hire including hire charges under sundry debtors:		
	(a) Assets on hire		NIL
	(b) Repossessed Assets		NIL
(iii) Other loans counting towards AFC activities:			
(a) Loans where assets have been repossessed		NIL	
(b) Loans other than (a) above		NIL	

WESTERN INDIA COMMERCIAL COMPANY LIMITED

(6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):		
Category	Market Value / Break up / or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties		
(a) Subsidiaries	NIL	NIL
(b) Companies in the same group	NIL	NIL
(c) Other related parties	NIL	NIL
2. Other than related parties	7690.33	456.41
Total	7690.33	456.41

(7) Other Information		
	Particulars	Amount
(i)	Gross Non-Performing Assets	
	(a) Related parties	NIL
	(b) Other than related parties	NIL
(ii)	Net Non-Performing Assets	NIL
	(a) Related parties	NIL
	(b) Other than related parties	NIL
(iii)	Assets acquired in satisfaction of debt	NIL