

Annual Report (2008-09)
of
Delta Leasing and Finance Limited

NOTICE

Notice is hereby given that the 25th Annual General Meeting of the members of **M/s DELTA LEASING AND FINANCE LIMITED** will be held on Tuesday, September 15, 2009 at 88, Baldev Park, Parwana Road, Delhi – 110 051 at 2.30 P.M. to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt Audited Balance Sheet as at 31st March 2009 and Profit & Loss Account for the year ended on that date along with report of the Directors' and Auditors thereon.
2. To appoint a Director in place of Mrs. Meera Mishra , Director, who retires by rotation, and being eligible offers herself for re-appointment.
3. To appoint Auditors and to fix their remuneration and in connection therewith to pass, with or without modification(s), the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section-224 of the Companies Act, 1956 M/s S.K.Singla & Associates Chartered Accountants, the retiring Auditors, be and are hereby appointed as Auditors of the Company, to hold office from the conclusion of the present Annual General Meeting until the conclusion of the next Annual General Meeting on such remuneration as may be decided by the Board of Directors of the company.”

for and on behalf of Board of Directors

Sd/-

Place: New Delhi
Dated: August 17, 2009

(Subodh Kumar Khandelwal)
Director

NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN HIS/HER PLACE AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. **THE PROXIES MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS 48 HOURS BEFORE THE TIME FOR HOLDING THE MEETING.**
3. Members are requested to intimate to Company the changes, if any in their registered address along with pin code number.
4. The Register of Members and Share Transfer Books of Company will remain closed on September 15, 2009
5. Members desiring any information as regards accounts and operations are required to write to the Company at its registered office one week before the date of the meeting so that the information is made available at the meeting.
6. Members who are holding physical shares in more than one folio are requested to intimate to the Company, the details of all their numbers for consolidation into a single folio.

DIRECTORS' REPORT

TO THE MEMBERS

Your Directors have pleasure in presenting the 25th Annual Report on the business and operations of your company and the Audited Financial Statement for the financial year ended 31st March 2009.

FINANCIAL RESULTS	2009-08 (in rupees)	2008-07 (in rupees)
Profit before depreciation and taxes	21,761	14,517
Less: depreciation	---	---
Profit / (loss) before provision of taxes	21,761	14,517
Less: Provision of Income Tax		
Current Tax	7,243	4,487
Income Tax on earlier year	712	--
Profit / (Loss) after tax	13,806	10,030
Profit brought forward from previous year	(639,810)	(689,840)
Balance carried to the Balance sheet	(626,004)	(639,810)

DIVIDEND

As there is only marginal profit in the current year, your directors are not recommending any dividend.

FIXED DEPOSITS

Your Company does not accept fixed deposits from public and to this effect an undertaking is given to the Reserve Bank of India.

DIRECTORS

Smt Meera Mishra, Director retire by rotation and being eligible offer herself for re-appointment. The Board recommends her re-appointment subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement under section 217(2AA) of the Companies Act, 1956, with respect to Directors' Responsibility Statement, it is hereby confirmed that: -

- a) in preparation of the annual accounts, the applicable accounting standards have been followed and that no material departures have been made from the same.
- b) the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for the year ended on that date.
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities
- d) the Directors have prepared the annual accounts on a going concern basis.

AUDITORS

M/s S.K.Singla & Associates, Chartered Accountants, as Statutory Auditors of the company, hold office until the conclusion of the ensuing Annual General Meeting and are recommended for re-appointment. Your Company has received a certificate from M/s S.K.Singla & Associates, Chartered Accountants, to the effect that the appointment, if made, would be within the prescribed limits under section 224(1B) of the Companies Act, 1956. The Board recommends their re-appointment subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.

PERSONNEL

There is no employee whose remuneration exceed the limits for which disclosure is required in accordance with section 217(2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975 as amended.

COMPLIANCE CERTIFICATE

A Compliance Certificate pursuant to Section 383A of Companies (Compliance Certificate) Rule, 2001 is obtained from a Practicing Company Secretary and the same is annexed to this report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company being engaged in the industrial financing does not have any energy utilization or technology absorption. The Company during the year under consideration has not earned or spent any foreign exchange.

ACKNOWLEDGEMENT

Yours Directors would like to express their sincere appreciation for the co-operation received from shareholders, bankers and other business constituents during the year under review. Your directors also wish to place on record their deep sense of appreciation for the commitment displayed by all the employees of the Company.

for and on behalf of Board of Directors

Sd/-

Sd/-

Place: New Delhi
Dated: August 17, 2009

(Meera Mishra)
Director

(Subodh Kumar Khandelwal)
Director

AUDITORS' REPORT

TO THE MEMBERS OF DELTA LEASING AND FINANCE LIMITED

We have audited the attached Balance Sheet of **DELTA LEASING AND FINANCE LIMITED** as at 31st March, 2009 the Profit & Loss Account of the Company for the year ended on that date and the Cash Flow Statement 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 concluded our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amount and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion, and report that:

1. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
2. In our opinion, proper books of accounts as required by law have been kept by the company so far as appears from our examination of the books.
3. The Balance Sheet, the Profit & Loss Account and the Cash Flow Statement dealt with by this report are in agreement with the books of accounts.
4. In our opinion the Balance Sheet, the Profit & Loss Account and the Cash Flow Statement dealt with by this report comply with the accounting standards referred to in subsection (3C) of section 211 of the Companies Act, 1956.
5. According to the information and explanations given to us and on the basis of the written representations received from the directors as on 31st March, 2009, taken on record by the board of directors, none of the directors is disqualified as at 31st March 2009, from being appointed as a director under Section 274(1)(g) of the Companies Act, 1956.
6. In our opinion, and to the best of our information and according to the explanations given to us, the said account give the information required, by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India :
 - i) In the case of the Balance Sheet of the state of affairs of the company as at 31st March, 2009,
 - ii) In the case of Profit & Loss Account, of the Profit for the year ended on that date and,
 - iii) In case of the Cash Flow Statement, of the cash flows for the year ended on that date.

7. As required by the companies (Auditor's Report) Order 2003, issued by the Central Government of India in terms of Section 227(4A) of the Companies Act, 1956, to the extent applicable and on the basis of such checks as we considered appropriate and according to the information and explanations given to us, we further report that :

- (i) The company has no fixed assets during the year.
- (ii) The company has no inventory during the year.
- (iii) (a) The company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under section 301 of the companies Act, 1956.
(b) The Company has not taken any loans secured or unsecured from companies, firms or other parties listed in register maintained under section 301 of the companies Act, 1956.
- (iv) In our opinion and according to the information and explanations given to us, the company has adequate internal control procedure in general commensurate with the size of the company and the nature of its business, for the purpose of sale and purchases of shares.
- (v) (a) In our opinion and according to the information and explanations given to us the contracts and arrangements that need to be entered into the register maintained under section 301 of the Act, have been entered in the said register.
(b) In our opinion the aforesaid transactions have been made at prices which are reasonable having regards to the market price prevailing at the relevant time.
- (vi) The company has not accepted any deposits under the provision of section 58A, 58AA or any other relevant provisions of the Act and the rules framed there under, do not apply.
- (vii) In our opinion the company has an internal audit system commensurate with the size and nature of its business.
- (viii) To the best of our knowledge and according to the information given to us the Central Government has not prescribed the maintenance of cost records under section 209-(I) (d) of the companies Act, 1956 for the company.
- (ix) (a) According to the books and records as produced and examined by us in accordance with generally accepted auditing practices in India and also based on management representations the Provident Funds Act and Employees State Insurance Act is not applicable to the company, undisputed statutory dues in respect of income tax and other material statutory dues have generally been regularly deposited by the company during the year with the appropriate authorities in India.
(b) As at 31st March, 2009 there are no dues of sales tax, income tax, custom duty, service tax, wealth tax and cess which has not been deposited on account of any dispute.
- (x) The accumulated losses of the company as at March 31, 2009, are less than 50 % of its net worth. The Company has not incurred cash losses during the audit period and in the immediately preceding financial year.

- (xi) According to the information and explanations given to us and as shown by the records examined by us there were no dues payable to financial institutions or banks.
- (xii) The company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion, the company is not a chit fund, nidhi, mutual benefit fund or societies. Therefore the provisions of clause 4 (xiii) of the Companies (Auditors) order 2003 are not applicable to the Company.
- (xiv) According to the information and explanations given to us proper records have been maintained in respect of transactions and contracts in shares, securities, debentures and other investments and timely entries have been made therein. The shares and other securities have been held by the company in its own name.
- (xv) According to the information and explanations given to us the company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xvi) The company has not taken any term loan during the year.
- (xvii) Based on information and explanations given to us and as an overall examination of the book of accounts as on 31.03.2009, we report that no funds raised on short term basis have been used for long term investment by the Company.
- (xviii) According to the information and explanations given to us and as shown by the records examined by us the Company has not made any preferential allotment of shares to the parties and Companies covered under section 301 of the Companies Act, 1956.
- (xix) There are no debentures issued and outstanding at the year end.
- (xx) The Company has not raised any money by public issue during the year.
- (xxi) As per the information and explanations given to us and on the basis of examinations of records, no material fraud on or by the Company was noticed or reported during the year.

For **S.K. Singla & Associates.**
Chartered Accountants

Sd/-

(Vinod Kumar)
Partner
M. No.96532

Place : Delhi

Dated : 04/05/2009

DELTA LEASING AND FINANCE LIMITED, DELHI

BALANCE SHEET AS AT 31ST MARCH, 2009

	<u>SCHEDULE</u>	<u>AS AT</u> <u>31.03.2009</u> <u>Rupees</u>	<u>AS AT</u> <u>31.03.2008</u> <u>Rupees</u>
I. <u>SOURCES OF FUNDS</u>			
1. Shareholder's Funds			
Share Capital	1	5,000,000	5,000,000
		<u>5,000,000</u>	<u>5,000,000</u>
II. <u>APPLICATION OF FUNDS</u>			
1. Investments	2	500,000	----
2. Current Assets, Loans and Advances:			
(b) Cash & Bank Balances	3	250,869	20,743
(d) Loans & Advances	4	5,020,227	5,923,343
		<u>5,271,096</u>	<u>5,944,086</u>
Less : Current Liabilities & Provisions	5	<u>1,397,100</u>	<u>1,583,896</u>
Net Current Assets		3,873,996	4,360,190
3. Profit and Loss Account		626,004	639,810
		<u>5,000,000</u>	<u>5,000,000</u>
Notes to the account	6		

In terms of our report of even date attached

For S.K. Singla & Associates
Chartered Accountants

Sd/-
(Vinod Kumar)
Partner
M. No. 96532

Sd/-

Director

Sd/-

Director

Place : New Delhi
Date : 04/05/2009

DELTA LEASING AND FINANCE LIMITED, DELHI

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009

<u>SCHEDULE</u>	<u>AS AT</u> <u>31.03.2009</u> <u>Rupees</u>	<u>AS AT</u> <u>31.03.2008</u> <u>Rupees</u>
<u>INCOME</u>		
Interest	300,000	250,457
Miscellaneous Income	40,889	---
	<u>340,889</u>	<u>250,457</u>
<u>EXPENDITURE</u>		
Annual Listing Fees	---	10,000
Printing & Stationery	50,709	45,910
Filing Fees (R.O.C)	12,000	4,000
Maintenance Charges	---	1,000
Postage & Telegrams	37,504	35,460
Auditor's Remuneration	3,100	3,100
Legal & Professional Fees	19,500	1,500
Advertisement	---	2,970
Rent	96,000	---
Bank Charges	685	---
Salaries	92,000	132,000
Conveyance	7,630	---
	<u>319,128</u>	<u>235,940</u>
Profit Before Taxation	21,761	14,517
Less: Provision for Current Tax	6,724	4,487
Less: Provision for FBT	519	---
Less: Income Tax on Earlier Years	712	---
Profit After Tax	<u>13,806</u>	<u>10,030</u>
Balance brought forward from Previous year	(639,810)	(649,840)
Net Loss trfd.to Balance Sheet	<u>(626,004)</u>	<u>(639,810)</u>
Basic and Diluted Earnings per share	0.03	0.02
Notes to the Accounts	6	
In terms of our report of even date attached		Sd/-
For S.K. Singla & Associates		Director
Chartered Accountants		
Sd/-		
(Vinod Kumar)		Sd/-
Partner		Director
M. No. 96532		

Place : New Delhi
Date : 04/05/2009

DELTA LEASING & FINANCE LIMITED, DELHI
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2009
(Pursuant to the Listing agreement with Stock Exchange)

	<u>YEAR ENDED</u> <u>31.03.2009</u> <u>Rupees</u>	<u>YEAR ENDED</u> <u>31.03.2008</u> <u>Rupees</u>
<u>A. CASH FLOW STATEMENT FROM OPERATING ACTIVITIES</u>		
Net profit before tax		
& Extraordinary items	21,761	14,517
Adjustments for :		
Depreciation	---	---
Operating Profit before working Capital changes	21,761	14,517
Adjustments for :		
Trade & Other Receivables	903,116	(179,054)
Trade Payables and other Liabilities	(186,796)	158,957
Cash generated from operations	738,081	(5,580)
Direct taxes paid	(7,955)	(4,487)
Net cash from operating activities	730,126	(10,067)
<u>B. CASH FLOW FROM INVESTING ACTIVITIES</u>		
Purchase of investment	(500,000)	NIL
	(500,000)	NIL
<u>C. CASH FLOW FROM FINANCING ACTIVITIES</u>		
Net cash used in financing activities	---	---
Net increase/(decrease) in cash and cash equivalent (A+B+C)	230,126	(10,067)
Cash and Cash equivalent as at 01.04.2008	20,743	30,810
Cash and Cash equivalent as at 31.03.2009	250,869	20,743

For S.K. Singla & Associates
Chartered Accountants

Sd/-
Director

Sd/-

(Vinod Kumar)
Partner
M. No. 96532

Sd/-
Director

Place : New Delhi
Date : 04/05/2009

DELTA LEASING AND FINANCE LIMITED, DELHI

SCHEDULE ANNEXED TO AND FORMING PART OF THE ACCOUNTS AS AT 31st MARCH, 2009

SCHEDULE :1 SHARE CAPITAL

	<u>AS AT</u> <u>31.03.2009</u> <u>Rupees</u>	<u>AS AT</u> <u>31.03.2008</u> <u>Rupees</u>
<u>Authorised</u> 500,000 Equity Shares of Rs. 10/- each	5,000,000	5,000,000
<u>Issued, subscribed and paid up</u> 500,000 Equity Shares of Rs. 10/- each	5,000,000	5,000,000
	<u>5,000,000</u>	<u>5,000,000</u>

SCHEDULE 2: INVESTMENTS

In Equity Shares (Unquoted fully paid at cost)	500,000	---
	<u>500,000</u>	<u>---</u>

SCHEDULE 3 : CASH AND BANK BALANCE

Cash in hand	249,194	11,437
Balances in current account with Schedule Banks	1,675	9,306
	<u>250,869</u>	<u>20,743</u>

SCHEDULE 4 : LOANS & ADVANCES

(Unsecured considered good)		
Loans & Advances recoverable in Cash or Kind or value to be received)		
Loans	4,868,200	5,820,024
Tax deducted at source	152,027	103,319
	<u>5,020,227</u>	<u>5,923,343</u>

SCHEDULE 5 : CURRENT LIABILITIES & PROVISIONS

Expenses Payable	1,500	142,870
Annual Listing Fee Payable	73,311	114,200
Agile Finvest Ltd.(Formerly Archit Fincap Ltd.)	1,300,000	1,300,000
Audits fees payable	6,200	5,600
Provision for I. Tax (Ass. Year 2006-07)	-----	12,380
Provision for I. Tax (Ass. Year 2007-08)	4,359	4,359
Provision for I. Tax (Ass. Year 2008-09)	4,487	4,487
Provision for I. Tax (Ass. Year 2009-10)	6,724	---
Provision for FBT (Ass. Year 2009-10)	519	---
	<u>1,397,100</u>	<u>1,583,896</u>

DELTA LEASING AND FINANCE LTD., DELHI

ANNEXURES TO THE BALANCE SHEET AS AT 31ST MARCH, 2009

ANNEXURE TO SCHEDULE 2: INVESTMENTS

<u>In Equity Shares</u>		<u>Unquoted fully paid up at cost</u>		
<u>AS AT</u>	<u>AS AT</u>		<u>AS AT</u>	<u>AS AT</u>
<u>31.03.2009</u>	<u>31.03.2008</u>		<u>31.03.2009</u>	<u>31.03.2008</u>
10000	---	Neelkanth Trade Link (P) Ltd. of Rs. 10/- each.	<u>500,000</u>	<u>---</u>
			<u>500,000</u>	<u>---</u>

SCHEDULE 6:

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS

1. **SIGNIFICANT ACCOUNTING POLICIES**

*i) **BASIS OF ACCOUNTING***

The financial statements have been prepared on the historical cost convention basis in accordance with the generally accepted accounting principles and the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956.

*ii) **INCOME & EXPENSES***

The company generally follows mercantile system of accounting and recognises significant items of income and expenditure on accrual basis.

*iii) **TAXES ON INCOME***

Current tax is the amount of tax on the taxable income for the year as determined in accordance with the provision of the Income Tax Act, 1961. Deferred Tax liability/assets is recognized subject to the consideration of prudence on timing deference, being the difference between taxable income and accounting income that originates in one period and are capable of reversal in one or more subsequent periods.

*iv) **CONTINGENT LIABILITIES***

Disputed liabilities and claims are treated, as contingent liabilities. Claims against the company not acknowledged as debts Rs. Nil (P.Y. Nil)

*v) **RETIREMENT BENEFITS***

The provision of provident fund and gratuity is not applicable to the company leave encashment is provided on the basis of leave entitlement of employees remaining unutilized at the end of the year.

2. Earning per share is calculated by dividing the profit attributed to the equity shareholders by the weighted average number of equity shares outstanding during the year as under:

	<u>Current year</u> Amount (Rs.)	<u>Previous year</u> Amount (Rs.)
Profit after tax (In Rupees)	13,806	10,030
Weighted average number of shares outstanding during the year	500,000	500,000
Basic Earning per Share	0.03	0.02
Diluted Earning per share	0.03	0.02
Nominal Value per Share	10.00	10.00

3. Information pursuant to the provisions of paragraphs 3 of part II of schedule VI to the companies Act, 1956.(to the extent applicable). NIL.

4. Disclosure of details pertaining to related party transactions in terms of accounting standard 18 Related party disclosures issued by the Institute of Chartered Accountants of India.

(I) List of Related Parties :

(a) Key Managerial Personnel

- (i) Smt. Meera Mishra, Director
(ii) Sh. Deepak Bansal, Director
(iii) Sh. Subodh Kumar Khandelwal, Director

There were no transactions with the related parties during the year.

Note: Related party relationship is as identified by the company and relied upon by the auditors.

5. The company's sole business segment is investment and loan and the geographical segment is India. Consequently the need for separate disclosure as required under Accounting standard 17 segment reporting is not considered relevant.

6. There were no deferred tax liability and assets during the year.

7. Amount paid/payable to auditors :

	<u>Current Year</u> Amount (Rs.)	<u>Previous Year</u> Amount (Rs.)
As Audit Fees	3,100/-	3,100/-
	<u>3,100/-</u>	<u>3,100/-</u>

8. There are no dues due to small scale Industrial undertaking which are required to be disclosed as per schedule VI to the Companies Act, 1956.

9. Pursuant to the provisions of Section 205 C of the companies Act, 1956, during the year, the company is not required to transfer any amount due for transfer to Investor Education and Protection fund.

10. Previous year figures have been regrouped or rearranged wherever necessary, to make them comparable.

As per report of even date attached

For **S. K. Singla & Associates.**

Chartered Accountants

Sd/-

Sd/-

Sd/-

(Vinod Kumar)
Partner

Director

Director

M. No. 96532

Place : Delhi

Dated : 04/05/2009

DELTA LEASING & FINANCE LIMITED

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

(As per Schedule (VI), part (IV) of the Companies Act 1956)

1.	Registration No.	16990	State Code	55
	Balance Sheet date	31.03.2009		
2.	CAPITAL RAISED DURING THE YEAR (Amount in Rs. Thousand)			
	Public Issue	Nil	Right Issue	Nil
	Bonus Issue	Nil	Preferential Issue	Nil
3.	POSITION OF MOBILIZATION AND DEPLOYMENT OF FUNDS (Amount Rs. In Thousand)			
	Total Liabilities	5000	Total Assets	5000
	SOURCES OF FUNDS			
	Paid up Capital	5000	Reserves & Surplus	Nil
	Secured Loans	Nil	Unsecured Loans	Nil
	APPLICATION OF FUNDS			
	Net Fixed Assets	Nil	Investment	500
	Net Current Assets	3874	Misc. Expenditure	Nil
	Accumulated Losses	626		
4.	PERFORMANCE OF THE COMPANY (Amount in Rs. Thousands)			
	Total Income	341	Total Expenditure	319
	Profit/Loss	22	Profit/Loss	
			After Tax	14
	Earning per share in Rs.	0.03	Dividend Rate %	Nil
5.	GENERIC NAMES OF THREE PRINCIPAL PRODUCTS/SERVICES OF COMPANY (As per monetary terms)			
	Item Code No. (ITC Code)		---	
	Product Description :		N.A	

As per report of even date attached

For **S.K. Singla & Associates**
Chartered Accountants

Sd/-

Sd/-

Sd/-

(Vinod Kumar)
Partner
M. No.96532

Director

Director

Place : Delhi

Dated : 04/05/2009