

P.R. HOLDINGS LIMITED

2nd Floor, 22 Community Centre, Basant Lok, Vasant Vihar, New Delhi – 110 057

Tel: 011-26145816 Fax: 011-26143394

P R HOLDINGS LIMITED

CIN: L27310AS1900PLC007154

Date 02.09.2014

To
The Manager
Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata-700001

Sub:- Notice of AGM for the financial year 2013-14

Dear Sir,

Notice is hereby given that the AGM of the shareholders of the company scheduled to be held on 30th September 2014 at 9.30 A.M. at the registered office of the company for transact the ordinary businesses at the meeting. Please find attached copy of Notice, Balance sheet, P&L etc. for your record and references.

This is for your information and records.

Thanking you,

Yours faithfully,

For P R HODINGS LIMITED

For P. R. Holdings Limited

Director


Deepak Sharma

P.R. HOLDINGS LTD

Registered Office : Girish Chandra Bardalai Path, Bamunimaidam, Guwahati, Assam

NOTICE TO SHAREHOLDERS

Notice is hereby given that the 31st Annual General Meeting of the Shareholders of the company will be held on Tuesday the 30th day of September, 2014 at 9.30 A.M. at the registered office of the company at *Girish Chandra Bardalai Path, Bamunimaidam, Guwahati, Assam* to transact the following business:

ORDINARY BUSINESS:

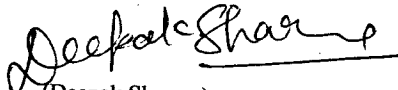
1. To receive consider and adopt the Audited Profit & Loss Account for the year ended on 31st March 2014 and the Balance Sheet as at that date and report of Directors & Auditors thereon.
2. To appoint Auditors to hold office from the conclusion of this Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.
3. To appoint a director in place of Mr. Deepak Sharma who retires by rotation and being eligible offers himself for reappointment.

SPECIAL BUSINESS

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

“RESOLVED THAT pursuant to Section 181 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof and/or any other law for the time being in force), consent of the members of the company be and is hereby accorded to the Board of Directors of the Company to contribute for bona-fide charitable and other funds exceeding in aggregate 5% of the company's average net profit, as determined in accordance with the provisions of Section 198 of Companies Act, 2013, of preceding three financial years subject to a maximum of Rs. 50 lacs in any one financial year.”

By order of Board of Directors
For P.R. HOLDINGS LTD


(Deepak Sharma)
Director


Place : NEW DELHI

DATE : 02.09.2014

NOTE:

- 1 A MEMBER ENTITLED TO ATTEND THE MEETING IS ENTITLED TO APPOINT A PROXY AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- 2 PROXIES SHOULD BE LODGED WITH THE COMPANY 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- 3 MEMBERS ARE REQUESTED TO NOTIFY ANY CHANGE IN ADDRESS.
- 4 Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the business under Item No. 4 above, is annexed hereto.
- 5 REGISTER OF MEMBERS AND SHARE TRANSFER REGISTER OF THE COMPANY WILL REMAIN CLOSED FROM 26.09.2014 to 30.09.2014 (BOTH DAYS INCLUSIVE).

CERTIFIED TRUE COPY
For P. R. Holdings Limited


Director

CERTIFIED TRUE COPY

P.R. HOLDINGS LTD

Registered Office : Girish Chandra Bardalai Path, Bamunimaidam, Guwahati, Assam

ANNEXURE TO NOTICE

Explanatory Statements pursuant to Section 102 of the Companies Act, 2013

As required under Section 102 of the Companies Act, 2013 the following Explanatory Statement is given setting out all material facts relating to the Special Business listed at Item No.4 of the accompanying Notice of AGM dated September 2, 2014.

Item No. 4


As per Section 181 of the Companies Act, 2013, the Board of Directors of the Company can contribute to bona-fide charitable or other funds any amount the aggregate of which, in any financial year, does not exceed 5% of the company's average net profits as determined in accordance with the provisions of Section 198 of Companies Act, 2013, for the three immediately preceding financial years (hereinafter referred to as the said 5% limit).

Since the said 5% limit is too small in case of the company, it is considered by the Board that the same needs to be enhanced subject to a maximum of Rs. 50 Lacs in any one financial year. However, this will require approval of the share holders by an ordinary resolution as per section 181 of Companies Act 2013.

Accordingly, the resolution listed as Item No. 4 in the accompanying Notice of AGM dated September 2, 2014 is proposed for consideration of the shares holders to pass the same with or without modification as may be thought fit.

None of the Directors or their relatives of the company are in any way concerned or interested, financially or otherwise in this resolution.

By order of Board of Directors
For P.R. HOLDINGS LTD


(Deepak Sharma)
Director

Place : NEW DELHI
DATE : 02.09.2014

CERTIFIED TRUE COPY
for P. R. Holdings Limited


Director

CERTIFIED TRUE COPY

P.R. HOLDINGS LTD

Registered Office : Girish Chandra Bardalai Path, Bamunimaidam, Guwahati, Assam

DIRECTORS REPORT

To The Shareholders,
The Directors of your company have pleasure in presenting the 31st Annual Report and the audited statement of Accounts for the year 31st March 2014 as follows :

FINANCIAL RESULTS

The business of the company during period under consideration resulted in profit of Rs. 21,46,537/- (Previous year profit Rs. 28,117/-).

OPERATIONS

During the year under review, the company has taken various steps to improve business activities. Despite depressed market conditions, the performance of the Company during the year under review should be considered satisfactory.

DIVIDEND

Following the conservative approach, your Directors do not recommend payment of dividend.

DEPOSITS

The company has not accepted/invited any deposits from the public/shareholders u/s 58A of the companies Act, 1956. However the company has accepted inter-corporate loans.

AUDITORS

The shareholders are requested to appoint Auditors of the company for the current year to hold office till the conclusion of the next Annual General Meeting, K. BHANSALI & CO, Chartered Accountants, the retiring auditors, being eligible to offer themselves for reappointment.
The observation made in the Auditors Report are self-explanatory and therefore, do not call for any further comments under section 217 of the companies Act, 1956.

PARTICULARS OF EMPLOYEES

There were no employees during the year in receipt of remuneration as per Section 217[2A](a) of the Companies Act, 1956 read with the Companies (Particulars Of Employees) Rules 1975.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE:

Energy Conservation	: N.A.
Technology Absorption	: N.A.
Foreign Exchange Earning out go	: NIL.

CORPORATE GOVERNANCE :

The SEBI has introduced a code of Corporate governance for implementation by the listed companies through amendment in the listing agreement. As per the amendment, this code is required to be implemented having paid-up capital of Rs. 3 crores or more.

DIRECTORS' RESPONSIBILITY STATEMENT :

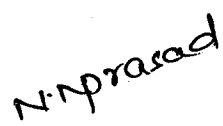
- 1.) In the preparation of the Annual Accounts, the applicable Accounting Standards has been followed along with proper explanations relating to material departures. The company has valued the closing stock of shares 'at cost' instead of 'at cost or market rate which ever is lower' as provided in AS-2 as the company has build up the stock on long term thoughts and planning. In view of wide fluctuations in the shares prices in short run it would not be prudent to change the basis of valuation followed by the company. The company has continued the 'at cost' valuation of inventories in accordance with the prevailing trade practices.
- 2.) The directors had selected such accounting policies and applied them consistently and 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 as at the end of the financial year and of the profit or loss of the company for the period;
- 3.) The directors had 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 fraud and other irregularities;
- 4.) The directors had prepared the annual accounts on going concern basis.

SECRETARIAL COMPLIANCE AS REQUIRED US 383A

Secretarial compliance report is enclosed as required u/s 383A of the Companies Act, 1956.

By order of the Board of Directors
For P.R. HOLDINGS LTD


(Deepak Sharma)
DIRECTOR


(Navin Nishchal Prasad)
DIRECTOR

PLACE : NEW DELHI
DATED : 02.09.2014

CERTIFIED TRUE COPY
for P. R. Holdings Limited


Director

RMG & ASSOCIATES

Company Secretaries

SECRETARIAL COMPLIANCE CERTIFICATE

CIN: L27310AS1983PLC007154

Nominal Capital : Rs. 24,50,000/-

The Members

P R Holdings Limited

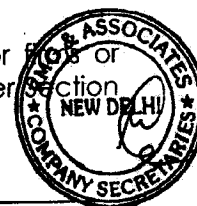
Girish Chandra Bordoloi Path,

Bamunimaidan,

Guwahati, Assam- 781021

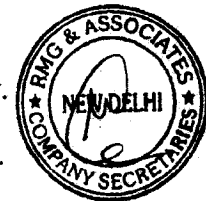
We have examined the registers, records, books and papers of **P R Holdings Limited** as required to be maintained under the Companies Act, 1956 (the Act) & the Companies Act, 2013 (to the extent applicable) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on **31st March, 2014**. In our opinion and to the best of our information and according to the examination carried out by us and explanations furnished to us by the Company, its officers and agents, we 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 in accordance with the provisions and the rules made there under to the best possible extent and entries therein have been recorded.
2. The Company filed the forms and returns as stated in **Annexure 'B'** to this certificate, with the concerned Registrar of Companies, on the dates specified in the aforesaid Annexure. However the Company has not filed any document with the Regional Director, Central Government, Company Law Board or other authorities under the Act and the rules made there under.
3. The Company, being a public limited Company, comments are not required.
4. The Boards of Directors duly met **06 (Six)** times on **15-04-2013; 06-06-2013; 19-07-2013; 23-08-2013; 18-10-2013 & 17-01-2014** in respect of which notices were given and the proceedings were recorded and signed in the Minutes Book maintained for the purpose.
5. As per the information furnished to us, the Company has closed its Register of Members during the year and necessary compliance of section 154 of the Act has been made.
6. The Annual General Meeting for the Financial Year ended on **31-03-2013** was held on **30-09-2013** 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 companies referred to under section 295 of the Act and as specified under section 185 of the Companies Act, 2013.



207, Suchet Chambers, 1224/5, Bank Street, Karol Bagh, New Delhi-110005, www.rmgcs.com
Phone: 9212221110, 9868113870, 2875 2857; Telefax : 4504 2509; E-Mail : info@rmgcs.com

9. As per the information furnished to us, the Company has complied, to the extent possible with the provisions of Section 297 of the Act in respect of contracts specified in that Section.
10. As per the information furnished to us, the Company has made the entries in the register maintained under Section 301 (3) of the Act.
11. As per the information given to us, the company has not obtained any approvals from the Board of Directors, Members or Central Government for the instances falling within the purview of Section 314 of the Act, during the Financial Year.
12. The Company has not issued any duplicate share certificates during the financial year.
13. The Company has/was:
- (i) not allotted / transferred / transmitted any shares during the financial year.
 - (ii) not deposited any amount in a separate bank account as no dividend was declared during the financial year.
 - (iii) not required posting warrants to any member of the Company as no dividend was declared during the financial year.
 - (iv) not transferred the amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection fund as there was no transaction necessitating the applicability of the aforesaid conditions.
 - (v) duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. There was no appointment of additional directors, alternate directors and directors to fill casual vacancy during the financial 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. As per the information given to us, the Company has not obtained any approvals of the Company Law Board, Regional Director, Company Law Board, Registrar of Companies and/or such other authorities prescribed under the various provisions of the Act.
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 thereunder.
19. The Company has not issued any securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. There was no redemption of preference shares during the financial year.



22. There were no transactions necessitating the Company to keep in abeyance the right to dividend, right shares, bonus shares pending registration of transfer of shares.
23. As per the information given to us, the Company has not invited any deposits during the financial year.
24. The Company has not made any borrowings as specified under Section 293(1)(d) of the Act and specified Section 180 of the Companies Act, 2013.
25. The company has made loans and investments, or given guarantees or provided securities to other bodies corporate in compliance with the provisions of the Act and has made necessary entries 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 Objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to Name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to the Share Capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. As per the information given to us, the Company being a Listed Company has not complied with provisions of the listing agreement and rules framed there under by the Securities and Exchange Board of India. There were no prosecution initiated against the Company and the Company received no show cause notice and also the fines and penalties or any other punishment was imposed on the Company during the financial year, for offences under the Act. However additional fees for late filing of returns & documents with the Registrar of Companies has been paid by the Company during the financial year.
32. As per the information furnished to us, the Company has not received any money as security from its employees during the financial year.
33. As per the information furnished to us, the Company has not deducted any contribution towards Provident Fund during the financial year.

For RMG & Associates
Company Secretaries


Manjeet Kaur

Partner
C.P. No.: 5524

Place : New Delhi
Date : 02-09-2014

K. BHANSALI & CO.

Chartered Accountants

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF P. R. HOLDINGS LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of P. R. Holdings Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the financial statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the Accounting principles generally accepted in India, including the Accounting Standards referred to in sub-section (3C) of section 217 of the Companies Act, 1956 ("the Act"), read with General Circular 8/2014 dated 04.04.2014 issued by the Ministry of Corporate Affairs. 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.

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 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 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 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 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 basis for our audit opinion.

Basis of Qualified Opinion

Non compliance of AS2 with regard to valuation of closing stock of shares at lower of cost or market rate. The company has continued the basis of valuation 'at cost' (refer note 1.4 of notes to the financial statements).

Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, *except for the effects of the matter described in the Basis for Qualified Opinion paragraph*, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

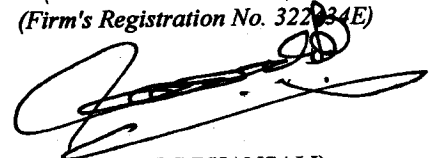
- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- b) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.



Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. 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 appears from our examination of those books
 - c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in section 211(3C) of the Act;
 - e) on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of section 274(1)(g) of the Act.

For K. BHANSALI & CO.
(Chartered Accountants)
(Firm's Registration No. 32234E)



(CA K.S. BHANSALI)
Proprietor
Membership No. 011716



PLACE : 26/4, Armenion Street, Kolkata-700 001
DATED: 02.09.2014

CERTIFIED TRUE COPY
for P. K. Holdings Limited


Director

CERTIFIED TRUE COPY

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

1. In respect of its fixed assets:

- (a) The company has maintained proper records showing all particulars including quantitative details and situation of its fixed assets.
- (b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
- (c) In our opinion and according to the information and explanations given to us, no fixed asset has been disposed during the year and therefore does not affect the going concern assumption.

2. In respect of its inventory :

- (a) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals.
- (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.

3. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has neither granted nor taken any loans, secured or unsecured, to / from companies, firms or other parties listed 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 is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of goods. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.

5. Based on the audit procedures applied by us and according to the information and explanations provided by the management, there were no contracts or arrangements, particulars of which needed to be entered in the register maintained under section 301 of the Companies Act, 1956.

6. According to the information and explanations given to us, the Company has not accepted any deposits from the public covered under section 58A and 58AA of the Companies Act, 1956.

7. The provisions relating to internal audit system are presently not applicable to the company.

8. The provisions relating to maintenance of cost records as prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Act are presently not applicable to the company.

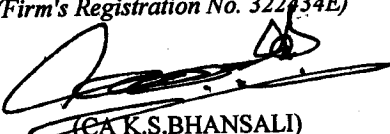
9. (a) According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2014 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which have not been deposited on account of any disputes.



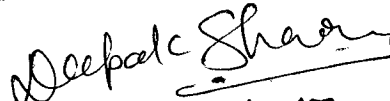
10. The Company does not have any accumulated loss and has not incurred cash loss during the financial year covered by our audit and in the immediately preceding financial year.
11. The Company has not taken any loan from financial institutions or banks.
12. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provision of this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
14. According to information and explanations given to us, the Company is trading in Shares, Mutual funds & other Investments. Proper records & timely entries have been maintained in this regard & investments are held by the company in its own name.
15. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
16. Based on our audit procedures and on the information given by the management, we report that the company has not raised any term loans during the year.
17. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company as at 31st March, 2014, we report that funds raised on short-term basis have not been used during the year for long-term investments.
18. Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year.
19. The Company has no outstanding debentures during the period under audit.
20. The Company has not raised any money by public issue during the year.
21. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor have we been informed of such case by the management.

For K. BHANSALI & CO.
(Chartered Accountants)
(Firm's Registration No. 322434E)


(CA K.S. BHANSALI)
Proprietor
Membership No. 011716

PLACE : 26/4, Armenian Street, Kolkata-700 001
DATED: 02.09.2014

CERTIFIED TRUE COPY
For P. K. Holdings Limited


Director

CERTIFIED TRUE COPY

P R HOLDINGS LIMITED

Balance Sheet

Particulars	Note	In ₹	
		As at March 31, 2014	As at March 31, 2013
EQUITY AND LIABILITIES			
SHAREHOLDER'S FUNDS			
Share capital	2.1	2,450,000	2,450,000
Reserves and surplus	2.2	14,392,460	12,245,923
		<u>16,842,460</u>	<u>14,695,923</u>
NON-CURRENT LIABILITIES			
Long-term borrowings	2.3	254,257	254,257
		<u>254,257</u>	<u>254,257</u>
CURRENT LIABILITIES			
Other current liabilities	2.4	7,775,113	7,967,020
		<u>7,775,113</u>	<u>7,967,020</u>
		<u>24,871,830</u>	<u>22,917,200</u>
ASSETS			
NON-CURRENT ASSETS			
Fixed assets			
Tangible assets	2.5	59	72
Investment	2.6	626,195	10,177,249
Long-term loans and advances	2.7	10,207,601	10,207,601
Other non-current assets	2.8	21,578	21,578
		<u>10,855,432</u>	<u>20,406,500</u>
CURRENT ASSETS			
Inventories	2.9	1,113,381	1,113,381
Trade Receivables	2.10	-	614,079
Cash and cash equivalents	2.11	114,312	66,725
Short-term loans and advances	2.12	12,788,705	716,516
		<u>14,016,398</u>	<u>2,510,701</u>
		<u>24,871,830</u>	<u>22,917,200</u>

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

1&2

Note: See accompanying notes which are integral part of the Financial Statements

In terms of our separate report of even date

For K. BHANSALI & CO.

Chartered Accountants

Firm's Registration No. 322434E



(K. S. Bhansali)

(Proprietor)

Membership No. 011716



(Navin Nishchal Prasad)

(Director)

DIN :00040552



(Deepak Sharma)

(Director)

DIN :00293945

Place : 26/4, Armenion Street, Kolkata-700 001

Dated : 02.09.2014

CERTIFIED TRUE COPY

For P. R. Holdings Limited



(Director)

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P R HOLDINGS LIMITED

Statement of Profit & Loss

Particulars	Note	In ₹	
		Year ended March 31 2014	Year ended March 31 2013
REVENUE			
<u>Revenue from Operations</u>			
- Rental income		900,000	900,000
- Interest income		2,970	-
- Profit on Sale of Investment		2,066,963	-
Other Income	2.13	125,000	126,463
		3,094,933	1,026,463
EXPENSES			
Administrative & other expenses	2.14	948,383	998,330
Depreciation and amortization Expenses	2.5	13	16
Total Expenses		948,396	998,346
Profit before exceptional and extraordinary items and tax (III-IV)		2,146,537	28,117
Exceptional items		-	-
Profit before extraordinary items and tax (V - VI)		2,146,537	28,117
Extraordinary Items		-	-
PROFIT / (LOSS) BEFORE TAX		2,146,537	28,117
Tax expense:			
Current tax		-	-
Tax relating to earlier years		-	-
PROFIT / (LOSS) FOR THE PERIOD		2,146,537	28,117
EARNING PER SHARE (Equity share of par value of 10 each)			
Basic		8.76	0.11
Diluted		8.76	0.11
Weighted average number of shares used in computing earning per share:		245,000	245,000
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS		18&2	

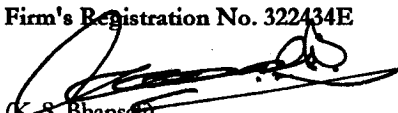
Note: See accompanying notes which are integral part of the Financial Statements

In terms of our separate report of even date

For **K. BHANSALI & CO.**

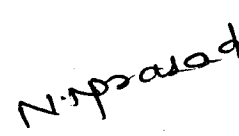
Chartered Accountants

Firm's Registration No. 322434E


(K. S. Bhansali)

(Proprietor)

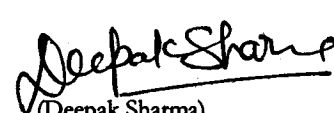
Membership No. 011716



(Navin Nishchal Prasad)

(Director)

DIN :00040552



(Deepak Sharma)

(Director)

DIN :00293945

Place : 26/4, Armenion Street, Kolkata-700 001

Dated : 02.09.2014

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For **P. K. Holdings Limited**





Notes which are integral part of financial statements for the year ended March 31, 2014

P. R. Holdings Limited ("the Company") was incorporated on January 14, 1983 to carry on the business of manufactures dealers, importers, exporters, commssion agents of iron founders, mechanical engineers, to construct, acquire lands, houses etc & to take on lease lands, houses, property and to give lands, houses, property on lease basis and to carry on the business of an investment company. Certificate of Commencement of Business was issued by ROC on January 21, 1983.

1. Significant Accounting Policies

1.1 Basis of preparation of financial statements

The financial statements are prepared under the historical cost convention on the accrual basis of accounting & in accordance with the Generally Accepted Accounting Principal in India and provisions of the Companies Act 1956 read with Companies (Accounting Standards) Rules, 2006. The Disclosure requirements as specified n the Schedules VI to the Companies Act, 1956 have been complied with to the extent practicable. The Company follows mercantile system of accounting and recognizes items of income and expenditure on accrual basis

The Preparations of financial statements in conformity with generally accepted accounting principles (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosures of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates any revision to accounting estimates is recognized prospectively in current and future periods.

1.2 Use of estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of income and expenses of the period, reported amount of assets and liabilities and disclosure relating to contingent assets and liabilities as of the date of the financial statements. Accounting estimate could change from period to period and actual results could differ from those estimates.

1.3 Revenue recognition

Revenue is recognized on accrual basis. Dividend income is accounted for on receipt basis. Sale/purchase of securities is recognized on the basis of actual deliveries of securities. Profit/loss on sale of investments is arrived at considering average cost of investments. The Company derives its revenue primarily from investment & rental activities.

1.4 Inventories

Inventories are consistently valued at 'At Cost' in accordance with the prevailing trade practices and commercial prudence.

1.5 Investments

Securities, which are considered by management as investments, are valued at cost. Cost is determined on a weighted average basis. Transfer charges on securities purchased are added to the cost when paid. Earning from investments are accrued on declaration or receipt and the Tax deducted at Source thereon is treated as advance tax.



Notes which are integral part of financial statements for the year ended March 31, 2014

1.6 Employee benefits

There was no person employed during the year.

1.7 Foreign Currency Transactions

- a. Expenditure in Foreign Currency : NIL
- b. Income in Foreign Currency : NIL

1.8 Provisions and Contingencies

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that probably will not require an outflow of resources or where a reliable estimate of the obligation cannot be made.

1.9 Cash and Cash Equivalents

Cash and cash equivalents comprise cash in hand and accounts with banks.



Notes which are integral part of financial statements for the year ended March 31, 2014

2.1 ShareCapital

Particulars	In ₹	
	As at March 31	
	2,014	2,013
Authorised		
Equity shares 245000 (Previous year 245000) of par value Rs.10/- each	2,450,000	2,450,000
	2,450,000	2,450,000
Issued, Subscribed and Paid up		
Equity shares 2,45,000 (Previous year 2,45,000) of par value Rs.10/-each fully paid up	2,450,000	2,450,000
	2,450,000	2,450,000

Equity Shares

The equity shares having a par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders shall be eligible to receive any of the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. However, no such preferential amount exist currently. The amount distributed will be in proportion to the number of equity shares held by the shareholders.

Reconciliation of the number of shares outstanding

Particulars	As at March 31st 2014		As at March 31st 2013	
	No. of shares	Value	No. of shares	Value
A) EQUITY SHARES				
Shares outstanding at the beginning of the year	245,000	2,450,000	245,000	2,450,000
Shares outstanding at the end of the year	245,000	2,450,000	245,000	2,450,000

Shares in respect of each class in the company and shares held by shareholders holding more than 5% shares

Name of the company	No. of shares As at March 31,		No. of shares As at March 31,	
	% of holding	2,014	% of holding	2,013
EQUITY SHARES				
Duncan Macneill Construction & Developers Ltd.	9.80	24000	9.80	24000
Antique Holdings P Ltd	9.80	24,000	9.80	24,000
Lord Inchcape Financial Services Ltd	19.59	48,000	19.59	48,000
Link Holdings P Ltd	9.80	24,000	9.80	24,000
East West Properties P Ltd	9.80	24,000	9.80	24,000
	58.78	144,000	58.78	144,000

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FOR P. R. HOLDINGS LIMITED

Deepal Sharma
Director

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2.2 Reserve and surplus

Particulars	In ₹	
	As at March 31, 2,014	As at March 31, 2,013
Profit & Loss Account		
Balance in Profit & Loss Account - Opening	12,245,923	12,217,806
Add : Profit during the year	2,146,537	28,117
Balance in Profit & Loss Account - Closing	14,392,460	12,245,923
	14,392,459.53	12,245,923

2.3 Non- Current Liabilities

Particulars	As at March 31,	
	2,014	2,013
Long term borrowings		
Unsecured Loan	254,257	254,257
	254,257	254,257

2.4 Other current liabilities

Particulars	As at March 31,	
	2,014	2,013
Creditors for expenses	197,464	191,964
Withholding and other statutory taxes	90,000	90,000
Intercompany Payable	6,317,277	7,634,777
Sundry Creditors	1,120,093	-
Income Tax Payable	50,279	50,279
	7,775,113	7,967,020

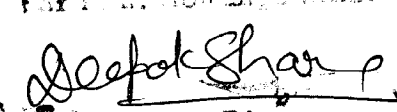
2.6 Investment

Particulars	Face Value	Quantity	As at March 31,		Quantity	As at March 31,
			2,014	2,013		
A) EQUITY SHARES (QUOTED)						
WILLIAM JACKS & CO. INDIA LTD	10	48,000	144,720	48,000	144,720	144,720
JEEWAN COMMERCIAL LTD	10	48,000	144,720	48,000	144,720	144,720
SWAGTAM TRADING & SERVICES	10	21,900	69,707	21,900	69,707	69,707
DECOROUS INVESTMENT & TRAD	10	9,600	29,248	9,600	29,248	29,248
ASSAM CO INDIA LTD	1	-	-	2,500,000	9,551,054	9,551,054
B) EQUITY SHARES (UNQUOTED)						
DUNCAN MACNEILL MINES & GRANITES LTD	10	717,500	175,000	717,500	175,000	175,000
FIRSTAND SECOND E.COM (P) Ltd	1	1,260,000	62,800	1,260,000	62,800	62,800
		2,105,000	626,195	4,605,000	10,177,249	
Market Value of Investments	Rs.	2583380	(Prev. Year Rs. 15658380/-)			

2.7 Long term loans and advances

Particulars	As at March 31,	
	2,014	2,013
Unsecured considered good		
Security Deposits	9,500,000	9,500,000
Advance Income Tax	707,601	707,601
	10,207,601	10,207,601

There is no loan and advance due by directors or officers of the company or any of them either severally or jointly with any other persons or amounts due by firms or private companies in which any director is a partner or a member.

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 For P. B. Reddy

 Director

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2.8 Other non current assets

In

Particulars	As at March 31,	
	2,014	2,013
Interest Receivables/Recoverable	21,578	21,578
	21,578	21,578

2.9 Inventories (Valued at Cost)

Particulars	Face Value	Quantity	As at March 31,		
			2,014	2,013	
Equity Shares (Quoted)					
MODI XEROX LTD	10	124	1240	124	1,240
VIDEOCON INDUSTRIES	10	31	7035	31	7,035
JSW ISPAT STEEL LTD	10	140	1197	140	1,197
INDIA CEMENT LTD	10	32	1835	32	1,835
WORLDLINK FINANCE LTD	10	787196	1102074	787196	1,102,074
		787,523	1,113,381	787,523	1,113,381

Market Value of Stock Rs. 1254109 /- (Pr. Yr. Rs. 1112356/-)

2.10 Trade Receivables

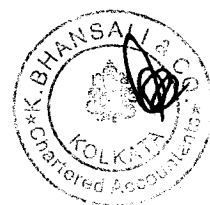
Particulars	As at March 31,	
	2,014	2,013
Unsecured, considered good		
Others	-	614,079
	-	614,079

2.11 Cash and Cash equivalents

Particulars	As at March 31,	
	2,014	2,013
Cash on hand	47,653	31,393
Balance with banks	66,658	35,331
	114,312	66,725

2.12 Short term loans and advances

Particulars	As at March 31,	
	2,014	2,013
Unsecured, considered good		
(Recoverable in cash or in kind or for value to be received)		
Other advances	12,788,705	716,516
	12,788,705	716,516



P.R.HOLDINGS LIMITED

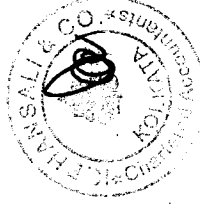
Notes which are integral part of financial statements for the year ended March 31, 2014

2.5 FIXED ASSETS AS ON 31ST MARCH,2014

In Rs.

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK			
	AS ON 31.3.2013	ADD.	DED.	AS ON 31.3.2014	UP TO 31.3.2013	DURING THE YEAR	DEP. RATE	UP TO 31.3.2014	AS ON 31.3.2014	AS ON 31.3.2013
Tangible Assets										
Furniture & Fixture	5,212	-	-	5,212	5,140	13	18.1	5,153	59	72
Total :-	5,212	-	-	5,212	5,080	13		5,153	59	72
Previous Year :-	5,212	-	-	5,212	5,080	16		5,140	72	88

DEPRECIATION HAS BEEN PROVIDED AS PER SCHEDULE XIV OF THE COMPANIES ACT,1956



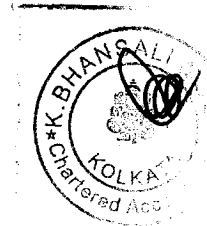
Notes which are integral part of financial statements for the year ended March 31, 2014

2.13 Other Income

Particulars	In ₹	
	As at March 31, 2,014	As at March 31, 2,013
Dividend received	125,000	126,463
	<u>125,000</u>	<u>126,463</u>

2.14 Administrative & other expenses

Particulars	In ₹	
	As at March 31, 2,014	As at March 31, 2,013
Rent and office maintenance	900,000	900,000
Legal & Professional charges	11,620	3,870
Auditor's remuneration		
Audit fee	5,056	5,056
Traveling and conveyance	5,000	5,000
Loss on extinguishment of shares	-	72,000
Printing and stationery	850	-
Filing Fee	5,700	2,400
Sundry expenses	16,107	10,004
Interest & penalty	4,050	-
	<u>948,383</u>	<u>998,330</u>



Notes which are integral part of financial statements for the year ended March 31, 2014

2.15 Taxes

Taxation, if any, is being provided at the rate prevailing during relevant period under normal provisions prescribed by the Income tax Act, 1961 and rules made thereunder.

2.16 Quantitative details

The company is primarily engaged in sales and purchase of share and securities. There is no transaction during the year. There is only opening inventories that are given in Note No 2.9 of balance sheet Note as required under paragraph 5(viii) (c) of general instructions for preparation of Statement of Profit and Loss as per revised Schedule VI to the Companies Act, 1956.

2.17 Net worth of the company

The networth of the company stood positive as on March 31, 2014. The Company expects to further improve its position in the subsequent years.

2.18 Related Party Disclosures

a) Name of the Related Parties :		
Key Management Personnel	:	1. Sh. A. C. Laha - Director 2. Sh. Navin Nischal Prasad- Director 3. Sh. Deepak Sharma- Director
Enterprises over which Key Management Personnel / Shareholders/ Relatives have significant influence	:	1. Duncan Macneill Construction & Dev. Ltd. 2. William Jacks & Co. India Ltd. 3. Jeewan Commercial Ltd.
b) Transactions with Related Parties		
Nature of Transaction	Key Management Personnel	Enterprises over which Key Management Personnel/Shareholders/ Relatives
Loan/Advances received during the	-	-
Loan/Advances paid during the year	-	-
Loan/Advances recovered during the	-	-
Loans/Advances repaid during the year		13.17 Lacs
Balance outstanding as at the yr. end-Debit	-	7.17 Lacs
Balance outstanding as at the yr. end-Credit	-	58.04 Lacs

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Deepak Sharma
DIRECTOR

2.19 Earning per share

Basic earning per share is calculated by dividing the net profit / loss for the year attributable to equity

The following is the computation of earnings per share :

Net profit as per P&L A/C	2,146,537
Weighted average number of shares outstanding	245,000
Weighted average number of equity shares & potential	245,000

equity share equivalents outstanding

Nominal Value of share	10
Basic earning per share	8.76
Diluted earning per share	8.76

2.20 Post Balance Sheet Events

Material events occurring after the Balance Sheet are taken into cognizance.

2.21 Loans & Advances

In the opinion of the Board current assets, Loans and advances have a value on realization at least equal to the amount at which these have been stated in the accounts.

2.22 Previous year figures

Previous year figures have been regrouped / reclassified wherever necessary to correspond with the current year classification / disclosure.

2.23 Corporate Gurantee / Security

During the year SICPA India Private Limited has sold 25 Lacs equity shares (through Stock exchange bearing STI) of Assam Company India Limited which were pledged with them for securing the repayment of the financial assistance of Rs. 440 Lacs granted by SICPA India Private Limited to Assam Company India Limited. Amount of sale proceeds which was retained by SICPA India Private Limited to recover their dues has been debited to the account of Assam Company India Limited.

2.24 Directors' Fee

Directors have foregone their fees for attending Board Meetings held during the year.

2.25 Balance Sheet abstract and company's general business profile

Balance Sheet abstract and company's general business profile is

Note: The notes referred to above are an integral part of the Balance Sheet

In terms of our separate report of even date

For K. BHANSALI & CO.

Chartered Accountants

Firm's Registration No. 322434E



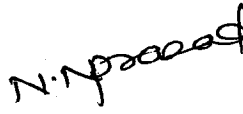
(K. S. Bhansali)

(Proprietor)

Membership No. 011716

Place : 26/4, Armenion Street, Kolkata-700 001

Dated : 02.09.2014



(Navin Nishchal Prasad)

(Director)

DIN :00040552



(Deepak Sharma)


(Director)

DIN :00293945



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for P. K. Holdings Limited


Director

P R HOLDINGS LTD
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2014

	<u>CURRENT YEAR (Rs.)</u>	<u>PREVIOUS YEAR (Rs.)</u>
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax and extraordinary items	2,146,537	28,117
Interest/Dividend received	(127,970)	(126,463)
Operating profit before working capital changes	<u>2,018,567</u>	<u>(98,346)</u>
(Increase)/Decrease in Loans & Advances	(12,072,189)	814,907
(Increase)/Decrease in Fixed Assets	13	16
(Increase)/Decrease in Stock		
(Increase)/Decrease in other Receivables	614,079	(437,407)
Increase/(Decrease) in current liabilities	(191,907)	(642,000)
Direct Taxes paid	(11,650,004)	(264,484)
CASH FLOW GENERATED FROM OPERATIONS	<u>(9,631,437)</u>	<u>(362,830)</u>
Finance charges		
Net cash used in operating activities (A)	<u>(9,631,437)</u>	<u>(362,830)</u>
B. CASH FLOW FROM INVESTING ACTIVITIES		
Interest/Dividend received	127,970	126,463
Sale/decrease in investments	9,551,054	72,000
Net cash flow from investing activities (B)	<u>9,679,024</u>	<u>198,463</u>
C. CASH FLOW FROM FINANCING ACTIVITIES		
Increase/(Decrease) in borrowings		
Net cash flow from financing activities (C)	<u>-</u>	<u>-</u>
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	<u>47,587</u>	<u>(164,367)</u>
CASH AND CASH EQUIVALENTS		
Beginning of the year	66,725	231,092
End of the year	114,312	66,725

As per our report of even date
For K. BHANSALI & CO.
Chartered Accountants

(K. S. Bhansali)
(Proprietor)
Membership No. 011716
Place : 26/4, Armenion Street, Kolkata.
Dated : 02.09.2014

(Navin Nishchal Prasad)
(Director)
DIN: 00040552

(Deepak Sharma)
(Director)
DIN : 00293945

PR HOLDINGS LIMITED

Deepak Sharma

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DIRECTOR