
2012-13

29th
Annual Report



Mehta Integrated Finance Limited
Ahmedabad

Board of Directors:

Darshan V. Mehta
Indira V. Mehta
Chetan Y. Vora

Auditors:

Dinesh K. Shah & Co.
Chartered Accountants
Ahmedabad

Bankers:

HDFC BANK

Registered Office:

3, Law Garden Apartment,
Scheme-I, Opp. Law Garden,
Ellisbridge,
Ahmedabad 380 006

NOTICE

Notice is hereby given that 29th ANNUAL GENERAL MEETING of the Members of MEHTA INTEGRATED FINANCE LIMITED will be held at 003, Law Garden Apartment, Scheme-I, Opp. Law Garden, Ellisbridge, Ahmedabad-380 006 on Friday, 28th FEBRUARY, 2014 at 11.00 A.M. to transact the following business:

ORDINARY BUSINESS: -

1. To receive, consider and adopt the Accounts of the Company for the year ended 31st AUGUST 2013, the Balance Sheet As at that date along with the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of **Mr. CHETAN Y. VORA** who retire by rotation in terms of Article 126 of The Articles of Association of the Company and being eligible, offers himself for reappointment.
3. To consider the reappointment of M/s. Dinesh K. Shah & Co., Chartered Accountants, as Auditors of the Company to hold such office until the conclusion of next Annual General Meeting and to fix their remuneration in addition to the reimbursement of out of pocket expenses.

Registered Office

003, Law Garden Apt., Scheme-I,
Opp. Law Garden, Ellisbridge,
Ahmedabad 380006
Date : 30/1/2014
Place: Ahmedabad

By The Order of The Board,

(Indira V Mehta)
Director

NOTES

1. A member entitled to attend and vote at this Annual General Meeting may appoint a proxy to attend and vote on a poll on his behalf. A proxy need not be a member of the company proxies, in order to be effective must be received at the registered office of the company, not less than forty eight hours before this Annual General Meeting.
2. The Register of Members and the Share Transfer Book of the Company will remain closed on Thursday 28th February 2014.
3. Member/Proxies should bring copies of Annual Report and attendance slip sent here with duly filled in for attending the meeting.
4. Members are requested to notify any change in their address immediately to The Company's office 003, Law Garden Apartment, Scheme-I, Opp. Law Garden, Ellisbridge, Ahmedabad-380 006.
5. The shares of the company are tradable compulsarily in electronic form and your company has established connectivity with both the depositories i.e., National Securities Depository Limited and Central Depository Services (India) Limited. In view of the enormous advantages offered by the Depository System, Members are requested to avail the facility of dematerialization of the company's shares on either of the depositories as aforesaid.
6. In terms of the provisions of Articles of Association of the company, MR. CHETAN Y. VORA being eligible, offers himself for reappointment. Further, the company has received a notice in writing from a member along with a deposit of Rs. 500/- proposing the candidature of MR. CHETAN Y. VORA for the office of Director of the company under the provisions of Section 257 of the Companies Act, 1956. Brief resume of each of these director(s), nature of their expertise in specific functional areas and names of companies in which they hold directorship and membership / Chairmanship of Board Committees, as stipulated under clause 49 of Listing Agreement entered with the Stock Exchanges, in India, is appended to

the notice. The Board of Directors of the company recommends the appointments / re-appointments of the aforesaid director.

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Ahmedabad 380006
Date : 30/1/2014
Place: Ahmedabad

By The Order of The Board,

(Indira V Mehta)
Director

Details of the Directors seeking Appointment / Reappointment in forthcoming Annual General Meeting :- (as per clause 49 of listing agreement)

Name of the Directors	:	Chetan Y. Vora
Date of Birth	:	30/10/1957
Date of Appointment	:	31/12/2005
Expertise in Specific functional areas	:	Finance, Accounts, co law, taxation.
List of Public Limited Companies in which Directorship held	:	NIL
Chairman / Member of the Committees of the Board of Directors of the Company.	:	Audit Committee, Share-holders Grievances

DIRECTOR'S REPORT

To,
The Members,
MEHTA INTEGRATED FINANCE LIMITED.
Ahmedabad.

Your Directors have pleasure in presenting 29th Annual Report of the Company along with Audited Accounts for year ended 31ST AUGUST 2013.

FINANCIAL RESULTS: -

The Financial Results of the Company for the year ended on 31ST AUGUST 2013., As compared to the previous year are summarized below: -

	(Rs. In Lacs)	
	31/08/2013	31/08/2012
Total Income	81.97	76.38
Profit/(Loss) before Taxation	40.60	51.13
Less : Depreciation	2.26	3.00
Profit/Loss before Taxation	38.34	48.13
Provision for Income Tax	0.00	0.00
Net Profit/Loss After Tax	38.34	48.13
Transfer to General Reserve	38.34	48.13
Proposed Dividend	0.00	0.00

The total net income of the Company during the year was Rs. 81.97 lacs against Rs.76.38 lacs in the previous financial year. The total expenditure during the year was Rs. 43.63 lacs against Rs.28.25 lacs in the previous year. The Profit/Loss after tax for the year under review at Rs. 38.34 lacs was likewise lower than that of the previous year of Rs.48.13 lacs. The Directors trust that the shareholders will find the performance of the company for financial year 2013 to be satisfactory.

Registered Office

003, Law Garden Apt., Scheme-I,
Opp. Law Garden, Ellisbridge,
Ahmedabad 380006
Date : 30/1/2014
Place: Ahmedabad

By The Order of The Board,

(Indira V Mehta)
Director

DIRECTOR CERTIFICATION

Director of the Company certifies that :

- a) I have reviewed the financial statements and cash flow statement for the year ended August 31, 2013 and to the best of my knowledge and belief:
 - i) these statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii) these statement together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws & regulations.
- b) To the best of my knowledge and belief, no transaction entered into by the Company during the year ended August 31, 2013 are fraudulent, illegal or violative of the Company's code of conduct.
- c) I accept the responsibility for establishing and maintaining internal controls for financial reporting and I have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting. I have disclosed to the Auditors and the Audit Committee, deficiencies in the design and operations of such internal controls, if any, of which I am aware and steps have been taken to rectify these deficiencies.
- d) I have indicated to the Auditors and to the Audit Committee:
 - i) Significant changes in the internal control over financial reporting during the year.
 - ii) Significant changes in the accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and
 - iii) There is no significant fraud is noticed during the year, however to safeguard the company from such instances, the role of management and employees to be followed has been described to them.

Date : 30/01/2014
Place : Ahmedabad

Indira V Mehta
Director

MANAGEMENT DISCUSSION AND ANALYSIS

1. Industry Structure and Development: -

The company is operating in a regulated environment which is subject to regulations by the ministry of finance and SEBI.

The company is conducting its activities with due diligence, rules, regulations and under the control of the regulatory authority appointed by the Govt. The changes in policies, economic conditions, fluctuation in currencies, commodities and such factors effects to the company's activity and operations.

2. Opportunities and Threats: -

The company has initiated recovery proceedings against its dues. There is huge delay in recovering the dues from them due to slow and prolonged legal system. However the company has implemented the action plan for speedy recovery of dues from defaulters. The company does not have powers like Bank.

The national economy is on the strong hold as it is unaffected from slowness of other global economies. The Indian financial markets are also stable. The company is sure to get benefits of the overall economic environment.

The worldwide recession has not affected to the economy as well as our company, in our main business.

REPORT ON CORPORATE GOVERNANCE

INTRODUCTION: -

Corporate Governance brings intimate relationship between shareholders and the management of the company by fetching confidence and trust amongst the investors.

Corporate Governance is important to build confidence and trust which leads to strong and stable partnership with the Investors and all other Shareholders. The detailed Report on implementation of Corporate Governance Code as incorporated in Revised clause 49 of the listing agreement with the stock exchanges is set out below:-

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE: -

The company is committed to good corporate governance. The company also realizes the rights of shareholders for correct information and performance of the company, committed thereby to create great confidence and trust towards the shareholders.

The company has complied the requirements of clause 49 of listing agreements. The company is also committed to increase the standards of corporate governance as per the requirements of changing economic syneries.

Corporate Governance makes a significant contribution to the business prosperity and accountability. The Company's philosophy on Corporate Governance lays strong emphasis on transparency, accountability and ability, in all facts of its operations and in all its interactions with the shareholders, employees, the government and lenders.

During the year under review, the company has fully complied with the requirements of Revised Clause 49 of the listing agreements and will continue its efforts towards raising its standards in corporate governance and will also review its systems and procedures constantly in order to keep pace with the changing economic environments. The company shall also put all efforts to comply with the balance requirement of the corporate governance code so far not complied with by the Company

2. BOARD OF DIRECTOR: -

Composition and Category of Directors: -

The composition of the Board of Directors of the Company is in conformity with Revised Clause 49 of the Listing Agreement with the Stock Exchanges. The present Board of Directors of the Company consists of three members comprising one Executive and two Non Executive and Independent Directors. The Chairman of the Company is a Non-Executive Director. The number of Non-Executive and Independent Directors exceeds one half of the total number of Directors.

Present Composition and other details of Board of Directors of the Company.

Name of Director	Executive/ Non-Executive/ Independent	No. of outside directorships (*)	No of Memberships in other Board Committees	No. of Chairmanship(s) in other Board Committees
Darshan V. Mehta	Executive	1	2	-
Indira V. Mehta	Non-Executive & Independent	1	1	1
Chetan Y. Vora	Non-Executive & Independent	-	1	1

Excludes alternate directorships, directorships in private/foreign Companies and interest in firms/other bodies. Includes memberships of only audit and shareholders' grievances committee.

Board Procedures: -

The Board of Directors meets at least once a quarter to review the performance and financial results. A detailed agenda file is sent to all the directors well in time of the Board Meeting. The Chairman / Director briefs the Directors at every Board Meeting, overall performance of the company. All major decisions /

approvals are taken at the Meeting of the Board of Directors such as policy formation, business plans, budgets, investment opportunities, Statutory Compliance etc. The meetings of the Board of Directors were held on 30/09/2012, 30/12/2012, 31/03/2013, 30/06/2013.

Attendance of each Director at the Board Meetings and the Last Annual General Meeting.

Name of Director	Board Meetings Attended	Attendance at last AGM
Darshan V.Mehta	4	Present
Indira V. Mehta	4	Present
Chetan Y.Vora	4	Present

3. **AUDIT COMMITTEE: -**

The Audit committee has been formed as per the revised guidelines and requirements laid down under the code of corporate governance listing agreements with the stock exchange During the year 2013, the terms of reference and scope of the AUDIT COMMITTEE were revised to meet with the requirements prescribed under the Code of Corporate Governance and the Listing Agreement with the Stock Exchanges and accounting and Audit Standards.

Board Terms of Reference:

The Audit committee is empowered to deal in matters so as to comply with revised clause 49 of the listing agreement and section 292A of company's Act, 1956.

The terms of reference comprises of :

- to review and ensure correct and credible reporting of financial statement and information of the company.
- to verify financial information before its submission to the Board for approval
- to review the internal control mechanism as well as internal audit system.
- to review and follow up system to be applied to the internal/statutory audit reports and findings over them.
- to recommend the appointment and removal of auditors (statutory/internal) to fix their fees, nature & scope of the audit and post audit discussions to find out the concerned area of important factors by the audit.
- to review the applicability of various accounting standards issued by the Institute of Chartered Accountants of India.

The Audit Committee has been given the powers to deal with matters specified under Revised Clause 49 of the Listing Agreement as well as under section 292A of the Companies Act, 1956.

In brief, the terms of reference include :

Reviewing the Company's financial reporting process and disclosure of financial information, to ensure correctness and creditability.

Reviewing the financial statements before their submission to the Board for Approval.

Reviewing the adequacy of internal control systems and internal audit functions;

Reviewing the Internal and Statutory Auditors Reports, discussing any significant findings and reviewing the follow-up thereon.

Recommending the appointment and removal of Statutory & Internal Auditors and fixation of their fees;

Reviewing the nature and scope of audit with the Internal and Statutory Auditors and post-audit discussions to ascertain any areas of concern.

The Scope of the Audit Committee also covers reviewing the applicability of various Accounting Standards issued by the Institute of Chartered Accountants of India.

Composition, Meeting and Attendance at the Audit Committee Meetings.

The Audit Committee presently comprises three members and majority members including the Chairman are Non-Executive.

1. Indira V. Mehta - Chairman, Independent & Non-Executive Director.

2. Darshan V. Mehta - Executive Director.
3. Chetan Y. Vora - Independent & Non-Executive Director.

All members possess knowledge of corporate finance, accounts and corporate laws.

During the year, the members met Four times on 30/09/2012, 30/12/2012, 31/03/2013, 30/06/2013.

The attendances of the members at the meeting is given below:

Name of the Member	Designation	No. of Meetings Attended
Indira V. Mehta	Chairman	4
Darshan V. Mehta	Member	4
Chetan Y. Vora	Member	4

4. REMUNERATION COMMITTEE :-

The company does not have formal remuneration committee, remuneration is paid to executive as well as non-executive directors and no sitting fees is paid to any of the directors for attending the meetings of the board of directors or committee thereof.

5. SHAREHOLDERS/INVESTORS' GRIEVANCES COMMITTEE :-

The Board of Directors had constituted a Share Transfer Committee. However the work relating to share transfer is given to the RTA "PURVA SHAREGISTRY (INDIA) PVT. LTD." for approval of transfer of shares and related matters.

Composition

The Shareholders / Investors Grievances Committee presently comprises three members and all members including the Chairman are Non-Executive and Independent Directors:

1. Indira V. Mehta - Independent & Non-Executive Director.
2. Chetan Y. Vora - Chairman, Independent & Non-Executive Director.
3. Darshan V.Mehta - Executive Director.

Mr. Rasik R. Purohit is the Compliance Officer in terms of the Listing Agreement executed by the Company with the stock exchanges and in terms of the SEBI (Prohibition of Insider Trading) Regulations, 2002.

6. GENERAL BODY MEETING: -

Details of last three Annual General Meetings of the Company are given below:

Venue : 3, Law Garden Apt., Scheme-I, Opp. Law Garden, Ellisbride, A'hd-6.

Financial Year	Date	Time
2009-2010	28/02/2011	11.00 a.m.
2010-2011	28/02/2012	11.00 a.m.
2011-2012	28/02/2013	11.00 a.m.

Pursuant to the provisions of section 192 A of The Companies Act, 1956, there was no matter required to be dealt by the Company to be passed through postal ballot.

7. DISCLOSURES :-

The Company has not entered in to any transaction except at market prices of any material nature with the Promoters, the directors of the management that may have any potential conflict with the interests of the Company.

There has neither been any non-compliance of a legal provision of applicable law, nor any penalty, stricture imposed by the Stock Exchange/s or SEBI or any other authorities, nor any matters related to Capital market during the last three years.

8. MEANS OF COMMUNICATIONS: -

- a) In compliance with the requirements of the listing agreement, the company is regularly intimates un-audited/audited financial results to the stock exchange/s immediately after the Board of Directors takes them on record.
b) During the year ended on 31st AUGUST 2013 no presentations were made to Institutional Investors

or analyst or any other enterprise.

Management discussion and analysis form part of the Directors Report.

9. SHAREHOLDERS' INFORMATION: -

- a) Registered Office : 003 Law Garden Apartments,
Scheme-I, Opp. Law Garden,
Ellis Bridge, Ahmedabad-6.
- b) Annual General Meeting : Day : Friday
Date : 28th February 2014
Time : 11.00 a.m.
Venue : 003, Law Garden Apartment,
Scheme-I, Opp. Law Garden,
Ellis bridge, Ahmedabad-6.
- c) Financial Calendar: -
1st Quarter Results : End-November, 2012.
Half Yearly Results : End-Feb, 2013.
3rd Quarter Results : End-May, 2013.
Audited yearly Results : End-August,2013.
- d) Book Closure Dates : on 28th February, 2014.
- e) Listing of Shares on Stock Exchanges. : The Bombay Stock Exchange - Mumbai,
P.J. Towers, Dalal Street, Fort, Mumbai -01.
- f) Stock Exchange Code : Stock Exchange Code BSE 511377
- g) Stock Price Data : As per BSE Data.
- h) Registrar and Share:- Transfer Agents. (For Electronic Transfer) : M/s. Purva Sharegistry (India) Pvt. Ltd.
9 Shiv Shakti Industrial Estate
J. R. Boricha Marg
Lower Parel, Mumbai-400 011.
Tele. No. (022) 23016761, 23010771
Fax No. (022) 23012517
E-mail ID: busicomp@vsnl.net
- i) Share Transfer Systems: -
In case of Shares in electronic form, the transfers are processed by NSDL / CDSL through the respective Depository participants. Dematerialization requests are normally confirmed within an average period of 15 days.
- j) Distribution of Shareholding as on 31st AUGUST 2013.

Category	No. Of Shares Held	% Of Share Holding
A Promoter's Holding		
1. Promoters		
Indian Promoters*	2,50,000	5.00
Foreign Promoters		
Foreign Promoters		
2. Person acting in Concert	20,00,000	40.00
Sub Total	22,50,000	45.00
B. Non-Promoters Holding		
3. Institutional Investor		
a. Mutual Funds and UTI		
Banks, Financial Institutions,	-	-
Insurance Companies (Central /		
b. State Government		
Institutions / Non Government		
Institutions)		
c. FIIs		
Sub Total	-	-
4. Others		
a. Private Corporate Bodies	1,85,172	3.70
b. Indian Public	25,49,828	51.00
c. NRIs/OCBs	15,000	0.30
d. Any Other (Other directors and their relatives)		
Sub Total	27,50,000	55.00
Grand Total	50,00,000	100.00

Note :- Sum of foreign promoters, FIIs, NRIs, NRIs/OCBs, Foreign Nationals, and GDR and ADR holding for the quarter 1,00,000 shares (2.00 % of the paid-up share capital).

SHAREHOLDING PATTERN AS ON 31ST AUGUST, 2013: -

No. of Equity Shares held at nominal value	No. of Share Holders	% of Share Holders	No. of Shares held At nominal value	% of Share Holding
Up to 5000	9630	94.61	13961090	27.92
5001 to 10000	357	3.51	2825910	5.65
10001 to 20000	108	1.06	1562040	3.12
20001 to 30000	26	0.26	656680	1.31
30001 to 40000	11	0.11	368330	0.74
40001 to 50000	1	0.01	47000	0.09
50001 to 100000	19	0.19	1369890	2.74
100001 & Above	27	0.27	29209060	58.42
Grand Total	10179	100.00	50,000,000	100.00

Outstanding GDRs / ADRs / Warrants or any convertible instruments, conversation date and likely impact on equity :

The company has not issued any GDRs / ADRs.

M. DEMATERIALISATION OF SHARES :-

The Company has entered into agreement with NSDL/CDSL for Dematerialization of shares. As on 31st AUGUST 2013, a total of 3577400 shares of the Company, which form 71.55% of the share capital of the Company stand, dematerialized.

ADDRESS & CORRESPONDENCE:-

MEHTA INTEGRATED FINANCE LIMITED

003, LAW GARDEN APARTMENT, SCHEME-I, OPP. LAW GARDEN, ELLISBRIDGE,
AHMEDABAD-380 006.

PLACE : AHMEDABAD.

FOR AND ON BEHALF OF THE BOARD

DATE : 30/01/2014

(INDIRA V. MEHTA)

DIRECTOR

CERTIFICATE UNDER CORPORATE GOVERNANCE REPORT

A. Declaration regarding Compliance with the Code of Conduct by Board Members and Senior Management personnel pursuant to Clause 49(1)(D)(ii) of the Listing Agreement :

This is to certify that as per Clause 49 of the Listing Agreement:

1. The Code of Conduct has been laid down for all the Board Members and Senior Management and other employees of the Company.
2. The Board members and Senior Management Personnel have affirmed compliance with the Company's code of conduct as adopted for the year 2010.

Place : Ahmedabad

Date : 30.01.2014

Director

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of
Mehta Integrated Finance Limited

We have examined the compliance of conditions of corporate governance by M/s. MEHTA INTEGRATED FINANCE LIMITED, for the year ended on 31st AUGUST, 2013 as stipulated in Revised clause 49 of the listing agreement of the said Company with stock exchanges.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures implementation thereof, adopted by the Company for ensuring the compliance of conditions of corporate governance. It is neither an audit nor an expression of opinion on the financial statement of the Company.

The company has complied with all the conditions of corporate governance as mentioned in the above-mentioned listing agreement.

There are independent directors on the Board of Directors of the company as per the requirement of sub-clause (1A) of clause 49 of the Listing Agreement that one-third of the Board should comprise of independent director.

Subject to above, in our opinion and to the best of our information and according to the explanations given to us,

Place : Ahmedabad,
Dated : 23/1/ 2014

Dinesh K. Shah (Partner)
Membership # F-010477

ANNEXURE TO THE AUDITORS' REPORT
(Referred to in paragraph 3 of our report of even date)

1. 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) As explained to us, major portion of Fixed Assets have been physically verified during the year by the management. In our opinion, the frequency of physical verification is reasonable having regard to the size of the company and the nature of its business and assets. As informed to us, no material discrepancies have been noticed on such physical verification.
 - c) No substantial (or major) parts of the Fixed Assets have been disposed off during the year.
2. The Company is a consulting and merchant-banking outfit with an investment activity and does not have any inventory. Therefore, the provisions of clause 4(ii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
3. In respect of the 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 explanations given to us:
 - a) The Company has not granted/taken any such loan during the year, except in normal course of business.
4. 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.
5. In respect of transactions 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, transactions that needed to be entered have been so entered.
 - b) To the best of our knowledge and belief and according to the information and explanations given to us, such transactions aggregating during the year to Rs. 5,00,000/- or more in respect to each party have been made at market prices which are reasonable having regard to the prevailing market prices at the relevant time.
6. The Company has not accepted any deposit from the public during the year.
7. In our opinion, the internal audit is commensurate with the size of the Company and the nature of its business.
8. The Company is not required to maintain the books of account pursuant to the rules made by the Central Government for the maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956.
9. Statutory & Other Dues:
 - a. According to the information and explanations given to us and according to the books and records as produced and examined by us, in accordance with the generally accepted auditing practices in India, the Company is regular in depositing undisputed statutory dues including provident fund, investor education and protection fund, employees state insurance, income tax, sales tax, excise duty, custom duty, cess and other statutory dues as applicable with the appropriate authorities.
 - b. According to the information and explanations given to us, no disputed amounts payable in respect of above dues were in arrears, as at 31st August 2013 for a period of more than six months from the date they became payable.
10. In our opinion, the Company does have accumulated losses. The company has not incurred cash losses

MEHTA INTEGRATED FINANCE LTD.

BALANCE SHEET AS AT 31ST AUGUST 2013

(Rs. in Lacs)

Sr.no	Particulars	Note No.	As at 31.08.2013	As at 31.08.2012
I. EQUITY AND LIABILITIES				
1	Share holder's Funds			
a	Share Capital	1	500.00	500.00
b	Reserves and Surplus	2	799.65	761.31
c	Money received against share warrants		-	-
	Sub-total Equity and Liabilities		1299.65	1261.31
2	Share Application money pending allotment		-	-
3	Non- Current Liabilities			
a	Long term Borrowings	3	125.25	129.15
b	Deferred tax Liabilities (Net)		-	-
c	Other Long term Liabilities		-	-
d	Long term Provisions		-	-
	Sub-total Non-Current Liabilities		125.25	129.15
4	Current Liabilities			
a	Short term borrowings			
b	Trade Payables	4	144.51	143.64
c	Other Current Liabilities	5	18.00	18.00
d	Short term Provisions	6	1.52	1.71
	Sub-total Current Liabilities		164.03	163.35
Total Equity and Liabilities			1588.93	1553.81
II. ASSETS				
Non-current assets				
1	a Fixed Assets	7		
	i Tangible Assets		7.05	9.14
	ii Intangible Assets		-	-
	iii Capital work in progress			
	iv Intangible assets under development			
	b Non- Current investments	8(a)	1042.83	983.76
	c Deferred tax assets (Net)			
	d Long-term loans and advances			
	e other Non-Current assets		-	-
	Sub-total Non- Current Assets		1049.88	992.90
2	Current Assets			
	a Current Investments	8(b)	54.32	
	b Inventories			-
	c Trade receivables	9	460.17	537.21
	d Cash and cash equivalents	10	19.03	18.34
	e Short-term loans and advances	11	5.53	5.36
	f Other current assets			
	Sub-total Current Assets		539.05	560.91
Total Assets			1588.93	1553.81

NOTES TO THE ACCOUNTS ANNEXURE-1
AS PER OUR ATTACHED REPORT OF EVEN DATE

FOR & ON BEHALF OF THE BOARD
MEHTA INTEGRATED FINANCE LTD.

DINESH K SHAH-PARTNERS
FOR, DINESH K SHAH & CO
CHARTERED ACCOUNTANTS
PLACE : AHMEDABAD
DATE : 23/1/2014

D. V. MEHTA
DIRECTOR
I. V. MEHTA
DIRECTOR

PLACE : AHMEDABAD
DATE : 23/1/2014

MEHTA INTEGRATED FINANCE LTD.

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST AUGUST 2013

(Rs. in Lacs)

Particulars	Note ended No.	For the Year ended 31-08-13 (Rs.)	For the Year 31-08-12 (Rs.)
Revenue			
Revenue from Operations			
Other Income	12	81.97	76.38
I Total Revenue (I + II)		81.97	76.38
Expenses			
Cost of Sale			
Employee benefits expense	13	8.75	11.07
Finance costs	14	0.53	0.40
Depreciations and amortization Expense		2.26	3.00
Other Expenses	15	32.09	13.78
II Total Expenses		43.62	28.25
III Profit/(Loss) before exceptional items and tax		38.34	48.13
IV Exceptional items		-	
VI Profit/(Loss) before before tax		38.34	48.13
IX Tax expenses :			
1) Current Tax			
2) Deferred Tax			
X Profit (loss) for the period from continuing operations		-	-
XI Profit (loss) for the year		38.34	48.13
XII Earnings per equity share :			
1) Basic		0.77	0.96
2) Diluted			

NOTES TO THE ACCOUNTS ANNEXURE-1
AS PER OUR ATTACHED REPORT OF EVEN DATE

FOR & ON BEHALF OF THE BOARD
MEHTA INTEGRATED FINANCE LTD.

DINESH K SHAH-PARTNERS
FOR, DINESH K SHAH & CO
CHARTERED ACCOUNTANTS

D. V. MEHTA
DIRECTOR

I. V. MEHTA
DIRECTOR

PLACE : AHMEDABAD
DATE : 23/1/2014

PLACE : AHMEDABAD
DATE : 23/1/2014

SCHEDULES A - J FORMING PART OF THE BALANCE SHEET AND PROFIT & LOSS ACCOUNT

Note 1 : SHARE CAPITAL

Particulars	As at 31-08-13 (Rs.)	As at 31-08-12 (Rs.)
<u>AUTHORISED CAPITAL</u>		
5000000 EQUITY SHARES OF Rs. 10/- each	500.00	500.00
<u>ISSUED, SUBSCRIBED & PAID UP CAPITAL</u>		
5000000 EQUITY SHARES OF RS. 10/- EACH FULLY PAID UP	500.00	500.00
Total	500.00	500.00

a) Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of Rs 10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend if any proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. During the year ended 31 August 2013, the company has not declared any dividend to equity shareholders (31 August 2013: 'Rs Nil).

b) Details of Shares held by each shareholder holding more than 5 % shares :

Class of Shares / Name of Shareholders	As at 31-08-13		As at 31-08-12	
	Number of shares held	% Holding in that class of Shares	Number of shares held	% Holding in that class of Shares
Shreeji Family Trust	400000	8.00	400000	8.00
DVM HUF	350000	7.00	350000	7.00
M P Family Trust	323179	6.46	323179	6.46
Darshan V Mehta	250000	5.00	250000	5.00

As per records of the company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

c) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period.

	As at 31-08-13	As at 31-08-12
Outstanding at the end of the period	Nil	Nil

d) The company has not issued any bonus shares, or shares for consideration other than cash or bought back equity shares during the year or for the period of five years immediately preceding the date of balance sheet.

Note 2 : RESERVES AND SURPLUS Surplus/ (deficit) in statement of Profit and Loss

Particulars	As at 31-08-13 (Rs.)	As at 31-08-12 (Rs.)
General Reserve	606.95	606.95
Profit & Loss Account	192.70	154.36
Total	799.65	761.31

Note 3 : LONG TERM BORROWING

Particulars	As at 31-08-13 (Rs.)	As at 31-08-12 (Rs.)
Long Term Borrowing from Body Corporates	125.25	129.15
Total	125.25	129.15

Note 4: TRADE PAYABLE

Particulars	As at 31-08-13 (Rs.)	As at 31-08-12 (Rs.)
Trade payable	144.51	143.64
Total	144.51	143.64

Note 5 : OTHER CURRENT LIABILITIES

Particulars	As at 31-08-13 (Rs.)	As at 31-08-12 (Rs.)
Advance Received	18.00	18.00
Total	18.00	18.00

Note 6 : SHORT TERM PROVISION

Particulars	As at 31-08-13 (Rs.)	As at 31-08-12 (Rs.)
Provision	1.52	1.71
Total	1.52	1.71

Note 8(a) : NON CURRENT INVESTMENTS

Particulars	No of Shares	Face Value	As at 31-08-13 (Rs.)	As at 31-08-12 (Rs.)
Investment in Equity Shares (Quated)			1042.83	983.76
Total			1042.83	983.76

a) Investments :

No Provision for difference between book value and market value of in value of long term quoted investments in one script has been made since in the opinion of the management such difference is of temporary nature and do not represent a diminution other than temporary.

Note 8(b) : CURRENT INVESTMENTS

Particulars	No of Shares	Face Value	As at 31-08-13 (Rs.)	As at 31-08-12 (Rs.)
Investment in M.Fund			54.32	0.00
Total			54.32	0.00

Note 9 : TRADE RECEIVABLE

Particulars	As at 31-08-13 (Rs.)	As at 31-08-12 (Rs.)
Trade receivale outstanding for a period not exceeding six months	460.17	537.21
Total	460.17	537.21

Note : 10 CASH AND BANK BALANCES

Particulars	As at 31-08-13 (Rs.)	As at 31-08-12 (Rs.)
Cash on Hand	0.02	0.03
Bank Balances	19.01	18.31
Total	19.03	18.34

Note : 11 SHORT TERM LOANS AND ADVANCES

Particulars	As at 31-08-13 (Rs.)	As at 31-08-12 (Rs.)
Advance to Staff and Revenue Authority	0.94	0.87
Other Advance	0.10	0.00
Deposits	4.49	4.49
Total	5.53	5.36

Note : 12 OTHER INCOME

Particulars	For the Year ended 31-08-13 (Rs.)	For the Year ended 31-08-12 (Rs.)
Other Income	81.97	76.38
Total	81.97	76.38

Note : 13 EMPLOYEE'S BENEFITS EXPENSES

Particulars	For the Year ended 31-08-13 (Rs.)	For the Year ended 31-08-12 (Rs.)
Salaries and other benefits	8.75	11.07
Total	8.75	11.07

Note : 14 FINANCE COST

Particulars	For the Year ended 31-08-13 (Rs.)	For the Year ended 31-08-12 (Rs.)
Finance Expenses	0.53	0.40
Total	0.53	0.40

Note : 15 OTHER EXPENSES

Particulars	For the Year ended 31-08-13 (Rs.)	For the Year ended 31-08-12 (Rs.)
Other Expenses	32.09	13.78
Total	32.09	13.78

Note : 16 Disclosure required under section 22 of the Micro, Small & Medium Enterprises development Act, 2006. The company has not received information from vendors regarding their status under the micro / small & medium enterprises development Act, 2006, hence disclosure relating to amounts unpaid as at the year end under this Act has not been given.

Note : 17 Related Parties disclosure in accordance with Accounting Standard - 18

a. Key management personnel

1) (Managing Director) 2). (Director) 3) influenced by key management personnel or their relatives

Transactions that have taken place during the year September 1st 2012 to August 31, 2013 with related parties by Company.

Enterprises owned or significantly influenced by key management personnel or their relatives	Nature of Transaction (in Rs.)	Amount 2012-2013 (in Rs.)	Amount 2011-12
1) Bhavna D Mehta	Business Dealings	0.07 Dr	0.06 Dr
2) Chirag D Mehta	Business Dealings	1.62 Cr	0.58 Cr
3) Darshan V Mehta	Business Dealings	8.45 Dr	0.06 Cr
4) Indira V Mehta	Business Dealings	8.40 Cr	2.76 Cr
5) Vishwesh D Mehta	Business Dealings	1.29 Dr	20.00 Dr
6) Vasantlal P Mehta	Business Dealings	0.00 Dr	11.80 Dr
7) Mehta Housing Finance Ltd	Business Dealings	0.00 Cr	0.20 Cr
8) Mehta Securitites Ltd	Business Dealings	219.63 Dr	202.55 Cr

Note : Related party relationship is as identified by the management & relied upon by the auditors.

Note : 18 EARNING PER SHARE (EPS)

Particulars	As at 31-08-13	As at 31-08-12
a) Weighted average number of shares at the beginning & end of the year.	50.00	50.00
b) Net Profit/(Loss) after Tax available for Equity Share holders (In Rs.)	38.34	48.13
c) Basic & Diluted Earnings/(Loss) per shares (In Rs.)	0.77	0.96

MEHTA INTEGRATED FINANCE LIMITED-31-08-2013

SCHEDULE - "D" FIXED ASSETS

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	OPENING BAL-ANCE AS ON 01-09-12	ADDITION DURING THE YEAR	DEDUC-TIONS DURING THE YEAR	CLOS-ING BAL-ANCE AS ON 31-8-13	OPENING BAL-ANCE AS ON 01-09-12	ADDITION DURING THE YEAR	DEDUC-TIONS DURING THE YEAR	CLOSING BAL-ANCE AS ON 31-8-13	AS ON 31-8-13	AS ON 31-8-12
LEASE ASSETS :-										
PLANT & MACHINERY	247.12	0.00	0.00	247.12	247.12	0.00	0.00	247.12	0.00	0.00
VEHICLES	173.11	0.00	0.00	173.11	173.11	0.00	0.00	173.11	0.00	0.00
OTHER ASSETS :-										
FURNITURE & FIXTURE	4.24	0.00	0.00	4.24	2.87	0.25	0.00	3.12	1.12	1.37
COMPUTER	2.55	0.00	0.00	2.55	1.82	0.29	0.00	2.11	0.44	0.73
MOTOR CAR(VENTO)	8.72	0.00	0.00	8.72	3.67	1.31	0.00	4.98	3.74	5.05
MOTOR CAR (OPEL)	4.06	0.00	0.00	4.06	3.32	0.19	0.00	3.51	0.55	0.75
Office Equipment	0.38	0.17	0.00	0.55	0.08	0.06	0.00	0.14	0.42	0.30
VEHICLE OWN	0.85	0.00	0.00	0.85	0.69	0.04	0.00	0.73	0.11	0.16
AIR CONDITION	1.51	0.00	0.00	1.51	0.81	0.10	0.00	0.91	0.60	0.70
MOTORS(BIKE)	0.35	0.00	0.00	0.35	0.26	0.02	0.00	0.28	0.07	0.09
TOTAL ———>	442.89	0.17	0.00	443.06	432.73	2.26	0.00	436.01	7.05	9.14
PREVIOUS YEAR	442.35	0.54	0.00	442.89	430.74	3.01	0.00	433.73	9.14	

Cash Flow Statement for the year ended 31st August 2013

No.	Particulars	For the year ended 31st August 2013	For the year Ended 31st August 2012
(A)	Cash Flow from Operating activities		
	Net Profit before Tax	38.34	48.12
	Adjustment for :		
	Interest from Investment	(25.31)	(18.71)
	Depreciation	2.26	3.00
	Finance Expenses	0.53	0.01
	Operating Profit Before Working Capital	15.82	32.42
	Adjustment for :		
	Increase/Decrease in Trade Payables	0.87	0.35
	Changes in Provisions	(0.19)	18.11
	Increase/Decrease in Trade Receivable	77.04	(91.97)
	Change in Short term Loan & Advance	(0.18)	(0.06)
	Cash Generated from operations	93.36	(41.15)
(B)	Cash Flow from Investment Activities		
	Purchase of Fixed assets	(0.17)	(0.54)
	Purchase of Investment	(450.45)	(505.84)
	Sale/Desposal of Investments	337.07	547.89
	Interest Received	25.31	18.71
	Cash Used in Investing Activities	(88.24)	60.22
(C)	Cash Flow from Financing Activity		
	Interest Paid	(0.53)	(0.01)
	Repayment of Loan	(3.90)	(1.10)
	Cash used in Financing Activities	(4.43)	(1.11)
	Net Increase & Decrease in Cash & Cash Equivalants (A+B+C)	0.69	17.97
	Add :		
	Balance With Bank & Cash	18.34	0.38
	Cash & Cash Balance as at 31st August	19.03	18.34

For Dinesh K. Shah & Co.
Chartered Accountants

For Mehta Integrated Finance Ltd.

Dinesh k. Shah (Partner)
Place: Ahmedabad,
Dated: 23/1/2014.

Darshan V. Mehta Indira V. Mehta
Director Director

MEHTA INTEGRATED FINANCE LIMITED

Schedules forming part of the Accounts for the year ended 31st August 2013.

SIGNIFICANT ACCOUNTING POLICIES

1. **A. Accounting convention:**

The financial statements are prepared under the historical cost convention, on accrual basis of accounting in accordance with the Companies Act, 1956 and in accordance with generally accepted accounting principles (Indian 'GAAP') are in compliance with the Accounting Standards issued by the Institute of Chartered Accountants of India (ICAI).

B. Significant Accounting Policies:

(i) The accounts are prepared under the historical cost convention and on the accrual basis of accounting.

(ii) Fixed assets are stated at cost less accumulated depreciation and depreciation has been provided on straight line basis as per the rate prescribed in Schedule XIV of the Companies Act.

(iii) Long-term investments are stated at average cost except where there is a diminution other than temporary, for which provision is made.

Current investments are stated at the lower of cost and fair value, considered category wise.

(iv) Use of Estimates:

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent amount as at the date of financial statements and reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates. Any revision to the accounting estimates is recognized in the periods in which the results are known / materialized.

2. As the Company's business activity falls within a single primary business segment viz. Merchant Banking, Investment, etc., the disclosure requirements of Accounting Standard (AS-17) "Segment Reporting" issued by the Institute of Chartered Accountants of India are not applicable.

3. **Contingent Liabilities :-**

Contingent Liabilities are determined on the basis of available information and are disclosed by way of note to the accounts.

4. **Income and Expenditure :-**

4.1 Income and Expenditure are accounted on accrual basis.

4.2 Merchant Banking and corporate advisory Services income is accounted on accrual basis.

4.3 Underwriting income are accounted on completion of the issue.

4.4 Income from securities operations is accounted after considering the acquisition cost.

4.5 Provision for current tax is made on basis on the assessable income under the Income tax Act, 1961.

4.6 Deferred tax is recognized, subject to consideration of prudence, on timing differences between taxable income and accounting income which originate in one period and are capable of reversal in one or more subsequent periods (adjusted for reversal except during tax holiday period). The tax effect is calculated on accumulated timing differences at the year end based on tax rates & laws enacted or substantially enacted as of the Balance Sheet date.

5. **Fixed Assets and Depreciation:**

i) Fixed Assets are stated at historical cost in the books of accounts. Cost include all cost incurred to bring the assets to their present location and condition.

ii) Depreciation on Fixed Assets is provided on Straight Line Method in the manner and at the rates

specified in Schedule XIV of the Companies Act, 1956.

6. **Investment :-**

Investments are stated at their acquisition cost. Investment of the Company have been considered to be of long term nature. As they are long term investments, are valued at cost of acquisition. In respect of quoted investments where the market value is lower than the acquisition cost, provision for diminution in the value of such investments is made. Investments where there is permanent diminution is written off.

7. **Amortization of Miscellaneous Expenditure :-**

Miscellaneous Expenditure are amortized over a period of ten years.

8. **Earnings Per Share:**

The Company reports Basic Earnings Per Share (EPS) in accordance with Accounting Standard (20) 0.77 Earnings Per Share. Basis EPS is computed by dividing the net profit for the year by weighted average number of share outstanding during the year.

9. **Related Party Transactions:**

Parties are considered to be related if at any time during the year, one party has the ability to control the other party or to exercise significant influence over the other party in making financial and/or operating decisions.

10. **Provisions, Contingent Liabilities and Contingent Assets:**

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized in the financial statements. Contingent Assets are neither recognized nor disclosed in the financial statements.

11. **Impairment of Assets:**

As per requirement of Accounting Standard 28 on Impairment of Assets issued by the Institute of Chartered Accountants of India, at each balance sheet date, assessment is made of whether there is any objective evidence of impairment of financial assets. If there is evidence then the recoverable amount is estimated and impairment loss is recognized in accordance with Accounting Standard 28.

12. **Prior Period Adjustments:**

Material items pertaining to prior period are accounted through "Prior Period Adjustment Account".

13. **Preliminary Expenses:**

Preliminary expenses are written off equally over a period of ten years.

MEHTA INTEGRATED FINANCE LIMITED, AHMEDABAD

Schedules forming part of the Accounts for the year ended 31st August, 2013

NOTES FORMING PART OF THE ACCOUNTS

1. The Company has ceased to carry on fund based business and hence not governed by Reserve Bank of India Act. The Company has been a Category-1 Merchant Banker and hence is subject to SEBI Act.
2. The liabilities towards the secured loan towards banks, financial institutions have been fully accounted for, till date.
3. Previous and Current Year figures have been regrouped wherever found necessary.
4. Various claims receivable of the previous year and liabilities relating to the previous year have been brought in the current years to show a true and fair view of the accounts.
5. Balance in Secured Loans, Unsecured Loans, Sundry Creditors, Debtors, Loans & Advances are subject to confirmation.
6. On the basis of the information available with the Company, there is no amount due but remaining unpaid as

- on 31st AUGUST, 2013 to any supplier who is a Small Scale or Ancillary Industrial undertaking.
7. The Compromise & Arrangement as sanctioned by the Hon'ble Gujarat High Court is being implemented & accounted accordingly.
 8. The requirements of Accounting Standard 22 "Accounting for taxes on income" have been considered and the management is of the opinion that no deferred tax assets / liability needs to be created.
 9. In the absence of the taxable income, no provision for taxation has been made U/s.115 JB of The Income Tax Act. However, the tax year end of the Company being 31st March, 2014` the ultimate liability for the A.Y.-2013-2014 will be determined on the total income of the Company for the year ended 31st March, 2014.
 10. Auditors Remuneration :-

	31/08/2013	31/08/2012
Audit Fees	10000	6000
Total	10000	6000
 11. The Company has not made any provision for Income Tax as the Company does not envisage any liability.
 12. Information Pursuant to Schedule VI of The Companies Act, 1956.
 - a. Earning in Foreign Currency Rs. NIL (Rs. NIL)
 - b. Expenditure in Foreign Currency Rs. NIL (Rs. NIL)
 13. Earnings Per Share: (Rupees in lakhs)

Particulars	2012-13	2011-12
Profit after tax	38.34	48.13
Number of Shares outstanding at the end of the year	50.00	50.00
Basis EPS	00.77	00.96
Nominal Value of Shares	10.00	10.00
 14. Figures in bracket denotes of Previous Years.

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE :

- I. Registration Details:

Registration No. : 007692 State Code : 04
Balance Sheet Date : 31-08-2013
- II. Capital raised during the year (Amount Rs. in lakhs)

Public Issue	:	Nil	Rights Issue	:	Nil
Bonus Issue	:	Nil	Private Placement	:	Nil
- III. Position of Mobilization and Deployment of Funds (Amount Rs. in lakhs):

Total Liabilities Rs. (Lacs)		Total Assets Rs. (Lacs)	
Sources of Funds:		Application of Funds:	
Paid up Capital	500.00	Net Fixed Assets	7.05
Reserves & Surplus	799.65	Net Current Assets	375.02
Secured Loans & Unsecured Loans	125.25	Investment	1042.83
- IV. Performance of Company (Amount Rs. in lakhs):

Turnover & Other Income	81.97	Total Expenditure	43.63
Profit Before Tax	38.34	Profit After Tax	38.34
Earnings per Share	0.77	Dividend (In %)	NIL
- V. Generic Name of Principal Product of Company

Item Code No. (ITC Code)
Product Description : - Leasing & Hire Purchase. - Merchant Banking.
: - Corporate Finance. - Investment Banking.
: - Equity Research. - Portfolio Management.

As per our report of even date attached.

For Dinesh K. Shah & Co.
Chartered Accountants

For Mehta Integrated Finance Ltd.

Dinesh k. Shah
Partner
Membership # F-010477
Place: Ahmedabad,
Dated: 23/1/2014.

Darshan V. Mehta Indira V. Mehta
Director Director
Place : Ahmedabad,
Dated : 23/1/2014.

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