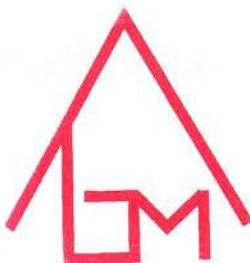


**30<sup>th</sup>**

**ANNUAL REPORT  
2012 - 2013**

**ABM International Ltd.**



***ABM INTERNATIONAL LTD.***

**Board of Directors**

**Shri Virender Kumar Gandhi**  
Chairman & Managing Director

**Directors**

Shri P. Ojha  
Shri S.S. Rana  
Smt. Sangeeta Gandhi  
Shri M. S. Venkateswaran

**Auditors**

**M/s Salarpuria & Partners**  
1008, Chiranjiv Tower,  
43, Nehru Place,  
New Delhi - 110 019

**Internal Auditors**

M/s Rajan Goel & Associates  
280, Kailash Hills,  
New Delhi - 110 065

**Bankers**

- (i) Oriental Bank of Commerce
- (ii) AXIS Bank Ltd.

**Regd. Office**

10/60, Industrial Area,  
Kirti Nagar,  
New Delhi - 110 015.



## GENERAL SHARE HOLDERS INFORMATION

1. A. G. M. Date, Time and Venue : 26<sup>th</sup> September, 2013 at 5.00 P.M.  
at 10/60, Industrial Area,  
Kirti Nagar, New Delhi - 110 015.
2. Financial Calender : 1st April, 2012 to 31st March, 2013
3. Dates of Book Closure : 25<sup>th</sup> September, 2013 to 26<sup>th</sup> September, 2013.
4. Listing at : The Delhi Stock Exchange Association Limited,  
DSE House, 3/1, Asaf Ali Road,  
New Delhi - 110 002.
5. Investor Correspondence : Share Department,  
ABM International Limited,  
10/60, Industrial Area, Kirti Nagar,  
New Delhi - 110 015.  
Tel. : (011) 2592 7878, 4142 6055
6. Dematerialisation of Sahres and Liquidity : Trading in ABM's shares is permitted only in  
dematerialised form as per circular issued by the  
Securities and Exchange Board of India (SEBI).
7. Registrar for Demat Services &  
Share Transfer Agent : M/s Beetal Financial & Computer Services (P) Ltd.  
Beetal House, 3rd Floor,  
99, Madangir, (Behind Local Shopping Complex),  
Near Dada Harsukh Das Mandir,  
New Delhi - 110062  
Tel. : (011) 29961281



## NOTICE

NOTICE is hereby given that the 30<sup>th</sup> Annual General Meeting of the members of **ABM INTERNATIONAL LIMITED** will be held on Thursday, The 26<sup>th</sup> September, 2013 at 5.00 P.M. at the registered office of the company at 10/60, Industrial Area, Kirti Nagar, New Delhi-110 015 to transact the following business:-

### AS ORDINARY BUSINESS

1. To receive, consider, approve and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2013 and the Profit & Loss and Cash Flow Statement for the year ended on that date together with the Directors' and Auditors' Reports Statement thereon.
2. To appoint a Director in place of Mr. P.Ojha who retires by rotation and being eligible offers himself for re-appointment.
3. To declare dividend on Equity Shares
4. To appoint Auditors and fix their remuneration.

### AS SPECIAL BUSINESS

5. To consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution :

**"RESOLVED THAT**, the compliance certificate, as issued by Shri R.S. Bhatia, a Practicing Company Secretary, be and is hereby received, considered and adopted."

REGD. OFFICE :  
10/60, INDUSTRIAL AREA,  
KIRTI NAGAR, NEW DELHI-110015

DATE : 27-07-2013

By Order of the Board  
for **ABM INTERNATIONAL LIMITED**

**(VIRENDER KUMAR GANDHI)**  
Chairman & Managing Director



## NOTES:

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. A PROXY FORM DULY COMPLETED AND SIGNED SHOULD REACH AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING. A BLANK PROXY FORM IS ATTACHED HEREWITH.**
2. The Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956, setting out all material facts in respect of special business of the Notice is attached.
3. Members are requested to intimate their queries, if any, relating to the accounts at least seven days in advance of the Meeting so that the information can be made readily available and furnished at the meeting.
4. The Register of Members and the Share Transfer Books of the Company will remain closed from 25<sup>th</sup> September, 2013 to 26<sup>th</sup> September, 2013 (both days inclusive).
5. Members/ proxy-holders are requested to produce at the entrance the attached Admission Slip duly completed and signed for admission to the meeting hall.
6. Members attending the meeting are requested to bring their copy of Annual Report.
7. Payment of Dividend, if declared at the meeting, will be made on or before 25<sup>th</sup> October, 2013:
  - a) to all the beneficial owners in respect of shares held in electronic form as per the data as may be made available by Central Depository Services (India) Limited as at the close of business hours on 20<sup>th</sup> September, 2013.
  - b) to all the shareholders in respect of shares held in physical form after giving effect to valid transfers in respect of transfer requests lodged with the Company on or before the close of business hours on 26<sup>th</sup> September, 2013.
8. All documents as are mentioned either in Notice containing draft resolution or in explanatory statement attached to the Notice are open for inspection at the Registered Office during the business hours up to the date of this Annual General Meeting.
9. PURSUANT TO THE PROVISIONS OF SECTION 205A(5) OF THE COMPANIES ACT, 1956, DIVIDEND FOR THE FINANCIAL YEAR ENDED 2005-06 AND THEREAFTER WHICH REMAIN UNCLAIMED FOR A PERIOD OF 7 YEARS WILL BE TRANSFERRED BY THE COMPANY TO THE INVESTOR EDUCATION AND PROTECTION FUND (IEPF) ESTABLISHED BY THE CENTRAL GOVERNMENT. MEMBERS WHO HAVE NOT SO FAR ENCASHED THEIR DIVIDEND WARRANTS FOR THE FINANCIAL YEAR ENDED 2005-06 OR ANY SUBSEQUENT FINANCIAL YEAR ARE REQUESTED TO APPROACH THE COMPANY FOR OBTAINING FRESH INSTRUMENT(S) IN LIEU OF EXPIRED DIVIDEND WARRANT(S). IT MAY ALSO BE NOTED THAT ONCE THE UNCLAIMED DIVIDEND IS TRANSFERRED TO THE SAID FUND, AS ABOVE, NO CLAIM SHALL LIE AGAINST THE COMPANY OR THE FUND IN RESPECT THEREOF.  
  
MEMBERS WHO HAVE NOT YET ENCASHED THEIR DIVIDEND WARRANT(S) FOR THE FINANCIAL YEAR 2005-06 ARE REQUESTED TO MAKE THEIR CLAIMS WITHOUT ANY FURTHER DELAY TO

# ABM International Ltd.



THE COMPANY'S REGISTRAR AND TRANSFER AGENT, M/S BEETAL FINANCIAL & COMPUTER SERVICES PRIVATE LIMITED.

MEMBERS MAY PLEASE NOTE THAT NO CLAIM WILL LIE AGAINST IEPF THE COMPANY WITH RESPECT TO DIVIDEND DECLARED FOR THE FINANCIAL YEAR 2005-06, ON OR AFTER 31<sup>ST</sup> OCTOBER, 2013.

## **EXPLANATORY STATEMENT :**

(Pursuant to the provisions of Section 173 (2) of the Companies Act, 1956 forming part of notice)

### **ITEM NO. 5**

The Central Government, vide its notification dated 31.01.2001 has announced the Companies (Compliance Certificate) Rules 2001 vide which your company is required to obtain compliance certificate from a Practicing Company Secretary. Your company has appointed Shri R.S. Bhatia, a Practicing Company Secretary for the said purpose. The Compliance Certificate dated 27-07-2013 issued by Shri R.S. Bhatia, is attached with the Directors' Report as required under Section 383A of the Companies Act, 1956. As per above said rules, the compliance certificate is required to be placed before the AGM. It is therefore, submitted that the compliance certificate as attached to the Directors' Report be taken as part of this Notice for the purpose of adoption of the same. Shareholders are requested to consider and adopt the same.

Your Board recommends the passing of this resolution.

None of the Director is concerned or interested in the resolution.

REGD. OFFICE :  
10/60, INDUSTRIAL AREA,  
KIRTI NAGAR, NEW DELHI-110015

DATE : 27-07-2013

By Order of the Board  
for **ABM INTERNATIONAL LIMITED**

**(VIRENDER KUMAR GANDHI)**  
Chairman & Managing Director



## DIRECTOR'S REPORT

To the members,

Your Directors have pleasure in presenting the 30<sup>th</sup> Annual Report and the Audited Accounts of the Company for the financial year ended 31<sup>st</sup> March, 2013 together with the Auditors' Report thereon.

<b>FINANCIAL RESULTS</b>	<b>CURRENT YEAR 2012-2013 (Rs.)</b>	<b>PREVIOUS YEAR 2011-2012 Rs.</b>
Turnover	175,95,17,844	1,01,93,39,070
Profit before depreciation	1,24,03,474	58,76,914
Depreciation	10,11,551	10,88,476
Net Profit after depreciation & Extraordinary items	1,13,91,923	47,88,438
Provision for taxation (Net)	39,38,031	16,05,016
Net Profit(Loss) for the year after tax	74,53,892	31,83,422
Surplus brought forward from previous year	9,16,90,190	8,95,76,259
Surplus available for Appropriation	9,91,44,082	9,27,59,681
Appropriation General Reserve	5,00,000	5,00,000
Proposed Dividend	4,90,000	4,90,000
Tax on proposed dividend	79,491	79,491
Balance carried over to next year	9,80,74,591	9,16,90,190
	9,91,44,082	9,27,59,681

### Dividend

Your Directors recommend a dividend of Rs. 0.25 per share i.e. 2.5%

### Operation

The turnover of the company increased to Rs. 175.95 Crores as against Rs. 101.93 Crores in the previous year. The net profit of the company have increased from Rs. 31.83 lakhs to Rs 74.54 lakhs.

### Future Outlook

Your directors are hopeful that your company shall do better in the times to come. Further there are no material changes in the financial position or in the working of the company which could affect the company after close of the financial year and till the date of the report.



## Public Deposit

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

## Material Changes

No Material changes have occurred from the date of the Balance Sheet till the date of this report which have any adverse effect on the affairs of the Company.

## Auditors

M/s Salarpuria & Partners, Chartered Accountants, retire at this Annual General Meeting and are eligible for re-appointment to hold office from the conclusion of this Annual General Meeting. A written declaration has already been received from them that, if appointed, their re-appointment will be within the limits specified under Section 224 (1B) of the Companies Act, 1956. You may kindly consider their re-appointment and fix their remuneration.

## Auditor's Comments

There are no adverse qualifications/remarks in the report of Auditors which needs clarification.

## Directors

Mr. P. Ojha, Director, retires by rotation and being eligible offers himself for re-appointment.

## Employees

The employer-employee relations remain cordial. The company has not employed any person during the year under review in respect of whom the information is required to be given pursuant to Section 217 (2A) of the Companies Act, 1956.

## Energy Conservation, Technology absorption, Foreign Exchange Earnings and Outgo.

The company has incurred expenditure on electricity used for office purpose only. Necessary steps, wherever feasible, have been taken for conservation of energy. The Company is not having any Research and Development Department and has not entered into any technical collaboration with any Indian and/ or foreign organization. The foreign exchange earnings and outgo are as under:

	Current year	Previous year
A. Foreign Exchange Earnings	: NIL	NIL
B. Foreign Exchange Outgo (Include foreign travelling)	: 4,46,593	(1,97,032)
C. F.O.B. Value of Exports	: NIL	NIL
D. C.I.F. Value of Imports	: 1,64,48,79,421	(1,03,96,34,212)

## Listing

Your Company's share are listed at Delhi Stock Exchange and the company is regularly paying the fees of the exchange.





## Director's Responsibility Statement

Your Directors confirm that in the preparation of the annual accounts for the year ended March 31, 2013

- \* The applicable accounting standards have been followed along with proper explanation relating to material departures, if any.
- \* The directors had selected such accounting policies and applied them consistently and made Judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the Profit of the company for the year ended on 31<sup>st</sup> March, 2013
- \* The directors has 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;
- \* The Directors have prepared the annual accounts on an on-going concern basis.

## Compliance Certificate

The Central Government, vide its notification dated 31.01.2001 has announced the Companies (Compliance Certificate) Rules 2001 which are applicable to your company. Your company has appointed Shri R.S. Bhatia, a Practicing Company Secretary for obtaining the Compliance Certificate. The Compliance Certificate dated 27-07-2013 as issued by Shri R.S. Bhatia, is enclosed with this Report.

## Acknowledgement

The Board of Directors acknowledges with gratitude the co-operation extended by the Company's bankers and also appreciates the continued trust and confidence reposed by the shareholders in the management. They also place on record their appreciation for the valuable contribution and whole hearted support extended by the Company's employees at all levels.

By Order of the Board  
for **ABM INTERNATIONAL LIMITED**

REGD. OFFICE :  
10/60, INDUSTRIAL AREA,  
KIRTI NAGAR, NEW DELHI-110015

DATE : 27-07-2013

(VIRENDER KUMAR GANDHI)  
Chairman & Managing Director



**FORM**  
**[SEE RULE 3]**  
**COMPLIANCE CERTIFICATE**

To,  
The Members  
ABM International Limited,

I have examined the registers, records, books and papers of ABM International Limited (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31<sup>st</sup> March, 2013. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that in respect of the aforesaid financial year:

1. The company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions and the rules made there under 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 there under.
3. The company being public limited company has the minimum prescribed paid-up capital.
4. The Board of Directors duly met 13 Times on 02-04-2012, 23-4-2012, 29-05-2012, 27-07-2012, 29-08-2012, 17-09-2012, 27-09-2012, 27-10-2012, 10-11-2012, 29-11-2012, 29-01-2013, 12-03-2013 and 23-03-2013, in respect of which proper notice were given and the proceedings were properly recorded and signed in the minutes book maintained for the purpose .
5. The company closed its Register of Members from 26-09-2012 to 27-09-2012 and necessary compliance of section 154 of the Act has been made.
6. The Annual General Meeting for the financial year ended on 31.3.2012 was held on 27.09.2012 after giving due notice to the members of the company and the resolutions passed there at, were duly recorded in Minutes Book maintained for the purpose.
7. An Extra Ordinary General Meeting was held on 29-11-2012 in the financial year ended on 31-03-2013.
8. The company has not advanced any loan to its directors and/or persons or firms or companies referred in the section 295 of the Act during the financial year under review.
9. It has been informed by the management that no new contract has been entered during the financial year in which any Director is interested.
10. The company was not required to make any entry in the register maintained under section 301 of the Act as no new contract was entered during the financial year under review.
11. As there was no instance falling within the purview of Section 314 of the Act, the company has not obtained any approvals from the Board of Directors, members and/or Central Government.



12. The company has not issued any duplicate share certificates during the financial year.
13. The company has :
  - (i) delivered all the certificates on lodgment thereof, if any, for transfer/ transmission or any other purpose in accordance with the provisions of the Act;
  - (ii) duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the company is duly constituted.
15. The company has re-appointed Mr. Virender Kumar Gandhi as Managing Director and Mrs. Sangeeta Gandhi as Whole-time Director of the company for the period of 3 years.
16. No appointment of sole-selling agents was made.
17. The company has obtained approval of the Central Government for the re-appointment of Mr. Virender Kumar Gandhi as the Managing Director of the company and also obtained In principle Approval of the Delhi Stock Exchange for Bonus Issue 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 hereunder.
19. The company has issued 14,70,000 shares as Bonus shares during the financial year.
20. The company has not bought back any shares during the financial year ending 31.03.2013.
21. There was no redemption of preference shares /debentures during the financial year. The Company's capital structure does not have any such securities.
22. There were no transactions necessitating the company to keep in abeyance 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 sections 58A and 58AA during the financial year.
24. The Company has borrowed sums during financial year under review and has complied with provisions of Section 293 (1) (d) Act.
25. Neither the company has made loans or given guarantees or provided securities to other bodies corporate, nor has made investment in shares during the year under review.
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 altered the provisions of the memorandum by increasing its share capital from Rs. 1,00,00,000/- to Rs. 3,00,00,000/- during the year under review.
30. The company has altered its articles of association during the financial year and complied the provisions of the Companies Act, 1956.
31. There was no prosecution initiated against or show cause notices received by the company during the period under review.
32. The company has not received any security from its employees during the financial year.
33. The Company has not constituted any Provident Fund trust for the benefit of its employees and as such provisions of Section 418 of the Act are not applicable to the Company.

Place : New Delhi  
Date : 27-07-2013

**R.S. Bhatia**  
Company Secretary  
in Practice  
C. P. No. 2514



## Annexure - 'A'

Registers as maintained by the Company :

1. Register of Members under Section 150.
2. Register of Directors under Section 303.
3. Register of Director's shareholdings under Section 307.
4. Minute Books of General Meetings of the Company under Section 193.
5. Minute Books of Board Meetings of the Company under Section 193.
6. Books of accounts of the Company under Section 209 of the Companies Act, 1956.
7. Register under Section 301 of the Companies Act, 1956.
8. Register of Investments.
9. Register of Charges under Section 143.
10. Register of Transfers.
11. Fixed Assets Register

## Annexure - 'B'

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending on 31<sup>st</sup> March, 2013.

1. Form 20B filed on 14-02-2013 for Annual Return under Section 159 of the Companies Act, 1956 for the AGM held on 27-09-2012.
2. Form 23AC and form 23ACA XBRL filed on 14-02-2013 for Balance sheet , Profit and Loss Account along with Director's Report and Auditor's Report for the year ending 31<sup>st</sup> March , 2012.
3. Form 66 filed 27-10-2012 for Compliance Certificate for the year ending 31<sup>st</sup> March, 2012
4. Form 23B filed on 19-12-2012 for Information by Auditor to Registrar for the year ending 31<sup>st</sup> March, 2012
5. Form 25C filed on 29-10-2012 in respect of re-appointment of Mrs. Sangeeta Gandhi as Whole Time Director
6. Form 25A filed on 05-11-2012 in respect of re-appointment of Mr Virender Kumar Gandhi as Managing Director.
7. Form 23 filed on 29-10-2012 in respect of re-appointment of Managing Director, re-appointment of Whole Time Director, to get company Listed at BSE-SME Segment, got company delisted form DSE, alteration in articles of association.
8. Form 5 filed on 31-10-2012 for Increase in Authorised Share Capital.
9. Form 8 Filed on 14-02-2013 for Modification of Charge.
10. Form 8 Filed on 14-02-2013 for Modification of Charge.

Place : New Delhi  
Date : 27-07-2013

**R.S. Bhatia**  
Company Secretary  
in Practice  
C. P. No. 2514



## Independent Auditor's Report

To the Members of **ABM International Limited**

### Report on the Financial Statements

We have audited the accompanying financial statements of **ABM International Limited** ("the company") which comprise the Balance Sheet as at 31 March 2013, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956. ("the act") This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

### Opinion

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

- (i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31 March 2013;
- (ii) in the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and
- (iii) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

### Report on Other Legal and Regulatory Requirements

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



2. As required by section 227(3) of the Act, we report that:
- a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
  - c. the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d. in our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956; and
  - e. on the basis of written representations received from the directors as on 31 March 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

Place : 1008, Chiranjiv Tower  
43, Nehru Place,  
New Delhi-110019

Date : 18-05-2013

For **SALARPURIA & PARTNERS**  
Firm Registration No. 302113E  
**CHARTERED ACCOUNTANTS**

**( KAMAL KUMAR GUPTA )**  
**PARTNER**  
M. No. 89190



## ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

(Ref. to point 1 of paragraph "Report on Other Legal and Regulatory Requirements" of our Report of even date)

- i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of its fixed assets.
- (b) The fixed assets of the company have been physically verified by the management during the year. In our opinion, frequency of physical verification is reasonable having regard to the size of the operation of the company. On the basis of explanation received, in our opinion, no discrepancy between the book records and physical inventory have been noticed in respect of assets physically verified.
- (c) During the year, the Company has not disposed off a substantial part of its fixed assets.
- ii. (a) As explained to us, the inventories were physically verified during the year by the management at reasonable intervals. In our opinion, having regard to the nature of stocks, the frequency is reasonable.
- (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management were reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) On the basis of our examination of records of inventories, in our opinion, the Company has maintained proper records of its inventories and no material discrepancy were noticed on physical verification.
- iii. (a) In respect of loans, secured or unsecured taken by the company from companies, firms or other parties covered under the register maintained Under Section 301 of the Companies Act, 1956, according to the information and explanation given to us, the company has taken interest free temporary unsecured loan from directors and other group companies only the maximum amount involved during the year was Rs. 2.55 Lac and the balance outstanding as on Balance Sheet date was NIL.
- (b) In our opinion, the terms and conditions of such loan are prima facie not prejudicial to the interests of the company.
- (c) The Company is regular in repaying the principal amount as stipulated.
- (d) The loans taken by the company has been repaid with the mutual consent and there is no over due amount of loans from companies, firms, parties covered under the register maintained under Section 301 of the Companies Act, 1956.
- (e) In our opinion the Company has not granted any secured or unsecured loans to the companies, firms, parties covered under the register maintained under Section 301 of the Companies Act, 1956, except interest free advance has been granted to 1 (One) such party. The maximum amount involved at any time during the year was Rs.428.50 Lac and the balance outstanding at the end of the year is Rs. 358.50 Lac.





- (f) According to the information and explanations given to us, the terms and conditions of aforesaid advance given by the company are prima facie not prejudicial to the interest of the company.
- 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 the nature of its business for the purchase of inventory, fixed assets and for the sale of goods. Further, on the basis of our examination and according to the information and explanations given to us, we have neither come across nor we have been informed of any instance of major weaknesses in the aforesaid internal control procedures.
- v. (a) According to the information and explanations given to us, the transactions that need to be entered into 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 explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Act and exceeding the value of Rupees Five Lakhs in respect of any party during the year, have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time. However, in respect of certain transactions including for purchases and sale of goods, prevailing market prices at the relevant time are not available as these transactions are of a special nature.
- vi. In our opinion and according to the information and explanations given to us, the company has not taken/accepted any public deposits during the year under audit.
- vii. In our Opinion, the Company has an internal audit system commensurate with its size and nature of its business.
- viii. The Central Government has not prescribed maintenance of the cost records under section 209(1) (d) of the Companies Act, 1956 in respect of any of the company's activities.
- ix. (a) According to the information and explanations given to us and the books and records as produced and examined by us, in our opinion, the undisputed statutory dues in respect of provident fund, investor education and protection fund, employees' state insurance, income-tax, sales tax, wealth tax, customs duty, excise duty, service tax, cess and others as applicable have been regularly deposited by the Company during the year with the appropriate authorities.
- (b) According to the records of the company, there were no dues of income tax, customs, wealth tax, service tax excise duty, cess which have not been deposited on account of disputes.
- x. The Company has no accumulated losses as at 31<sup>st</sup> March, 2013 and it has not incurred any cash losses in the financial year ended on that date and/or in the immediately preceding financial year.
- xi. The Company has not defaulted in repayment of dues to Financial Institutions or Banks. The Company has not issued any debentures since its inception.
- 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.

# ABM International Ltd.



- xiii. The provisions of any special statute applicable to chit fund, nidhi/mutual fund/securities as specified under clause (xiii) of paragraph 4 of the Order are not applicable to this Company.
- xiv. In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its transactions and contracts for investment in shares, securities and other investments and has made timely entries therein. The company is holding all the shares, securities and other investments in its own name.
- xv. The Company has not given any guarantee for loans taken by others from bank or financial institutions during the year.
- xvi. The Company has not taken any term loans during the year.
- xvii. According to the information and explanations given to us and on an overall examination of the financial statements of the company and after placing reliance on the reasonable assumptions made by the company for classification of long term and short term uses of funds, we are of the opinion, that prima facie long term funds have not been utilized for short term purposes and vice versa.
- xviii. According to the information and explanations given to us, during the year under report the Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956.
- xix. In our opinion and according to the information and explanations given to us, the Company has not issued any secured debentures during the period covered by our report. In respect of secured debentures issued in earlier year, securities had been created.
- xx. During the period under report, the Company has not raised any money by public issue.
- xxi. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

Place : 1008, Chiranjiv Tower  
43, Nehru Place,  
New Delhi-110019

Date : 18-05-2013

For **SALARPURIA & PARTNERS**  
**Firm Registration No. 302113E**  
**CHARTERED ACCOUNTANTS**

( **KAMAL KUMAR GUPTA** )  
**PARTNER**  
M. No. 89190



## BALANCE SHEET AS AT 31ST MARCH, 2013

	Notes	As at 31-03-2013 Rs.	As at 31-03-2012 Rs.
<b>EQUITY AND LIABILITIES</b>			
<b>1. Shareholder's Fund :</b>			
Share Capital	1	19,600,000.00	4,900,000.00
Reserves & Surplus	2	131,548,590.63	139,364,189.69
		<b>151,148,590.63</b>	<b>144,264,189.69</b>
<b>2. Non Current Liabilities :</b>			
a) Other Long Term Liabilities	3	198,000.00	198,000.00
		198,000.00	198,000.00
<b>3. Current Liabilities :</b>			
a) Short Term Borrowings	4	487,409,075.00	315,017,562.00
b) Trade Payables	5	2,122,960.00	2,161,068.00
c) Other Current Liabilities	6	7,12,483.00	7,931,752.00
d) Short Term Provisions	7	24,199,491.00	20,239,491.00
		520,855,009.00	345,349,873.00
		<b>672,201,599.63</b>	<b>489,812,062.69</b>
<b>TOTAL EQUITY AND LIABILITIES</b>			
<b>ASSETS :</b>			
<b>1. Non Current Assets</b>			
<b>Fixed Assets</b>			
<b>Tangible Assets</b>			
Gross Block	8	36,551,968.00	36,512,668.00
Depreciation		15,760,972.00	14,773,984.00
		20,790,996.00	21,738,684.00
<b>TOTAL FIXED ASSETS</b>		20,790,996.00	21,738,684.00
Non Current Investments		25,502,448.20	25,502,448.20
Deferred Tax Assets (Net)		317,671.00	295,702.00
Other Non Current Assets		162,700.00	137,200.00
		46,773,815.20	47,674,034.20
<b>TOTAL NON CURRENT ASSETS</b>		<b>46,773,815.20</b>	<b>47,674,034.20</b>
<b>2. Current Assets :</b>			
a) Inventories	11	-	81,549,900.00
b) Trade Receivables	12	290,949,402.00	149,524,333.82
c) Cash & Cash Equivalents	13	251,734,400.90	142,743,788.14
d) Short Term Loans & Advances	14	38,595,525.00	28,344,483.00
e) Other Current Assets	15	44,148,456.53	39,975,523.53
		625,427,784.43	442,138,028.49
<b>TOTAL ASSETS</b>		<b>672,201,599.63</b>	<b>489,812,062.69</b>

### Significant Accounting Policies and Notes on Accounts 20

The Notes referred to above and notes to accounts form an integral part of the Financial Statement

As per our report attached  
**For SALARPURIA & PARTNERS**  
 Firm Registration No. 302113E  
**CHARTERED ACCOUNTANTS**  
**( KAMAL KUMAR GUPTA )**  
**PARTNER**  
 M. No. 89190  
 PLACE : NEW DELHI  
 DATE : 18-05-2013

For and behalf of Board of Directors of

**Virender Kumar Gandhi**  
 Chairman & Managing Director

**Sangeeta Gandhi**  
 Director



## STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2013

	Notes	Year Ended 31-03-2013 Rs.	Year Ended 31-03-2012 Rs.
<b>INCOME</b>			
Sales		1,759,517,844.00	1,019,339,070.00
Other Income	16	16,892,336.44	7,159,443.72
		<b>1,776,410,180.44</b>	<b>1,026,498,513.72</b>
<b>EXPENDITURE</b>			
Purchases		1,662,998,144.00	1,027,696,609.50
Increase / (Decrease) in Stock	17	81,549,900.00	(21,159,862.00)
Employees Benefits Expenses	18	6,528,525.00	5,926,898.00
Depreciation	8	1,011,551.00	1,088,476.00
Other Expenses	19	12,930,137.50	8,157,954.45
		<b>1,765,018,257.50</b>	<b>1,021,710,075.95</b>
<b>Operating Profit for the year before Extraordinary items &amp; Tax</b>		<b>11,391,922.94</b>	<b>4,788,437.77</b>
<b>Profit before tax</b>			
<b>Provision for Taxation</b>			
Current Tax		(3,960,000.00)	(1,630,000.00)
Deferred Tax Assets/(Liabilities)		21,969.00	24,984.00
<b>Profit for the year after Tax</b>		<b>7,453,891.94</b>	<b>3,183,421.77</b>
<b>Accounting Policies and Notes on Accounts 20</b>			

The Notes referred herein above form an integral part of the Profit & Loss Account

As per our report attached  
**For SALARPURIA & PARTNERS**  
 Firm Registration No. 302113E  
**CHARTERED ACCOUNTANTS**

(KAMAL KUMAR GUPTA)  
**PARTNER**  
 M. No. 89190

PLACE : NEW DELHI  
 DATE : 18-05-2013

For and behalf of Board of Directors of

**Virender Kumar Gandhi**  
**Chairman & Managing Director**

**Sangeeta Gandhi**  
**Director**


**NOTES FORMING PART OF THE BALANCE SHEET**

	As at 31-03-2013 Rs.		As at 31-03-2012 Rs.		
<b>NOTE-1 : SHARE CAPITAL</b>					
<b>AUTHORISED</b>					
3,000,000 Equity Shares of Rs. 10/- each	30,000,000.00		10,000,000.00		
<b>ISSUED SUBSCRIBED &amp; PAID-UP</b>					
19,60,000(490,000) Equity Shares of Rs. 10/- each fully paid-up in cash	19,600,000.00		4,900,000.00		
	<b>19,600,000.00</b>		<b>4,900,000.00</b>		
<b>Details of share holder holding more than 5% shares</b>	<b>As at 31-03-2013</b>		<b>As at 31-03-2012</b>		
<b>S. No</b>	<b>Name of Share Holder</b>	<b>No. of Shares</b>	<b>%</b>	<b>No. of Shares</b>	<b>%</b>
1.	Delhi Polymers And Chemicals Pvt. Ltd.	320,000	16.33	80,000.00	16.33
2.	Virender Kumar Gandhi	648,880	33.11	162,220.00	33.11
3.	Kusum Lata Gandhi	138,760	7.08	34,690.00	7.08
4.	Rajeesh Gandhi	360,800	18.41	90,200.00	18.41
5.	Sangeeta Gandhi	221,400	11.30	55,350.00	11.30
<b>Reconciliation of Shares</b>			<b>No. of Shares</b>	<b>Value</b>	
Balance as on 1st April	490,000	490,000	4,900,000.00	4,900,000.00	
Shares issued during the year	1,470,000	-	14,700,000.00	-	
Balance as on 31st March	1,960,000	490,000	19,600,000.00	4,900,000.00	
<b>Details Bonus Issue</b>	Company issued bonus shares in the ratio of 10:30 during the year 2012-13 i.e. 30 shares for 10 shares held.				
<b>NOTE-2 : RESERVE &amp; SURPLUS</b>					
<b>GENERAL RESERVES</b>					
Balance Brought Forward			47,000,000.00	46,500,000.00	
Transfer from Profit & Loss Account			500,000.00	500,000.00	
Less-Capitalised for issue of Bonus Shares			14,700,000.00	-	
			<b>32,800,000.00</b>	<b>47,000,000.00</b>	
<b>EXPORT ALLOWANCE RESERVE</b>					
Balance Brought Forward			674,000.00	674,000.00	
Transfer from Profit & Loss Account			-	-	
			674,000.00	674,000.00	
<b>PROFIT &amp; LOSS ACCOUNT</b>					
Balance Brought Forward			91,690,189.69	89,576,258.92	
Profit / Loss during the year			7,453,891.94	3,183,421.77	
Transfer to General Reserve			(500,000.00)	(500,000.00)	
Proposed Dividend			(490,000.00)	(490,000.00)	
Provision for Dividend distribution Tax			(79,491.00)	(79,491.00)	
			98,074,590.63	91,690,189.69	
			<b>131,548,590.63</b>	<b>139,364,189.69</b>	



## NOTES FORMING PART OF THE BALANCE SHEET

	As at 31-03-2013 Rs.	As at 31-03-2012 Rs.
<b>NOTE-3 : OTHER LONG TERM LIABILITIES</b>		
Deposit from Tenents	198,000.00	198,000.00
	<b>198,000.00</b>	<b>198,000.00</b>
<b>NOTE-4 : SHORT TERM BORROWINGS (SECURED)</b>		
Acceptances under Letter of Credits from Banks	487,409,075.00	315,017,562.00
	<b>487,409,075.00</b>	<b>315,017,562.00</b>
<b>NOTE-5 : TRADE PAYABLES</b>		
For Goods	2,122,960.00	2,161,068.00.
	<b>2,122,960.00</b>	<b>2,161,068.00</b>
<b>NOTE-6 : OTHER CURRENT LIABILITIES</b>		
Advances from Customers	2,655,000.00	3,660,226.00
Tax Deducted at Source	309,166.00	79,449.00
Other Liabilities	4,159,317.00	4,192,077.00
Unclaimed Dividend	-	-
	<b>7,123,483.00</b>	<b>7,931,752.00</b>
<b>NOTE-7 : SHORT TERM PROVISIONS</b>		
Income Tax	23,630,000.00	19,670,000.00
Proposed Dividend for Equity Shares	490,000.00	490,000.00
Tax on proposed dividend	79,491.00	79,491.00
	24,199,491.00	20,239,491.00
	<b>31,322,974.00</b>	<b>28,171,243.00</b>



**NOTE - 8 : FIXED ASSETS**

PARTICULARS	GROSS BLOCK			DEPRECIATION WRITTEN OFF					NET BOLCK	
	As at 31.03.2012	Additions during the year	Deductions during the year	As at 31.03.2013	Up to 31.03.2012	During the year	Adjustment on Sales	Up to 31.03.2013	As at 31.03.2013	As at 31.03.2012
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Freehold Land	2,793,804	-	-	2,793,804	-	-	-	-	2,793,804	2,793,804
Building	18,806,901	-	-	18,806,901	4,623,073	306,552	-	4,929,625	13,877,276	14,183,828
Elevators	2,041,402	-	-	2,041,402	502,069	33,275	-	535,344	1,506,058	1,539,333
Furniture & Fixtures	2,915,495	-	-	2,915,495	2,700,975	38,828	-	2,739,803	175,692	214,520
Electrical Fittings	2,289,993	-	-	2,289,993	1,636,172	108,775	-	1,744,947	545,046	653,821
Office Equipments	827,350	-	-	827,350	666,918	22,317	-	689,235	138,115	160,432
Fire Fighting Equipments	156,907	-	-	156,907	142,281	2,034	-	144,315	12,592	14,626
Motor Cars	4,246,640	-	-	4,246,640	2,574,390	432,946	-	3,007,336	1,239,304	1,672,250
Water Pumps	224,353	-	-	224,353	55,157	3,656	-	58,813	165,540	169,169
Motor Cycle/Scooter	41,725	69,300	30,000	81,025	33,080	11,982	24,563	20,499	60,526	8,645
Computers	233,033	-	-	233,033	211,843	8,476	-	220,319	12,714	21,190
Air Conditioners	785,010	-	-	785,010	671,968	15,724	-	687,692	97,318	113,042
Generator Set	588,832	-	-	588,832	527,297	8,560	-	535,857	52,975	61,535
Inverter	168,645	-	-	168,645	77,209	12,719	-	89,928	78,717	91,436
EPABX	392,578	-	-	392,578	351,552	5,707	-	357,259	35,319	41,026
	36,512,668	69,300	30,000	36,551,968	14,773,984	1,011,551	24,563	15,760,972	20,790,996	21,738,684
Previous Year's Figure	35,880,368	632,300	-	36,512,668	13,685,508	1,088,476	-	14,773,984	21,738,684	22,194,860



## NOTE - 9 : INVESTMENTS-LONG TERM

SHARES & SECURITIES	FACE VALUE	PAIDUP VALUE	OPENING BALANCE AS AT 01.04.2012		PURCHASES DURING THE YEAR		SALES DURING THE YEAR		CLOSING BALANCE AS AT 31.03.2013	
			Nos.	Amount	Nos.	Amount	Nos.	Amount	Nos.	Amount
QUOTED	Rs.	Rs.								
Pearl Polymers Ltd.	10	10	9,000	169,017	-	-	-	-	9,000	169,017
Global Trust Bank Ltd.	10	10	5,000	105,588	-	-	-	-	5,000	105,588
Zee Telefilms Ltd.	1	1	100*	49,619	-	-	-	-	100	49,619
Bongaigaon Refinery Ltd.	10	10	1,400**	11,137	-	-	-	-	1,400	11,137
Chennai Petroleum Corpn. Ltd	10	10	320	11,340	-	-	-	-	320	11,340
AMI Computer (India) Ltd.	10	10	194,356	8,793,429	-	-	-	-	194,356	8,793,429
Integrated Technology Ltd.	10	10	21,200	412,290	-	-	-	-	21,200	412,290
Maxima Systems Ltd.	10	10	100,000	1,300,000	-	-	-	-	100,000	1,300,000
Triumph Intl. Finance India Ltd.	10	10	2,000	300,000	-	-	-	-	2,000	300,000
Aptech Ltd.	10	10	300	318,701	-	-	-	-	300	318,701
Hexaware Tech. Ltd.	10	10	1000 ***	-	-	-	-	-	1,000	-
Shonkh Technology Ltd.	10	10	60,450	4,487,344	-	-	-	-	60,450	4,487,344
Krisons Electronics Ltd.	10	10	2,200	4,301	-	-	-	-	2,200	4,301
Union Bank of India	10	10	100	1,600	-	-	-	-	100	1,600
Unitech Ltd.	1	1	40,000	1,525,241	-	-	-	-	40,000	1,525,241
Orissa Mineral Development Company Ltd.			4	241,129	-	-	-	-	4	241,129
Orbit Corporation Ltd.			7,500	392,877	-	-	-	-	7,500	392,877
Anantraj Industries Ltd.			5,000	256,642	-	-	-	-	5,000	256,642
Hindustan Construction Co. Ltd.			10,000	277,781	-	-	-	-	10,000	277,781
<b>UN QUOTED</b>										
Prisha Promoters Pvt. Ltd.	10	10	695,000	6,950,000	-	-	-	-	695,000	6,950,000
<b>TOTAL</b>			<b>1,092,426</b>	<b>25,608,036</b>	-	-	-	-	<b>1,154,930</b>	<b>25,608,036</b>
Provision for Dilution on value			-	<b>105,588</b>	-	-	-	-	-	<b>105,588</b>
<b>GRAND TOTAL</b>			<b>1,092,426</b>	<b>25,502,448</b>	-	-	-	-	<b>1,154,930</b>	<b>25,502,448</b>
Previous Year's figure			(1,092,426)	(22,808,778)	(7,500)	(298,047)	-	-	(1,099,926)	(23,106,825)

\* On Demerger of shares of ZEE Telefilms Ltd. company got the following share in consideration of 100 shares of ZEE Telefilms Ltd.

Company Name	No. of Shares
1. Zee Entertainment Enterprises	100
2. Zee News Ltd.	45
3. Wire & Wireless India Ltd.	50
4. Dish TV India Ltd.	57

\*\* Bongaigaon Refinery Ltd. have been merged with Indian Oil Corporation Ltd. and the company got 151 shares of IOC Ltd. after that IOC issued 1:1 bonus.

\*\*\* Issued on demerger of Aptech Ltd. Market Value of Quoted Investments Rs. 22,53,801/- (Rs. 40,71,450/-)




**NOTES FORMING PART OF THE BALANCE SHEET**

	As at 31-03-2013 Rs.	As at 31-03-2012 Rs.
<b>NOTE-10 : OTHER NON CURRENT ASSETS</b> <b>(Unsecured, considered goods)</b>		
Security and other Deposits with Govt.	162,700.00	137,200.00
	<b>162,700.00</b>	<b>137,200.00</b>
<b>NOTE-11 : INVENTORIES</b> <b>(at lower of cost and net realisable value)</b>		
Finished goods (Traded)	-	81,549,900.00
	-	<b>81,549,900.00</b>
<b>NOTE-12 : TRADE RECEIVABLE</b> <b>(Unsecured)</b>		
Debts outstanding for a period exceeding six months		
Considered Goods	708,524.00	1,034,815.00
Other Debts		
Considered Goods	290,240,878.00	148,489,518.82
	<b>290,949,402.00</b>	<b>149,524,333.82</b>
<b>NOTE-13 : CASH AND BANK BALANCES</b> <b>(as per books and certified)</b>		
Cash in Hand	229,117.50	217,466.50
Balances with Scheduled Banks		
In Current Accounts	65,182,722.40	23,133,562.64
In Fixed Deposits Accounts (All FDR maturity is with in twelve months)	181,615,000.00	117,515,000.00
In unpaid Dividend Accounts	-	-
Interest Accrued on Fixed Deposits	4,707,561.00	1,877,759.00
	<b>251,734,400.90</b>	<b>142,743,788.14</b>
<b>NOTE-14 : SHORT TERM LOANS AND ADVANCES</b> <b>(Unsecured, considered goods)</b>		
Advances recoverable in cash or in kind or for value to be received		
From Related Parties	35,850,000.00	25,500,000.00
Others	2,745,525.00	2,844,483.00
	<b>38,595,525.00</b>	<b>28,344,483.00</b>
<b>NOTE-15 : OTHER CURRENT ASSETS</b> <b>(Unsecured, considered goods)</b>		
Balance with Custom and Excise authorities		
Advance Income Tax/Tax Deducted at Source	41,103,139.53	36,653,198.53
Sales Tax Payments under Disputes	3,045,317.00	3,045,317.00
Insurance Claim Receivable	-	277,008.00
Total Other Current Assets	<b>44,148,456.53</b>	<b>39,975,523.53</b>



## NOTES FORMING PART OF THE BALANCE SHEET

	As at 31-03-2013 Rs.	As at 31-03-2012 Rs.
<b>NOTE-16 : OTHER INCOME</b>		
Dividend	17,611.44	23,122.00
Interest (Gross-TDS Rs. 16,67,346/- Previous Year 6,26,836/-)	16,673,462.00	6,270,824.00
Rent & Maintenance Receipts	198,000.00	558,000.00
Claims Received	-	75,617.00
Profit on Sale of Investment	-	231,782.24
Profit on Share Trading	-	98.28
Profits on Sale of Fixed Assets	3,263.00	-
	<b>16,892,336.44</b>	<b>7,159,443.72</b>
<b>NOTE-17 : INCREASE / (DECREASE) IN STOCKS</b>		
Stock at the commencement of the year	81,549,900.00	60,390,038.00
Stock at the close of the year	-	81,549,900.00
	<b>(81,549,900.00)</b>	<b>21,159,862.00</b>
<b>NOTE-18 : EMPLOYEE BENEFIT EXPENSES</b>		
Director's Remeration	4,800,000.00	4,200,000.00
Salary Wages & Allowances	1,714,740.00	1,704,213.00
Staff welfare Expenses	13,785.00	22,866
	<b>6,528,525.00</b>	<b>5,927,079.00</b>
<b>NOTE-19 : OTHER EXPENSES</b>		
Rent & Warehousing Charges	66,660.00	422,072.00
Rates & Taxes	308,601.00	245,473.00
Insurance Charges	118,215.00	101,706.00
Commission & Service Charges	2,040,600.00	1,460,365.00
Travelling & Conveyance	682,798.00	270,159.00
Vehicle Running Expenses	157,377.00	141,346.00
Telephone & Telex Expenses	286,169.00	254,458.00
Legal & Professional Charges	1,820,627.00	610,370.00
Director's meeting Fees	12,500.00	9,500.00
Repair & Maintenance Expenses	206,336.00	201,599.00
Aditor's Remuneration		
As Audit Fees	44,944.00	44,944.00
As Tax Audit Fees	12,360.00	12,360.00
For Certification	4,494.00	4,494.00
Foreign Exchange Fluctuation	3,402,932.00	2,533,709.50
Miscellaneous Expenses	3,765,524.50	1,845,398.95
	<b>12,930,137.50</b>	<b>8,157,954.45</b>



## NOTE - 20 : SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

### 1. ACCOUNTING POLICIES

#### a) Basis of Accounting :

The accounts of the company are prepared under the historical cost convention and in accordance with the applicable accounting standards except where otherwise stated, for recognition of profit and losses, mercantile system of accounting is followed, except in respect of the following items which are accounted for on cash basis due to uncertainty involved in their determination with reasonable accuracy :

- I. Premium on Import Entitlements against export and Sales Tax thereon.
- II. Gratuity to its employees.

#### b) Fixed Assets :

Fixed Assets are stated at cost less depreciation.

#### c) Depreciation :

Depreciation has been provided in accordance with the rates and basis prescribed in Schedule XIV to Companies Act, 1956 as under :

- I. On Building, Elevators, Electrical Fittings and Water Pumps : Straight Line Method
- II On other Assets : Written Down Value Method

#### d) Investment :

Investments in shares are stated at cost. All the investments are long-term investments.

#### e) Expenditure during construction period :

Expenses incurred directly on procuring fixed assets are capitalized; interest and other overheads are not allocated to the cost of assets.

#### f) Valuation of Inventories :

Inventories are valued at cost or market price whichever is lower.

#### g) Foreign Currency Transactions:

Transactions in foreign currencies settled during the year are recorded on the basis of actual payments and receipts. Transactions in foreign currencies remaining unsettled at the end of the year are translated at contracted rate where covered by foreign exchange forward contracts or the rate prevailing at the end of the year in other cases, any difference arising subsequently as compared to actual payments or realization is recognized as exchange gain/loss in the year of settlement.

#### h) Contingent Liabilities:

Disputed liabilities and claims against the company including claims by taxation authorities pending appeals are treated as contingent liabilities and are not accounted for and shown by way of notes.

#### i) Taxes on Income :

Tax expenses for the relevant period comprises of current tax and deferred tax. Deferred tax is recognized, subject to consideration of prudence, on all timing difference between taxable income and accounting income that originate in one period and are capable of being reversed in one or more subsequent periods. The accumulated deferred tax liability is adjusted by applying the tax rates and tax laws applicable at the year-end.

2.	Contingent Liabilities not provided for in respect of :	Rs.	Rs.
	i. Letter of credits issued by Bank	4,31,69,612.00	(Nil)
	ii. Income Tax liabilities pending appeals/ rectifications	33,35,554	(33,35,554)



3. During financial year 2009-10 received Rs. 1,03,60,387/- on account of rent for earlier years, which was under litigation. Such rent was received from Union Bank Of India in accordance with the order by Hon'ble District Court in favour of the company. Then the Union Bank of India had moved to High Court against the order of District Court, the decision of High Court was also in favour of the company and now the matter is pending with Hon'ble Supreme Court.
4. None of the creditors are small scale industrial undertakings to whom the company owes a sum which is outstanding as on the Balance Sheet date.
5. Debit/Credit balances of parties are subject to balance confirmation and reconciliation.
6. Market value of certain long term Investments in shares have eroded due to prevailing depressed market conditions, being temporary in nature, no provision have been made in the books of accounts.
7. Non-fund base limit for Letter of Credit taken from Oriental Bank of Commerce is secured against goods under such Letter of Credit, Assignment of receivables and mortgage of immovable properties belonging to the company, and personal guarantee of Managing Director of the company.
8. Amount paid to Directors as remuneration :

<b>A. <u>Managing Director</u></b>		<b><u>Full Time</u></b>	
	<b>2012-2013</b>		<b>2011-2012</b>
a) No. of Persons	One		(One)
b) Salary & Remunerations	40,50,000		36,00,000
<b>B. <u>Whole Time Director :</u></b>		<b><u>Full Time</u></b>	
	<b>2012-2013</b>		<b>2011-2012</b>
a) No. of Persons	One		(One)
b) Salary & Allowances	7,50,000		6,00,000

9. Basic and Diluted Earning per Equity Share :-  
For the purpose of calculation of basic and diluted earning per equity share, the following amounts are considered :

	<b>Year ending <u>31.03.2013</u></b>	<b>Year ending <u>31.03.2012</u></b>
(a) Net profit/( loss ) after Tax	74,53,892	31,83,422
(b) Weighted average nos. of Equity Shares	19,60,000	4,90,000
(C) Basic and Diluted Earning per Equity Share	3.80	6.50

10. Related Party disclosure (as certified by the management), as required by Accounting Standard 'AS-18' are given below :-

**A. List of Related Parties**

- a) Where Control Exists : M/s Prisha Hospitality Pvt. Ltd.  
M/s Prisha Promoters Pvt. Ltd.  
M/s Prisha Projects Pvt. Ltd.
- b) Key Management Personnel :  
Mr. Virender Kumar Gandhi, - Chairman cum Managing Director.  
Mrs. Sangeeta Gandhi - Director
- c) Relative of Key Management Personnel (with whom transactions have taken place during the year :

<b>Name</b>	<b>Relationship</b>
M/s Century Overseas (Prop. Rajneesh Gandhi)	Son
d) Other Related Parties :	N.A



## B. TRANSACTIONS WITH RELATED PARTIES :

Type of Related Party	Description of the transaction	Volume of transaction during the year		Amount outstanding as on 31-03-2013 Receivable/(Payable)	
		Current year	Previous year	Current year	Previous year
Where Control Exist	Advances Given	2,84,50,000	4,40,00,000	3,58,50,000	2,55,00,000
	Advance Received Back Advance Received & Given Back	1,81,00,000 2,55,240	1,85,00,000 NIL	NIL NIL	(NIL) (NIL)
Key Management Personnel	Remuneration	48,00,000	42,00,000	NIL	(NIL)
	Directors Meeting Fees	12,500	9,500	(12,500)	(9,500)
Relative of Key Management Personnel	Maintenance Charges Recd.	1,98,000	198,000	NIL	(NIL)
Other Related Parties	--	--	-	--	-

Note: In respect of above parties, there is no provision for doubtful debts as on 31<sup>st</sup> March, 2013 and no amount has been written off or written back during the year in respect of debts due from/to them.

11. (i) Forwarded contract outstanding at the Balance sheet date NIL NIL  
(ii) The year end foreign currency exposures that not been hedged by a derivative instrument or otherwise are given below :

Particulars	2012-13	2011-12			
	Rs.	Value in Foreign Currency		Rs.	Value in Foreign Currency
Payable	NIL		NIL	NIL	NIL
Import of Raw Material	48,74,09,07 5.00	\$	88,53,934.1 2	31,98,95,29 3.00	\$ 64,62,865.20
Total	48,74,09,07 5.00	\$	88,53,934.1 2	31,98,95,29 3.00	\$ 64,62,865.20

12. There are no separate reportable segments as per Accounting Standard 17.



### 13. QUANTITATIVE DETAILS

Name of Item Traded	Unit	Opening Stock		Purchases		Sales		Closing Stock	
		Qty.	Amount	Qty.	Amount	Qty.	Amount	Qty.	Amount
PVC Resin	MT	1,506 (1,140)	81,549,900 (60,390,038)	----- (20,763)	1,644,879,421 (1,039,634,212)	31,411.60 (20,397)	1,759,517,844 (1,019,339,070)	- (1,506)	- (81,549,900)
<b>Total</b>			<b>81,549,900</b>		<b>1,644,879,421</b>		<b>1,759,517,844</b>		<b>-</b>
<b>Previous year</b>			<b>(60,390,038)</b>		<b>(1,039,634,212)</b>		<b>(1,019,339,070)</b>		<b>(81,549,900)</b>

- 14 CIF Value of Imports 1,644,879,421  
 15 FOB Value of Exports NIL  
 16 Earning in Foreign Currency NIL  
 17 Expenditure in Foreign Currency (includes foreign Travelling Ticket 446,593.00  
 18 Remittance on account of Dividend in Foreign Currency NIL  
 19 Figure for previous year have been regrouped , re-arranged and recast wherever necessary and figures in brackets represent previous year figures.

Signature to Note 1 to 10  
 As per our report attached

**For SALARPURIA & PARTNERS**  
 Firm Registration No. 302113E  
**CHARTERED ACCOUNTANTS**

**( KAMAL KUMAR GUPTA )**  
**PARTNER**  
 M. No. 89190

PLACE : NEW DELHI  
 DATE : 18-05-2013

For and behalf of Board of Directors of

**Virender Kumar Gandhi**  
 Chairman & Managing Director

**Sangeeta Gandhi**  
 Director



## CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

CASH FLOW FROM OPERATIVE ACTIVITIES	Year ended 31.03.2013		Year ended 31.03.2012	
	Rs.	Rs.	Rs.	Rs.
<b>Net Profit before Tax</b>		11,391,922.94	--	47,88,437.77
Adjustment for :				
Depreciation	1,011,551.00	--	1,088,476.00	--
(Profit) / Loss on sale of Fixed Assets	(3,263.00)		--	
Dividend Received	(17,611.44)		(23,122.20)	--
Interest paid/received (Net)	(16,673,462.00)	(15,682,785.44)	(6,270,824.00)	(5,205,470.20)
<b>Operating Profit before Working Capital Changes</b>		(4,290,862.50)		(417,032.43)
Adjustment for :				
Trade receivables	(141,425,068.18)		(80,212,880.00)	
Other receivables	(99,99,534.00)		(20,254,022.00)	
Inventories	81,549,900.00		(21,159,862.00)	
Trade payable	171,545,136.00	101,670,433.82	172,079,493.00	50,452,729.00
<b>Cash Generated from Operations</b>		97,379,571.32		50,035,696.57
Direct Tax paid	(4,449,941.00)	(4,449,941.00)	(1,881,205.00)	(1,881,205.00)
<b>Cash Flow from Operations</b>		92,929,630.32		48,154,491.57
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>				
Interest paid/received (Net)	16,673,462.00		6,270,824.00	
Dividend Received	17,611.44		23,122.20	
Purchase of Investments	-		(2,395,623.00)	
Sale of Fixed Assets	8,700.00		--	
Purchase of Fixed Assets	(69,300.00)	16,630,473.44	(632,300.00)	3,266,023.20
<b>CASH FLOW FINANCING ACTIVITIES</b>				
Repayment of borrowing	--		--	
Dividend paid	(490,000.00)		(490,000.00)	
Dividend Tax paid	(79,491.00)	(569,491.00)	(83,276.00)	(573,276.00)
<b>Net Increase (Decrease) in cash and cash equivalents</b>		108,990,612.76		50,847,239.77
Cash and cash equivalent as at 1st April (Opening balance)		142,743,788.14		91,896,548.37
Cash and cash equivalent as at 31st March (Closing balance)		251,734,400.90		142,743,788.14

As per our report attached  
For **SALARPURIA & PARTNERS**  
Firm Registration No. 302113E  
**CHARTERED ACCOUNTANTS**

( **KAMAL KUMAR GUPTA** )  
**PARTNER**  
M. No. 89190

**Virender Kumar Gandhi**  
**Chairman & Managing Director**

**Sangeeta Gandhi**  
**Director**

PLACE : NEW DELHI  
DATE : 18-05-2013



**PROXY**

**ABM INTERNATIONAL LTD.**

10/60, INDUSTRIAL AREA, KIRTI NAGAR,  
NEW DELHI - 110 015

Form No.  
Client ID No.  
D.P.I.D. No.

I/We.....of.....being a Member/Members of ABM International Limited, hereby appoint.....of..... as my / our proxy in my absence to attend and vote for me / us and on my / our behalf, at the 30th Annual General Meeting of the Company, to be held at 5.00 P.M. on Thursday, 26th day of September, 2013 and any adjournment thereof.

As Witness my / our hand / hand this.....Day of.....2013.

Signed bt the said.....Revenue.....

Stamp of

Rs. 1/-

NOTE : This proxy must be deposited at the Regd. Office of the Company not less than 48 hours before the time for holding the meeting.



**ABM INTERNATIONAL LTD.**

**Regd. Office :**  
**10/60, Industrial Area,**  
**Kirti Nagar, New Delhi - 110 015**

I hereby record my presence at the 30th Annual General Meeting being held at 10/60, Industrial Area, Kirti Nagar, New Delhi.

Member's / Proxy's Name :  
Member's / Proxy's Signature :  
Ledger Folio No. :  
Client ID No. :  
D.P.I.D. :  
Address :

**NOTES :**

- 1. Only shareholders or their proxies will be allowed for the meeting.
- 2. Please bring the above attendance Slip at the meeting.
- 3. Shareholders are requested to advise, indicating their account numbers, the change in the address, if any to the Company.