

IEC LEARNING & MANAGEMENT LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2013

(Amount in ₹.)

Sl.no.	Particulars	Note no.	As at	
			31st March, 2013	31st March, 2012
I.	<u>EQUITY AND LIABILITIES</u>			
1	<u>Shareholder's funds</u>			
	(a) Share capital	2.1	5,000,000.00	5,000,000.00
	(b) Reserves and surplus	2.2	(1,182,977.00)	(837,362.30)
			3,817,023.00	4,162,637.70
2	<u>Non-current liabilities</u>			
	(a) Long-term borrowings		-	-
	(b) Deferred tax liabilities		-	-
	(c) Other long-term liabilities		-	-
	(d) Long-term provisions		-	-
3	<u>Current liabilities</u>			
	(a) Short term borrowings		-	-
	(b) Trade payable		-	-
	(c) Other current liabilities	2.3	12,360.00	6,180.00
	(d) Short-term provisions		-	-
	Total		3,829,383.00	4,168,817.70
II.	<u>ASSETS</u>			
1	<u>Non-current assets</u>			
	(a) Fixed assets		-	-
	(b) Non-current investments		-	-
	(c) Long-term loans and advances		-	-
	(d) Other non-current assets	2.4	-	35,440.00
2	<u>Current assets</u>			
	(a) Trade receivables		-	-
	(b) Cash and bank balances	2.5	3,829,383.00	4,133,377.70
	(c) Short-term loans and advances		-	-
	(d) Other current assets		-	-
	Total		3,829,383.00	4,168,817.70
	Significant accounting policies	1		
	Notes to accounts	2		
The notes are an integral part of the financial statements				

As per our report of even date attached

For and on behalf of the Board of Directors

For **Nath & Hari**

Chartered Accountants

F.R No.007403N

R.L Gupta

(Chairman)

(CA. Kailash Hari)

Membership No.082285)

Partner

PLACE :- Delhi

DATE :- 27th May,2013

Dr. Naveen Gupta

(Director)

Dr. A.K. Khare

(Director)

IEC LEARNING & MANAGEMENT LIMITED

PROFIT & LOSS STATEMENT FOR THE YEAR ENDED 31/03/2013

(Amount in ₹.)

Sl.no.	Particulars	Note no.	Year ended 31st March, 2013	Year ended 31st March, 2012
I	Revenue from operations	2.6	-	-
II	Total revenue		-	-
III	<u>EXPENSES:</u>			
a	Employee benefits expenses	2.7	169,900.00	210,935.00
b	Other expenses	2.8	175,714.70	204,197.15
	Total expenses		345,614.70	415,132.15
IV	Profit before exceptional and extra ordinary items and tax (II-III)		(345,614.70)	(415,132.15)
V	Exceptional items		-	-
VI	Profit before extraordinary items and tax (IV-V)		(345,614.70)	(415,132.15)
VII	Extraordinary items		-	-
VIII	Profit before tax (VI-VII)		(345,614.70)	(415,132.15)
IX	Tax expenses :		-	-
	Current Tax		-	-
X	Profit (Loss) for the year (VIII-IX)		(345,614.70)	(415,132.15)
XI	Earning per share			
	Basic (Rs.)		(0.69)	(0.83)
	Diluted (Rs.)		(0.69)	(0.83)
	Significant accounting policies	1		
	Notes to accounts	2		
The notes are an integral part of the financial statements				

As per our report of even date attached

For and on behalf of the Board of Directors

For **Nath & Hari**

Chartered Accountants

F.R No.007403N

R.L Gupta

(Chairman)

(CA. Kailash Hari)

Membership No.082285

Partner

PLACE :- Delhi

DATE :- 27th May,2013

Dr. Naveen Gupta

(Director)

Dr. A.K.Khare

(Director)

Notes forming part of the Financial Statements

2 Notes to accounts

Note :2.1 Share capital :

(Amount In ₹.)

Particulars		As at 31st March, 2013		As at 31st March, 2012	
		No. of shares	Amount	No. of shares	Amount
(a)	Authorised: Equity shares of par value ₹.10/- each	1,000,000.00	10,000,000.00	1,000,000.00	10,000,000.00
(b)	Issued,subscribed and fully paid up: Equity shares of par value ₹.10/- each	500,000.00	5,000,000.00	500,000.00	5,000,000.00
Total			5,000,000.00		5,000,000.00

(c) The details of shareholders holding more than 5% of the equity shares in the Company :

Particulars		As at 31st March , 2013		As at 31st March , 2012	
		No. of shares held	% of holding	No. of shares held	% of holding
1	IEC Education Limited	255,000.00	51.00	255,000.00	51.00
2	Navin Gupta	83,900.00	16.78	83,900.00	16.78
3	R.L.Gupta	80,400.00	16.08	80,400.00	16.08
4	Shalini Gupta	80,400.00	16.08	80,400.00	16.08
Total		499,700.00	99.94	499,700.00	99.94

(d)

The company has only one class of equity shares having par value of ₹.10/- per share.Each holder of equity shares is entitled to one vote per shares.In the event of liquidation of the company, the holders of equity shares will be entitled to receive asset

Note :2.2 Reserves and surplus :

(Amount in ₹.)

Particulars		As at 31st March , 2013		As at 31st March , 2012	
		Loss in the Statement of Profit & Loss			
	Balance as per last balance sheet	(837,362.30)		(422,230.15)	
	Loss during the year	(345,614.70)	(1,182,977.00)	(415,132.15)	(837,362.30)
			-		-
Total			(1,182,977.00)		(837,362.30)

Notes forming part of the Financial Statements

2 Notes to accounts (contd...)

Note :2.3 Other current liabilities :

(Amount in ₹.)

Particulars		As at 31st March , 2013		As at 31st March , 2012	
		Other Liabilities			12,360.00
Total			12,360.00	-	6,180.00

Note :2.4 Other non current assets:

(Amount in ₹.)

Particulars		As at 31st March , 2013		As at 31st March , 2012	
	Preliminary Expenses to be written off		-		35,440.00
	Total		-		35,440.00

Note :2.5 Cash and bank balances :

(Amount in ₹.)

Particulars		As at 31st March , 2013		As at 31st March , 2012	
	Cash and Cash Equivalents				
	Balances with banks on current account		-		2,829.70
	Cheques on hand		1,650,000.00		2,500,000.00
	Cash on hand		2,179,383.00		1,630,548.00
	Total		3,829,383.00		4,133,377.70

Note : 2.6 Revenue from operations :

(Amount in ₹.)

Particulars		Year ended 31st March, 2013	Year ended 31st March, 2012
	Revenue From operation	-	-
	Total	-	-

Note : 2.7 Employees benefits expenses :

(Amount in ₹.)

Particulars		Year ended 31st March, 2013	Year ended 31st March, 2012
a	Staff welfare expenses	17,800.00	18,935.00
b	Salary & allowances	152,100.00	192,000.00
	Total	169,900.00	210,935.00

Note : 2.8 Other expenses :

(Amount in ₹.)

Particulars		Year ended 31st March, 2013	Year ended 31st March, 2012
a	Auditor's remuneration	6,180.00	6,180.00
b	ROC filling charges	1,500.00	5,062.00
c	Postage & telegram	10,200.00	12,960.00
d	General expenses	17,410.00	28,900.00
e	Professional charges	18,100.00	18,500.00
f	Sanitation watch & ward	16,600.00	17,890.00
g	Telephone & fax charges	4,640.00	5,302.00
h	Photostate & typing	11,860.00	12,800.00
i	Printing & stationery	16,740.00	22,560.00
j	Conveyance	19,215.00	20,900.00
k	Bank charges	17,829.70	17,703.15
l	Miscellaneous expenses	35,440.00	35,440.00
Total		175,714.70	204,197.15

Notes forming part of the Financial Statements

1. Significant Accounting Policies

1.1 Basis of preparation of financial statements:-

The Financial Statements have been prepared in accordance with the generally accepted accounting principles (GAAP) in India.

1.2 Employee Benefits:

No provision for gratuity has been made by the company for the financial year as company does not have any permanent employee on its roll.

1.3 Miscellaneous expenditure :

Preliminary expenses are being written off over a period of five years from the date of commencement of commercial operation.

1.4 Investments:

Long-term investments are stated at cost of acquisition and related expenses. Provision is made to recognize a decline, other than temporary, in the value of long term investments on an individual basis.

1.5 Taxes on Income :

The expense comprises current and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. The impact of current year timing differences between taxable income and accounting income for the year is recognized as a deferred tax asset or deferred tax liability. The tax effect is calculated on accumulated timing differences at the end of accounting year, based on effective tax rate substantively enacted by the balance date. Deferred tax assets are recognized only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized in future; however where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets.

2.9. Auditor's remuneration consist of audit fee of ₹.6180/- (Including Service Tax)
(Previous year ₹.6180/-)

2.10 Earning Per Share (EPS) :

(Amount In ₹.)

Particulars	2012-2013	2011 - 2012
(A) Basic EPS :		
(i) Net Profit / (Loss) attributable to Equity Shareholders (₹)	(345614.70)	(415132.15)
(ii) Weighted average number of Equity Shares Outstanding (Nos.)	500000	500000
Basic EPS (₹.) (i) / (ii)	(0.69)	(0.83)
(B) Diluted EPS :		
(i) Net Profit /(Loss) attributable to Equity Shareholders (₹)	(345614.70)	(415132.15)
(ii) Weighted average number of Equity Shares Outstanding	500000	500000
Diluted EPS (₹) B (i)/B (ii)	(0.69)	(0.83)
Face Value per shares (in ₹.)	10.00	10.00

2.11. Additional information pursuant to para 3,4c & 4d of part-II of schedule-VI of the Companies Act, 1956 is not given as the same is not applicable.

2.12. Previous years figure have been regrouped / rearranged wherever considered necessary.

As per our report of even date attached

For and on Behalf of the Board of Director

For **Nath & Hari**
Chartered Accountants
F.R.No.007403N

R.L.Gupta
(Chairman)

(CA. Kailash Hari)
M.No.082285
Partner

Dr. Naveen Gupta
(Director)

Dr. A.K.Khare
(Director)

Place:- Delhi

Date :- 27th May, 2013

IEC LEARNING & MANAGEMENT LTD

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH,2013.

(Amount in ₹.)

Particulars	Year ended 31st March,2013	Year ended 31st March,2012
A) <u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
Profit before exceptional items and extra ordinary items and tax	(345614.70)	(415132.15)
Adjusted for		
Miscellaneous Expenditure written off	35440.00	35440.00
Operating Profit before working capital changes	(310174.70)	(379692.15)
Adjusted for :		
Increase/(Decrease) in Trade payables	6180.00	120.00
Cash generated from / (used in) operations	(303994.70)	(379572.15)
Net Cash (used) in / from Operating Activities (A)	(303994.70)	(379572.15)
B) <u>CASH FLOW FROM INVESTING ACTIVITIES</u>		
Net Cash (used) in / from Investing Activities	0.00	0.00
Net Cash generated / (used) in investing activities (B)	0.00	0.00
C) <u>CASH FLOW FROM FINANCING ACTIVITIES</u>		
Issue of Share Capital	0.00	0.00
Net Cash(used)in/ from Financing Activities (C)	0.00	0.00
Net increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(303994.70)	(379572.15)
Cash and Cash Equivalents-Opening Balance	4133377.70	4512949.85
Cash and Cash Equivalents-Closing Balance	3829383.00	4133377.70

- 1 The above Cash Flow Statement has been prepared under the " Indirect Method" as set out in the Accounting Standard - 3 on Cash Flow Statement notified under the Companies (Accounting Statndards) Rules,2006.
- 2 Cash and cash equivalents do not include any amount which is not available to the Company for its use.

3 Cash and cash equivalents as at the balance sheet date consists of :

(Amount in ₹.)

	Particulars	As at	As at
		31st March,2013	31st March,2012
a)	Balance with bank on current account	-	2,829.70
b)	Cheques on hand	1,650,000.00	2,500,000.00
c)	Cash on Hand	2,179,383.00	1,630,548.00
	Total	3,829,383.00	4,133,377.70

4 Figure in brackets represent cash out flow from respective activities.

5 As breakup of Cash and cash equivalents is also available in Note No.2.5 reconciliation of items of Cash and cash equivalents as per Cash Flow Statement with the equivalents items reported in the Balance Sheet is not required and hence not provided.

As per our report of even date attached

For and on Behalf of the Board of Directors

For **Nath & Hari**

Chartered Accountants

F.R.No.007403N

R.L Gupta

(Chairman)

(CA. Kailash Hari)

M.No. 082285

Partner

Dr. Naveen Gupta

(Director)

Dr. A.K.Khare

(Director)

Place :-Delhi.

Date :- 27th May,2013

AUDITOR'S REPORT

**TO,
The Members of
IEC LEARNING AND MANAGEMENT LTD.**

- 1.** We have audited the attached Balance Sheet of M/s. IEC Learning and Management Ltd as at 31st March.2013, the Statement of Profit & Loss and the Cash Flow Statement 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 the financial statement based on our audit.
- 2.** We conducted our audit in accordance with 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 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 presentation of financial statements. 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 in terms of sub section (4A) of section 227 of the Companies Act,1956, we enclose in the annexure, a statement on the matters specified in paragraph 4 and 5 of the said order to the extent applicable to the Company.
- 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 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 appears from our examination of the books.
 - c)** The Balance Sheet, Statement of Profit & Loss and Cash Flow Statement dealt with by this report are in agreement with the books of accounts .

- d) In our opinion, the Balance Sheet, Statement of Profit & Loss and Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in sub-section (3 c) of Section 211 of the Companies Act, 1956.
- e) On the basis of written representations received from the Directors of the Company as on 31st March, 2013 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March, 2013 from being appointed as a director of the Company in terms of clause (g) of sub section (l) of section 274 of the Companies Act, 1956.
- f) In Our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the notes thereon, 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 principals generally accepted in India.
- I. In the case of the Balance Sheet of the state of affairs of the Company as at 31st March, 2013.
and:
- II. In the case of the Statement of Profit & Loss, of the Loss for the year ended on that date.
- III. In the case of Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Place :- Delhi

For **NATH & HARI**
Chartered Accountants
F.R.No.007403N

Date :- 27th May, 2013

(**CA. Kailash Hari**)
M.No.082285
Partner

ANNEXURE TO THE AUDITOR'S REPORT

(Referred to in paragraph 3 of our report of even date on the accounts of IEC Learning and Management Limited for the year ended 31st March, 2013)

- I. The Company is not having any fixed assets and hence the requirement of maintaining record of fixed assets is not applicable.

- II.** The nature of the company's business/activities during the year have been such that clause (ii) of paragraph 4 is not Applicable to the company for the year.
- III.** The Company has not granted or 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.
- IV.** In our opinion and according to the information and explanation given to us, the internal control procedures are commensurate with the size of the Company and the nature of its business.
- V.** According to the information and explanations given to us, there are no transactions that need to be entered into a register in pursuance of section 301 of the Companies Act, 1956.
- VI.** The Company has not accepted any deposit from the public.
- VII.** The Company has no formal internal audit department as such. However, its control procedures ensure reasonable internal checking of its financial and other records.
- VIII.** Maintenance of cost records have not been prescribed by the Central Government in respect of the business carried on by the Company.
- IX. a)** The Company is not covered under the Provident Fund and Employees State Insurance Scheme. The company did not have any dues in respect of income tax, wealth tax, custom duty, excise duty and cess.
- b)** According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, custom duty and cess were in arrears, as at the last day of the financial year for a period of more than six month from the date they became payable.
- c)** According to the information and explanations given to us, there are no dues of sales tax, income tax. Custom duty, wealth tax, excise duty and cess which have not been deposited on account of any dispute.
- X.** The accumulated losses of the Company does not exceed fifty percent of its net worth at the end of the financial year. The Company has incurred cash losses during the current financial year and also in the immediately preceding financial year.
- XI.** In our opinion and according to the information and explanation given to us, the Company has not defaulted in repayment of dues to any financial institution or bank. The Company has not issued any debentures.
- XII.** The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

XIII. In our opinion, the Company is not a chit fund or a nidhi /mutual benefit fund /society. Therefore the provisions of clause 4 (xiii) of the Companies (Auditor's Report) order, 2003 are not applicable to the Company.

XIV. In our opinion , the Company is not dealing or trading in shares, securities, debentures and other investments . Accordingly , the provisions of clause 4 (xiv) are not applicable to the Company.

XV. According to the information and explanations given to us the Company has not given guarantees for loans taken by others from bank or financial institutions.

XVI. The Company has not taken any term Loans and hence reporting on the utilization of such loans does not arise.

XVII. According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that the Company has not used funds raised on short term basis for long term investments and no long term funds have been used to finance short term assets.

XVIII. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.

XIX. The Company has not issued debentures and hence the question of reporting on creation of securities in respect of debentures issued does not arise.

XX. The Company has not raised any resources by way of public issue and hence the question of reporting on the disclosure relating to end use of such resources does not arise.

XXI. According to the information and explanations given to us , no fraud on or by the Company has been noticed or reported during the course of our audit.

Place :- Delhi

Date :- 27th May, 2013

For **NATH & HARI**
Chartered Accountants
F.R.No.007403N

(CA.Kailash Hari)
M.No.82285
Partner

NOTICE

Notice is hereby given that the 6th Annual General Meeting of the members of IEC Learning and Management Limited will be held on Monday, September 30, 2013 at 12.00 P.M at the Registered Office of the company situated at M-92, Connaught Place, New Delhi-110001 to transact the following Business:

Ordinary Business

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2013 and Profit and Loss account for the year ended on that date along with the Director's Report and Auditor's Report thereon.
2. To Consider and appoint a Director in place of Mr. Ramesh Lal Gupta who retires by rotation and being eligible offers himself for reappointment.
3. To appoint auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as ordinary resolution:-

"RESOLVED THAT, M/s Nath & Hari, Chartered Accountants, be and is hereby re-appointed as auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of Next Annual general Meeting of the company on such remuneration as shall be fixed by the Board of Directors."

Place: Delhi
Date: 29th May, 2013

By order of the Board
for and on behalf of
IEC Learning and Management Limited

R.L. Gupta
Chairman

IEC LEARNING AND MANAGEMENT LIMITED.

Director's Report

The Members,

Your Directors have pleasure in presenting the sixth Annual Report and Audited Accounts of your Company for the financial year ended 31st March, 2013.

CORPORATE RESULTS:-

	(Amount In Thousand₹)	
	Year Ended	Year Ended
	31/03/2013	31/03/2012
Total Income	0.00	0.00
Administrative Expenditure	292.34	361.99
Interest & Finance Charges	17.83	17.70
Miscellaneous Expenditure Written Off	35.44	35.44
Profit/(Loss) Before Tax	(-)345.61	(-)415.13
Provision for Tax	0.00	0.00
Profit/(Loss) After Tax	(-)345.61	(-) 415.13

COMPANY PERFORMANCE

The Company has not undertaken any activity during financial year i.e. 2012-13.

DIVIDEND

Your Directors do not recommend any dividend on the equity share capital.

DIRECTORS

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the Company, Mr. Ramesh Lal Gupta and Mr. A.K. Khare retires by rotation at this Annual General Meeting. Mr. Ramesh Lal Gupta being eligible offers himself for reappointment as Director of the Company, However no such request is received from Mr. A.K. Khare.

AUDITORS

The Auditors of the Company M/s Nath & Hari, Chartered Accountants, New Delhi retiring at the ensuring Annual General Meeting of the Company and being eligible offer themselves for reappointment.

The observations of the auditors and the relevant notes on the Accounts are self – explanatory and do not require further clarification or explanation.

PARTICULARS OF EMPLOYEES SECTION 217(2A) OF THE COMPANIES ACT, 1956.

The Company has no such employees during the year under review.

DIRECTORS' RESPONSIBILITY STATEMENT

As required Section 217(2AA) of the Companies Act, 1956, the Directors hereby confirm that:

- In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- 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 loss of the Company for that period .
- The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities.
- The Directors had prepared the Annual Accounts on a going concern basis.

INFORMATION UNDER SECTION 217(1) (e) OF THE COMPANIES ACT,1956.

The Company being a financial sector service company, no disclosure relating to conservation of energy and technological absorption is reported.

PUBLIC DEPOSIT

The Company has neither invited nor accepted any deposit from the public during the year under review, with in the meaning of section 58A of the Companies Act, 1956 and the Companies (Acceptance of the Deposit) rules, 1956.

SUBSIDIARY COMPANY

The Company does not have any Subsidiary Company.

APPRECIATION

Your Directors appreciate the continuous support, which the Company continues to receive from its business associates and from every member of the Company.

For and on behalf of the Board

**Place: New Delhi
Date: 29th May, 2013**

**R.L. Gupta
(Chairman)**