

# ICICI INVESTMENT MANAGEMENT COMPANY LIMITED

## 9TH ANNUAL REPORT AND ACCOUNTS 2008-2009

### Directors

Sandeep Bakhshi, *Chairman (w.e.f. May 13, 2009)*  
 N.L. Bhatia  
 Chandrashekhar Lal  
 Narendra Murkumbi

### Auditors

S. B. Billimoria & Co.  
*Chartered Accountants*  
  
 Priya Nair  
*Company Secretary*

### Registered Office

ICICI Bank Towers  
 Bandra-Kurla Complex  
 Mumbai - 400 051

## directors' report

### to the members

Your Directors have pleasure in presenting the Ninth Annual Report of the Company with the audited statement of accounts for the year ended March 31, 2009.

### FINANCIAL HIGHLIGHTS

The summary of the financial results for the year under review is as follows:

		(Rupees)
	<i>Fiscal 2008</i>	<b>Fiscal 2009</b>
Gross Income	10,243,162	<b>10,512,626</b>
Profit Before Tax	8,664,758	<b>2,988,718</b>
Provision for tax	2,375,000	<b>665,000</b>
Profit After Tax	6,289,758	<b>2,323,718</b>
Transfer to Reserves	6,289,758	<b>2,323,718</b>

Your Directors do not recommend payment of dividend for the year ended March 31, 2009.

### OPERATIONAL REVIEW

The main object of the Company is to carry on the business of management of mutual funds, unit trusts, offshore funds, pension funds, provident funds, venture capital funds and insurance funds, and to act as managers, consultants, advisors, administrators, attorneys, agents, or representatives of or for mutual funds, unit trusts, offshore funds, pension funds, provident funds, venture capital funds or insurance funds formed or established in India or elsewhere by the Company or any other person and to act as financial advisors and investment advisors, and to render such financial management, financial consultancy and advisory services to individuals, companies, corporations, trusts and other entities as supplemental activities of the Company and as do not conflict with the fund management activities. The Company also acts as the Asset Management Company of ICICI Securities Fund, a Mutual Fund registered with Securities and Exchange Board of India (SEBI).

The Board of Directors of the Company at its meeting held on December 26, 2007 approved the setting up of a trust in India, i.e the Emerging India Fund ("Master Fund") and also approved the Company to act as the Investment Manager of the Master Fund. The Master Fund is proposed to be settled as an irrevocable determinate trust under the Indian Trusts Act, 1882 ("Trust Act") and the indenture of trust registered under the Registration Act, 1908 ("Registration Act"). The Master Fund also proposes to seek registration as a domestic venture capital fund with the Securities Exchange Board of India under the SEBI (Venture Capital Fund) Regulations 1996, as amended from time to time. The Master Fund would seek to primarily make equity and equity linked investments in the emerging corporate segment. IDBI Trusteeship Services Limited is proposed to be appointed as the trustee to the Master Fund.

A Domestic Feeder fund is also proposed to be set up this year which will also be settled as an irrevocable determinate trust under the Trust Act, and the indenture of trust registered under the Registration Act. The sole object of the Domestic Feeder would be to invest into the Master Fund. The Domestic Feeder will invite contributions from domestic institutional investors and individual investors.

The Master Fund would invite contributions from domestic investors as well as offshore investors as per applicable law. ICICI Bank Limited proposes to invest upto a maximum of 10% of the unit capital of the Master fund as an anchor investor.

During the year under review, the Company, expanded the strength of the Board of Directors to efficiently manage its participation as the settlor and the investment manager of the Master Fund and the Domestic Feeder, to include Narendra Murkumbi and N.L. Bhatia. Narendra Murkumbi is a well established industrialist and will bring in expertise and understanding of the emerging enterprises sector. N.L. Bhatia is one of the senior most Company Secretary in practice and having more than 30 years experience in Legal and Secretarial fields. An investment committee is also proposed to be appointed shortly with members drawn from anchor investor, senior financial

professionals as well as external advisors to take investment decisions. An investment management team headed by a chief investment officer will be formed to acquire, assess and recommend investment proposals to the investment committee.

### PUBLIC DEPOSITS

During the year under review, the Company has not accepted deposits under Section 58-A of the Companies Act, 1956.

### DIRECTORS

During the year under review, N.L. Bhatia was appointed as the additional director of the Company effective July 1, 2008 and Ashish Dalal had resigned as Director of the Company effective July 1, 2008. Nomination of Chanda D. Kochhar, Chairperson on the Board of the Company was withdrawn by ICICI Bank Limited with effect from September 1, 2008. The Board noted the above and placed on record its appreciation towards the services rendered by Ashish Dalal and Chanda D. Kochhar during their tenure as Director/Chairperson of the Company. Consequent to withdrawal of nomination of Chanda D. Kochhar, by ICICI Bank Limited, V. Vaidyanathan was appointed as ICICI Bank Limited Nominee with effect from September 1, 2008 and Chairman of the Company with effect from November 13, 2008.

The Board, at its Meeting held on March 5, 2009 appointed Narendra Murkumbi as an Additional Director of the Company. In terms of Section 260 of the Companies Act, 1956, Narendra Murkumbi hold office upto the date of the forthcoming Annual General Meeting of the Company. The Company has received notice under Section 257 of the Companies Act, 1956, from a Member signifying his intention to propose the candidature of Narendra Murkumbi for the office of Director.

Pursuant to the rights conferred on ICICI Bank Limited by Article 128 of the Articles of Association of the Company and consequent to the appointment of V. Vaidyanathan as Managing Director and CEO of ICICI Prudential Life Insurance Company Limited (ICICI Life), ICICI Bank Limited had withdrawn his nomination from the Board of Company and nominated Sandeep Bakhshi in his place effective May 1, 2009. Pursuant to Article 144 of the Articles of Association of the Company, Sandeep Bakhshi is not liable to retire by rotation. Sandeep Bakhshi was appointed as Chairman of the Company with effect from May 13, 2009.

In terms of the provisions of the Articles of Association of the Company, N.L. Bhatia will retire at the forthcoming Annual General Meeting and being eligible, offers himself for re-appointment.

### MANAGER

In terms of Section 269(1) of the Companies Act, 1956, the Board at its Meeting held on November 13, 2008 had appointed Sanjay Shirole as Manager of the Company, effective November 13, 2008 for a period of three years up to November 12, 2011.

### AUDITORS

S. B. Billimoria & Co., Chartered Accountants, Mumbai, who will retire as the statutory auditors of the Company at the ensuing Annual General Meeting. S.B. Billimoria & Co., Chartered Accountants, Mumbai, have expressed their unwillingness to continue as statutory auditors of the Company for FY2010. The Company has received Special Notice as required under Section 225 of the Companies Act, 1956, proposing the appointment of B S R and Company, Chartered Accountants as Statutory auditors of the Company in place of retiring Auditors. The Company has received confirmation from B S R and Company, Chartered Accountants, Mumbai that their appointment if made, would be within the limits specified under Section 224(1B) of the Companies Act, 1956 and they are not disqualified to be appointed as auditors in terms of the provisions of Section 226(3) of the Act.

As recommended by the Audit Committee the Board has proposed the appointment of B S R and Company as Statutory auditors for the Fiscal 2010. You are requested to consider their appointment.



# directors' report



to the Members of ICICI Investment Management Company Limited

## FOREIGN EXCHANGE EARNING AND EXPENDITURE

There was no income or expenditure in foreign currency during the period under review.

## PERSONNEL AND OTHER MATTERS

Since your Company does not have any employees, provisions of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 are not applicable.

Since your Company does not own any manufacturing facility, the disclosure of information on other matters required to be disclosed in terms of Section 217 (1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, are not applicable and hence not given.

## AUDIT COMMITTEE

During the period under review Ashish Dalal resigned as a Member of Audit Committee effective July 1, 2008. The Board of Directors had appointed Chanda D. Kochhar and N.L. Bhatia as the Members of the Audit Committee effective July 1, 2008. Chanda D. Kochhar ceased to be a Member of Audit Committee effective September 1, 2008. The Board of Directors had appointed V. Vaidyanathan as a Member of the Audit Committee effective November 13, 2008. Narendra Murkumbi was appointed as the Member of Audit Committee in place of V. Vaidyanathan. Sandeep Bakhshi was appointed as the Member of the Audit Committee in place of Narendra Murkumbi. The Audit Committee comprises three Directors Chandrashekhar Lal (Chairman), N.L. Bhatia and Sandeep Bakhshi.

## DIRECTORS' RESPONSIBILITY STATEMENT

The Directors confirm that:

1. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

2. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
3. 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; and
4. the Directors have prepared the annual accounts on a going concern basis.

## ACKNOWLEDGEMENTS

Your Company is grateful to the Securities and Exchange Board of India for its support and advice during the period under review.

The Company would also like to express its gratitude for the support and guidance received from ICICI Bank Limited, the holding company and also from other group companies.

For and on behalf of the Board

SANDEEP BAKHSHI  
Chairman

May 13, 2009

# auditors' report

to the Members of ICICI Investment Management Company Limited

1. We have audited the attached Balance Sheet of ICICI INVESTMENT MANAGEMENT COMPANY LIMITED as at 31st March, 2009, the Profit and Loss Account and the Cash Flow Statement of the Company for the year ended on that date, both 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.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. These Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. 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 the Management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 (CARO) issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order,
4. Further to our comments in the Annexure referred to in paragraph 3 above, 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 purposes 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, the Profit and Loss Account and the Cash Flow Statement dealt with by this report are in agreement with the books of account;
  - (d) In our opinion, the Balance Sheet, the Profit and Loss Account and the Cash Flow Statement dealt with by this report are in compliance with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956;
- (e) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
  - (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 the Profit and Loss Account, of the profit of the Company for the year ended on that date and
  - (iii) in the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.
5. On the basis of written representations from the directors as on 31st March, 2009 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2009 from being appointed as a director under Section 274 (1)(g) of the Companies Act, 1956.

For S. B. BILLIMORIA & CO.  
Chartered Accountants

Mumbai, April 22, 2009

P. R. RAMESH  
Partner  
Membership No. 70928



# annexure to the auditors' report

(Referred to in paragraph 3 of our report of even date)

1. In our opinion and according to the information and explanations given to us, the nature of the Company's business / activities during the year is such that clauses (i), (ii), (iv), (vi), (viii), (xi), (xii), (xiii), (xv), (xvi), (xviii), (xix) and (xx) of paragraph 4 of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company. .
2. The Company has neither taken nor granted secured or unsecured loans from or to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956.
3. According to the information and explanations given to us, the Company has not entered into any transactions, which are required to be recorded in the register maintained under Section 301 of the Companies Act, 1956.
4. The Company has an internal audit system, which is commensurate with the size and nature of its business.
5. There are no employees on the payroll of the Company and, therefore, provisions relating to Employees' Provident Fund and Employees' State Insurance Scheme are not applicable to the Company.
6. In respect of statutory and other dues:
  - a. According to the information and explanations given to us, the Company has been regular in depositing undisputed statutory dues as applicable to the Company.
  - b. According to the information and explanations given to us, no undisputed amounts payable in respect of applicable statutory dues were in arrears as at March 31, 2009 for a period of more than six months from the date they became payable.
  - c. According to information and explanations given to us, there are no dues in respect of sales tax, income tax, customs duty, wealth tax, service tax, excise duty and cess which have not been deposited on account of any dispute.
7. The Company does not have accumulated losses. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
8. Based on our examination of the records and evaluation of related internal controls, proper records of the transactions and contracts in respect of investments made by the Company in shares, securities, etc. have been maintained, and timely entries have been made therein. The shares, securities and other investments are held in the name of the Company.
9. According to the information and explanations given to us and based on an overall examination of the Balance Sheet of the Company, we report that no funds raised on short-term basis have been used during the year for long-term investment.
10. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company have been noticed or reported during the year.

For S. B. BILLIMORIA & CO.  
*Chartered Accountants*

P. R. RAMESH  
*Partner*  
Membership No. 70928

Mumbai, April 22, 2009



# balance sheet

# profit and loss account

**ICICI** Investment Management

as at March 31, 2009

for the year ended March 31, 2009

	Schedule	March 31, 2009	(Amount in Rs.) March 31, 2008		Schedule	March 31, 2009	(Amount in Rs.) March 31, 2008
<b>SOURCES OF FUNDS:</b>				<b>INCOME</b>			
<b>Shareholders' Funds</b>				Interest			
Share capital	1	100,007,000	100,007,000		6	9,469,071	9,159,859
Reserves and surplus	2	36,279,139	33,955,421	Dividend			
						1,043,555	1,071,934
<b>TOTAL</b>		<b>136,286,139</b>	<b>133,962,421</b>	Profit on sale of investments			
						—	11,369
<b>APPLICATION OF FUNDS:</b>				<b>TOTAL INCOME</b>		<b>10,512,626</b>	<b>10,243,162</b>
<b>Investments</b>	3	<b>7,714,668</b>	<b>18,171,263</b>	<b>EXPENDITURE</b>			
<b>Current assets, loans and advances</b>	4	<b>129,001,248</b>	<b>116,333,210</b>	Establishment and other expenses			
<i>Less: Current liabilities and provisions</i>	5	<b>429,777</b>	<b>542,052</b>	(Refer note 2(a))			
<b>Net Current assets</b>		<b>128,571,471</b>	<b>115,791,158</b>			<b>1,801,266</b>	<b>1,261,118</b>
<b>TOTAL</b>		<b>136,286,139</b>	<b>133,962,421</b>	SEBI fees			
						<b>250,000</b>	<b>250,000</b>
				Auditor's remuneration (Refer note 2(b))			
						<b>49,330</b>	<b>49,330</b>
				Legal and Professional fees			
						<b>5,379,817</b>	<b>—</b>
				Other expenses			
					7	<b>43,495</b>	<b>17,957</b>
				<b>TOTAL EXPENDITURE</b>		<b>7,523,908</b>	<b>1,578,405</b>
				<b>PROFIT BEFORE TAX</b>			
						<b>2,988,718</b>	<b>8,664,758</b>
				Taxes			
				Current tax			
						<b>665,000</b>	<b>2,375,000</b>
				Profit after tax			
						<b>2,323,718</b>	<b>6,289,758</b>
				<b>EARNINGS PER SHARE</b>			
				Basic and Diluted (Rs.)			
						<b>0.23</b>	<b>0.63</b>
				(Refer note 2(e))			
<b>Significant accounting policies and notes to accounts</b>				<b>8</b>			

As per our Report of even date attached

For S. B. BILLIMORIA & Co.  
Chartered Accountants

P. R. RAMESH  
Partner  
Membership No. 70928

Mumbai, April 22, 2009

For and on behalf of the Board of Directors

V. VAIDYANATHAN  
Chairman

PRIYA NAIR  
Company Secretary

CHANDRASHEKHAR LAL  
Director

Mumbai, April 22, 2009



# schedules

## forming part of the Accounts

	March 31, 2009	(Amount in Rs.) March 31, 2008		March 31, 2009	(Amount in Rs.) March 31, 2008
<b>SCHEDULE 1</b>			<b>SCHEDULE 6</b>		
<b>SHARE CAPITAL</b>			<b>INTEREST INCOME</b>		
<b>Authorised</b>			Interest on fixed deposits with Bank (Gross)	<b>9,469,071</b>	9,159,859
25,000,000 Equity Shares of Rs.10 each	<b>250,000,000</b>	250,000,000		<b>9,469,071</b>	9,159,859
<b>Issued, Subscribed and Paid up<sup>1</sup></b>					
10,000,700 Equity Shares of Rs.10 each fully paid up	<b>100,007,000</b>	100,007,000			
	<b>100,007,000</b>	100,007,000			
<sup>1</sup> All the above Equity Shares are held by ICICI Bank Limited (the holding company) and its nominees.			<b>SCHEDULE 7</b>		
<b>SCHEDULE 2</b>			<b>OTHER EXPENSES</b>		
<b>RESERVES AND SURPLUS</b>			(a) Directors' sitting fees	<b>20,000</b>	6,500
Profit and Loss Account	<b>33,955,421</b>	27,665,663	(b) ROC filing fees	<b>2,000</b>	1,400
Additions during the year	<b>2,323,718</b>	6,289,758	(c) Profession Tax	<b>2,000</b>	2,000
	<b>36,279,139</b>	33,955,421	(d) Miscellaneous expenses	<b>19,195</b>	8,057
				<b>43,495</b>	17,957
<b>SCHEDULE 3</b>			<b>SCHEDULE 8</b>		
<b>INVESTMENTS</b>			<b>ACCOUNTING POLICIES AND NOTES TO ACCOUNTS</b>		
(i) Investment in equity shares			<b>1. Accounting policies</b>		
<b>Quoted, Fully paid</b>			<b>a) Overview</b>		
Firstsource Solutions Limited (formerly ICICI OneSource Limited) 200 shares @ Rs. 10 each	<b>2,000</b>	2,000	ICICI Investment Management Company Limited ("the Company") was incorporated in Mumbai, India. The Company's principal activity is to act as an asset management company.		
(Market value as on March 31, 2009 Rs. 3,082; March 31, 2008 Rs. 7,330)			<b>b) Method of accounting</b>		
<b>Unquoted, Fully paid</b>			The financial statements are prepared under historical cost convention on accrual basis of accounting in accordance with the generally accepted accounting principles.		
ICICI West Bengal Infrastructure Development Corporation Limited 100 shares (March 31, 2008 - 100) of Rs. 10 each	<b>1,000</b>	1,000	<b>c) Revenue recognition</b>		
ICICI Venture Funds Management Company Limited - 1 share (March 31, 2008 - 1) of Rs. 10 each	<b>10</b>	10	Interest income and other dues are accounted on accrual basis. Dividend is accounted on an accrual basis when the right to receive the dividend is established.		
(ii) 650,761.795 units of ICICI Prudential Institutional Liquid Plan-Daily Dividend Option) (March 31, 2008 - 1,533,159.954 units)	<b>7,711,658</b>	18,168,253	<b>d) Investments</b>		
	<b>7,714,668</b>	18,171,263	Long-term investments are carried at cost less any diminution other than temporary and the units of mutual fund are carried at the net assets value on the reporting date.		
			<b>2. Notes to accounts</b>		
<b>SCHEDULE 4</b>			<b>a) Establishment and other expenses represent expenses charged by ICICI Bank Limited to the company.</b>		
<b>CURRENT ASSETS, LOANS AND ADVANCES</b>			<b>b) Auditor's remuneration</b>		
<b>Current Assets</b>			(Amount in Rupees)		
Balances with Scheduled Bank			<b>Year ended March 31, 2009</b>	<b>Year ended March 31, 2008</b>	
(a) in Current Account	<b>477,254</b>	1,021,287			
(b) in Fixed Deposits	<b>122,584,207</b>	97,452,862	(i) Statutory audit fees	<b>20,000</b>	20,000
<b>Loans and Advances</b>			(ii) Tax audit fees	<b>15,000</b>	15,000
(a) Interest accrued on Fixed Deposits	<b>252,078</b>	13,852,536	(iii) Service tax	<b>4,330</b>	4,330
(b) Tax paid in advance / tax deducted at source (net)	<b>5,475,138</b>	3,791,954	(iv) Certification fees	<b>10,000</b>	10,000
(c) Others	<b>212,571</b>	214,571		<b>49,330</b>	49,330
	<b>129,001,248</b>	116,333,210	<b>c) There is no deferred tax asset/liability in case of the Company.</b>		
			<b>d) Names of related parties and description of relationship for the transactions are given below:</b>		
<b>SCHEDULE 5</b>			(i) Key Managerial Personnel	Sanjay Shirole (Appointed as Manager of Company on November 13, 2008) No remuneration or reimbursement has been paid to him during current year.	
<b>CURRENT LIABILITIES AND PROVISIONS</b>			(ii) Holding Company (parent)	ICICI Bank Limited	
<b>Current Liabilities</b>				(Amount in Rupees)	
<b>Sundry Creditors</b>			<b>Nature of transactions</b>	<b>Year ended March 31, 2009</b>	<b>Year ended March 31, 2008</b>
(a) Payable to ICICI Bank Limited	<b>34</b>	459,566	Establishment and other expenses	<b>1,801,266</b>	1,261,118
(b) Other liabilities	<b>429,743</b>	82,487	Interest income	<b>9,469,071</b>	9,159,859
	<b>429,777</b>	542,052	Current account	<b>477,254</b>	1,021,287
			Fixed deposit account	<b>122,584,207</b>	97,452,862
			Interest accrued on fixed deposits	<b>252,078</b>	13,852,536
			Expenses payable	<b>34</b>	459,566



# schedules

(iii) Fellow subsidiaries and fellow entities consolidated as per Accounting Standard ('AS') 21 of the holding company.

e) Earnings per share

(a) ICICI Venture Funds Management Company Limited

Nature of transaction	(Amount in Rupees)	
	Year ended March 31, 2009	Year ended March 31, 2008
Investment outstanding	10	10

(b) ICICI West Bengal Infrastructure Development Corporation Limited

Nature of transaction	(Amount in Rupees)	
	Year ended March 31, 2009	Year ended March 31, 2008
Investment outstanding	1,000	1,000

Weighted average number of equity shares of Rs.10 each

(i) Number of shares at the beginning of the year 10,000,700 10,000,700

(ii) Number of shares at the end of the year 10,000,700 10,000,700

Weighted average number of equity shares outstanding during the year 10,000,700 10,000,700

Net Profit after tax available for equity shareholders 2,323,718 6,289,758

Basic and diluted earnings per share 0.23 0.63

f) There are no suppliers as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" and hence the disclosure relating thereto under the said Act is not applicable.

g) Figures in respect of the previous year have been regrouped, rearranged and reclassified, wherever necessary.

As per our Report of even date attached

For and on behalf of the Board of Directors

For S. B. BILLIMORIA & Co.  
Chartered Accountants

V. VAIDYANATHAN  
Chairman

P. R. RAMESH  
Partner  
Membership No. 70928

PRIYA NAIR  
Company Secretary

CHANDRASHEKHAR LAL  
Director

Mumbai, April 22, 2009

Mumbai, April 22, 2009



# cash flow statement

for the year ended March 31, 2009

	March 31, 2009	(Amount in Rs.) March 31, 2008
<b>A. Cash Flow from Operating Activities :</b>		
Profit before taxation	2,988,718	8,664,758
Adjustments for:		
Dividend Income	(1,043,555)	(1,071,934)
Profit on sale of investments	—	(11,369)
Interest received	(9,469,071)	(9,159,859)
<b>Operating Profit before Working Capital Changes</b>	<b>(7,523,908)</b>	<b>(1,578,405)</b>
Adjustments for:		
Trade and Other Receivables	13,602,458	(7,161,455)
Trade Payables and Other Liabilities	(112,275)	(305,531)
<b>Cash generated from Operations</b>	<b>5,966,275</b>	<b>(9,045,390)</b>
Income Taxes paid	(2,348,184)	(2,437,247)
<b>Net cash generated from Operating Activities - A</b>	<b>3,618,091</b>	<b>(11,482,637)</b>
<b>B. Cash Flow from Investing Activities :</b>		
Proceeds from maturity of fixed deposits	97,452,862	2,500,000
Dividend received	1,043,555	1,071,934
Proceeds from sale of investments	10,456,595	11,379
Purchase of Investments	—	(1,071,785)
Interest received	9,469,071	9,159,859
<b>Net cash generated from investing activities - B</b>	<b>118,422,083</b>	<b>11,671,389</b>
<b>C. Cash Flow from Financing Activities :</b>		
<b>Net Cash from/used in Financing Activities - C</b>	<b>—</b>	<b>—</b>
<b>Net increase /(Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>122,040,174</b>	<b>188,751</b>
<b>Cash and Cash Equivalents as at beginning of the year</b>	<b>1,021,287</b>	<b>832,536</b>
<b>Cash and Cash Equivalents as at end of the year (see note 2)</b>	<b>123,061,461</b>	<b>1,021,287</b>

**Note 1:** Previous year figures have been recast/restated, wherever necessary.

**Note 2:** Cash and cash equivalents

Cash and cash equivalents included in the cash flow statement comprise the following balance sheet amounts.

	As at March 31, 2009	(Amount in Rs.) As at March 31, 2008
(a) Cash on hand and balances with banks	477,254	1,021,287
(b) Short term investments	122,584,207	—
<b>Total</b>	<b>123,061,461</b>	<b>1,021,287</b>

As per our Report of even date attached

For S. B. BILLIMORIA & Co.  
Chartered Accountants

P. R. RAMESH  
Partner  
Membership No. 70928

Mumbai, April 22, 2009

For and on behalf of the Board of Directors

V. VAIDYANATHAN  
Chairman

CHANDRASHEKHAR LAL  
Director

Mumbai, April 22, 2009

PRIYA NAIR  
Company Secretary



# BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE AS PER PART IV, SCHEDULE VI OF THE COMPANIES ACT, 1956

## 1. Registration details

Registration No. 

0	1	2	4	7	7	3
---	---	---	---	---	---	---

 State Code 

1	1
---	---

Balance Sheet Date 

3	1
---	---

0	3
---	---

2	0	0	9
---	---	---	---

Date Month Year

## 2. Capital raised during the Year (Amount in Rupees)

Public Issue 

						N	I	L
--	--	--	--	--	--	---	---	---

 Bonus Issue 

						N	I	L
--	--	--	--	--	--	---	---	---

Rights Issue 

						N	I	L
--	--	--	--	--	--	---	---	---

 Private Placement 

						N	I	L
--	--	--	--	--	--	---	---	---

## 3. Position of mobilisation and deployment of funds (Amount in Rupees)

Total Liabilities 

1	3	6	7	1	5	9	1	6
---	---	---	---	---	---	---	---	---

 Total Assets 

1	3	6	7	1	5	9	1	6
---	---	---	---	---	---	---	---	---

### Sources of Funds (Amount in Rupees)

Paid-up Capital 

1	0	0	0	0	7	0	0	0
---	---	---	---	---	---	---	---	---

 Reserves and Surplus 

	3	6	2	7	9	1	3	9
--	---	---	---	---	---	---	---	---

Secured Loans 

						N	I	L
--	--	--	--	--	--	---	---	---

 Unsecured Loans 

						N	I	L
--	--	--	--	--	--	---	---	---

### Application of Funds (Amount in Rupees)

Net Fixed Assets 

						N	I	L
--	--	--	--	--	--	---	---	---

 Investments 

		7	7	1	4	6	6	8
--	--	---	---	---	---	---	---	---

Net Current Assets 

1	2	8	5	7	1	4	7	1
---	---	---	---	---	---	---	---	---

 Miscellaneous Expenditure 

						N	I	L
--	--	--	--	--	--	---	---	---

Accumulated Losses 

						N	I	L
--	--	--	--	--	--	---	---	---

## 4. Performance of the Company (Amount in Rupees)

Turnover (Gross Income inclg. other income) 

	1	0	5	1	2	6	2	6
--	---	---	---	---	---	---	---	---

 Total Expenditure 

		7	5	2	3	9	0	8
--	--	---	---	---	---	---	---	---

Profit Before TaxProfit After Tax 

		2	9	8	8	7	1	8
--	--	---	---	---	---	---	---	---

 Dividend Rate % 

						N	I	L
--	--	--	--	--	--	---	---	---

Earnings Per Share in Rupees 

					0	.	2	3
--	--	--	--	--	---	---	---	---

## 5. Generic names of principal products/ services of the Company

Investment Management Company 

						N	A
--	--	--	--	--	--	---	---

Item Code

As per our Report of even date attached

For and on behalf of the Board of Directors

For S. B. BILLIMORIA & Co.  
Chartered Accountants

V. VAIDYANATHAN  
Chairman

P. R. RAMESH  
Partner  
Membership No. 70928

PRIYA NAIR  
Company Secretary

CHANDRASHEKHAR LAL  
Director

Mumbai, April 22, 2009

Mumbai, April 22, 2009