

AAR SHYAM (INDIA) INVESTMENT COMPANY LIMITED

Regd. Office: 40 – 41, Community Centre,
Friends Colony
Delhi – 110 065

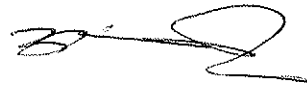
NOTICE

NOTICE is hereby given that the Annual General Meeting of the Company will be held at Registered Office at 40 – 41, Community Centre, Friends Colony, New Delhi – 110 065 on 14th September, 2012 at 10:00 AM to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 and the report of Auditors and Directors thereon.
2. To appoint a Director in place of Mr. S. Krishna, who retires by rotation and being eligible, offer themselves for re-appointment.
3. To Appoint Auditors of the Company to hold office from the conclusion of this meeting upto the conclusion of the next Annual General Meeting and to fix their remuneration.

By order of the Board
For Aar Shyam (India) Investment Company Limited



DIRECTOR

Per

Place: New Delhi
Date : 08/08/2012
Note:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company
2. Proxies in order to be effective must be lodged with the company at its registered office not later than forty-eight hours before the commencement of the meeting.
3. The Register of Member of the Company shall remain closed from 10th September, 2012 to 14th September, 2012 (both days inclusive) for the purpose of record date.

AAR SHYAM (INDIA) INVESTMENT COMPANY LIMITED

DIRECTORS' REPORT TO THE SHAREHOLDERS

The Directors have pleasure in submitting their Annual Report along with the Audited Annual Accounts for the year ended 31st March, 2012.

FINANCIAL RESULTS

The Company has earned a net profit of Rs.7703423/- (before tax) during the year against earned profit of Rs.19808/- in the previous year.

PERFORMANCE REVIEW

During the year under review, income from sale of long term investment was Rs. 7642958/- (Previous year – NIL), interest income was Rs. 105657/- (Previous Year – Rs. 84681/-).

DIVIDEND

No dividend is recommended for the year ended 31st March, 2012.

DEPOSITS

Your Company has not accepted any deposits from the public during the year under review.

DIRECTORS

Mr. S. Krishna, Director retire by rotation at the forthcoming Annual General Meeting of the Company and, being eligible, offer themselves for re-appointment.

LISTING WITH STOCK EXCHANGE

Your Company has complied with all the requirement of the concerned Stock Exchange and its shares are listed at Delhi Stock Exchange. The listing fee as required under clause 47 © of listing agreement is being paid.

SECRETARIAL COMPLIANCE REPORT

As required by Companies (Compliance Certificate) Rule, 2001 read with Section 383 A(1) of the Companies Act, 1956, a Secretarial Certificate given by M/s. Kapahi and Associates, Company Secretaries in whole time practice in the prescribed form is annexed hereto and forms part of this report.

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

The Directors hereby confirm:-

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

AUDITORS

M/s Hari Bhushan & Associates, Chartered Accountants retire at the forthcoming Annual General Meeting and have offered themselves for re-appointment.

GROUP

Pursuant to disclosure received from the Promoters of the company, the names of the promoters/entities comprising 'Modi group' for the purposes of 'group' as defined under the Monopolies and Restrictive Trade Practices ("MRTP") Act, 1969 are given in the Note no. 15 to the Balance Sheet for the purpose of the SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 1997 and otherwise.

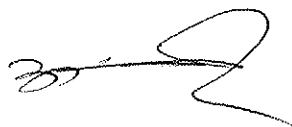
PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO.

As the Company does not have any manufacturing unit hence the particulars of conservation of energy, technology absorption, foreign exchange earning and outgo, pursuant to section 217 (1) (e) of the Companies Act 1956, read with rule 2 of the Companies (Disclosure of particulars in the report of the Board of Directors) Rule, 1988 are not applicable to the Company.

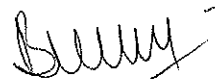
EMPLOYEES

There being no employee in the Company so far, the requirement of annexing a statement of employee pursuant to provision of Section 217 (2A) of the Companies Act, 1956 are not applicable.

Respect fully submitted
On behalf of the Board



Director



Director

Place: New Delhi

Date : 08/08/2012

RS

KAPAH AND ASSOCIATES

(COMPANY SECRETARIES)

FLAT NO. 7C, EVERSHINE APARTMENTS, VIKAS PURI, NEW DELHI - 110018

E-Mail : kapahiassociates@yahoo.com

COMPLIANCE CERTIFICATE

To,

The Members

M/S. AAR SHYAM (INDIA) INVESTMENT COMPANY LTD.

CIN No. L67120DL1983PLC015266

We have examined the registers, records, books and papers of **M/S. AAR SHYAM (INDIA) INVESTMENT COMPANY LTD.** 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 our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we 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 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, comments are not required.
4. The Board of Directors duly met **EIGHT TIMES** on 29.04.2011, 24.06.2011, 29.07.2011, 01.09.2011, 28.10.2011, 16.01.2012, 30.01.2012 and 14.03.2012 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the circular resolutions passed in the Minutes Book maintained for the purpose.
5. The Company closed its Register of Members from 19.08.2011 to 25.08.2011 and necessary compliance of section 154 of the Act has been made.
6. The Annual General Meeting for the financial year ended on 31.03.2011 was held on 25.08.2011 after giving due notice to the members of the company and the resolutions passed thereat were duly recorded in Minutes Books maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the financial year.
8. The company has not advanced any loans to its Directors or persons or firms or companies referred to under Section 295 of the Act during the Financial Year under review.

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9. The company has duly complied with the provisions of section 297 of the Act in respect of contracts specified in that section, during the Financial Year under review.
10. The company has made necessary entries in the register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of Section 314 of the Act, the company has not obtained any approvals from the Board of Directors, members or Central Government.
12. The company has not issued any duplicate share certificate during the financial year.
13. The company has :
 - (i) Delivered all the certificates on allotment of securities and on lodgment thereof for transfer/transmission or any other purpose in accordance with the provisions of the Act.
 - (ii) The company has not deposited any amount in a separate Bank account as no dividend was declared during the financial year.
 - (iii) The company was not required to post warrants to any member of the company as no dividend was declared during the financial year.
 - (iv) No amount was transferred, as none was due.
 - (v) Duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the company is duly constituted and no Appointment of Directors, Additional Directors, Alternate Directors and Directors to fill casual vacancies has been made during the financial year under review.
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 Agent during the financial year.
17. The company 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/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.
22. There were no transactions necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The company has not invited/accepted any deposits including any unsecured loans falling within the purview of section 58A and 58AA during the financial year under review.



24. The company has not made any borrowings during the financial year under review.
25. The company has not made any loans or given any guarantee or provided securities to other bodies corporate. However, it has made investments in compliance with the Provisions of the Act and necessary entries have been made 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 name of the company during the year under scrutiny.
29. The company has not altered the provisions of the memorandum with respect to share capital of the company during the year under scrutiny.
30. The company has not altered its articles of association during the year under scrutiny.
31. There were no prosecutions 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 company has not constituted a separate provident fund trust for its employees or class of its employees as contemplated under section 418 of the Act.

DATED : 20th June, 2012
PLACE : NEW DELHI



For KAPAHI AND ASSOCIATES
COMPANY SECRETARIES


(S. K. KAPAHI)
PROPRIETOR
FCS NO. 1407
C.P. NO. 1118

STATUTORY REGISTERS MAINTAINED BY

ANNEXURE - 'A'

M/S. AAR SHYAM (INDIA) INVESTMENT COMPANY LTD.

1. Register of Members under Section 150 and Index of Members under Section 151
2. Registers and Returns under Section 163
3. Minutes Book of Meetings
4. Books of Accounts under section 209.
5. Register of Particulars of contracts in which Directors are interested under Section 301
6. Register of Directors, Managing Director, Manager and Secretary under Section 303
7. Register of Directors' Shareholdings under Section 307
8. Register of Investments or Loans made, Guarantee given or Security Provided under Section 372A.
9. Register of renewed and duplicate certificates under Rule 7 of the Companies (Issue of Share Certificates) Rules, 1960

ANNEXURE- 'B'

Forms and Returns as filed by **M/S. AAR SHYAM (INDIA) INVESTMENT COMPANY LTD.** with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending on **31st March, 2012.**

S. No.	Form No./ Return	Filed under Section	Date of Filing	Subject
1.	23 AC & 23 ACA	220	24.09.2011	Annual Accounts for the Financial year 2010-2011.
2.	66	383A(1)	22.09.2011	Relevant to Directors Report for F. Y. ended 31.03.2011
3.	20 B	159	21.10.2011	Annual Return relevant to Annual General Meeting held on 25.08.2011.
4	23B	224(1A)	01.03.2012	Appointment of Statutory Auditors.

**For KAPAHI AND ASSOCIATES
COMPANY SECRETARIES**



**(S. K. KAPAHI)
PROPRIETOR
FCS NO. 1407
C.P. NO. 1118**

**DATED : 20th June, 2012
PLACE : NEW DELHI**



HARI BHUSHAN & ASSOCIATES
CHARTERED ACCOUNTANTS

AUDITOR'S REPORT TO THE MEMBERS OF AAR SHYAM (INDIA) INVESTMENT COMPANY LIMITED

We have audited the attached Balance Sheet of **M/S AAR SHYAM (INDIA) INVESTMENT COMPANY LIMITED** ("the Company") as at **31st March, 2012** and relative Profit & Loss Account of the company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.


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

As required by the Companies (Auditor's Report) Order, 2003, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956 ("the Act") we give in the Annexure, a statement on the matters specified in paragraphs 4 and 5 of the said Order.

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

- (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 the law have been kept by the company, so far as appears from our examination of the books;
- (c) The Balance Sheet dealt with by this report are in agreement with the books of account;
- (d) In our opinion, the balance sheet dealt with by this report comply with the accounting Standards referred to in sub-section (3C) of Section 211 of the Companies, 1956;
- (e) On the basis of the written declarations received from the directors and taken on record by the board of directors, we report that none of the director is disqualified as on **31st March, 2012** from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act;
- (f) In our opinion, and to the best of our information and according to the explanations given to us, the said accounts read 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;
 - (i) in the case of Balance sheet, of the state of affairs of the Company as at **31st March, 2012**;
 - (ii) in the case of the Profit & Loss Account, of the profit for the year ended on that date.
 - (iii) In the case of Cash Flow Statement, of the cash flows of the company for the year.

For Hari Bhushan & Associates
Chartered Accountants


(CA. Hari Bhushan)
Proprietor
Membership No.: 076688



Place: New Delhi
Date :20th June, 2012



ANNEXURE TO THE AUDITORS' REPORT

Statement referred to in paragraph 3 of our report of even date to the members of **AAR SHYAM (INDIA) INVESTMENT COMPANY LIMITED** on the accounts for the year ended **31st March, 2012**. We Report that:

- (i) The company does not own any fixed assets.
- (ii) The company does not own any inventory.
- (iii) The Company has not granted or taken loan from Companies covered in the register maintained under section 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 with regard to purchase of fixed assets and other assets. During the course of our Audit, we have not observed any continuing failure to correct major weakness in internal controls.
- (v) (a) According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered in to the register maintained under section 301 of the Companies Act, 1956 have been so entered.
(b) In our opinion and according to the information and explanation given to us, the transactions made in pursuance of contracts or arrangements entered in to the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of Rs. Five lacs have been made at the prices which are reasonable having regard to prevailing market prices at the relevant time.
- (vi) In our opinion and according to the explanation given to us the directives issued by the Reserve Bank of India, and provision of section 58A & 58AA of the Companies Act, 1956 and rules there under are not applicable, as the company has not accepted any deposit from the public.
- (vii) The company has Internal Audit System commensurate with its size and nature of its business.
- (viii) In terms of clause (d) of subsection (1) of the section 209 of the Companies Act, 1956 the Central Government has not prescribed maintenance of cost records by the company.
- (ix) (a) According to the information and explanations given to us, and to the best of our knowledge the Company has been regular in depositing with appropriate authorities undisputed statutory dues including Income-tax, Wealth Tax, Sales Tax, Custom Duty and Excise Duty and any other statutory dues applicable to it.
(b) According to the information and explanations given to us, and to the best of our knowledge the Company has no undisputed amounts payable in respect of Income-tax, Wealth Tax, Sales Tax, Custom Duty and Excise Duty which have remained outstanding as at **31st March, 2012**, for a period exceeding six months from the date they become payable.
(c) According to the information and explanations given to us, there are no dues of sales tax, income tax, Custom Duty, wealth tax, cess and Excise Duty, which have not been deposited on account of any dispute.
- (x) In our opinion, the accumulated losses of the Company are not more than 50% of its net worth. The Company has not incurred cash losses in the financial year immediately preceding such financial year.
- (xi) In our opinion and according to the information and explanation given to us, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.

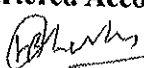




HARI BHUSHAN & ASSOCIATES
CHARTERED ACCOUNTANTS

- (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) The special statutes applicable to Chit Fund, Nidhi or Mutual Benefit Society are not applicable to the Company.
- (xiv) The Company has dealt in or traded in shares, securities, debentures or other investments. The Company in its own name holds the Shares and debentures acquired by the Company by way of investment.
- (xv) According to the records of the company and the information and explanation provided by the management, the company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xvi) According to the records of the company, the company has not obtained any term loans, Hence, comments under the close are not called for.
- (xvii) According to the information and explanations given to us and on overall examination of the Balance Sheet of the Company, we report that the no funds raised on short – term basis have been used for long term investment. No long-term funds have been used to finance short term assets except permanent working capital.
- (xviii) The Company has not made any preferential allotment of shares to the parties and the Companies covered under section 301 of the Companies Act.
- (xix) The Company has not issued debentures during the year.
- (xx) The company has not raised any money by public issues during the year.
- (xxi) According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

For Hari Bhushan & Associates
Chartered Accountants


(CA. Hari Bhushan)
Proprietor
Membership No.: 076688



Place: New Delhi
Date : 20th June, 2012

AAR SHYAM INDIA INVESTMENT COMPANY LIMITED

Balance Sheet as at 31st March 2012

(Amount in Rs.)

Particulars	Note	As at		As at	
		31-03-2012		31-03-2011	
I. EQUITY AND LIABILITIES					
1 Shareholders' funds					
(a) Share capital	2	9900000		9900000	
(b) Reserves and surplus	3	4608401	14508401	(1536483)	8363517
2 Share application money pending allotment			-		-
3 Non-current liabilities					
Long-term provisions	4		8400		8400
4 Current liabilities					
(a) Other current liabilities	5	26541		56062	
(b) Short term provisions	6	1513428	1539969		56062
TOTAL			16056770		8427979
II. ASSETS					
1 Non-current assets					
Non-current investments	7		15770968		4992866
2 Current assets					
(a) Cash and cash equivalents	8	279515		39688	
(b) Short term loans and advances	9	-		1287500	
(c) Other current assets	10	6287	285802	2107925	3435113
TOTAL			16056770		8427979
Notes forming part of the financial statements	1-18				

As per our report of even date
For Hari Bhushan & Associates
Chartered Accountants
FRN NO. :

For and on behalf of the Board of Directors

(CA Hari Bhushan)
Proprietor
Membership No. 076688



[Signature]
Director

RA

[Signature]
Director

Place : New Delhi

Dated : 20 JUN 2012

AAR SHYAM INDIA INVESTMENT COMPANY LIMITED

Profit and loss statement for the year ended 31st March 2012

(Amount in Rs.)

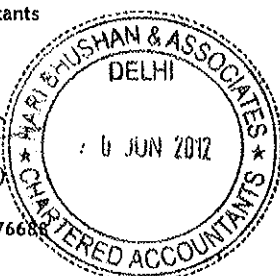
Particulars		Note	For the year ended 31st March 2012	For the year ended 31st March 2011
I.	Revenue from operations	11	7755973	95279
II.	Other income		-	-
III.	Total Revenue (I + II)		7755973	95279
IV.	Expenses:			
	Other expenses	12	52550	75471
	Total expenses		52550	75471
V.	Profit before exceptional and extraordinary items and tax (III-IV)		7703423	19808
VI.	Exceptional items:		-	-
VII.	Profit before extraordinary items and tax (V - VI)		7703423	19808
VIII.	Extraordinary items		-	-
IX.	Profit before tax (VII+ VIII)		7703423	19808
X	Tax expense: Current tax		1558539	5456
XI	Profit for the period (IX-X)		6144884	14352
XII	Earnings per equity share of Rs 10 each:	17		
	(1) Basic		6.21	0.01
	(2) Diluted		6.21	0.01
	Notes forming part of the financial statements	1-18		

As per our report of even date
For Hari Bhushan & Associates
Chartered Accountants
FRN NO. :

(CA Hari Bhushan)
Proprietor
Membership No. 076688

Place : New Delhi

Dated : 20 JUN 2012



For and on behalf of the Board of Directors

[Signature]
Director

[Signature]
Director

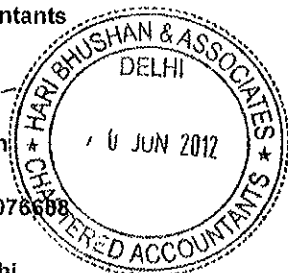
AAR SHYAM INDIA INVESTMENT COMPANY LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2012

	For the year ended 31.3.2012 (Rs.)	For the year ended 31.3.2011 (Rs.)
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Net profit before tax	7703423	19808
adjustments for :		
Interest Income	(105657)	(84681)
Dividend Income	(7358)	(10598)
Profit on transfer of Long Term Investment	(7642958)	(95279)
	<u>(52550)</u>	<u>(75471)</u>
Operating profit before working capital changes		
Adjustments for :		
Trade and other receivables	1287500	75000
Trade and other payables	(29521)	28272
	<u>1257979</u>	<u>103272</u>
Cash generated from operations	<u>1205429</u>	<u>27801</u>
Interest Income	2171471	10598
Dividend Income	7358	9819
Direct taxes refund/(paid)	(9287)	8450
	<u>2169542</u>	<u>28867</u>
Cash flow from operating activities	<u>3374971</u>	<u>56668</u>
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of investments	(12500000)	(31694)
Sale of investments	9364856	-
C. CASH FLOWS FROM FINANCING ACTIVITIES		
	<u>239827</u>	<u>24974</u>
Opening cash and cash equivalents	39688	14714
Closing cash and cash equivalents	279515	39688

In terms of our report of even date attached
For Hari Bhushan & Associates
Chartered Accountants

CA. Hari Bhushan
Proprietor
Membership No 076688



DIRECTOR

DIRECTOR

Place : New Delhi

Dated : 20 JUN 2012

AAR SHYAM INDIA INVESTMENT COMPANY LIMITED
Notes forming part of financial statement

Note 2: Share capital

(Amount in Rs.)

Particulars	As at 31st March 2012		As at 31 March 2011	
	Number	Amount	Number	Amount
Authorised Capital				
Equity Shares of Rs. 10/- each	10,00,000	1,00,00,000	10,00,000	1,00,00,000
	10,00,000	1,00,00,000	10,00,000	1,00,00,000
Issued, Subscribed & Paid up Capital				
Equity Shares of Rs.10/- each	9,90,000	99,00,000	9,90,000	99,00,000
Total	9,90,000	99,00,000	9,90,000	99,00,000

2.1 Reconciliation of equity shares outstanding at the beginning and at the end of reporting period:

(Amount in Rs.)

Particulars	Equity Shares	
	Number	Amount
Shares outstanding at the beginning of the reporting period	9,90,000	99,00,000
Shares Issued during the reporting period	-	-
Shares outstanding at the end of the year	9,90,000	99,00,000

Disclosure pursuant to Note no. 6(A)(g) of Part I of Schedule VI to the Companies Act, 1956 (Holding more than 5% of share capital)
A. Equity Shareholders

Name of Shareholder	As at 31 March 2012		As at 31 March 2011	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
K. K. Modi Investment & Fin Ser Pvt Ltd	565000	57.07	565000	57.07
Shashank Traders Ltd	285000	28.79	285000	28.79
HMA Udyog Pvt. Ltd.	85000	8.59	85000	8.59



AAR SHYAM INDIA INVESTMENT COMPANY LIMITED
Notes forming part of financial statement

Note 3: Reserves and surplus

Particulars	(Amount in Rs.)	
	As at 31 March 2012	As at 31 March 2011
Special Reserve		
Opening Balance	50,000	50,000
(+) Current year transfer	-	-
Closing Balance	50,000	50,000
Statutory Reserve *		
Opening Balance	2,870	-
(+) Current Year Transfer	12,28,977	2,870
Closing Balance	12,31,847	2,870
Surplus		
Opening balance	(15,89,353)	(16,00,835)
(+) Net Profit/(Net Loss) For the current year	61,44,884	14,352
(-) Transfer to Statutory Reserve	12,28,977	2,870
Closing Balance	33,26,554	(15,89,353)
Total	46,08,401	(15,36,483)

* Statutory reserve created under section 45-IC of the Reserve Bank of India Act, 1934



AAR SHYAM INDIA INVESTMENT COMPANY LIMITED
Notes forming part of financial statement

Note 4: Long term provisions

Particulars	(Amount in Rs.)	
	As at 31 March 2012	As at 31 March 2011
Contingent provision against standard assets	8,400	8,400
Total	8,400	8,400

Note 5: Other current liabilities

Particulars	(Amount in Rs.)	
	As at 31 March 2012	As at 31 March 2011
Audit fee payable	6,000	11,580
Expenses payable	20,541	44,482
Total	26,541	56,062

Note 6: Short term provisions

Particulars	(Amount in Rs.)	
	As at 31 March 2012	As at 31 March 2011
Provision for taxation (net of payments)	15,13,428	-
Total	15,13,428	-



AAR SHYAM INDIA INVESTMENT COMPANY LIMITED
Notes forming part of financial statement

Note Non-current investments
7:

(Amount in Rs.)

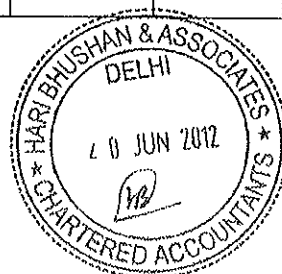
Particulars	As at 31 March 2012 Rs.	As at 31 March 2011 Rs.
Investments - Other		
Investment in Equity instruments	7,71,788	24,93,686
Investment in Preference instruments	1,50,00,000	25,00,000
Total	1,57,71,788	49,93,686
Less : Provision for dimunition in the value of Investments	820	820
Total	1,57,70,968	49,92,866

Particulars	As at 31 March 2012	As at 31 March 2011
Aggregate amount of quoted investments	7,71,788	7,71,788
Aggregate amount of unquoted investments	1,49,99,180	42,21,078
Total	1,57,70,968	49,92,866
Market value of quoted investments	26,63,086	26,63,086



7.1 Details of Other Non-Current Investments:

Sr. No.	Name of the Body Corporate	Face value per share	No. of Share / Unit		(Amount in Rs.)	
			As at 31 March 2012	As at 31 March 2011	As at 31 March 2012	As at 31 March 2011
(a)	Investment in Equity Instruments - Quoted, fully paid up					
	Modi Industries Ltd.	10	97,312	97,312	2,91,936	2,91,936
	Premium Merchants Ltd.	10	1,35,000	1,35,000	4,38,750	4,38,750
	Bharat Hotels Ltd.	10	400	400	12,200	12,200
	Subrose Limited	10	980	980	28,902	28,902
	Total (a)				7,71,788	7,71,788
(b)	Investment in Equity Instruments - Unquoted, fully paid up					
	Indo Euro Investment Company Pvt. Ltd. - Sold during the year	-	-	1,500	-	1,50,000
	HMA Udyog Private Ltd - Sold during the year	-	-	21,000	-	2,11,050
	Modern Homecare Product Ltd. - Sold during the year	-	-	2,13,333	-	4,92,923
	Modicare Ltd. - Sold during the year	-	-	71,670	-	7,18,284
	Indofil Industries Limited - Sold during the year	-	-	1,838	-	84,875
	Total (b)				-	16,57,132
(c)	Investment in Equity Instruments- Unquoted, partly paid up					
	Indofil Industries Limited - Sold during the year	-	-	1,378	-	64,766
	Total (c)				-	64,766
(d)	Investment in Preference Instruments- Unquoted					
	Premium Merchants Ltd.	10	2,50,000	2,50,000	25,00,000	25,00,000
	K.K.Modi Investment and Financial Services Pvt. Ltd. - 450000 shares subscribed during the year.	10	4,50,000	-	45,00,000	-
	Premium TradeLinks Private Limited - 800000 shares subscribed during the year.	10	8,00,000	-	80,00,000	-
	Total (d)				1,50,00,000	25,00,000
	Total (a + b + c + d)				1,57,71,788	49,93,686



AAR SHYAM INDIA INVESTMENT COMPANY LIMITED
Notes forming part of financial statement

Note 8: Cash and cash equivalents

Particulars	(Amount in Rs.)	
	As at 31 March 2012	As at 31 March 2011
Balances with banks in fixed deposits	2,00,000	-
Balances with banks in current accounts	79,416	39,589
Cash on hand	99	99
	2,79,515	39,688

Note 9: Short term loans and advances

Particulars	(Amount in Rs.)	
	As at 31 March 2012	As at 31 March 2011
K.K.Modi Investment and Financial Services Pvt. Ltd.	-	12,87,500
	-	12,87,500

Note 10: Other current assets

Particulars	(Amount in Rs.)	
	As at 31 March 2012	As at 31 March 2011
Interest receivable	6,287	20,72,100
Tax Refundable (net of provision)	-	35,825
	6,287	21,07,925



AAR SHYAM INDIA INVESTMENT COMPANY LIMITED
Notes forming part of financial statement

Note 11: Revenue from operations

(Amount in Rs.)

Particulars	For the year ended 31st March 2012	For the year ended 31st March 2011
Interest Income	1,05,657	84,681
Dividend Income	7,358	10,598
Profit on sale of long term investment	76,42,958	-
Total	77,55,973	95,279

Note 12: Other expenses

(Amount in Rs.)

Particulars	For the year ended 31st March 2012	For the year ended 31st March 2011
Advertisement expenses	24,361	37,536
Audit fees	6,000	4,860
Bank charges	406	350
Demat charges	1,478	-
Listing fees	5,515	5,515
Filing fees	1,530	3,000
Postage expenses	1,260	1,260
Professional charges	12,000	14,550
Provision against standard assets	-	8,400
Total	52,550	75,471



AAR SHYAM INDIA INVESTMENT COMPANY LIMITED

13. Related party disclosure under Accounting Standard 18:

(A) Names of related parties and nature of related party relationships:

List of Related Parties

(i) Holding Company

K. K. Modi Investment & Financial Services Pvt. Ltd.

(ii) Fellow Subsidiaries

Aarsree Agra Limited
Anjney Investment & Trading company Ltd.
Amber Chemicals Private Limited
Buzzz TV Private Limited
Cindrella Holdings Private Limited
Cindrella Developments Private Limited
Cindrella Resources Private Limited
Colorbar Cosmetics Private Limited
Criclive com India Private Limited
Fashion Television India Private Limited
Gemini Trade Links Limited
H.M.A. Udyog Pvt. Ltd
H.M.A. Investments Pvt. Ltd
Home Communication Network Ltd
Indian Cricket League Ltd
Indo Euro Investment Co Pvt. Ltd
Integrated Technology Solutions (P) Ltd
International Research Park Lab Ltd
KKM Management Centre Private Limited
Marketing & Brand Solutions (I) Pvt Ltd
ME India Holding Private Ltd
ME Fashions India Private Ltd
MEN Interactive Network Limited
Modi Entertainment Limited
Modicare Limited
Modi Reach Finance And Investment (India) Limited
MWC Market Services Private Limited
N.K.Textiles Industries Limited
Neena Commercial Private Limited
Premium Bidi Company Limited
Premium Merchants Limited
Ramraj Enterprises Limited
Sapphire Insurance Agencies Ltd.
Shashank Traders limited
Subhsree Petrochem Industrial Investment Limited
Touchwood Investment Private Limited
USG Financial Services Private Limited
Vandana Dealers Private Limited
Voyages Television Private Limited



(iii) Key Management Personnel:

- Mr. I.K. Gupta, Director
- Mr. S. Krishna, Director
- Mr. Sanjay Kumar Gupta, Director
- Mrs. Beenu Agarwal, Director

(iv) Enterprises over which key management personnel and their relatives are able to exercise significant influence: NONE

(B) Disclosure of transactions (excluding reimbursements) between the Company and related parties and status of outstanding balances as at the year end:

	Holding Company		Fellow subsidiaries		Total	Total
	2011-12	2010-11	2011-12	2010-11	2011-12	2010-11
Interest Received	65035	83179	--	--	65035	83179
Loan received back includes interest	3418133	75000	--	--	3418133	75000
Share purchase	4500000	--	--	--	4500000	--
Sale of share	--	--	2924325	--	2924325	--
Balance Outstanding at the year end						
Share Capital	5650000	5650000	4100000	4100000	9750000	9750000
Loans & Advances(including interest)	--	3359600	--	--	--	3359600
Investments	4500000	--	2938750	2938750	7438750	2938750

14. The company did not have any Deferred Tax Asset/ (Liabilities) as on 31st March 2012.

15. The detail of persons constituting 'Modi group' coming within the definition of 'group' as defined in Monopolies and Restrictive Trade Practices Act, 1969 for the purpose of Regulation 3(1)(e)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and otherwise is enclosed as per 'Annexure - 1'.

16. The details of assets and liabilities in terms of Para 9BB of Non - Banking Financial Companies Prudential Norms (Reserve Bank of India) Directions, 1998 are given as per 'Annexure - II'.


17. Earnings per share (EPS)

Net Profit/(Loss) as per Profit Loss Account	6144884	14352
No. of Equity Shares	990000	990000
Earnings per share (Rs.) (Basic & Diluted)	6.21	0.01

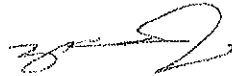


18. The Revised Schedule VI has become effective from April 1, 2011 for preparation of financial statements. This has significantly impacted the disclosure and presentation made in the financial statements. Previous year's figure have been regrouped / reclassified, wherever necessary, to correspond with the current year's classification / disclosure.

For and on behalf of the Board of Directors



[Director]



[Director]

Place: New Delhi

Date: 20 JUN 2012

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Aar Shyam India Investment Company Limited

ANNEXURE '1'

MODI GROUP

Persons constituting 'Modi group' coming within the definition of 'group' as defined in the Monopolies and Restrictive Trade and Practices Act, 1969 for the purpose of Regulation 3(1)(e)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and otherwise, include the following:

- Aarsree Agra Limited
- Amber Chemicals Private Limited
- Ananda Heritage Hotels Private Limited
- Anjney Investments & Trading Company Limited
- Assam Cigarette Company Private Limited
- Beacon Travels Private Limited
- Bina Fashions N Food Private Limited
- Buzzz TV Private Limited
- Charu Investments Private Limited
- Cindrella Developments Private Limited
- Cindrella Holdings Private Limited
- Cindrella Resources Private Limited
- Colorbar Cosmetics Private Limited
- Criclive.com India Private Limited
- Divya Modi
- Doruka Designs Private Limited
- F Scape Media Private Limited
- Fashion Television India Private Limited
- Gemini Tradelinks Limited
- Good Investment (India) Limited
- H M A Investments Private Limited
- H M A Udyog Private Limited
- Hindustan Leasing Company
- Home Communication Network Limited
- Indo Baijin Chemicals Private Limited
- Indian Cricket League Limited
- Indo Euro Investment Company Private Limited
- Indofil Industries Limited
(Formerly known as Indofil Organic Industries Limited)
- Integrated Technology Solutions Private Ltd
- International Research Park Laboratories Limited
- K.K.Modi & Bina Modi, Trustees - Indofil Junior Employees (Factory) Welfare Trust
- K.K.Modi & Bina Modi, Trustees - Indofil Junior Employees (Offices) Welfare Trust
- K.K.Modi & Bina Modi, Trustees - Indofil Senior Executives (Factory) Welfare Trust
- K.K.Modi, Trustee - Indofil Junior Employees (Factory) Benefit Trust & Bina Modi, Trustee
- K.K.Modi & Bina Modi, Trustees - Indofil Senior Executives (Offices) Welfare Trust
- K.K.Modi & Bina Modi, Trustees - Indofil Senior Executives (Factory) Benefit Trust
- K.K.Modi & Bina Modi, Trustees - Indofil Junior Employees (Offices) Benefit Trust
- K.K.Modi & Bina Modi, Trustees - Indofil Senior Executives (Offices) Benefit Trust
- K.K.Modi Family Trust
- K.K.Modi Investment & Financial Services Private Limited
- Kaushambi Industries Private Limited
- Krishan Kumar Modi
- KKM Management Centre Private Limited
(Formerly known as Modi Entertainment Cable Network Private Limited)
- Lalit Kumar Modi
- Longwell Investment Private Limited
- Marketing and Brand Solutions (India) Private Limited
- ME Fashion Mauritius Private Limited
- ME Fashions India Private Limited



- ME India Holding Private Limited
- MEN Interactive Network Limited
- Modern Homecare Products Limited
- Modi Apollo International Group Private Limited
- Modi ATI Education Private Limited
- Modi Brands Private Limited
- Modi Entertainment Limited
- Modi Entertainment Network Limited, BVI
- Modi Entertainment Network Mauritius Limited
- Modi Healthcare Placement India Private Limited
- Modi New World India Private Limited
- Modi Reach Finance and Investment (India) Limited
- Modicare Limited
- Motto Investment Private Limited
- MWC Market Services Private Limited
- N K Textile Industries Limited
- Neena Commercial Private Limited
- Neon Solutions Private Limited
- Oriental Leasing Company
- Premium Bidi Company Limited
- Premium Merchants Limited
- Premium Tradellinks Private Limited
- Priyal Hitay Nidhi
- Quick Investment (India) Limited
- R C Tobacco Private Limited
- Rajputana Developers Limited
- Rajputana Fertilizers Limited
- Ramraj Enterprises Limited
- Real Time Tolling Solutions Private Limited
- Ritika N Rungta
- Samir Kumar Modi
- Sapphire Insurance Agencies Limited
- Serendipity Design Private Limited
- Serendipity Enterprises Private Limited
- Shashank Traders Limited
- Spice Mobiles Limited
- Subhsree Petrochem Industrial Investments Limited
- Success Principles Limited
- Super Investment (India) Limited
- Swasth Investment Private Limited
- Tobacco Holdings
- Touchwood Investment Private Limited
- Twenty Four Seven Retail Stores Private Limited
- Upasana Investment Private Limited
- USG Financial Services Private Limited
- Vandana Dealers Private Limited
- Vinay Kumar Modi, Trustee - Modi Spinning & Weaving Mills Company Limited (Head Office)
- Employees Welfare Trust
- Voyages Television Private Limited
- Also, any other Subsidiaries and Affiliates of the above entities.



AAR SHYAM INDIA INVESTMENT COMPANY LIMITED

ANNEXURE - II TO NOTE - 16

Schedule to the Balance Sheet as on **31st March 2012** of a Non-Banking Financial Company

(as required in terms of Paragraph 9BB of Non-Banking Financial
Companies Prudential Norms (Reserve Bank) Direction, 1998)

(In Rs.)

LIABILITIES SIDE :

PARTICULARS

01. Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid	<u>Amount Outstanding</u>	<u>Amount Overdue</u>
(a) Debentures	--	--
: Secured	--	--
: Unsecured (other than falling within the meaning of public deposits)	--	--
(b) Deferred Credits	--	--
(c) Term Loan	--	--
(d) Inter-corporate loans and borrowing	--	--
(e) Commercial Paper	--	--
(f) Public Deposits	--	--
(g) Other Loans (specify nature)	--	--
02. Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid) :		
(a) In the form of Unsecured debentures	--	--
(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	--	--
(c) Other public deposits	--	--

ASSETS SIDE :

03. Break-up of Loans and Advances including bills receivable [other than those included in (4) below] :	<u>Amount Outstanding</u>
(a) Secured	NIL
(b) Unsecured	6287
04. Break-up of Leased assets and stock on hire and hypothecation loans counting towards EL/HP activities	NIL
05. Break-up of Investments :	

Current Investments :

1. Quoted:	
(i) Shares : (a) Equity	NIL
(b) Preference	NIL
(ii) Debentures and Bonds	NIL
(iii) Units of Mutual funds	NIL
(iv) Government Securities	NIL
(v) Others (please specify)	--
2. Unquoted:	<u>Amount Outstanding</u>
(i) Shares : (a) Equity	NIL
(b) Preference	NIL
(ii) Debentures and Bonds	NIL
(iii) Units of Mutual funds	NIL
(iv) Government Securities	NIL
(v) Others (please specify)	--



ANNEXURE - II TO NOTE - 16 (Contd. ...),

Long Term Investments :

1. Quoted:	
(i) Shares : (a) Equity	771788
(b) Preference	NIL
(ii) Debentures and Bonds	NIL
(iii) Units of Mutual funds	NIL
(iv) Government Securities	NIL
(v) Others (please specify)	NIL
2. Unquoted:	
(i) Shares : (a) Equity	NIL
(b) Preference	15000000
(ii) Debentures and Bonds	NIL
(iii) Units of Mutual funds	NIL
(iv) Government Securities	NIL
(v) Partnership Firm	NIL
TOTAL	15771788

06. Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances :

Amount net of provisions

<u>Category</u>	<u>Secured</u>	<u>Unsecured</u>	<u>Total</u>
1. Related Parties			
(a) Subsidiaries	NIL	NIL	NIL
(b) Companies in the same group	NIL	NIL	NIL
(c) Other related parties	NIL	NIL	NIL
2. Other than related parties	NIL	6287	6287
Total	NIL	6287	6287

07. Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted) :

<u>Market Value/ Break-up or fair value or NAV</u>	<u>Book Value (Net of Provisions)</u>
---	--

<u>Category</u>		
1. Related Parties		
(a) Subsidiaries	--	--
(b) Companies in the same group	7438750	7438750
(c) Other related parties	8097312	8291936
2. Other than related parties	35684	41102
Total	15571746	15771788

**08. Other Information
Particulars**

Amount

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

NIL
NIL
NIL
NIL

