

**WINY COMMERCIAL &
FISCAL SERVICES
LIMITED**



**25TH
ANNUAL REPORT
2013-2014**

CORPORATE INFORMATION

- MANAGING DIRECTOR : Amit Kumar Bajoria
- DIRECTORS : Anupam Nopany
Shashank Srivastava
Sunil Shah
- AUDITORS : M/s, S. Jaykishan
Chartered Accountants
1A, Grant Lane, 2nd Floor, R No – 206,
Kolkata - 700 012.
Tel : 033-2236 4650/6589,
Email: ritesagarwal@gmail.com
- BANKERS : HDFC Bank
KARNATAKA BANK
- REGISTERED OFFICE : 18, Giri Babu Lane, Ground Floor,
Kolkata – 700 012.
Phone : 033 - 2215-7070
Email Id : winycommercial1990@winycomm.co.in
Web Site : winycomm.co.in
- SHARE TRANSFER AGENT : Maheshwari Datamatics Pvt. Ltd.
6, Mangoe Lane, 2nd Floor,
Kolkata – 700 001.
Phone - 033 22435029 / 22482248
Fax - 033 22484787
Email - info@mdpl.in
Website – www.mdpl.in
- LISTED AT : The Calcutta Stock Exchange Association Limited.
7, Lyons Range, Kolkata – 700 001.

NOTICE

Notice is hereby given that the 25th Annual General Meeting of **M/s Winy Commercial & Fiscal Services Limited** (CIN No.L65923WB1990PLC048472) will be held on Tuesday, the 30th September 2014 at 11.30 A.M. at the registered office of the Company at 18 Giri Babu Lane, Ground Floor, Kolkata-700012, West Bengal, to transact the following business:

ORDINARY BUSINESS

1. Adoption of Audited Accounts:
To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended 31st march, 2014 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.
2. Re-Appointment of Auditors:
To appoint M/s S. Jaykishan, Chartered Accountants,(ICAI Registration No. 309005E) as Statutory Auditor of the Company, to hold office from the conclusion the this Annual General Meeting, until the conclusion of the 30th Annual General Meeting, subject to ratification at every Annual General Meeting and to fix their remuneration for the financial year ending 31st March 2015.

SPECIAL BUSINESS

3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution** :
RESOLVED, that pursuant to section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with schedule IV to the Companies Act, 2013, **Mr. Shashank Srivastava (holding DIN-00012960)**, director of the company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company w.e.f. 1st April, 2014 to hold office for five consecutive years for a term upto 31st march, 2019 not liable to retire by rotation.
4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution** :
RESOLVED, that pursuant to section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with schedule IV to the

Companies Act, 2013, **Mr. Sunil Shah (holding DIN- 01562716)**, director of the company, who was appointed as a Director liable to retire by rotation and whose term expires at this Annual General Meeting and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company w.e.f. 1st April, 2014 to hold office for five consecutive years for a term upto 31st march, 2019 not liable to retire by rotation.

5. Appointment of Mr. Amit Kumar Bajoria as Managing Director

To consider and if thought fit to pass, with or without modification, the following resolution as an **Ordinary Resolution** :

“RESOLVED THAT pursuant to the provisions of Section 196,197 and other applicable provisions, if any, of the Companies act, 2013(“Act”) and the Rules made there under, read with Schedule V to the Act, as amended from time to time, the Company hereby approves the appointment and terms of remuneration of **Mr. Amit Kumar Bajoria (Din No. 00060567)** as Managing Director for a period of five years with effect from 26th May 2014 upon the terms and conditions(including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) set out in the Explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors (which term shall be deemed to include any committee of the Board constituted to exercise its powers, including the powers conferred by this resolution) into alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board of Director and Mr. Bajoria.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

Registered Office
18, Giri Babu Lane
Ground Floor,
Bowbazar
Kolkata-700012

Dated : 26-05-2014

By order of the Board
For Winy Commercial & Fiscal Services Limited

SD/-
(Amit Kumar Bajoria)
Chairman

NOTES :

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote on a poll instead of himself and such proxy need not be a member of the Company. Proxy in order to be effective must be at the registered office of the company duly completed and signed, not less than forty eight hours before the commencement of the meeting.
2. The Register of Member and the Share Transfer Books of the Company will remain closed from Saturday 20th September 2014 to Tuesday 30th September, 2014 (both days inclusive).
3. Members are entitled to bring their attendance slip along with their copy of the Annual Report to the Meeting.
4. Members holding shares in dematerialized form are requested to intimate immediately any change in their address or bank, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers etc. to their Depository Participant(DP). Changes intimated to the DP will then be automatically reflected in the company's records which will help the company and its Registrars and Transfer Agents (RTA), to provide efficient and better services.
5. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate risk associated with physical shares.

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013 ("Act")**Item No. 3**

Mr. Shashank Srivastava is a Non-Executive Independent Director of the Company. He joined the Board of Directors of the Company in June 2003. He is the chairman of the audit Committee and member of the Share Holder and Investors Grievance Committee. He is B.Com graduate with sound knowledge of Income Tax and Accounts. Mr. Shashank Srivastava, a non-executive director, whose period of office was liable to determination by retirement by rotation under the erstwhile applicable provisions of the Companies Act 1956, is proposed to be appointed as an Independent Director for five consecutive years not liable to retire by rotation.

In the opinion of the Board, he fulfills the conditions specified in the Companies Act 2013 and rules made there under for his appointment as an Independent Director of the Company and is independent of the Management. Accordingly this resolution is proposed in relation to

appointment of Mr. Shashank Srivastava as an Independent Director, for the approval by the shareholders of the Company.

Except Mr. Shashank Srivastava, being an appointee, none of the Directors and KMP of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item no. 3. This explanatory statement may also be regarded as a disclosure under Clause 49 of the Listing agreement with the Stock Exchange.

Item No. 4

Mr. Sunil Shah is a Non-Executive Independent Director of the Company. He joined the Board of Directors of the Company in September 2007. He is the member of the audit Committee and Share Holder / Investors Grievance Committee. He is B.Com graduate with good knowledge of Accounts.

Mr. Sunil Shah, a non-executive director, whose period of office was liable to determination by retirement by rotation under the erstwhile applicable provisions of the Companies Act 1956, is proposed to be appointed as an Independent Director for five consecutive years not liable to retire by rotation.

In the opinion of the Board, he fulfills the conditions specified in the Companies Act 2013 and rules made there under for his appointment as an Independent Director of the Company and is independent of the Management. Accordingly this resolution is proposed in relation to appointment of Mr. Sunil Shah as an Independent Director, for the approval by the shareholders of the Company.

Except Mr. Sunil Shah, being an appointee, none of the Directors and KMP of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item no. 4. This explanatory statement may also be regarded as a disclosure under Clause 49 of the Listing agreement with the Stock Exchange.

Item No. 5

Appointment of Mr. Amit Kumar Bajoria as Managing Director

Mr. Amit Kumar Bajoria is appointed as the Managing Director by your Board with effect from 26th May 2014. The Board at its meeting held on 26th May 2014 approved the terms of his appointment and remuneration, subject to the approval of the members.

The main terms and conditions of appointment of Mr. Amit Kumar Bajoria (hereinafter referred to as "MD") are given below :

- a) The appointment of the MD is for a period of 5 years w.e.f 26th May 2014.
- b) The MD shall devote his whole time and attention to the business of

the company and carry out such duties as may be entrusted to him by Board.

- c) To abide by all rules and regulations framed by the Company from time to time.
- d) The MD shall be entitled to remuneration of Rs. 10000/- per month.
- e) In the event of loss or inadequacy of profits during the tenure of service of MD, above remuneration will be paid as minimum remuneration subject to provisions of the Act.

Registered Office
18, Giri Babu Lane
Ground Floor,
Bowbazar
Kolkata-700012

Dated : 26-05-2014

By order of the Board
For Winy Commercial & Fiscal Services Limited

SD/-
(Amit Kumar Bajoria)
Chairman

DIRECTORS' REPORT

To
The Members

Your directors have the pleasure in presenting before you the 25th Annual Report together with Audited Statement of Accounts of the Company for the year ended 31st March, 2014.

FINANCIAL HIGHLIGHTS

Particulars	(Amount in Rupees)	
	2013-2014	2012-2013
Profit before Taxation	101430	96515
Provision for Taxation		
Current	(29253)	(23997)
Deferred(2087)	5828)	
Profit after Taxation	70090	66690
Contingent Provisions against Standard Assets	(43772)	5661
Balance of Profit transferred from last year	312449	249038
Earlier year Short Provisions For Income Tax	—	4560
Profit available for appropriation	338767	325949
Transfer to Special Reserve	(14000)	(13500)
Surplus carried forward to Balance Sheet	324767	312449

DIVIDEND

With a view to consolidate the financial position of the Company, your Directors recommend to retain the current year profits as reserve.

OPERATIONS

The Company has achieved profit before tax of Rs. 1.01 lacs. Your directors are making their best effort to increase the profitability of the Company.

LISTING

Your Company's shares are listed on the Calcutta Stock Exchange, and the trading is permitted only in the dematerialized mode. The Annual listing Fees have been paid to the above mentioned Stock Exchange regularly. Your, Company has initiated the process of getting its Shares Listed on Bombay Stock Exchange under Direct Listing norms. The Company is hopeful that the above listing will be completed within 6 months from now.

AUDITORS AND THEIR RECOMMENDATIONS

M/s S. Jaykishan, Chartered Accountants, having Firm Registration No. 309005E, who are Statutory Auditors of the Company hold office till the conclusion of the ensuing Annual General Meeting (AGM) and are eligible for re-appointment. Pursuant to the provisions of section 139 of the Companies Act, 2013 and the Rules framed there under, it is proposed to appoint M/s S. Jaykishan, as Statutory Auditors of the Company from the conclusion of the ensuing AGM till the conclusion of the thirtieth AGM to be held in the year 2019, subject to ratification by the members of their appointment at every AGM.

The Company has received a certificate from M/s S. Jaykishan to the effect that their re-appointment, if made, would be in accordance with the provisions of section 141 of the Companies Act, 2013 and that they are not disqualified from being eligible for reappointed as auditors.

The report of the Auditors is self –explanatory and does not call for any further comments.

COMPANY SECRETARY

Ms. Jenita Sharma, Company Secretary has been appointed as Company Secretary and Compliance officer of the Company w.e.f. 26th May 2014 at a remuneration mutually decided between her and the board.

CORPORATE GOVERNANCE

The Report on Corporate Governance as prescribed by the Listing Agreement is annexed and forms a part of the Annual Report. The Auditors Certificate on compliance of the provisions of Corporate Governance as mentioned in the Listing Agreement is also attached.

RBI GUIDELINES FOR NON BANKING FINANCIAL COMPANIES

The Company has observed all the prudential norms prescribed by Reserve Bank of India. The Schedule as required in terms of Paragraph 9BB of Non-Banking Financial Companies Prudential Norms (Reserve Bank), Directions, 1998 is attached herewith.

E-VOTING

With regard to the manner and other requirements of extending the e-voting facility to shareholders and that the ministry of Company Affairs has made the aforesaid Rules, non-mandatory till December 31,2014, we are not extending the e-voting facility at our ensuing Annual General Meeting scheduled on Tuesday 30th September, 2014.

ACKNOWLEDGEMENT

Your directors place on record their appreciation of the assistance and support extended by the Bankers, other Governments Agencies and Investors. The Board also expresses their gratitude to Employees, Financial Advisors and the Shareholders of the Company for their continuing support and co-operation in various activities of the Company.

On behalf of the Board of Directors

SD/-

Amit Kumar Bajoria
Chairman

Registered office
18, Giri Babu Lane
Kolkata – 700 012
Dated: 26/05/2014.
Place: Kolkata

SD/-

Anupam Nopany
Director

SD/-

Shashank Srivastava
Director

CERTIFICATION BY CHIEF EXECUTIVE OFFICER

I hereby certify that for the financial year ending 31st March, 2014, on the basis of the review of the financial statements and the cash flow statement and to the best of our knowledge and belief that :—

1. These statements do not contain any material untrue statement or omit any material facts or contain statement that might be misleading.
2. These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
3. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2013-14 which are fraudulent, illegal or violate the Company's code of conduct.
4. We accept responsibility for establishing and maintaining internal controls. We have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the Auditor and the Audit Committee those deficiencies, of which we are aware, in the design or operation of the internal control systems and that we have taken the required steps to rectify these deficiencies.
5. We further certify that :—
 - a) There has been no significant change in internal control system during the year.
 - b) There have been no significant changes in accounting policies during this year.
 - c) There have been no instances of significant fraud of which we have become aware and the involvement therein, of management or an employee having a significant role in the company's internal control system.

SD/-

Amit Kumar Bajoria
Chairman & Managing Director

Place: Kolkata
Date:26/05/2014.

REPORT ON CORPORATE GOVERNANCE

1. CORPORATE GOVERNANCE PHILOSOPHY:

The Company has conducted good corporate governance by increasing transparency and accountability to its shareholders and other stakeholders.

2. BOARD OF DIRECTORS

2.1 COMPOSITION AND OTHER PARTICULARS:

The present strength of the Board is four Directors. The Board comprises of Executive and Non-Executive Directors.

Composition of the Board and category of Directors are as follows :

NAME	STATUS	NO. OF DIRECTORSHIP IN OTHER LISTED COMPANIES	NO. OF COMMITTEE MEMBERSHIP IN OTHER COMPANIES	DATE OF APPOINTMENT
01. Mr. Amit Kr. Bajoria	Managing Director	Nil	Nil	29/04/2000
02. Mr. Shashank Srivastava	Independent Non Executive	Nil	Nil	09/06/2003
03. Mr. Anupam Nopany	Independent, Executive	Nil	Nil	07/01/2004
04. Mr. Sunil Shah	Independent Non Executive	Nil	Nil	03/09/2007

2.2 MEETINGS AND ATTENDANCE OF DIRECTORS:

Seven Board Meetings were held during the financial year 2013-2014. The dates on which the Board Meetings were held are as follows:

30.04.2013, 31.07.2013, 31.08.2013, 31.10.2013, 18.12.2013, 31.01.2014, 30.03.2014.

Last Annual General meeting was held on 30th Sept. 2013.

The attendance of the Directors at the Board Meetings held during the year ended on 31st March 2014 and at the last Annual General Meetings (AGM) is as under :

Directors	No of Board Meeting held during the tenure of the Directors	No of Board Meeting attended	Last AGM attendance
Mr. Amit Kr. Bajoria	07	07	Present
Mr. Shashank Srivastava	07	06	Present
Mr. Anupam Nopany	07	07	Present
Mr. Sunil Shah	07	07	Present

2.3 CODE OF CONDUCT

The Company has already adopted a code of conduct, which has been made applicable to all its Directors, whether executive or non-executive and all senior management personnel of the Company. All Board members and senior management personnel have affirmed compliance with the Company's code of conduct during the period.

3. AUDIT COMMITTEE:

The committee now consists of three directors:

Mr. Shashank Srivastava - Chairman

Mr. Amit Kumar Bajoria - Member

Mr. Sunil Shah - Member

All the members of the audit committee possess sound knowledge on Accounts, Finance, Commercial functions etc.

Terms of Reference

The terms of reference of this committee are wide enough to cover all the matters specified for Audit Committee under the Listing Agreement.

During the year four meetings were held on 30.04.2013, 31.07.2013, 31.10.2013 and 31.01.2014 and the meeting was attended by all the members.

4. REMUNERATION COMMITTEE

The company has not appointed any committee of directors under the name and style of "Remuneration Committee" as the current low level of operations does not require so.

5 INVESTOR GRIEVANCE COMMITTEE:

The committee was constituted with two Non-Executive Directors and one Executive Director which functions under the Chairmanship of Mr. Sunil Shah with the other members being Mr. Shashank Srivastava and Mr. Amit Kr. Bajoria. The committee meets once in three months generally to deal with any complaints or grievances as may be received from the shareholders.

Mr. Shashank Srivastava was the compliance officer.

The status of the investor's complaints after Committee formation is as follows :

- | | | |
|--|---|-----|
| 1. No. of other Complaints received | : | Nil |
| 2. No. of complaints pending as on 31.03.2014 | : | Nil |
| 3. No. of pending share transfers as on 31.03.2014 | : | Nil |

6. GENERAL BODY MEETING:

Details of Annual General Meetings held in the last three years are given below :

Year	Day	Date	Time	Venue
2011	Friday	September 29 th 2011	11 A.M.	18, Giri Babu Lane, Gr. Floor, Kolkata- 700 012.
2012	Saturday	September 29 th 2012	11 A.M	Do
2013	Monday	September 30 th 2013	11 A.M	Do

7. POSTAL BALLOT :

No Special Resolution requiring postal ballot was placed before the last Annual General Meeting. No Resolution is being proposed at the ensuing Annual General Meeting that requires approval of members through postal ballot.

8. DISCLOSURE :

- ⊛ Details of transactions with related parties: No related party transaction has taken place during the year.
- ⊛ No penalties or strictures have been imposed on the Company by Stock Exchanges, SEBI or by any other statutory authority on any matter relating to capital markets during last 3 years.
- ⊛ The company had not made any transactions or pecuniary relationships with the Non-executive Directors and/or with their relatives, promoters, management during the year under review that may have potential conflict with the interests of the company.

9. MEANS OF COMMUNICATION

- ⊛ No Quarterly/Half Yearly results are sent to each shareholder as the same is published in the leading English & Bengali newspaper.
- ⊛ The Financial results & Press releases are posted on the Company's website, www.wincomm.co.in.
- ⊛ No presentations were made to institutional investors or to analysts.
- ⊛ The Report of the Directors, Forming part of the Report & Accounts includes all aspect of the Management Discussion & Analysis Report.

10. GENERAL SHAREHOLDERS INFORMATION:

Register office : 18, Giri Babu Lane, Ground Floor. Kolkata – 700 012.
Phone No. 033-2215 7070
Email. ID : winycommercial1990@winycmm.co.in
Web Site : www.winycmm.co.in

10.1 Annual General Meeting

<u>Date</u>	<u>Time</u>	<u>Venue</u>
30/09/2014	11.30 A.M.	18, Giri Babu Lane, Ground Floor, Kolkata-700 012.

10.2 Financial Calendar 2014-2015

- First Quarter Results By the end of July 2014.
- Second Quarter Results By the end of October 2014.
- Third Quarter Results By the end of January 2015
- Fourth Quarter Results By the end of April 2015

10.3 Book Closure

The Share Transfer book and the Register of Members shall remain closed from 20th Sept. 2014 to 30th September 2014 both days inclusive. Notice to this effect has been sent to Stock Exchanges, where the shares of the Company are listed as per the listing Agreement.

10.4 Dividend :

The Company has not declared any dividend for the year ending on 31st March 2014.

10.5 Listing on Stock Exchange:

The Company's shares are listed at the following stock exchange :

Name of the Stock exchange	Stock Code
Calcutta Stock Exchange	10033125

Listing fees as prescribed have been paid to the aforementioned stock exchange upto March 31, 2014. ISIN Allotted by both the depositories i.e. National Security Depository Limited (NSDL) & Central Depository Services (India) Limited (CDSL) is **INE111C01013**

10.6 Market Price Data :

Details of monthly high/low market price of the Company's Shares at the Calcutta Stock Exchange are given below :

<u>PERIOD</u>	<u>HIGH</u>	<u>LOW</u>
April 2013 to March 2014	14.45	14.45

10.7 Share Transfer Agent and Registrars:

The transfers of Securities (Shares) of the Company are being done at the following address:

M/S MAHESHWARI DATAMATICS PVT. LTD.
6 MANGOE LANE,
2ND FLOOR, KOLKATA-700 001
Phone - 033 22435029 / 22482248
Fax - 033 22484787
Email - info@mdpl.in
Website - www.mdpl.in

10.8 Category of Shareholding as on March 31, 2014.

SL. NO	CATEGORY	NO. OF SHARES HELD	PERCENTAGE OF SHAREHOLDING
A. Promoters Holding			
1.	Promoters		
	a. Indian	16,50,000	20.95
	b. Foreign	Nil	Nil
2.	Persons acting in Concert	Nil	Nil
	Sub Total[A]	16,50,000	20.95
B. Institutional Holding			
	Institutional investor		
	a. Mutual Funds & UTI	Nil	Nil
	b. Banks Financial Institution & Insurance Company	Nil	Nil
	c. FIIs	Nil	Nil
	Sub- Total[B]	Nil	Nil
C. Others			
	a. Bodies Corporate	4121025	52.33
	b. Indian Public	2103835	26.72
	c. NRI's/OCBs	Nil	Nil
	d. Any Others	Nil	Nil
	Sub- Total[C]	6224860	79.05
	Grand Total [A+B+C]	7874860	100.00

10.9 Distribution of Shareholding as on 31st March, 2014.

Slab of Equity Shares held	No of Share Holder	%	No of Equity Shares	%
001 – 500	353	57.49	71600	0.91
501 – 1000	94	15.31	78000	0.99
1001 – 2000	8	1.30	12600	0.16
2001 – 3000	15	2.44	39650	0.50
3001 – 4000	8	1.30	30350	0.39
4001 – 5000	10	1.63	48060	0.61
5001 – 10000	40	6.51	339060	4.31
10001 & Above	86	14.02	7255540	92.13
Total	614	100.00	7874860	100.00

10.10 Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, conversion date and likely impact on equity Not Applicable.**10.11 Address for correspondence**

For any assistance in respect of status of dematerialization of shares, transfer, transmission, issue of duplicate certificates, change of address, non-receipt of annual reports, investors are requested to write to:

M/S Maheshwari Datamatics Pvt. Limited,

6 Mangoe Lane, 2nd Floor

Kolkata-700 001

Phone - 033 22435029 / 22482248

Fax - 033 22484787

Email - info@mdpl.in

Website - www.mdpl.in

Registered office :
18 Giri Babu Lane,
Ground Floor,
Kolkata-700 012
Date : 26-05-2014

On behalf of the Board of Directors

SD/-
Amit Kumar Bajoria
Managing Director

INDEPENDENT AUDITORS' REPORT
TO
THE MEMBERS OF
WINY COMMERCIAL & FISCAL SERVICES LIMITED

1. Report on the Financial Statements

We have audited the accompanying financial statements of **WINY COMMERCIAL & FISCAL SERVICES LIMITED**, which comprises the Balance Sheet as at 31st March , 2014, and the Statement of Profit and Loss Account and Cash Flow Statement for the year ended, and a summary of the significant accounting policies and other explanatory information.

2. Management's Responsibility for the Financial Statements

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated September 13,2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act,2013 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3. Auditors' Responsibility

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

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

appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a reasonable basis for our audit opinion.

4. Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the 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, 2014, and
- (b) in the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date.
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended 31st March, 2014.

5. Report on Other Legal and Regulatory Requirements

- I. As required by the Companies (Auditor's Report) Order, 2003 as amended by the companies (Auditor's Report)(Amendment order, 2004) issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956 we Annex hereto 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 5(1) above as required by Section 227(3) of the Act, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this report comply with the Accounting Statements notified under the Companies Act, 1956 read with the General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of Section 133

of the Companies Act, 2013 and Accounting Standard 30, Financial Instruments; Recognition & Measurement issued by the Institute of Chartered Accountants of India to the extract, it does not contradict any other Accounting Standard referred to in Sub-Section (3C) of Section 211 of the Act.

- e) On the basis of the written representations received from the directors as on 31st March, 2014 and taken on record by the Board of Directors, we report that none of the directors are disqualified as on 31st March, 2014 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
6. As required by the Non- Banking Financial Companies Auditors Report (Reserve Bank) Directions, 2008. We further state that we have submitted a report to the Board of Directors of the Company containing a statement on the matters of supervisory concern to the Reserve Bank of India as specified in the said Directors, namely the following :
- a) The Company incorporated prior to January 9, 1997, has applied for registration as provided in section 45IA of the Reserve Bank of India Act, 1934 (2 of 1934) and has received certificate of registration as on date.
- b) The Board of Directors of the Company has passed a resolution for non-acceptance of any public deposit.
- c) The Company has not accepted any public deposit during the year under review.
- d) The Company has complied with the prudential norms relating to Income recognition, accounting standards, Assets classification & provisioning of bad & doubtful debts as applicable to it except non -provision on diminution in the market value of quoted current investments

For S. Jaykishan
Chartered Accountants

SD/-
Ritesh Agarwal
Partner

M. No. 062410

Firm Registration No. 309005E

Place : Kolkata
Date : 26th May 2014.

Annexure to the Auditors Report

The Annexure referred to in our report to the members of M/s Winy Commercial & Fiscal Services Limited for the year ended March 31, 2014, We reported that :

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) All the assets have been physically verified by the management during the year. No material discrepancies were noticed on such verification.
 - c) During the year, the company has not disposed off any substantial part of fixed assets.
2. Stock in Trade is in the form of Shares, Debentures, etc. and as per AS-2 of the Institute of Chartered Accountants of India; they are not Inventories and hence, are not covered by Clause 2 of CARO, 2003.
3.
 - a) As informed to us, the Company has not granted any loans secured or unsecured to companies, firms or other parties covered in the Register maintained under section 301 of the Companies Act, 1956.
 - b) As informed to us, the Company has not taken any loans secured or unsecured from companies, firms or other parties covered in the Register maintained under section 301 of the Companies Act, 1956
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 nature of its business for the purchase and sale of shares. During the course of our audit, no major material weakness has been noticed in internal control.
5.
 - a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that there are no transactions that are required to be entered into the register maintained under section 301 of the Companies Act, 1956.
 - b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the registers maintained under Section 301 have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
6. The Company has not accepted any deposits under the provisions of Sections 58A and 58AA of the Act and the rules framed there under.

7. According to the information and explanations given to us, the company does not have a formal internal audit system. However, in view of level of operation of the company and as per requirements under Companies Act, 2013, we are informed by the management that Formal Internal Audit System will be placed by the Company by 30th September 2014. However we are of the opinion that the transaction of the company are properly recorded and timely reviewed by the management at regular intervals during the year.
8. To the best of our knowledge and as explained, the central government has not prescribed maintenance of cost records under (d) of sub-section (1) of section 209 of the Companies Act, 1956 of the business carried on by the Company.

9. In respect of Statutory dues:

- a) According to the records of the company, the company is regular in depositing undisputed statutory dues including provident fund, investor education protection fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, custom duty, excise-duty, cess and other statutory dues with appropriate authorities. Based on the audit procedures applied by us and according to the information and explanations provided by the management, there are no arrears on statutory dues which has remained outstanding as at 31st March, 2014 for a period of more than six months from the date they became payable.
- b) According to the records of the company, there are no dues of sale tax, income-tax, customs duty, wealth-tax, service tax, excise duty and cess on account of any dispute except in case of Income Tax as follows as at 31st March, 2014 for a period of more than six month from the date they become payable except.

<u>A.Y</u>	<u>Nature of Dues</u>	<u>Amount</u>	<u>Forum where dispute is pending</u>
2004-05	Tax and Interest	5,34,428	CIT Appeal VIII / Kol.

10. The Company does not have any accumulated losses at the end of the financial year and it has not incurred any cash losses in the current and immediately preceding financial year.
11. The Company has not granted any loans & advances on the basis of security by way of pledge of shares, debentures and other securities.
12. In respect of the Company dealing in shares & other investments proper records have been maintained of the transactions and contracts and timely entries have been made therein. All the investment of the Company were held in its own name.
13. The company has no dues to a financial institution, bank or debenture holders and so the question of doubtful in repayment of dues does not arise.

14. The company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditors Report) Order 2003 are not applicable to the company.
15. In our opinion, the Company has maintained proper records of the transactions and contracts of the Investment dealt in by the Company and timely entries have been made therein. The investments made by the Company are held in its own name except to the extent of the exemption U/ s. 49 of the Act.
16. According to the information and explanation given to us, the Company has not given any guarantee for loans taken by others from bank, or other financial institutions.
17. The company has not made any public issue of any securities during the year and therefore the question of disclosing the end use of money does not arise.
18. The Company has not taken any term Loan during the year under review.
19. The company has not issued any debentures during the year and therefore the question of creating security in respect thereof does not arise. Accordingly, clause (xix) of the order is not applicable.
20. The Company has not made any preferential allotment of shares to parties or companies covered in the register maintained under section 301 of the Companies Act, 1956.
21. On the basis of an overall examination of the Balance Sheet and Cash Flows of the Company and the information and explanation given to us, we report that the Company has not utilized any funds raised on short terms basis for long term investments and vice versa.
22. Based upon the audit procedures performed and information given by the management, we report that no Fraud on or by the Company has been noticed or reported during the course of our audit.

For S. Jaykishan
Chartered Accountants

SD/-
Ritesh Agarwal
Partner

M. No. 062410
Firm Registration No. 309005E

Place : Kolkata
Date : 26th May 2014.

AUDITOR'S CERTIFICATE

To
THE MEMBERS OF
WINY COMMERCIAL & FISCAL SERVICES LIMITED

We have examined the compliance of conditions of Corporate Governance by **WINY COMMERCIAL & FISCAL SERVICES LIMITED**, for the period ended 31st March, 2014 as stipulated in clause 49 of the Listing Agreement of the said company with Kolkata stock exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the Clause 49 of the Listing Agreement.

We state that the Registrars and Share transfer Agents of the Company have maintained records to show Investors' grievances against the Company and have certified that as on 31st March, 2014 there were no investors grievances remaining unattended/pending for a period exceeding one month.

We further state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

For S. Jaykishan
Chartered Accountants

SD/-
Ritesh Agarwal
Partner

M. No. 062410
Firm Registration No. 309005E

Place : Kolkata
Date : 26th May 2014.

**Balance Sheet as at 31st March, 2014**

Sl. No.	Particulars	Note No.	As at 31st March 2014 Rs.	As at 31st March 2013 Rs.
A. EQUITY AND LIABILITIES				
1. SHARE HOLDERS' FUND				
	(a) Share Capital	2	78748600	78748600
	(b) Reserves and Surplus	3	5023757	4997439
	Total Shareholder' Fund		83772357	83746039
2. NON-CURRENT LIABILITIES				
	Deferred Tax liabilities	4	8456	6369
	Total Non Current Liabilities		8456	6369
3. CURRENT LIABILITIES				
	(a) Short-term Borrowings	5	—	33550000
	(b) Other Current Liabilities	6	52236	45939
	(c) Short-term Provisions	7	244057	197831
	Total Current Liabilities		296293	33793770
	TOTAL EQUITY AND LIABILITIES		84077106	117546179
B. ASSETS				
1. NON CURRENT ASSETS				
	Fixed Assets(Tangible assets)	8	57366	95610
	Total Fixed Assets		57366	95610
2. CURRENT ASSETS				
	(a) Current Investments	9	22761270	49971250
	(b) Cash and Cash Equivalents	10	1498288	4713652
	(c) Short-term Loans and Advances	11	59760182	62765666
	Total Current Assets		84019740	117450569
	TOTAL ASSETS		84077106	117546179

Significant Accounting Policies

1

The Accompanying notes forming part of the financial statements

In terms of our attached report of even date

For S.Jaykishan

Chartered Accountants

For and on behalf of the Board**SD/-**Amit Kr. Bajoria
M Director**SD/-**Anupam Nopany
Director

SD/-

(Ritesh Agarwal)

Partner

Membership No. : 62410

Firm Registration No. 309005E

Place : Kolkata

Dated : 26th May, 2014

SD/-Shashank Srivastava
Director

**Statement of Profit and Loss Account for the year ended
31-03-2014**

Particulars	Note No.	As at 31st March 2014 Rs.	As at 31st March 2013 Rs.
REVENUE			
(a) Revenue from Operations	12	2,931,932	2,225,030
(b) Other Income	13	11,287	—
Total Revenue		2,943,219	2,225,030
EXPENSES			
(a) Employee Benefits Expenses	14	1,255,832	988,080
(b) Depreciation	8	38,244	13,397
(c) Other Expenses	15	1,547,713	1,127,038
Total Expenses		2,841,789	2,128,515
Profit Before Tax		101,430	96,515
Less : Tax expense :			
(a) Current Tax		29,253	23,997
(b) Deferred Tax		2,087	5,828
		31,340	29,825
Profit After Tax		70,090	66,690
Earnings per share (of Rs.10/- each) :			
(a) Basic	20	0.9	0.8
(b) Diluted		0.9	0.8

Significant Accounting Policies

1

The Accompanying notes forming part of the financial statements

In terms of our attached report of even date

For S.Jaykishan

Chartered Accountants

For and on behalf of the Board

SD/-
Amit Kr. Bajoria
M Director

SD/-
Anupam Nopany
Director

SD/-

(Ritesh Agarwal)

Partner

Membership No. : 62410

Firm Registration No. 309005E

Place : Kolkata

Dated : 26th May, 2014

SD/-
Shashank Srivastava
Director

Cash Flow Statement for the year ended 31st March, 2014

Particulars	For the year ended 31st March, 2014		For the year ended 31st March, 2013	
	Rs.	Rs.	Rs.	Rs.
A. Cash flow from operating activities				
Net Profit / (Loss) before extraordinary items and tax		101430		96515
Adjustments for:				
Depreciation and amortisation	38244		13397	
Interest income	(2943219)		(2225030)	
	(2904975)		(2211633)	
Operating profit / (loss) before working capital changes		(2803545)		(2115118)
Changes in working capital :				
Adjustments for (increase) / decrease in operating assets :				
Current Assets		—		—
Adjustments for increase / (decrease) in operating liabilities :				
Other Current Liabilities	6297		33556110	
	6297		33556110	
Cash generated from operations		(2797248)		31440992
Net income tax (paid) / refunds		(101090)		(222,323)
Net cash flow from / (used in) operating activities (A)		(2898338)		31218669
B. Cash flow from investing activities				
Proceeds from Sale of Investments	27209980		10434100	
Share Application Paid	—		(25000000)	
Share/Debentures Alloted	25000000		—	
Purchase of Fixed Assets	—	52209980	(106,990)	(14672890)
Net cash flow from / (used in) investing activities (B)		52209980		(14672890)
C. Cash flow from financing activities				
Loan & Advances (Paid) /Received	(21908939)		(14385568)	
Advances Repaid	(33550000)			
Interest Received	2931932	(52527007)	2225030	(12160538)
Net cash flow from / (used in) financing activities (C)		(52527007)		(12160538)
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		(3215365)		4385241
Cash and cash equivalents at the beginning of the year		4713653		328412
Cash and cash equivalents at the end of the year		1498288		4713653
* Comprises :				
(a) Cash in hand		1324618		1834965
(b) Balances with banks				
(i) In current accounts		173670		2878687
		1498288		4713653

See accompanying notes forming part of the financial statements

The Cash Flow Statement have been prepared using the indirect method as given in Accounting Standard on Cash Flow Statement (AS 3) as per Companies Accounting Standard Rules, 2006.

In terms of our attached report of even date

For S.Jaykishan
Chartered Accountants

For and on behalf of the Board
SD/-
Amit Kr. Bajoria M Director
SD/-
Anupam Nopany Director

SD/-
(Ritesh Agarwal)
Partner
Membership No. : 62410
Firm Registration No. 309005E
Place : Kolkata
Dated : 26th May, 2014

SD/-
Shashank Srivastava
Director

I. SIGNIFICANT ACCOUNTING POLICIES**1. Basis of Accounting and Preparation of Financial Statements**

The financial statements have been prepared under the historical cost convention on the accrual basis of accounting in accordance with accounting principles generally accepted in India (Indian GAAP) to comply with the Accounting Standards prescribed by Companies (Accounting Standards) Rules, 2006 issued by the Central Government (which continues to be applicable in terms of General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013) and the provisions of the Companies Act, 1956, (the 'Act') to the extent applicable.

2. Fixed Assets

Fixed assets are stated at cost less depreciation i.e. WDV. The cost of Fixed Assets is inclusive of incidental expenses up to the date of acquisition.

3. Investments

Investments are valued at cost.

4. Revenue Recognition

This has been recognised on accrual basis save and except where the relevant acts require otherwise.

5. Depreciation

Depreciation has been provided on Fixed Assets on written down value method at the rates as prescribed under Schedule XIV of the Companies Act, 1956.

6. Taxes on Income

Current Tax is determined as the amount of tax payable in respect of taxable income for the year.

Deferred Tax is recognised, subject to consideration of prudence in respect of deferred tax assets, on timing differences, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

7. Retirement Benefits

- 1) The payment of Gratuity Act, 1972 is not applicable to the Company for the year under review.
- 2) Provident Fund and Miscellaneous Provision Act, 1952 is not applicable to the Company for the year under review.

In terms of our attached report of even date

For S.Jaykishan

Chartered Accountants

SD/-

(Ritesh Agarwal)

Partner

Membership No. : 62410

Firm Registration No. 309005E

Place : Kolkata

Dated : 26th May, 2014

For and on behalf of the Board

SD/-

Amit Kr. Bajoria

M Director

SD/-

Anupam Nopany

Director

SD/-

Shashank Srivastava

Director

Notes forming part of the financial statements as on 31-03-2014

	AS AT		AS AT	
	No Of Shares	31ST MARCH 2014 (Rs.)	No Of Shares	31ST MARCH 2013 (Rs.)
Note - 2				
Share Capital				
Authorised, Issued, Subscribed & Paid-Up Share capital				
Authorised Capital				
Equity shares of Rs.10/- each with voting rights	8000000	80000000	8000000	80000000
Total Authorised Capital	8000000	80000000	8000000	80000000
Issued Capital				
Equity shares of Rs.10/- each with voting rights	7874860	78748600	7874860	78748600
Subscribed and fully paid up				
Equity shares of Rs.10/- each with voting rights	7874860	78748600	7874860	78748600
	7874860	78748600	7874860	78748600
Total Issued & Subscribed Capital	7874860	78748600	7874860	78748600
Particulars				
	Opening Balance	Fresh issue	Closing Balance	
Equity shares with voting rights				
Year ended 31st March, 2014				
— Number of shares	7874860	—	7874860	
— Amount (Rs.)	78748600	—	78748600	
Year ended 31st March, 2013				
— Number of shares	7874860	—	7874860	
— Amount (Rs.)	78748600	—	78748600	

The Company has only class of Equity shares having a par value of Rs.10/- per share. Each holder of the equity shares is entitled to one vote per shares. In the event of liquidation of the Company, the holders of equity shares are entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in promotion to the number of equity shares held by the shareholders.

Notes forming part of the financial statements as on 31-03-2014 (Contd.)

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

Name of Equity Shareholder	As at 31st	As at 31st
	March, 2014	March, 2013
	Number of	Number of
	shares held	shares held
Equity shares with voting rights		
Centuple Finance Pvt. Ltd.	1150000	1150000
Edmond Securities Pvt. Ltd.	500000	500000

Note - 3

Reserves and Surplus

(a) General Reserve	4534833	4534833
(b) Special Reserve		
Opening balance	150158	136658
Add : Transferred from Profit / (Loss) Account	14000	13500
Closing balance	164158	150158
(c) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	312448	249038
Add: Profit / (Loss) for the year	70090	66690
Earlier Year Tax Short Provision	—	4560
Contingent Provisions against Standard Assets	(43772)	5661
Transferred to Special Reserve	(14000)	(13,500)
Closing balance	324766	312448
Total Reserve & Surplus	5023757	4997439

Note - 4

Deferred Tax Liabilities (net)

Tax effect of items constituting Deferred Tax Liability

On difference between book balance and tax balance of Fixed Assets.	8456	6369
	8456	6369

Note - 5

Short Term Borrowings

Unsecured Advance

Advance -others	—	33550000
	—	33550000

Notes forming part of the financial statements as on 31-03-2014 (Contd.)

	AS AT 31ST MARCH 2014 (Rs.)	AS AT 31ST MARCH 2013 (Rs.)
Note - 6		
Other Current Liabilities		
(i) Statutory Liabilities	25270	10780
(ii) Liabilities for Expenses	26966	35159
	52236	45939

Note - 7

Short Term Provision

Provision for Taxation	150726	148273
Contingent Provisions against Standard Assets	93331	49558
	244057	197831

Note - 8

Non Current Assets

Fixed Assets (Tangible Assets)

	GROSS BLOCK		DEPRECIATION			NET BLOCK	
	As on 01.04.13	Addition During the year 31.03.14	As on 01.04.13	For the year 31.03.14	As on 31.03.14	WDV as on 31.03.14	WDV as on 31.03.13
Computer	257128	- 257128	161518	38244	199762	57366	95610
Total	257128	- 257128	161518	38244	199762	57366	95610
Previous year	150138	106990	257128	148121	13397	161518	95610

Note - 9

Current Investments (At Cost)

Investment in Equity Shares

Quoted (F.V. of Rs.10/- each)

25000(25000) Kanika Infra & Power Ltd.(F/v Rs.2/-)	11,250	11,250
315000(495000) Adarsh Mercantile Limited	5,040,000	7,920,000
20000(20000) Uday Jewellery Industries Ltd.	10,000	10,000
A	5,061,250	7,941,250

Notes forming part of the financial statements as on 31-03-2014 (Contd.)

	AS AT 31ST MARCH 2014 (Rs.)	AS AT 31ST MARCH 2013 (Rs.)
Note - 9 (Contd)		
Unquoted (F.V. of Rs.10/- each)		
8000(Nil) Amantran Restaurant Private Limited	800,000	—
Nil (352500) Amodini Sales Private Limited	—	9,780,000
Nil (102000) Equisec Holdings Pvt Ltd	—	5,100,000
3000(3000) Exquisite Apartment Pvt Ltd	600,000	600,000
Nil (106000) Parag Communication Pvt. Ltd.	—	5,300,000
20000(20000) Infini Design Pvt. Ltd.	1,200,000	1,200,000
50000(Nil) Maxflow Fans Manufacturing Pvt. Ltd.	2,150,000	—
Nil (25000) Hermes Procon Pvt. Ltd.	—	1,000,000
Nil (30000) RCA Developers & Promoters Pvt.Ltd.	—	1,500,000
14167 (20000) SCR Properties Pvt. Ltd.	850,020	1,200,000
Nil (56000) Seltron Finance Ltd	—	4,250,000
B	5,600,020	29,930,000
Preference Shares-Unquoted		
11% Non-Cumulative Optionally Convertible Redeemable Preference Shares of 60500(60500) Non-Cumulative Optionally Convertible	12,100,000	12,100,000
Redeemable Preference Shares of Ginni Global Ltd.		
C	12,100,000	12,100,000
TOTAL A + B+ C	22,761,270	49,971,250
Market Value of quoted Investments	3,645,250	3,003,400

Note - 10
Cash and Cash Equivalent

Cash in hand (As per books & certified by the Management)	1,324,618	1,834,965
--	-----------	-----------

Balance with Schedule Banks

— In current Account	173,670	2,878,687
	1,498,288	4,713,652

Notes forming part of the financial statements as on 31-03-2014 (Contd.)

	AS AT 31ST MARCH 2014 (Rs.)	AS AT 31ST MARCH 2013 (Rs.)
Note - 11		
Short term Loans and Advances		
i) Loans & Advances (Unsecured, considered good)		
Loans - Others	37,332,252	19,823,313
Advance - Others	21,050,000	16,650,000
Debenture Application Paid (Pending Allotment)	—	25,000,000
ii) Balances with Government Authorities		
TDS Receivable	1,377,930	1,292,353
	59,760,182	62,765,666

Note - 12**Revenue from operations**

Interest on loans (TDS Rs.262890/-, Pr. Yr. Rs. 222323/-)	2,931,932	2,225,030
	2,931,932	2,225,030

Note - 13**Other Income**

Interest on IT Refund	11,287	—
	11,287	—

Note - 14**EXPENSES****Employee Benefits Expenses**

Salary	1,090,140	858,272
Staff Welfare Expenses	165,692	129,808
	1,255,832	988,080

Notes forming part of the financial statements as on 31-03-2014 (Contd.)

	AS AT 31ST MARCH 2014 (Rs.)	AS AT 31ST MARCH 2013 (Rs.)
Note - 15		
<u>OTHERS EXPENSES</u>		
<u>Administration & Other Expenses</u>		
Legal and Professional Charges	43,300	43,920
Printing and Stationery	124,159	99,750
Books & Periodicals	72,042	58,680
Bank Charges	3,816	1,792
Postage, Telegram & Courier	44,768	33,564
Repairs & Maintenance	125,301	98,813
Accounting Charges	96,000	72,000
Business Promotion Expenses	179,303	123,786
Computer Consumables	57,179	11,236
Service Charges	116,860	68,300
Rates and Taxes	4,050	4,600
Demat Charges	1,000	600
Registrar & Listing Charges	75,903	70,225
Advertisement & Publicity Expenses	16,426	13,201
Market Analysis Exp.	22,570	15,000
Filing Fees	1,500	1,500
Auditors' Remuneration	13,483	13,483
Travelling & Conveyance Exp.	213,646	149,731
Telephone Expenses	152,868	109,338
Miscellaneous Expenses	183,539	137,519
	1,547,713	1,127,038

II. NOTES ON ACCOUNTS

16) The Company's main business is Finance and Investment activities falling under one business head. Hence, Segment Reporting as per AS – 17 is not applicable to the Company.

17) Foreign Currency Transaction

Earning in Foreign Currency - Rs. Nil

Expenditure in Foreign Currency - Rs. Nil

18) The Company has transferred a sum of Rs.14000/- (Previous Year Rs. 13500/-) to Special Reserve as required under Section 45-IC of the Reserve Bank of India Act, 1934.

19) Contingent Liabilities, prior period items and changes in Accounting policies.

Contingent Liabilities — Rs. 534428/=

[Demand of Income Tax for the Asst. Year 2004 – 05 against which appeal has been filed and its pending with CIT (Appeals)]

Changes in Accounting Policies — Nil (Nil)

There were no prior period items/adjustments during the year.

20) Earnings Per Share

The earnings per share, computed as per the requirement under Accounting Standard 20 on Earnings Per Share, issued by the Institute of Chartered Accountants of India, as under :

	<u>31.3.2014</u>	<u>31.03.2013</u>
Profit after Taxation	70090	66690
Weighted average number of shares	7874860	7874860
Basic & Diluted EPS (on nominal value of Rs. 10/- per share)	0.9	0.8

21) Auditor's Remuneration

i) Audit Fees 13483 13483

ii) Tax Audit Fees — —

Total 13483 13483

22) Related Party Disclosures

Related party disclosures as required by Accounting Standard 18 on "Related Party Disclosures is as mentioned herein below :

Nature of Relationship	Name of the Party
1. Subsidiary Company	Nil
2. Associates/Promoter Companies.	Centuple Finance Private Limited Edmond Securities Private Limited
3. Key Management Personnel	Mr. Amit Kr. Bajoria — Managing Director. Mr. Shashank Srivastava — Director Mr. Sunil Shah — Director Mr. Anupam Nopany — Director.

There are no transactions with related parties during the year under review.

23) Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's Classification / disclosure.

In terms of our attached report of even date

For S.Jaykishan
Chartered Accountants

SD/-
(Ritesh Agarwal)
Partner
Membership No. : 62410
Firm Registration No. 309005E
Place : Kolkata
Dated : 26th May, 2014

For and on behalf of the Board
SD/- SD/-
Amit Kr. Bajoria Anupam Nopany
M Director Director
SD/-
Shashank Srivastava
Director



WINY COMMERCIAL & FISCAL SERVICES LIMITED

**REGISTERED OFFICE: 18 Giri Babu Lane, Ground Floor,
Bowbazar. Kolkata-700012**

CIN: L65923WB1990PLCO48472

Email: winycommercial1990@winycomm.co.in

Web Site : www.winycomm.co.in

Form No. MGT-11

L.F.No...../DP ID/Client ID..... No. of Shares.....

I/We.....ofBeing a member/
members of Winy Commercial & Fiscal Services Ltd. hereby appoint
ofor failing him of As my/our proxy
to vote for me/us and on my/ our behalf on a poll at the 25th Annual General
meeting of the Company to be held on Tuesday the 30th September 2014 at
11.30 AM at the registered office of the Company at 18 Giri Babu Lane, Ground
Floor, Kolkata-700012, West Bengal, or any adjournment thereof in respect of
resolutions indicated below —

1. Adoption of Annual Accounts and Reports of Board & Auditors thereon for the financial year ended 31st March,2014,
2. Appointment of M/s S. Jaykishan Chartered Accountants, (ICAI Registration No. 309005E) as Statutory Auditor of the Company and to fix their remuneration for the financial year ending 31st March 2015.
3. Re-appointment of Mr. Sunil Shah as an Independent Director who retires by rotation.
4. Appointment of Mr. Shashank Srivastava as an Independent Director for a term up-to 31/03/2019.
5. Appointment of Mr. Amit Kumar Bajoria as a Managing Director for a period of 5 years.



**Re/- 1
Revenue
Stamp**

.....
Signature of Proxy

Signature of the Share Holder(s)
Across the Revenue Stamp

Signed thisday of 2014

Note : The Proxy must be returned so as to reach the Registered Office of the Company not less than 48 hours before the for holding the aforesaid meeting. The Proxy need not be a member of the Company.



WINY COMMERCIAL & FISCAL SERVICES LIMITED

**REGISTERED OFFICE: 18 Giri Babu Lane, Ground Floor,
Bowbazar. Kolkata-700012**

CIN: L65923WB1990PLCO48472

Email: winycommercial1990@winycomm.co.in

Web Site : www.winycomm.co.in

Form No. MGT-11

ATTANDANCE SLIP

Please complete this attendance slip and hand it over at the meeting,

Name and Address of the Shareholder/Joint holder.

L.F. No...../DP ID/Client ID.....

No. of Shares.....

Name of Proxy



I hereby record my presence at the 25th Annual General Meeting of the Company held on Tuesday the 30th day of September,2014 at 11.30 AM at, 18, Giri Babu Lane, Ground Floor, Bowbazar. Kolkata-700012,

Signature of the Shareholder or Proxy attending: