

KASHIRAM JAIN AND COMPANY LIMITED

ANNUAL REPORT

2009-10

REGISTERED OFFICE:

Hanuman Tower, Athgaon, Guwahati 781 001,
ASSAM

NOTICE

NOTICE is hereby given that the 23rd ANNUAL GENERAL MEETING of the members of KASHIRAM JAIN AND COMPANY LIMITED will be held at its Registered Office at Hanuman Tower, Athgaon, Guwahati 781 001 on 30th September, 2010 at 3:30 P.M. to transact the following ordinary businesses:-

1. To consider and adopt the audited Balance Sheet of the Company for the year ended 31st March' 2010 and the Profit and Loss Account for the year ended on that together with the Reports of Auditors and Directors thereon.
2. To appoint a Director in place of Sri Gaurav Jain who retires by rotation and eligible for re-appointment.
3. To appoint Auditors to hold office from the conclusion of this Annual General Meeting upto the conclusion of the next Annual General Meeting and fix their remuneration for the current year.

"RESOLVED THAT M/s B.K.Kejriwal & Co., Chartered Accountants, be and are hereby appointed as the Auditors of the Company, to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of Next AGM to be held in (subject to ratification of appointment by the members at every AGM held after this AGM) of the Company, on a remuneration as may be agreed upon by the Board of Directors and the Auditors."

By order of the Board
For KASHIRAM JAIN AND COMPANY LIMITED

Sd/-
(DILIP KUMAR JAIN)

Director

Place: Guwahati
Date: 1st September 2010

NOTES

1. A member entitled to attend and vote at the meeting is also entitled to appoint a proxy in stead of himself and such proxy need be a member of the Company.
2. Members/proxies should bring the Attendance slip duly filled in for attending the Annual general meeting. No extra attendance slip will be provided at the meeting.
3. Register of Members and Share Transfer Register of the Company shall remain closed from 25/09/2010 to 30/09/2010 (both days inclusive).

DIRECTOR'S REPORT

Dear Shareholders,

Your Directors have pleasure in presenting you their 23rd ANNUAL REPORT of the Company together with the Audited Statement of Accounts of the Company for the year ended 31st March' 2010.

FINANCIAL RESULTS:

	<u>2009-20010</u>	<u>2008-2009</u>
	(Rs.)	(Rs.)
Turnover/Income	226023	121108
Profit before Depreciation	47045	22200
Depreciation	42	47
Profit after Depreciation	47033	22153
Provision for Income Tax	17635	6942
Profit after Tax	29398	15211
Balance b/f	364354	349143
Surplus carried to Balance Sheet	393752	364354

DIRECTORS:

Sri Gaurav Jain Jain retires by rotation and is eligible for re-appointment.

CONSERVATION OF ENERGY. TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE:

Information required under Section 217 (1) (e) of the Companies Act, 1956 read with Rule 2 of the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 is not applicable to the Company.

COMPLIANCE CERTIFICATE UNDER THE COMPANIES ACT, 1956:

A certificate issued by a Company Secretary in terms of the provision of Section 383A of the Companies Act, 1956, to the effect that the Company has complied with the applicable provisions of the said Act is attached to this report.

DIRECTORS RESPONSIBILITY STATEMENT:

YOUR Directors have:

- (i) followed, in the preparation of the annual accounts, the applicable accounting standards with proper explanations relating to material departures;
- (ii) selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit the Company for that period;
- (iii) 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;
- (iv) prepared the annual accounts on a going concern basis.

EMPLOYEES:

The Company has no employee of whom the provisions of Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules' 1975 are applicable.

AUDITORS:

M/s B.K. Kejriwal & Co., Chartered Accountants, retires at the conclusion of the forthcoming Annual General Meeting and they are eligible for re-appointment.

ACKNOWLEDGEMENT:

The Board express its sincerest gratitude to the Shareholders, Bankers and the Customers for their continued support. The Board also acknowledges with thanks the dedicated efforts of all the staffs and employees of the Company.

For and on behalf of the Board
For KASHIRAM JAIN & COMPANY LIMITED

Place: Guwahati
Date : 1st September, 2010

Sd/-
(Naveen Kumar Jain)
Director

Sd/-
(Dilip Kumar Jain)
Director

AUDITOR REPORT

TO THE MEMBERS OF KASHIRAM JAIN AND COMPANY LIMITED

We have audited the attached Balance Sheet of Kashiram Jain And Company Limited as at 31st March 2010 and also the Profit and Loss Account of the Company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the Financial Statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In accordance with the provisions of Section 227 of the Companies Act, 1956, we report as under:

- i) 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;
- ii) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
- iii) The Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of account;
- iv) In our opinion, the Balance Sheet and Profit and Loss Account dealt with by this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956;
- v) On the basis of written representations received from the Directors, as on 31st March, 2010, and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March, 2010 from being appointed as a Director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956;
- vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with SIGNIFICANT ACCOUNTING POLICIES and NOTES appearing in Schedule 10 give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view:-
 - a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2010; and
 - b) in the case of the Profit and Loss Account, 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 on that date.

As required by the Companies (Auditors' Report) Order, 2003, as amended by the Companies (Auditor's Report) (Amendment) Order, 2004 (together the 'Order') issued by Central Government of India in terms of Section 227(4A) of the Companies Act, 1956, and on the basis of such checks as we considered appropriate and according to the information and explanations given to us, we further report on the matters specified in paragraphs 4 and 5 of the said Order as under:

- 1)
 - a) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) The fixed assets of the Company have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such verification.
 - c) No substantial part of the fixed assets has been disposed off by the Company during the year, which will effect the Company as a going concern.
- 2) No stocks of goods is held by the Company at any time during the year.
- 3) During the year, the Company has neither granted nor taken any loans, secured or unsecured to/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 the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods / services. During the course of audit, no major weakness has been noticed in the underlying internal controls.
- 5) According to the information and explanations given to us, there are no transactions that need to be entered into the register maintained in pursuance of Section 301 of the Companies Act, 1956.
- 6) The Company has not accepted any deposits from the public within the meaning of section 58A, 58AA or any other relevant provision of the Companies Act, 1956 and rules made there under.
- 7) In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.
- 8) As informed and explained to us, the Central Government has not prescribed the maintenance of cost records under section 209(1)(d) of the Companies Act, 1956.
- 9)
 - a) The Company is regular in depositing undisputed statutory dues. According to the information and explanations, there were no undisputed amounts payable in respect of Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other statutory dues which have remained outstanding as at 31st March, 2010 for a period of more than six months from the date they became payable.
 - b) There are no disputed dues which have remained unpaid as on 31st March, 2010 in respect of sales tax, income tax, service tax, custom duty, wealth tax, excise duty, cess etc.
- 10) The Company does not have accumulated losses and has not incurred cash losses during the financial year and in the immediately preceding financial year.

- 11) The Company has no dues to financial institutions or debenture holders. The Company has not defaulted in repayment of dues to banks.
- 12) The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- 13) Provisions of any special statute applicable to chit funds are not applicable to the Company.
- 14) Based on our examination of the records and evaluation of the related internal controls, we are of the opinion that proper records have been maintained by the Company of the transactions and contracts and timely entries have been made in those records. We also report that the Company has held the investments in its own name.
- 15) The Company has not given any guarantee for loans taken by others from banks or financial institutions.
- 16) In our opinion and according to the information and explanations given to us, the terms loans were applied for the purpose for which the loans were obtained.
- 17) As informed and explained to us, no funds raised on short-term basis have been utilized for long-term investment.
- 18) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act.
- 19) The Company has never issued any debentures.
- 20) The Company has not raised any money by public issue during the year.
- 21) According to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the course of our Audit.

Place: Guwahati
Date: 31st August, 2010

For B.K. KEJRIWAL & Co.
Chartered Accountants
F R No.326272E

Sd/-
B.K. KEJRIWAL
Proprietor
M No. 50155

KASHIRAM JAIN AND COMPANY LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2010

SCHEDULE	AS AT 31/03/2010	AS AT 31/03/2009	
<u>SOURCES OF FUNDS</u>			
Shareholders Funds	1	5,000,000	5,000,000
Reserves & Surplus	2	393,752	364,354
TOTAL	<u>5,393,752</u>	<u>5,364,354</u>	
<u>APPLICATION OF FUNDS</u>			
Fixed Assets (at cost less depreciation)	3	<u>380</u>	<u>422</u>
Investments (at cost)	4	600,000	600,000
Current Assets, Loans & Advances			
Current Assets	5	964,997	1,009,947
Loans & Advances	6	<u>3,917,849</u>	<u>3,824,209</u>
		4,882,846	4,834,156
Less: Current Liabilities & Provisions	7	<u>89,474</u>	<u>70,224</u>
Net Current Assets		<u>4,793,372</u>	<u>4,763,932</u>
TOTAL		<u>5,393,752</u>	<u>5,364,354</u>
<u>SIGNIFICANT ACCOUNTING POLICIES</u>	10(A)		
<u>NOTES ON ACCOUNTS</u>	10(B)		

In terms of our REPORT of even date
annexed hereto

For B.K. KEJRIWAL & CO.
Chartered Accountants

Sd/-
B.K. KEJRIWAL
Proprietor
(M No. 50155)

Place : Guwahati
Date : 31st August' 2010

Sd/-
NAVEEN KUMAR JAIN
Director

Sd/-
DILIP KUMAR JAIN
Director

KASHIRAM JAIN AND COMPANY LIMITED

SCHEDULES ANNEXED TO ACCOUNTS FOR THE YEAR 2009-2010

	AS AT 31/03/2010	AS AT 31/03/2009
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SCHEDULE - 1

SHAREHOLDERS FUNDS:

Share Capital:

Authorised:

5,00,000 Equity Shares of Rs. 10/- each
(P Y 500000 Equity Shares)

5,000,000

5,000,000

Issued & Subscribed:

5,00,000 Equity Shares of Rs. 10/- each fully
paid up (Pre evious Year 500000 Equity Shares)

5,000,000

5,000,000

Rs. 5,000,000

5,000,000

SCHEDULE - 2

RESERVES & SURPLUS:

Profit & Loss Account
(as per account annexed)

393,752

364,354

Rs. 393,752

364,354

SCHEDULE - 4

INVESTMENTS:

UNQUOTED : LONG TERM

10000 Equity Shares of SBP Commercials P Ltd
50000 Equity Shares of Karnak Distillery P Ltd

100,000

100,000

500,000

500,000

Rs. 600,000

600,000

Sd/-
NAVEEN KUMAR JAIN
Director

Sd/-
DILIP KUMAR JAIN
Director

KASHIRAM JAIN AND COMPANY LIMITED

SCHEDULES ANNEXED TO ACCOUNTS FOR THE YEAR 2009-2010

SCHEDULE - 3

FIXED ASSETS:

	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	Cost as at 01.04.2009	Addition / Adjustments during the year	Total	Up to 31.03.2009	For the Year	Up to 31.03.2010	As at 31.03.2010	As at 31.03.2009
Furniture & Fixtures	4,000	-	4,000	3,578	42	3,620	380	422
	4,000	-	4,000	3,578	42	3,620	380	422
As at 31.03.2009	4,000		4,000	3,531	47	3,578	422	521

Sd/-
NAVEEN KUMAR JAIN
Director

Sd/-
DILIP KUMAR JAIN
Director

KASHIRAM JAIN AND COMPANY LIMITED

SCHEDULES ANNEXED TO ACCOUNTS FOR THE YEAR 2009-2010

	AS AT 31/03/2010	AS AT 31/03/2009
SCHEDULE - 5		
CURRENT ASSETS:		
Balances		
In Hand	678,052	744,945
In Current Accounts with Scheduled Banks	33,055	29,560
In Term Deposit Account with Bank	253,890	235,442
	<u>964,997</u>	<u>1,009,947</u>
	Rs. <u>964,997</u>	<u>1,009,947</u>
SCHEDULE - 6		
LOANS & ADVANCES:		
Advances (unsecured and considered good)		
For Purchases of fixed assets	600,000	600,000
Share Application Money	2,100,000	2,100,000
Commission Receivable	180,156	96,836
Security Deposits	1,000,000	1,000,000
Income Tax	37,693	27,373
	Rs. <u>3,917,849</u>	<u>3,824,209</u>
SCHEDULE - 7		
CURRENT LIABILITIES & PROVISIONS:		
Current Liabilities		
Sundry Creditors		
For Expenses	68,000	56,000
	<u>68,000</u>	<u>56,000</u>
Provisions		
For Income Tax	21,376	14,126
For Fringe Benefit Tax	98	98
	Rs. <u>89,474</u>	<u>70,224</u>

Sd/-
NAVEEN KUMAR JAIN
Director

Sd/-
DILIP KUMAR JAIN
Director

KASHIRAM JAIN AND COMPANY LIMITED

SCHEDULES ANNEXED TO ACCOUNTS FOR THE YEAR 2009-2010

	YEAR ENDED 31/03/2010	YEAR ENDED 31/03/2009
SCHEDULE - 8		
PAYMENTS TO AND FOR EMPLOYEES:		
Salaries	102,000	48,000
	Rs. <u>102,000</u>	<u>48,000</u>

SCHEDULE - 9

ADMINISTRATIVE EXPENSES:

Rent	6,000	6,000
Electricity Charges	4,800	4,800
Travelling Expenses	18,679	4,210
Conveyance	3,345	378
Printing & Stationery	673	541
Bank Charges	55	350
Filing Fees	1,500	1,500
Listing Fees	10,000	10,000
Accounting Charges	15,000	9,000
Certification Charges	7,000	7,000
General Charges	1,896	1,129
Auditors' Remuneration: for Statutory Audit	8,000	6,000
	Rs. <u>76,948</u>	<u>50,908</u>

Sd/-
NAVEEN KUMAR JAIN
Director

Sd/-
DILIP KUMAR JAIN
Director

KASHIRAM JAIN AND COMPANY LIMITED

SCHEDULES ANNEXED TO ACCOUNTS FOR THE YEAR 2009-2010

SCHEDULE - 10

(A) SIGNIFICANT ACCOUNTING POLICIES:

1) **Accounting Convention:**

The financial statements are prepared under the historic cost convention and on the principles of a going concern and in accordance with the generally accepted accounting principles in India and the provisions of the Companies Act, 1956, except for fixed assets which are depreciated at the rates and method specified by the Income Tax Rules, 1962. The financial statements comply with Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956.

2) **Fixed Assets & Depreciation:**

Fixed Assets are stated at historical cost of acquisition / construction less depreciation. Attributable expenses of bringing the respective assets to working condition for their intended use are capitalised. Depreciation on fixed assets has been provided for on the written down value at the rates specified under the Income Tax Rules, 1962 which are higher than the rates (except Furniture & Fixtures) specified in Schedule XIV to the Companies Act, 1956.

3) **Investments:**

Investments are held as long term investments and stated at cost

4) **Revenue Recognition:**

Items of income and expenditures are accounted for on accrual basis.

5) **Employee Retirement Benefit:**

The provisions relating to Provident Fund, Employees State Insurance and Gratuity are not applicable to the Company.

6) **Taxation:**

Provision for Income Tax is provided and determined as current tax, as the amount of tax payable in respect of the income taxable for the period. Deferred Tax are provided and recognised on timing differences between taxable income and accounting income subject to consideration of prudence, Deferred Tax Assets are not recognised unless there is a virtual certainty that sufficient taxable income will be available against which such deferred tax assets can be realised.

7) **Contingent Liabilities:**

Provisions are made in the accounts in respect of those contingencies which are likely to materialise into liabilities after the year end, till the finalisation of accounts.

Sd/-
NAVEEN KUMAR JAIN
Director

Sd/-
DILIP KUMAR JAIN
Director

KASHIRAM JAIN AND COMPANY LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2010

	<u>31.3.2010</u>	<u>31.03.2009</u>
A) CASH FLOW FROM OPERATING ACTIVITIES:		
Net profit before tax, extraordinary Items & Interest	47,033	22,153
Adjustments for:		
Depreciation	22	47
Misc Expenditures written off	-	-
Operating profit before change in Working Capital	<u>47,075</u>	<u>22,200</u>
Adjustments for:		
Trade & Other Receivables	-	-
Inventories	-	-
Loans & Advances	(83,320)	(170,313)
Trade Creditors & Provisions	<u>12,000</u>	<u>10,500</u>
	<u>(71,320)</u>	<u>(159,813)</u>
Cash generated from Operations	<u>(24,245)</u>	<u>(137,613)</u>
Interest Paid	-	-
Direct Taxes Paid	<u>(20,705)</u>	<u>13,985</u>
	<u>(20,705)</u>	<u>(13,985)</u>
Cash Flow before Extra Ordinary Items	<u>(44,950)</u>	<u>(151,598)</u>
Extra Ordinary Items	-	-
Net Cash flow from Operating Activities	<u>(44,950)</u>	<u>(151,598)</u>
B) CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Fixed Assets	-	-
Sale of Fixed Assets	-	-
Purchase of Investments	-	-
Sale of Investments	-	-
Interest Received (Net)	-	-
Dividend Received	-	-
Investment Subsidy	-	-
	<u>-</u>	<u>-</u>
NET CASH FLOW FROM INVESTING ACTIVITIES	<u>-</u>	<u>-</u>
C) CASH FLOW FOM FINANCING ACTIVITIES:		
Repayment of Term Borrowings	-	-
Proceeds from Issue of Shares	-	-
Dividend Paid	-	-
Proceeds from Borrowings	-	-
	<u>-</u>	<u>-</u>
Net cash flow from Financing Activities	<u>-</u>	<u>-</u>
Net Increase/(Decrease) in cash & Cash Equivalents	<u>(44,950)</u>	<u>(151,598)</u>
Cash & Cash Equivalents as at the Beginning of the Year	1,009,947	1,161,545
Cash & Cash Equivalents as at the end of the Year	964,997	1,009,947

for B.K. KEJRIWAL & CO.
Chartered Accountants

Sd/-
B.K. KEJRIWAL
Proprietor
(M No. 50155)

Place : Guwahati
Date : 31st August' 2010

Sd/-
NAVEEN KUMAR JAIN
Director

Sd/-
DILIP KUMAR JAIN
Director

KASHIRAM JAIN AND COMPANY LIMITED

SCHEDULES ANNEXED TO ACCOUNTS FOR THE YEAR 2009-2010

(B) NOTES ON ACCOUNTS:

- 1) Balances in the accounts of various parties with whom the Company had transactions during the year are subject to confirmation by the respective parties.
- 2) In the opinion of the Board of Directors, the Current Assets and Loans and Advances are approximately of the value stated, if realised in the ordinary course of business.
- 3) There are no outstanding dues as on 31st March, 2009 of Small Scale Industrial Undertakings to the extent such parties have been identified from the information available.
- 4) Previous Year's figures have been re-grouped, re-arranged and re-classified, wherever necessary.

5) <u>Earning Per Share:</u>	<u>2009-10</u>	<u>2008-09</u>
Earning Per Share has been computed as under		
a) Profit after Taxation	29,398	15,211
b) * Number of Ordinary Shares outstanding	500,000	500,000
c) Earning Per Share (a/b) (Basic & Diluted)	0.06	0.03

Sd/-
NAVEEN KUMAR JAIN
Director

Sd/-
DILIP KUMAR JAIN
Director

KASHIRAM JAIN AND COMPANY LIMITED

SCHEDULES ANNEXED TO ACCOUNTS FOR THE YEAR 2009-2010

6) Additional information as required under Part IV of Schedule VI to the Companies Act, 1956

Balance Sheet Abstract and Company's General Business Profile :

(I) <u>Registration Detail</u>		
Registration No.		2828
State Code		02
Balance Sheet Date		31.03.2010
(II) <u>Capital Raised during the year</u>		
Public Issue	-	-
Right Issue	-	-
Bonus Issue	-	-
Private Placement	-	-
(III) <u>Position of Mobilisation and Deployment of Funds</u>		
Total Liabilities	5,483,226	5,483,226
Total Assets	5,483,226	5,483,226
<u>Sources of Funds</u>		
Paid-up Capital	5,000,000	5,000,000
Reserves & Surplus	393,752	393,752
Share Application Money	-	-
<u>Application of Funds</u>		
Net Fixed Assets	380	380
Investments	-	-
Net Current Assets	4,793,372	4,793,372
Miscellaneous Expenditures	-	-
Accumulated Losses	-	-
(IV) <u>Performance of Company</u>		
Turnover	226,023	226,023
Total Expenditure	178,990	178,990
Profit before Tax	47,033	47,033
Profit after Tax	29,398	29,398
Earning per Share (EPS)	0.06	0.06
Dividend Rate (%)	NIL	NIL
(V) <u>General Names of three Principal Products of the Company</u>		
(As per monetary terms)		
Item Code No. (ITC Code)	Not Available	
Product description	Trading, Investment etc.	

Sd/-
NAVEEN KUMAR JAIN
Director

Sd/-
DILIP KUMAR JAIN
Director

SECRETARIAL COMPLIANCE CERTIFICATE

Registration No. of Company :02-02828
Nominal Capital:Rs.50,00,000/-

To,
The Members,
KASHIRAM JAIN AND COMPANY LIMITED
HANUMAN TOWER, ATHGAON
GUWAHATI-781001 (ASSAM)

I have examined the registers, records, books and papers of Messers **KASHIRAM JAIN AND COMPANY LIMITED** ("The Company"), GUWAHATI, as required to be maintained under the Companies Act, 1956 ("The Act"), and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on **31st March, 2010** ("Financial Year"). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that in respect of the aforesaid financial year :

1. The Company has kept and maintained all registers as stated in **ANNEXURE `A`** to this certificate, as per the provisions of the act and the rules made there under and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in **ANNEXURE `B`** to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Act and the rules made there under.
3. The Company being a Public Limited Company, comments are not required.
4. The Board of Directors duly met **8 (Eight)** times respectively on 30.04.2009, 15.06.2009, 29.07.2009, 31.08.2009, 05.09.2009, 30.10.2009, 31.01.2010 and 29.03.2010 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the circular resolutions passed in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members from **25.09.2009 to 30.09.2009** and necessary compliance of section 154 of the Act has been made.
6. The Annual General Meeting for the financial year ended on **31.03.2009** was held on **30.09.2009** after giving due notice to the members of the company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. **No** Extra Ordinary General Meeting was held during the financial year.

8. The Company has not advanced any loans to its directors or persons or firms or companies referred to under section 295 of the Act.
9. The Company has not entered into any contracts falling within the purview of section 297 of the Act.
10. The Company has made necessary entries in the register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the company has not obtained any approvals from the Board of directors, members or Central Government.
12. The company has not issued any duplicate share certificates during the financial year.
13. The Company:
 - (i) has made no allotment, transfer/transmission of securities during the financial year.
 - (ii) has not deposited any amount in separate Bank Account as no dividend was declared during the financial year.
 - (iii) was not required to post warrants to any member of the company as no dividend was declared during the financial year.
 - (iv) had no instances which required transfer of any amount to Investors Education and Protection Fund;
 - (v) has duly complied with the requirements of section 217 of the Act.
14. The Board of directors of the company is duly constituted and appointment of Director has been duly made. There was no appointment of additional directors, alternate directors and directors to fill casual vacancies during the year.
15. The Company has not appointed any Managing Director/Whole Time Director/Manager during the financial year.
16. The company has not appointed any sole selling agents during the financial year.
17. The company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/or such authorities prescribed under the various provisions of the Act during the financial year.
18. The Directors have disclosed their interest in other firms/Companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any shares, debentures or other securities during the financial year.

Sanjay Kumar Baid

Company Secretary

S-6, 2nd Floor, G.S. Tower,
Chatribari Road, Guwahati-1
Ph :- (0361) 2634714

20. The company has not bought back any shares during the financial year.
21. There was no redemption of preference shares of debentures during the financial year.
22. There were no transactions necessitating the company to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares.
23. The company has not invited/accepted any deposits including any unsecured loans falling within the purview of section 58A during the financial year.
24. The company has not made any borrowings during the financial year ended 31st March, 2010.
25. The company has not made any loans or advances or given guarantees or provided securities to other bodies corporate and consequently no entries have been made in the register kept for the purpose.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the company's registered office from one State to another during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to the Object of the company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to the Name of the Company during the year under scrutiny.
29. The company has not altered the provisions of the Memorandum with respect to Share Capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the year under scrutiny.
31. There was/were no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment was imposed on the company during the financial year, for offence under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The Company has not deducted any contribution towards Provident Fund during the financial year.

Place: Guwahati
Date : 18.05.2010

Signature : Sd/-
Name of the Company
Secretary : SANJAY KUMAR BAID
C. P. No. : 4062

ANNEXURE `A`

Registers as maintained by the Company

STATUTORY REGISTERS

Register of Members under Section 150 and Index of Members u/s 151.
Register and Returns under Section 163.
Minutes Book of Meeting.
Minutes Book of Class Meeting/Creditors Meeting.
Books of Accounts under Section 209.
Register of Directors, Managing Director, Manager and Secretary u/s 303.
Register of Directors Shareholding under Section 307.
Share Application and Allotment Register.

OTHER REGISTERS

Register of Directors' Attendance.
Register of Shareholders' Attendance.
Register of Transfers.
Register of Fixed Assets.

ANNEXURE `B`

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the Financial year ended on 31st March'2010

Sl.No.	Form No./Return	Filed under section	For	Date of filing	Whether filed within prescribed time Yes/No	If delay in filing whether requisite additional fee paid Yes/No
1.	Annual Return	159	30-09-2009	12-11-2009	Yes	Not Required
2.	Balance Sheet	220	31-03-2009	31-10-2009	No	Yes
3.	Compliance Certificate	383A	31-03-2009	29-10-2009	Yes	Not Required

CORPORATE GOVERNANCE REPORT

Corporate Governance Report, Management Discussion and analysis report is not applicable for the company as paid up capital is less than Rs.3 Crore. Also, the Net worth is less than Rs.25 Crore

ATTENDANCE SLIP

KASHIRAM JAIN AND COMPANY LIMITED

HANUMAN TOWER ATHGAON, GUWAHATI-781001, ASSAM

Folio No:

No. of Shares held:

I certify that I am the registered shareholder/proxy for the registered shareholder of the Company. I hereby record my presence at the 23rd Annual General Meeting at Hanuman Tower Athgaon, Guwahati- 781001, Assam, on the 30th day of September, 2010 at 3.30 P.M.

Name of the Shareholder/Proxy:-
Shareholder/Proxy:-

Signature of the

PROXY FORM

**Kashiram Jain and Company Limited
Hanuman Tower Athgaon, Guwahati-781001, Assam**

Folio No:

No. of Shares held:

I/We ----- of ----- in the district of ----- being a member/members of M/s. Kashiram Jain and Company Limited, hereby appoint ----- of ----- in the District of ----- or failing him ----- of ----- in the District of ----- as my / our Proxy to vote for me/ us on my/our behalf, at the Twenty Third Annual General Meeting to be held at Hanuman Tower Athgaon Guwahati-781001 on Thursday the 30th day of September 2010 at 3.30 P.M. and at any adjournment thereof.

Signed this ----- day of -----, 2010



SIGNATURE _____

NOTE:

- 1. In the case of a Corporation this Proxy shall be either given under the Common Seal or signed on its behalf by an Attorney or Officer of the Corporation.
- 2. Proxies to be valid must be deposited at the Registered Office of the Company, not later than 48 hours before the time for holding the Meeting.