

SANJAY LEASING LIMITED

26th ANNUAL REPORT

2009 - 2010

BOARD OF DIRECTORS

Mr. Narpatraj Mehta - Chairman
Mr. Rajeev Surana - Director
Mr. Sanjay P. Bafna - Director
Mr. Kamlesh Jain - Director
Mr. Chintan Sheth - Director

AUDITORS

M/s. A. D. Jain & Co.,
Chartered Accountants,
Mumbai

BANKERS

Corporation Bank,
Fort, Mumbai

REGISTERED OFFICE

308-310, Veena Chambers,
21 Dalal Street,
Mumbai - 400 001

REGISTRAR AND TRANSFER AGENTS

Sharex Dynamics (India) Private Limited
Unit -1, Luthra Industrial Premises,
Safed Pool, Andheri Kurla Road,
Andheri (East),
Mumbai 400 072

Particulars	Page No.
Notice -----	1
Directors' Report -----	2-4
Compliance Certificate -----	5-9
Auditors' Report -----	10-12
Balance Sheet-----	13
Profit & Loss Account -----	14
Cash Flow Statement-----	15
Schedules To Accounts -----	16-20
Notes To Accounts-----	21-23
Balance Sheet Abstract -----	24
Proxy	

NOTICE

Notice is hereby given that the 26th Annual General Meeting of the members of **SANJAY LEASING LIMITED** will be held on Thursday, the 30th day of September 2010 at 11.30 A.M. at the Registered Office of the Company at 308-310, Veena Chambers, 21, Dalal Street, Mumbai - 400 001, to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2010 and the Profit and Loss Account for the year ended as on that date and the report of the Board of Directors and Auditors Report thereon.
2. To appoint a Director in place of Mr. Rajeev Surana, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and fix their remuneration.

**By Order of the Board of Directors
For Sanjay Leasing Limited**

Place : Mumbai
Date : 31.08.2010

**NARPATRAJ MEHTA
CHAIRMAN**

Registered Office:
308- 310, Veena Chambers,
21, Dalal Street,
Mumbai - 400 001

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 / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. Proxies in order to be effective must be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.
3. The Register of Member and the Share Transfer Books of the Company will remain closed from 27th September 2010 to 30th September 2010 (both days inclusive).
4. Members desirous of seeking information about the accounts of the Company are requested to send their queries at-least ten days before the meeting at the Company's Registered Office, so that the information required can be made readily available at the meeting.
5. Members are requested to intimate change in their address immediately and to address all correspondences to the Sharex Dynamics (India) Private Limited, Unit-1, Luthra Industrial Premises, Safed Pool, Andheri Kurla Road, Andheri (East), Mumbai-400072
6. Members whose shareholding is in the electronic mode are requested to direct change of address notifications to their respective Depository Participants.
7. Members are requested to bring their copies of Annual Report to the Annual General Meeting.
8. The Members / Proxies / should bring the attendance slip duly filed in and signed for attending the meeting.
9. Members are requested to quote Ledger Folio Number in their correspondence.

**By Order of the Board of Directors
For Sanjay Leasing Limited**

Place : Mumbai
Date : 31.08.2010

**NARPATRAJ MEHTA
CHAIRMAN**

Registered Office:
308- 310, Veena Chambers,
21, Dalal Street,
Mumbai - 400 001

DIRECTORS' REPORT

To,
The Members,

Your Directors have pleasure in presenting their 26th Annual Report of your Company together with the Audited Statements of Accounts for the year ended 31st March 2010.

FINANCIAL RESULTS:

(Amount in Rupees)

Particulars	Year Ended 31.03.2010	Year Ended 31.03.2009
Total Income	478,087	820,796
Less : Total Expenditure	901,589	1,414,400
Profit / (Loss) before tax	(423,502)	(593,604)
Less : Provision for Taxation		
- Income Tax	Nil	Nil
- Deferred Tax	132,632	183,320
- Fringe Benefit tax	Nil	-2,319
Profit / (Loss) After tax	(290,870)	(412,603)
Excess Provision for Tax of earlier year	Nil	1,320
B/f Balance of Profit & Loss Account	10,149,321	10,560,604
Balance carried to Balance Sheet	9,858,450	10,149,321

OPERATIONS:

During the year under review, the interest income from loans granted was Rs. 449,431/- as against Rs. 420,796/- in the previous year. The other income was Rs. 28,656/- during the year. The Loss before tax was Rs. 423,502/- as against loss of Rs. 593,604/- in previous year. The Loss after tax was Rs. 290,870/- as against loss of Rs. 412,603/- in the previous year.

With the sign of overall growth in the economy, your Directors expect better performance & recovery of losses in the coming years.

DIVIDEND:

In view of the loss incurred during the year the Board of Directors do not recommend any payment of Dividend for the year under review.

TAKEOVER OF THE SHARES OF THE COMPANY:

On 25th March 2010, Mr. Ketan Kothari, Mrs. Mohinidevi Kothari, Mrs. Devkumari Kothari, Mrs. Kalavati Kothari, Mr. Rakesh Kothari and Mr. Ashish Doshi ('Acquirer') entered into a Share Purchase Agreement ("SPA") with the existing promoters of the Company to acquire 96,600 fully paid-up Equity Shares of face value Rs.10/- each representing 20.13% of the total equity shares of the Company at a price of Rs. 33/-per share. Since, the acquisition triggered the Regulation 10 and 12 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997, the Acquirer made an open offer to the existing shareholders of the Company to acquire further 1,60,000 equity shares representing 33.33% of the Equity Share Capital of the Company at a price of Rs. 33/- per fully share payable in cash.

Accordingly, the acquirers has acquired total 109000 fully paid- up Equity shares of Rs.10/- of the Company.

PUBLIC DEPOSIT:

Your Company has neither accepted nor renewed any deposit within the meaning of Section 58A and 58AA of the Companies Act, 1956 during the year ended on 31st March 2009.

DIRECTOR:

In accordance with Articles of Association of the Company, Mr. Rajeev Surana, director of the Company retires by rotation and being eligible offer himself for re-appointment.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirements under Section 217 (2AA) of the Companies Act 1956, your Directors hereby state and confirm that:

1. In the preparation of the Annual Accounts for the year ended 31st March, 2010, the applicable accounting standards have been followed and no material departures have been made from the same.
2. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2010 and Loss of the Company for the year ended on that date.
3. The Directors have 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 for preventing and detecting fraud and other irregularities.
4. The Directors have prepared the accounts for the financial year ended 31st March, 2010 on a "going concern" basis.

AUDITORS:

M/s. Rajeev Shah & Co., Chartered Accountants, Mumbai, Statutory Auditors of the Company resigned from the office of Statutory Auditors during the year. To fill casual vacancy occurred due to resignation of M/s. Rajeev Shah & Co., the members of the Company at the Extra Ordinary General Meeting held on the 7th day of June 2010 appointed M/s. A. D. Jain & Co., Chartered Accountants, Mumbai as Statutory Auditors of the Company to hold office upto the conclusion of ensuing Annual General Meeting of the Company and to audit the financial accounts of the Company for the year ended 31st March 2010.

M/s. A. D. Jain & Co., Chartered Accountants, Mumbai, retires at the ensuing Annual General Meeting and being eligible, offers themselves for re-appointment and have confirmed their eligibility under sub-section (1B) of Section 224 of the Companies Act, 1956.

SECRETARIAL COMPLIANCE CERTIFICATE:

Pursuant to the provisions of Section 383A of the Companies Act, 1956, the Company has received Secretarial Compliance Certificate from M/s. Manish Ghia & Associates, Practising Company Secretary, Mumbai and attached to this report.

CORPORATE GOVERNANCE

The Company does not fall in any of the criteria prescribed under the provisions of Section 292A of the Companies Act, 1956 and clause 49 of the listing agreement for constitution of Audit Committee and Compliance of Corporate Governance. Hence, the Compliance of the Constitution of Audit Committee and Compliance of Corporate Governance is not mandatory to the Company. However, the Company is always committed towards good Corporate Governance.

LISTING OF SHARES

The Shares of the Company are listed with Bombay Stock Exchange Limited and the Company has paid the listing fees for the financial year 2010-2011.

STATUTORY INFORMATION:**a) Particulars of Employees:**

The relations remain cordial through out the year between employees and management.

The information as required by provisions of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particular of employees) amendments rules, 1988 is reported to be **NIL**.

b) Particulars u/s. 217(1) (e) of the Companies Act, 1956:

Considering the nature of business activities carried out by the Company, your directors have nothing to report regarding Conservation of energy and technology absorption as required under section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules 1988.

There were no Foreign Exchange earnings /outgoings during the year under review.

APPRECIATION

Your Directors express their gratitude for assistance and co-operation received from the Financial Institutions, Banks, Government Authorities and Members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services of the Employees of the Company.

**By Order of the Board of Directors
For Sanjay Leasing Limited**

Place : Mumbai
Date : 31.08.2010

NARPATRAJ MEHTA
CHAIRMAN

Registered Office:
308- 310, Veena Chambers,
21, Dalal Street,
Mumbai - 400 001

Compliance Certificate

Form

[See Rule 3]

Compliance Certificate

Authorised Share Capital : Rs.50,00,000/-
Corporate Identity No. : L65990MH1984PLC032403

To,
Sanjay Leasing Limited
310, Veena Chambers,
21 Dalal Street, Mumbai 400 023

We have examined the registers, records, books and papers of **Sanjay Leasing 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 **31.03.2010 (Financial year)**. In our opinion and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, and to the best of our knowledge and belief, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained the registers as stated in **Annexure 'A'** to this certificate, as per the provisions of the Act and the rules made thereunder and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in **Annexure 'B'** to this certificate, with the Registrar of Companies, Maharashtra, Mumbai, within the time prescribed under the Act and the rules made there under. The Company was not required to file any documents with the Regional Director, Central Government and Company Law Board or any other authorities.
3. The Company, being a Public Limited, the provisions of Section 3(1) (iii) of the Act are not applicable.
4. The Board of Directors duly met 6 (Six) times respectively on 10.04.2009, 30.06.2009, 27.07.2009, 06.10.2009, 31.10.2009 and 30.01.2010 and as per information and explanation given by the management, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for that purpose. No circular resolutions were passed by the Company during the financial year.
5. The Company has closed its Register of Members on 30.09.2009 and necessary compliance of Section 154 of the Act has been duly complied.
6. The Annual General Meeting for the financial year ended on 31.03.2009 was held on 30.09.2009 and as per information and explanation given by the management, the Company has given adequate notice to the members of the Company and the resolutions passed thereat were duly recorded and signed in the Minutes Book maintained for that purpose.
7. No Extra - Ordinary General Meeting was held during the financial year.
8. The Company has not advanced any loans to its directors or persons or firms or Companies referred to under Section 295 of the Act.
9. The Company has not entered into any contracts falling within the purview of Section 297 of the Act in respect of contracts specified in that Section.
10. The Company has made necessary entries in the register maintained under Section 301 of the Act.
11. As there were no instances falling within the purview of Section 314 of the Act, the Company was not required to obtain approval from the Board of Directors, Members or Central Government.

12. The Company has not issued any duplicate share certificates during the financial year.
13. The Company:
 - (i) was not require to deliver any share certificates on transfer / transmission thereof in accordance with the provisions of the Act.
 - (ii) was not required to deposit any amount in a separate Bank Account as no dividend was declared during the financial year.
 - (iii) was not required to post warrants for dividend to the members of the Company as no dividend was declared during the financial year.
 - (iv) do not have any amount lying on accounts of unpaid dividend, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years and which is required to be transferred to Investors Education and Protection Fund.
 - (v) has duly complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. There was no appointment of Additional Directors / Director and appointment of director retiring by rotation was duly made during the financial year.
15. The Company has not appointed any Managing Director / Whole-time Director 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 and Registrar of companies or such authorities prescribed under the various provisions of the Act.
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 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 & bonus shares pending registration.
23. The Company has not invited or accepted any deposits including any unsecured loans falling within the purview of Section 58A during the financial year.
24. The Company has not made any borrowings during the financial year.
25. The Company has not made loans or advances or given guarantees or provided securities to other bodies corporate and consequently no entries have been made in the registers 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 financial year.
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the financial year.

28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the financial year.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the financial year.
30. The Company has not altered its Articles of Association during the financial year.
31. There were no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment was imposed on the Company during the financial year for offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The Company has not deducted any contribution towards Provident Fund during the financial year.

For MANISH GHIA & ASSOCIATES
Company Secretaries

Place : Mumbai
Date : 31.08.2010

Manish L. Ghia
Partner
M. No. FCS 6252
C. P. No.3531

Annexure - "A"

Registers Maintained by SANJAY LEASING LIMITED

- 1 Register of Members under section 150 of the Companies Act, 1956.
- 2 Register and Returns under section 163 of the Companies Act, 1956.
- 3 Minutes Book of the Meetings of Board of Directors and General Meetings under Section 193 of the Companies Act, 1956.
- 4 Register of Directors under section 303 of the Companies Act, 1956
- 5 Register of Contracts and Disclosure of Directors Interest under section 301 of the Companies Act, 1956
- 6 Register of Directors shareholdings under section 307 of the Companies Act, 1956
- 7 Register of Transfers / transmission of Shares.

Annexure “ B ”

Forms and Returns filed by SANJAY LEASING LIMITED

A) With the Registrar of Companies, Maharashtra, Mumbai during the financial year ended on 31.03.2010:

Sr. No.	Form No.	Relevant Section/ Rule	Description	Date of filing	Whether filed within prescribed time Yes/No	If delay in filing whether requisite additional fee paid Yes / N.A.
1	66	383A	Compliance Certificate under Section 383A of the Companies Act, 1956 for the financial year ended on 31.03.2009	08.10.2009	Yes	N.A.
2	32	303(2)	Particulars of appointment of Mr. Kamlesh Jain and Mr. Chintan Sheth as directors of the Company at Annual General Meeting held on 30.09.2009	26.10.2009	Yes	N.A.
3	23AC/ ACA	220(1)	Schedule VI (Annual Accounts) for the financial year ended 31.03.2009	26.10.2009	Yes	N.A.
4	20B	159(1)	Schedule V (Annual Return) as on the date of Annual General Meeting i.e. 30.09.2009	29.11.2009	Yes	N.A.

B) With the Office of the Regional Director, Western Region Bench at Mumbai during the financial year ended on 31.03.2010:

Nil

C) With the Office of the Ministry of Corporate Affairs (Central Government) at Delhi during the financial year ended on 31.03.2010:

Nil

D) With any other Authorities as prescribed under the Act during the financial year ended on 31.03.2010:

Nil

Auditor's Report

To
The Members
Sanjay Leasing Limited

We have audited the attached Balance Sheet of **Sanjay Leasing Limited**, as at 31st March, 2010 and also the Profit and Loss Account 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 amounts 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.

- I. 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, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
- II. Further to our comments in the Annexure referred to in paragraph 2 above, we report that;
 - (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit ;
 - (ii) 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;
 - (iii) The Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of account ;
 - (iv) In our opinion, the Balance Sheet and Profit and Loss Account dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
 - (v) On the basis of written representations received from the directors, as on 31st March, 2010 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March 2010 from being appointed as a director in terms of clause (g) of sub section (1) of section 274 of the Companies Act, 1956;
 - (vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India :
 - a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2010;
 - b) in the case of the Profit and Loss Account, of the Loss for the year ended on that date;
 - c) in the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For A. D. JAIN & CO.
Chartered Accountants
(FRN:103882W)

Ashok D. Jain
Proprietor
M.No. 38528

Place : Mumbai
Date : 31.08.2010

ANNEXURE TO THE AUDITORS REPORT

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

- (i) In respect of its Fixed assets
 - (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The fixed assets were physically verified by the management at reasonable intervals; and no material discrepancies were noticed on such verification.
- (ii) In respect of inventories
 - (a) Since there is no inventory, the physical verification of inventories does not arise.
 - (b) Since there is no inventory, the procedure of physical verification does not arise
 - (c) Since there is no inventory, the question of maintenance of proper records and maintaining the same with physical stock does not arise.
- (iii) In respect of loans, secured or unsecured, granted or taken by the Company, to or from Companies, firms or other parties covered in the register maintained under section 301 of the Companies act 1956, according to the information and explanation given to us:
 - (a) The Company has not granted, any loans to any parties covered in the register maintained under section 301 of the Companies Act, 1956. The Company has not taken any unsecured loan from parties covered in the register maintained under section 301 of the Companies Act, 1956.
 - (b) Since there are no borrowings, reporting on rate of interest & other terms does not arise.
 - (c) Since there are no borrowings, repayment of principal & interest does not arise.
 - (d) Since there are no borrowings, reporting on overdue payable does not arise.
- (iv) In our opinion and according to the explanation and information given to us there are adequate internal control procedure commensurate with the size of the company and the nature of its business for the purchase of fixed assets.
- (v) In respect of transactions, that needs to be entered in the register maintained in pursuance of section 301 of the Companies Act 1956:
 - (a) To the best of our knowledge and belief and according to the information and explanations given to us, all transactions that need to be entered into the register have been so entered.
 - (b) According to the information and explanations given to us, there are no such transactions (excluding loans reported under paragraph (iii) above) in excess of Rs. 5 lacs in respect of each party).
- (vi) The Company has not accepted any deposits from the Public during the year.
- (vii) In our opinion the company has an internal audit system commensurate with the size of the Company and the nature of its business.
- (viii) According to the information & explanation given to us, the Central Government has not prescribed the maintenance of Cost records under section 209(1)(d) of the Companies Act, 1956.

- (ix) According to the information and explanations given to us in respect of statutory dues:
- (a) The Company has been regular in depositing undisputed statutory dues with the appropriate authorities.
 - (b) According to the information and explanation given to us and in our opinion the company has no disputed dues outstanding at the end of the year.
- (x) The company does not have any accumulated losses but has incurred cash loss in the immediately preceding financial year. During the current financial year, the company has incurred cash loss.
- (xi) The company has not defaulted in repayment to financial institution or/ and banks.
- (xii) According to the information & explanation given to us the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) The Company has not done any activity which is in the nature of Chit fund/ Nidhi/ mutual benefit / societies.
- (xiv) The company has maintained proper records of the transactions and contracts in shares and securities and timely entries have been made therein. All the investments of the Company in shares are held in its own name.
- (xv) According to information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xvi) During the year company has not availed any term loan and therefore the questions of its application does not arise.
- (xvii) According to the cash flow statement and other records examined by us and information and explanations given to us, on an overall basis, funds raised on short term basis have, prima facie not been used during the year for long term investment and vice a-versa, other than temporary deployment pending application.
- (xviii) 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. Accordingly, the question of reporting on whether the price at which shares have been issued is prejudicial to the interest of the company does not arise.
- (xix) The company has not issued any debentures. Accordingly the question of creating securities for debentures does not arise.
- (xx) The company has not raised any money by public issue during the year. Accordingly, the question of disclosure of end use of such money does not arise.
- (xxi) According to the information & explanation given to us, no fraud on or by the company has been noticed or reported during course of our audit during the year.

For A. D. JAIN & CO.
Chartered Accountants
(FRN:103882W)

Ashok D. Jain
Proprietor
M.No. 38528

Place : Mumbai
Date : 31.08.2010

BALANCE SHEET AS AT 31ST MARCH, 2010

(Amount in Rs.)

PARTICULARS	SCH.	31.03.10	31.03.09
<u>SOURCES OF FUNDS :</u>			
<u>Shareholders Funds :</u>			
Share Capital	`A'	4,800,000.00	4,800,000.00
Reserves & Surplus	`B'	9,936,931.96	10,227,802.48
TOTAL Rs..		14,736,931.96	15,027,802.48
<u>APPLICATION OF FUNDS :</u>			
Fixed Assets	`C'	55,822.54	585,852.02
Deffered tax Asset (See Note No. 12 of Schedule ' H ')		694,581.00	561,949.00
<u>CURRENT ASSETS, LOANS & ADVANCES :</u>			
A. CURRENT ASSETS	`D'	3,629,147.00	1,175,036.46
B. LOANS, ADVANCES & DEPOSITS	`E'	<u>10,626,448.00</u>	<u>12,931,523.00</u>
(A)		14,255,595.00	14,106,559.46
<u>LESS : CURRENT LIABILITIES PROVISIONS (B)</u>	`F'	<u>269,066.58</u>	<u>226,558.00</u>
NET CURRENT ASSETS (A) - (B)		<u>13,986,528.42</u>	<u>13,880,001.46</u>
TOTAL RS.		14,736,931.96	15,027,802.48

(For notes forming part of the Accounts see Schedule 'H')

As per our Report of even date

For **A.D. Jain & Co.**
Chartered Accountants
(FRN:103882W)

For and on Behalf of the Board of Directors

Ashok D. Jain
Proprietor
M.No. 38528

Narpatraj Mehta
Chairman

Rajeev Surana
Director

Place : Mumbai
Date : 31.08.2010

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2010

(Amount in Rs.)

PARTICULARS	SCH.	31.03.10	31.03.09
<u>INCOME :</u>			
<u>Interest :</u>			
On FDR		-	5,394.00
On Debenture		429,909.00	109,427.00
On Loans		5,833.00	297,325.00
On IT Refund		13,689.00	8,650.00
		449,431.00	420,796.00
Other Income		28,656.10	400,000.00
TOTAL RS. (I)		478,087.10	820,796.00
<u>EXPENDITURE:</u>			
Operating and other expenses	'G'	664,655.62	1,094,972.77
Depreciation		43,146.00	125,639.66
Auditor's Remuneration		13,788.00	13,788.00
Director's Remuneration		180,000.00	180,000.00
TOTAL Rs. (II)		901,589.62	1,414,400.43
PROFIT/(LOSS)BEFORE TAX (I-II)		(423,502.52)	(593,604.43)
<u>PROVISION FOR TAXATION :</u>			
Deffered Tax (See Note No. 12 of Schedule ' H ')		132,632.00	183,320.00
Fringe Benefit Tax		-	(2,319.00)
PROFIT/(LOSS) AFTER TAX		(290,870.52)	(412,603.43)
Excess Provision for Tax of Earlier Year		-	1,320.00
		(290,870.52)	(411,283.43)
BROUGHT FORWARD BALANCE OF			
PROFIT & LOSS ACCOUNT		10,149,321.48	10,560,604.91
Surplus carried to Balance Sheet		9,858,450.96	10,149,321.48
Basic Earning per Share		(0.61)	(0.86)
No. of Share used For Computing -			
Basic Earning per Share		480,000.00	480,000.00

As per our Report of even date

For **A.D. Jain & Co.**
Chartered Accountants
(FRN:103882W)

For and on Behalf of the Board of Directors

Ashok D. Jain
Proprietor
M.No. 38528

Narpatraj Mehta
Chairman

Rajeev Surana
Director

Place : Mumbai
Date : 31.08.2010

CASH FLOW STATEMENT FOR THE YEARS ENDED 31ST MARCH,2008 AND 31ST MARCH, 2010

	<u>2009-10</u>	<u>2008-09</u>
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit / (Loss) before tax	(423,503)	(593,604)
<u>Adjustments for :</u>		
Depreciation	43,146	125,640
(Profit) / Loss on Sale of Fixed Assets	<u>(6,117)</u>	<u>-</u>
Operating Profit / (Loss) before Working Capital Charges :	(386,473)	(467,964)
<u>Adjustment for :</u>		
Trade and Other Receivable (Including Loans and Advances)	2,211,967	697,474
Current Assets	(2,500,000)	(1,098,500)
Trade Payables	<u>23,755</u>	<u>(640,617)</u>
Cash generated from operations	<u>(650,751)</u>	<u>(1,509,607)</u>
Taxes Paid / (Refund) [Net]	<u>(90,789)</u>	<u>167,295</u>
Net Cash in operating Activities	<u>(559,962)</u>	<u>(1,676,902)</u>
B. CASH FLOW FROM INVESTING ACTIVITIES		
Sale of Fixed Assets	493,000	-
Purchase of Fixed Assets	-	-
Purchase of Investments	-	-
Sale of Investments	-	-
Net Cash from Investing Activities	<u>493,000</u>	<u>-</u>
C. CASH FLOW FROM FINANCING ACTIVITIES		
Borrowing of Funds	-	-
Dividend Paid	-	-
Net Cash used in Financing Activities	<u>-</u>	<u>-</u>
NET INCREASE / (Decrease) IN CASH & CASH EQUIVALENTS (A+B+C)	(66,962.04)	(1,676,902)
Opening Balance of Cash & Cash Equivalents	66,536.46	1,743,438
Closing Balance of Cash & Cash Equivalents	(425.58)	66,536

For and on Behalf of the Board of Directors

Narpatraj Mehta
Chairman

Rajeev Surana
Director

Date : 31.08.2010

Auditor's Report :

We have verified the above cash flow statement of Sanjay Leasing Limited for the year ended 31st March, 2010 and 31st March, 2009. The statement has been prepared by the Company in accordance with the requirements Listing agreement clause 32 with stock Exchanges and is based on and in agreement with the corresponding Profit and loss Account and Balance Sheet of the Company Covered by our report of even date to the members of the Company.

For **A.D. Jain & Co.**

Chartered Accountants
(FRN:103882W)

Ashok D. Jain
Proprietor
M.No. 38528

Place : Mumbai
Date : 31.08.2010

SCHEDULES FORMING PART OF THE BALANCE SHEET

(Amount in Rs.)

PARTICULARS	31.03.10	31.03.09
<u>SCHEDULE 'A' :</u>		
<u>SHARE CAPITAL :</u>		
I. <u>AUTHORISED :</u>		
5,00,000 Equity shares of Rs. 10/- each	<u>5,000,000.00</u>	<u>5,000,000.00</u>
II. <u>ISSUED, SUBSCRIBED & PAID UP :</u>		
4,80,000 Equity Shares of Rs. 10/- fully paid up	<u>4,800,000.00</u>	<u>4,800,000.00</u>
<u>SCHEDULE 'B' :</u>		
<u>RESERVES & SURPLUS :</u>		
<u>General Reserve :</u>		
As per last balance sheet	78,481.00	78,481.00
Profit & Loss Account	9,858,450.96	10,149,321.48
TOTAL	<u><u>9,936,931.96</u></u>	<u><u>10,227,802.48</u></u>

SCHEDULES FORMING PART OF THE BALANCE SHEET

**SCHEDULE 'C':
FIXED ASSETS:**

(Amount in Rs.)

Particulars	Rate	GROSS BLOCK		DEPRECIATION			NET BLOCK				
		As at 01.04.09	Addition	Deductions	As at 31.03.10	Upto 31.03.09	Additions During the year	Deductions During the year	Total Upto 31.03.10	As at 31.03.10	As at 31.03.09
1. PLANT & MACHINERY											
COMPUTER	40%	348,256.77	-	-	348,256.77	255,219.23	37,215.00	0.00	292,434.23	55,822.54	93,037.54
TELEPHONE	13.91%	30,000.00	-	30,000.00	-	26,827.41	30.00	26,857.41	26,857.41	-	3,172.59
AIR CONDITIONER	13.91%	119,335.00	-	119,335.00	-	60,359.42	562.00	60,921.42	60,921.42	-	58,975.58
2. FURNITURE											
FURNITURE	18.10%	1,210,911.64	-	1,210,911.64	-	780,245.33	5,339.00	785,584.33	785,584.33	-	430,666.31
TOTAL		1,708,503.41	-	1,360,246.64	348,256.77	1,122,651.39	43,146.00	873,363.16	1,165,797.39	55,822.54	585,852.02
PREVIOUS YEAR		1,596,843.64	111,659.77	-	1,708,503.41	997,011.73	125,639.66	-	1,122,651.39	585,852.02	599,831.91

SCHEDULES FORMING PART OF THE BALANCE SHEET

(Amount in Rs.)

PARTICULARS	31.03.10	31.03.09
<u>SCHEDULE 'D' :</u>		
<u>CURRENT ASSETS :</u>		
RSBL Commodities Pvt. Ltd. (35 optionally convertible Debentures of Rs.1,00,000/- each)	3,500,000.00	1,000,000.00
Indo-Euro Pharma Limited (10,000 shares @ 20/-) (Cost Rs.2,00,000/-)	10,000.00	10,000.00
<u>Sundry Debtors :</u>		
Sixdee Tele Com Solutions Pvt. Ltd.	98,500.00	98,500.00
<u>Cash & Bank Balance :</u>		
Corporation Bank (Current Account)	-	45,549.04
Cash in hand	20,647.00	20,987.42
TOTAL	3,629,147.00	1,175,036.46
<u>SCHEDULE 'E' :</u>		
<u>LOANS, ADVANCES & DEPOSITS :</u>		
A. <u>LOANS :</u>		
Tirupati Enetrprises	3,422.00	13,422.00
Sumer Associates	-	2,500,000.00
<u>STAFF :</u>		
Sunil M. Salvi (Staff)	35,150.00	35,150.00
	38,572.00	2,548,572.00
B. <u>ADVANCES RECOVERABLE IN CASH OR IN KIND FOR VALUE TO BE RECEIVED:</u>		
Interest Receivable on Debenture	386,918.00	86,885.00
Prepaid Profession Tax	2,000.00	4,000.00
Navkar Associates India (For Joint Venture)	10,000,000.00	10,000,000.00
TDS Receivable (2008-2009)	-	88,481.00
TDS Receivable (A.Y. 2009-2010)	141,145.00	141,145.00
TDS Receivable (A.Y. 2010-2011)	44,313.00	-
Income tax Refund Receivable (2007-2008)	-	48,940.00
	10,574,376.00	10,369,451.00

SCHEDULES FORMING PART OF THE BALANCE SHEET

(Amount in Rs.)

PARTICULARS	31.03.10	31.03.09
C. DEPOSITS :		
B.E.S.T. Deposit	12,000.00	12,000.00
Telephone Security Deposit	1,500.00	1,500.00
	13,500.00	13,500.00
<u>SUMMARY OF SCHEDULE 'E' :</u>		
A. LOANS	38,572.00	2,548,572.00
B. ADVANCES	10,574,376.00	10,369,451.00
C. DEPOSITS	13,500.00	13,500.00
TOTAL	10,626,448.00	12,931,523.00
<u>SCHEDULE 'F':</u>		
<u>CURRENT LIABILITIES & PROVISIONS :</u>		
<u>CURRENT LIABILITIES :</u>		
<u>For Expenses :</u>		
Electricity Charges Payable	-	9,602.00
P. C. Bafna	66,180.00	-
Rajesh Jha	-	36,000.00
Rajeev Shah & Co. (Auditors)	-	49,470.00
O/S Telephone Call Charges	2,393.00	1,677.00
T. D. S. Payable	17,942.00	14,950.00
FBT Payable	-	2,319.00
M.G. Corporate Advisors Pvt. Ltd.	89,343.00	112,540.00
A. D. Jain & Co. (Auditors)	72,136.00	-
Corporation Bank (Current Account)	21,072.58	-
TOTAL	269,066.58	226,558.00

SCHEDULES FORMING PART OF THE PROFIT AND LOSS ACCOUNT

(Amount in Rs.)

PARTICULARS	31.03.10	31.03.09
SCHEDULE 'G' :		
OPERATING & OTHER EXPENSES :		
Admission Fees (CDSL)	6,618.00	4,495.00
Admission Fees (NSDL)	6,618.00	4,495.00
Accounting Charges	-	36,000.00
Advertisement Expenses	28,493.62	39,345.82
Bank Commission & Charges	775.00	1,172.45
Conveyance Expenses	318.00	2,436.00
Electricity charges (Office)	-	104,974.00
Interest on TDS	391.00	25,377.00
Interest on FBT	-	335.00
Legal & Professional Fees	165,633.00	162,542.00
Licence Fee B.M.C	2,400.00	1,050.00
Listing Fees	11,030.00	11,084.00
Office Expenses	-	201.00
Office Maintenance	-	13,220.00
Office Rent	66,180.00	134,420.00
Postage & Stamp Expenses	-	285.00
Printing & Stationery	2,889.00	3,972.50
Profession Tax	2,000.00	2,000.00
Registrar, Share Transfer, Folio Fees	11,185.00	19,243.00
Registration & Filing Fees	2,000.00	7,000.00
Repairs & Maintenance	-	1,650.00
Salaries	328,979.00	487,998.00
Telephone Call Charges	29,146.00	31,677.00
TOTAL	664,655.62	1,094,972.77

**NOTES FORMING PART OF THE BALANCE SHEET AND PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31ST MARCH, 2010**

SCHEDULE 'H':**1. ACCOUNTING POLICIES :**

(a) All revenues, costs, assets and liabilities are accounted for on accrual basis.

(b) DEPRECIATION:

(1) Depreciation is claimed only on those fixed assets, which are used during the year.

(2) Depreciation on all the fixed assets is provided on the written down value basis in accordance with section 205(2) (a) of the Companies Act, 1956 at the rates specified in Schedule XIV to the Companies Act, 1956.

(3) In respect of additions to / deletions from the Fixed Assets, depreciation is provided on pro-rata basis with reference to the date of addition / deletion of the Assets.

(c) FIXEDASSETS:

Fixed Assets are stated at cost less accumulated depreciation. The cost of an asset comprises its purchase price and any directly attributable costs of bringing the asset to working condition for its intended use. Expenditure for additions and improvements are capitalized and expenditure for maintenance and repairs are charged to the Profit and Loss Account. When assets are sold or discarded their cost and accumulated depreciation are removed from the accounts and only gain or loss resulting from their disposal is included in the Profit and Loss Account.

(d) REVENUE RECOGNITION:

(1) In appropriate circumstances, revenue (income) is recognized when no significant uncertainty as to determination or realization exists.

(2) INCOME FROM HP OPERATIONS:

Income from HP operations is recognized on 'monthly equated basis'.

(e) Earning per Share:

In determining Earning per share, the Company considers the profit after tax and includes the post tax effect of extra ordinary item, if any.

The number of Shares used in computing basic earning per share is the weighted average number of shares outstanding during the year.

(f) Taxation:

Provision for tax for the year comprises of current income-tax determined to be payable in respect of taxable income and deferred tax being the tax effect of timing difference representing the difference between taxable income and accounting income that originate in one period, and are capable of reversal in one or more subsequent period(s).

2. Claims against the company not acknowledged, as debts are Rs. Nil.

3. Expenditure in Foreign Currency - Rs. Nil.

4. Earnings in Foreign Currency - Rs. Nil.

5. The company does not carry on any manufacturing activities hence particulars as required by para 4C and 4D of part II of Schedule VI of the Companies Act, 1956 are not given.

6. AUDITOR'S REMUNERATION :

	<u>31.03.2010</u>	<u>31.03.2009</u>
i) Audit Fees	13,788.00	13,788.00
ii) Taxation Matters	66,363.00	66,363.00
iii) RBI Matters	-	-
iv) Certification	-	-
	<u>80,151.00</u>	<u>80,151.00</u>

7. DIRECTORS REMUNERATION:

	<u>31.03.2010</u>	<u>31.03.2009</u>
Salary	180,000.00	180,000.00
	<u>180,000.00</u>	<u>180,000.00</u>

8. In the opinion of the Board of Directors;

- (a) The Current Assets and Loans and Advances are approximately of the value stated, if realised in the ordinary course of business.
- (b) The provision for depreciation and for all known liabilities is adequate and not in excess of the amount reasonably necessary.
9. The Company has followed the guidelines of RBI for Prudential norms wherever applicable.
10. In line with Accounting Standard on Segment Reporting (AS-17) the Company has identified Financing and Real Estate as reportable business segment taking into account organization structure, Financing Business comprise of Lending, Hire Purchase financing etc. & Real Estate business comprises of Purchase, Sale, and investment in real estate.

Information about Business Segment Primary

	Reportable Segments	Financing	Real Estate	Unallocated Others	Total
1.	Revenue	435,742	-	42,345	478,087
2.	Segment Results				
	NP (Operating Profit)	271,296	-	(694,799)	(423,503)
	Income Tax - Current	-	-	-	-
	Income Tax - Deferred	-	-	132,632	132,632
	Income Tax - FBT	-	-	-	-
	Profit after Tax	271,296	-	(562,167)	(290,871)
3.	Other Information				
	Segment Assets	3,913,840	10,000,000	1,071,709	14,985,549
	Segment Liabilities	2,393	-	14,983,156	14,985,549
	Capital Expenditure	-	-	-	-
	Depreciation	-	-	43,146	43,146
	Non Cash expenses other than depreciation	-	-	-	-
		-	-	-	-

Company's organizational structure does not have Secondary Reportable Segment

11. Related Party Disclosures

a) List of Related Parties and Relationships

Nature of Relationship

Category A : Key Management Personnel

PartyMr. Narpatraj B. Mehta
Mr. Rajeev H. Surana
Mr. Kamlesh B. Jain
Mr. Sanjay P. Bafna
Mr. Chintan B. Seth

Category B : Companies in which individuals referred to in category A is Director

Shivsita Garments Pvt. Ltd.
Veesita Estate Pvt. Ltd.
Sisodiya Investments Pvt. Ltd.

Category C : Concern in which individuals referred to in category A is proprietor / Partner.

Siddhant Investment
Navkar Associates India

b) Following transaction were carried out with related parties in the Financial Year 2009-2010

Sr. No.	Transaction	Category A	Category B	Category C
1	Sale of asset	NIL	NIL	NIL
2	Directors Remuneration	180,000.00	NIL	NIL
3	Credit /(Debit) Balance Outstanding as at 31.03.10	NIL	NIL	(10,000,000.00)

12. The effect on the net profit for the year and reserves as at 31st March, 2010 consequent to compliance with Accounting Standard 22-"Accounting for Taxes on Income " and the break-up of the deferred tax assets and liabilities are as under :

Nature of timing Diferrence	Deferred tax asset/ (Liability) as at 31.03.2009	(Charge)/Credit for the year	Deferred tax asset/(Liability) as at 31.03.2010
<u>Deferred tax Assets</u>			
Depreciation	-	-	-
Disallowance under section 43B of the Income-Tax Act, 1961	31,874.00	(1,173.00)	30,701.00
Total	31,874.00	(1,173.00)	30,701.00
Unabsorbed Business Loss	416,627.00	119,300.00	535,927.00
Unabsorbed Depreciation	54,738.00	14,505.00	69,243.00
Provision for Loss (Indo-Euro)	58,710.00	-	58,710.00
Total	530,075.00	133,805.00	663,880.00
Net amount and consequential decrease in net profit [col.(iii)] and recerves [col.(iv.)]	561,949.00	132,632.00	694,581.00

13. Figures relating to previous year have been rearranged and regrouped wherever necessary to make them comparable with the current year's figure.

SCHEDULE `A` to `H` form an integral part of the Balance Sheet and Profit and Loss Account.

For **A. D. Jain & Co.**
Chartered Accountants
(FRN:103882W)

For and on Behalf of the Board of Directors

Ashok D. Jain
Proprietor
M.No. 38528**Narpatraj Mehta**
Chairman**Rajeev Surana**
DirectorPlace : Mumbai
Dated : 31.08.2010

BALANCE SHEET ABSTRACT AND A COMPANY'S GENERAL BUSINESS PROFILE**I. REGISTRATION DETAILS**

Registration No. 32403	State Code	11
Balance Sheet Date : 31st March, 2010	(Refer Code List)	

II. CAPITAL RAISED DURING THE YEAR.

Public Issue Rs.	-	Rights Issue Rs.	-
Bonus Issue Rs	-	Private Placements Rs.	-

III. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS.

Total Liabilities Rs.	14,736,931.96	Total Assets Rs.	14,736,931.96
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SOURCES OF FUNDS :-

Paid up Capital Rs.	4,800,000.00	Reserve & Surplus Rs.	9,936,931.96
Secured Loans Rs.	-	Unsecured Loans Rs.	-

APPLICATION OF FUNDS :-

Net Fixed Assets Rs.	55,822.54	Investments Rs.	-
Net Current Assets Rs.	13,986,528.42	Deffered Tax Asset	694,581.00
Misc.Expenditure Rs.	-	Accumulated Losses Rs.	-

IV. PERFORMANCE OF COMPANY

Turnover Rs.	478,087.10	Total Expenditure Rs.	901,589.62
Profit/(Loss) before tax Rs.	(423,502.52)	P & L After Tax Rs.	(290,870.52)

[+] <input checked="" type="checkbox"/>	[-] <input type="checkbox"/>	[+] <input checked="" type="checkbox"/>	[-] <input type="checkbox"/>
Please tick appropriate box		+ for Profit - for Loss	

Basic Earning per share in Rs.	(0.61)	Dividend % NIL
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V. GENERIC NAMES OF THREE PRINCIPAL PRODUCTS / SERVICES OF COMPANY (AS PER MONETARY TERMS)

Items Code No.(ITC Code)	N.A.
Product Description	Investment
Items Code No.(ITC Code)	N.A.
Product Description	Hire Purchase Finance
Items Code No.(ITC Code)	N.A.
Product Description	Financing (Others)

For **A.D. Jain & Co.**
Chartered Accountants
(FRN:103882W)

For and on Behalf of the Board of Directors

Ashok D. Jain
Proprietor
M.No. 38528

Narpatraj Mehta
Chairman

Rajeev Surana
Director

Place : Mumbai
Date : 31.08.2010