

2011-12



22ND ANNUAL REPORT
SHIVOM INVESTMENT & CONSULTANCY LIMITED

Forward Looking Statement

In this annual report we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make, contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and the underlying assumptions undergoing change. Should known or unknown risks or uncertainties materialize, or should underlying assumptions not materialize, actual results could vary materially from those anticipated, estimated or projected. Shareholders and Readers should bear this in mind.

We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Pradip Kumar Sultania	Executive Director
Mahesh Sharma	Non Executive Director
Sashi Pandey	Non Executive Director

COMPLIANCE OFFICER

Mr. Pradip Kumar Sultania
Ph No :- 033- 3262 7554
Email Id: shivomicl@gmail.com

AUDITOR

Surana Singh Rathi and Co
15 A, Laxmi Narayan Mukherjee Road,
Kolkata-700006
Phone No- 033 2259 4182

BANKERS

HDFC BANK

REGISTERED OFFICE

91, N. S. Road , Vilayati Kothi
2nd Floor
Kolkata-700001
West Bengal

NOTICE

Notice is hereby given that the **22nd ANNUAL GENERAL MEETING** of the Members of **Shivom Investment & Consultancy Limited** will be held at the Registered office of the Company at 91, N. S. Road , 3rd Floor, Vilayati Kothi, Kolkata-700001 West Bengal on 29th September, 2012 at 11:30 a.m. to transact the following business.

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited accounts of the Company for the year ended 31st March, 2012 along with the reports of the Directors and Auditors thereon.

“RESOLVED THAT of the audited Balance sheet as at 31.03.2012, Statement of Profit and Loss Accounts and Cash Flow Statement for the year for the year ended on that date along with schedules and notes thereon as placed before the board be and are hereby approved ”

2. To consider and if thought fit to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT subject to the provisions of Section 224 and other applicable provisions, if any, of the Companies Act, 1956 and on the recommendation of the Audit Committee of Directors, M/s. **SURANA SINGH RATHI AND CO**, Chartered Accountants (Firm Registration no. 317119E) be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting upto the conclusion of the next Annual General Meeting for the financial year 2011-12 at a remuneration to be fixed by the Board of Directors.”

3. To appoint a Director in place of Mr. Sashi Pandey, who retires by rotation and being eligible offers himself for re-appointment

“RESOLVED THAT pursuant to the provisions of the Section 256 and other applicable provisions, if any of the Companies Act ,1956, Mr. Sashi Pandey, who retires by rotation, and being eligible, offers himself for reappointment, be and is hereby re-appointed as a director of the Company, liable to retire by rotation.”

By Order of the Board of Directors
For **Shivom Investment & Consultancy Limited**

Sd/-
Pradip Kumar Sultania
Chairman

Place: Kolkata
Date: 05th September, 2012

Registered Office:
91, N. S. Road , 3rd Floor
Vilayati Kothi,
Kolkata-700001

Notes:

- 1. A MEMBER ENTITLED TO ATTEND AND TO VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. The Register of Members and Share Transfer Books will remain close from 25th September, 2012 to 29th September, 2012 (both days inclusive) for the purpose of Annual General Meeting.
3. The Instrument of proxy, in order to be effective, must be completed, stamped, signed and deposited at the Company's Registered Office not less than forty-eight hours before the commencement of the ensuing Annual General Meeting (AGM).
4. Corporate Members are requested to send to the Company's Registered office, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the AGM.
5. Members/Proxies are requested to bring their attendance slip sent herewith, duly filled in, for attending the meeting.
6. Additional information pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges in respect of the persons seeking re-appointment as Director under item no. 3.
7. Any member desirous of getting any information on the accounts of the Company is required to forward his/her queries at least 7 days prior to the meeting so that the required information can be made available at the meeting.

Details of the Directors seeking re-appointment at the forthcoming Annual General Meeting (In pursuance of Clause 49 of the Listing Agreement)	
Name of the Director	Sashi Pandey
Date of Birth	19/03/1980
Date of Appointment	17.08.2011
Qualification	B.com
Expertise	Financial matters
Directorship held in other Public Companies as on March 31, 2012	1
Chairmanship/ Membership of the Committee of the Board of Directors of the Company as on March 31, March 2012	Chairman of the Audit Committee & Member of Shareholders Investors Grievance Committee
Chairmanship/Membership of the Committee of Directors of other Public Companies as on 31st March, 2012	Nil
Number of shares held	None

SHIVOM INVESTMENT & CONSULTANCY LIMITED

Directors' Report

To

The Members,

Your Directors have the pleasure in presenting their report together with audited accounts of the Company for the year ended 31st March, 2012.

<u>Working Results</u>	<u>31.03.2012</u> Rs.	<u>31.03.2011</u> Rs.
Profit/(Loss) for the Year	39439.00	49551.00
Add: Profit brought forward from Previous Year	2278715.00	2270539.00
Less : Income Tax / Int. Tax of Earlier Years	NIL	2520.00
Less : (a) Income Tax Provision	37701.00	28944.00
(b) Transferred to Special Reserve	348.00	9910.00
Balance transferred over to next year	2280105.00	2278715.00

Working

During the year, your Company has carried on the business of investment in shares and securities and providing financial assistance by way of loan.

Dividend

With a view to conserve the resources of the Company, the Board of Directors does not recommend any Dividend.

Directors

During the year, Shri Ramesh Kumar Agarwal has resigned from the Directorship of the Company with effect from 26/12/2011. In accordance with the provision of the Companies Act, 1956 and the Company's Articles of Association, Shri Ashok Kumar Lodha retires by rotation and being eligible, offered himself for re-appointment.

Shri Pradip Kumar Sultania has been appointed as Additional Director of the Company with effect from 17/08/2011 and Shri Mahesh Sharma and Shri Sashi Pandey were appointed as Additional Directors w.e.f.17/08/2011, till the conclusion of next Annual General Meeting of the Company. Notice pursuant to Section 257 of the Companies Act, 1956 has been received from a member of the Company, proposing their candidature as Directors of the Company at the ensuing Annual General Meeting.

Particulars of Employees

Provisions of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of employees) Rules, 1957 are not applicable to your Company.

Conservation of Energy & Technology absorption, Foreign Exchange Earnings and Outgo:

The Company has no activities relating to conservation of energy or technology absorption. The Company has not earned/expense any foreign exchange during the year.

Deposits

The Company has not accepted or invited /renewed any deposits from the Public during the year under review.

Auditors

Messrs. K M Tapuriah & Co. Chartered Accountants retire at the conclusion of the ensuing Annual General Meeting and have expressed their unwillingness to get a re-appointment as Auditors.

A member has proposed the name of M/s Surana Singh Rathi & Co, Chartered Accountants for appointment as auditors of the company till the conclusion of the ensuing Annual General Meeting and pursuant to Section 224 (1B) of the Companies Act, 1956, they have furnished a Certificate regarding their eligibility for appointment as Auditors.

Directors' Responsibility statement

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956 with respect to Directors' Responsibility Statement, it is hereby confirmed:

- (a) That in the preparation of the annual accounts for the financial year ended 31st March, 2012. The applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) That the directors had selected such accounting policies and applied them consistently and made judgements and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company for the year under review;
- (c) That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) That the directors had prepared the accounts for the Financial Year ended 31st March, 2012 on a going concern basis.

Regd. Office:
91 N S Road
3rd Floor, Vilayati Kothi
Kolkata-700001

By order of the Board

M. Sharma
Directors

Dated:-30.08.2012

MANAGEMENT DISCUSSION AND ANALYSIS

Industry Structure and Development-Overview

With virtually all finance company business lines coming under greater competitive pressure, defining strategic initiatives and backing each with the necessary resources has become imperative for success. On the consumer side of the business, the ability to compete in various product offerings often is dictated by operational efficiencies and economies of scale. In this respect NBFC'S face problems of high cost of funds because they lack the nationwide branch network and have a comparatively lower Tier-I and Tier –II capital base.

Opportunities , threats, risks, and concerns

The economy is expected to continue with GDP growth rate in the Current year . The increased thrust on the infrastructure sector, including power, roads, telecom etc. will continue to provide excellent investment opportunities in the future .Moreover, the growth of the service sector presents new opportunities for the financial services industry in India.

Your Company faces stiff competition from Nationalized, Foreign and private Banks due to its ability to grant loan at a considerably low rate of interest.

The company has its own specific risk that is particularly to its business and its environment within which it works including fluctuation of Interest rates, economic cycle etc. Your company manages this risk by maintaining prudent and commercial business practices and a comprehensive Risk Management Policy.

Future Outlook

Your Company intends to invest in businesses related to infrastructure, telecommunication, software etc. in the coming years since it sees growth in these areas. It will definitely try to establish itself and remain as a strong player in the finance industry. With the Capital market expected to be in a better mood than the previous few year and with our efforts we can look forward to a prosperous year for the company.

Internal Control systems and their adequacy

The Company has in place adequate internal control systems and procedures commensurate with the size and nature of its business. These procedures are designed to ensure:

- That all assets and resources are used efficiently and are adequately protected;
- That all internal policies and statutory guidelines are complied within letter & spirit;
- The accuracy and timing of financial reports and management information.

Financial operational performance

The financial statements have been prepared in compliance with the requirements of the Companies Act, 1956 and Generally Accepted Accounting Principles (GAAP) in India.

Material Development in Human Resources / industrial relations / number of people employed

The Company believes that people are the key ingredient to the success of an organization. Looking after people makes good business sense because. If people are motivated, service excellence will follow. The Company recognizes the importance and contribution of its Human resources towards its growth and development and is committed to the development of its people.

Cautionary statement

Statement in the Management's Discussion and Analysis describing the Company's projections estimates, expectations or predictions may be forward looking predictions within the meaning of applicable securities laws and regulations. These forward-looking statements are based on certain assumptions and expectations of future events over which the Company exercise no control. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. Actual results may differ materially from such estimates, projections, etc. whether expressed or implied.

Management Discussion & Analysis

ANNEXURE 'A' TO DIRECTORS' REPORT - REPORT ON CORPORATE GOVERNANCE

I. COMPANY'S PHILOSOPHY

Pursuant to Revised Clause 49 of the Listing Agreement with the Stock Exchange, Compliance with the requirements of Corporate Governance is set out below :-

Your Company philosophy is to continue to enhance the value of its stakeholders including shareholders, customers, employees' lenders and society at large. The Company believes that good corporate governance practices are sine qua non for sustainable development of business. Your Company believes that all actions and strategic plans should deliver fair value to its stakeholders. It is an integral part of the Company core value which includes fairness, transparency integrity, equity, honesty and accountability .Your Company is compliance with the standards set out by clause 49 of the listing agreement with stock exchange.

II. BOARD OF DIRECTORS

(A) Composition Of the Board

The Constitution of Board of Directors of the Company is governed by the Company's Act 1956 and the Revised Clause 49 of listing agreement. The Company's Board comprises a combination of executives and non-executive Directors. The Board presently consists of 3(Three) Directors and its mix provides a combination of professionalism, knowledge and experience required in the line of Business of the Company. The Board is responsible to manage business of the Company. The functions, responsibilities, role and accountability of the Board are well defined.

The details of the composition of the Board as on 31.03.2012, attendance at the Board Meeting during the year and at the last Annual General Meeting, Number of Directorships, Membership/Chairmanship in other public companies are as follows:-

<u>Sr No.</u>	<u>Name of the Director</u>	<u>Designation</u>	<u>Executive/ Non Executive/Promoter</u>	<u>Independent/ Non Independent</u>
1	Ashok Kumar Lodha *	Additional Director	Non-Executive	Independent
2	Ramesh Kumar Agrawal*	Director	Executive	Non-Independent
3	Pradip Kumar Sultania	Director	Executive	Non-Independent
4	Sashi Pandey	Director	Non-Executive	Independent
5	Mahesh Sharma	Director	Non-Executive	Independent
6	Rajendra Kumar Agrawal*	Additional Director	Non-Executive	Independent

Note*: Ashok Kumar Lodha and Ramesh Kumar Agrawal Have Resigned From their Directorship With Effect From 26.12.2011 and Rajendra Kumar Agarwal has resigned from his Directorship with effect from 22.12.2011.

(B) Board Meetings held in the Financial Year 2011-2012 and attendance of Directors

Attendance of Directors at Board Meetings, last Annual General Meeting (AGM) & number of other Directorship and Chairmanships/Memberships of Committees of each Director in various Companies as on 31st March, 2012– Board holds periodic meetings to review and discuss performance of the Company, its future plans, strategies and other pertinent items relating to the Company. During the financial year ended on 31st March, 2012, meeting of the Board of Directors was held **11 (Eleven)** times respectively on **27th May 2011, 30th May 2011, 12th August 2011, 17th August 2011, 1st November, 2011, 14th November 2011, 19th December 2011, 20th December 2011, 22nd December 2011, 26th December 2011 and 28th January 2012** .

<u>Name</u>	<u>Designation</u>	<u>Board Meetings Attended</u>	<u>Whether Last AGM Attended</u>	<u>Directorships held in other Public Limited Companies incorporated in India</u>	<u>No. of Membership(s)/ Chairmanship(s) of Board Committees in other Companies</u>
Ashok Kumar Lodha	Non-Executive	10	Yes	2	Nil
Ramesh Kumar Agrawal	Executive	10	Yes	2	Nil
Rajendra Kumar Agarwal	Non-Executive	9	Yes	7	Nil
Pradip Kumar Sultania	Executive	8	Yes	Nil	Nil
Sashi Pandey	Non-Executive	8	Yes	1	Nil
Mahesh Sharma	Non-Executive	8	Yes	1	Nil

Pursuant to clause 49 of Listing Agreement with Stock Exchanges, Memberships/Chairmanships of only Audit Committees and Shareholders Grievance committee in all Public Limited companies (excluding Positive Electronics Limited) have been considered.

The agenda and notes on agenda are circulated to the Board members in advance for facilitating meaningful and focused discussion at the Board Meeting. The Board members, in consultation with the chairman may bring up any matter for consideration of the Board.

The Board periodically reviews compliance report of all laws applicable to the Company. Steps are taken by the Company to rectify or comply the instances of non-compliance, if any noticed.

(C) Change in the composition of the Board of Directors during the year

Appointment of Directors

1. Pradip Kumar Sultania w.e.f 17.08.2011
2. Sashi Pandey w.e.f 17.08.2011
3. Mahesh Sharma w.e.f 17.08.2011

Cessation of Directors

1. Ashok Kumar Lodha w.e.f 26.12.2011.
2. Ramesh Kumar Agrawal w.e.f 26.12.2011.
3. Rajendra Kumar Agrawal w.e.f 22.12.2011.

(D) Details of Sitting Fees, remuneration etc. paid to Directors

No sitting fee and directors remuneration was paid to any director during the year

COMMITTEE OF THE BOARD:

1. AUDIT COMMITTEE
2. REMUNERATION COMMITTEE
3. SHAREHOLDER' INVESTOR GRIEVANCE COMMITTEE

AUDIT COMMITTEE

Your Company has an Audit committee comprising of 2 (Two) Non executive Directors and one Executive Director. All the members of the Audit Committee are financially literate and have accounting or related financial management expertise. The terms of reference of the Audit Committee included the power as laid down in clause 49(II)(C) and the role as stipulated in Clause 49(II)(D) of the listing agreement and review of the information as laid down in clause 49(II)(E)

During the financial year ended on 31st March, 2012 four (4) meetings of the Audit committee were held on 26.05.2011, 16.08.2011 ,13.11.2011 and 27.1.2012. The composition of Audit Committee and the attendance of members during these meetings are as follows:

<u>Name</u>	<u>Designation</u>	<u>Category</u>
Mahesh Sharma	Chairman	Independent/Non-Executive Director
Pradip Kumar Sultania	Member	Non-Independent/Executive Director
Sashi Pandey	Member	Independent/Non -Executive Director

The Chairman is a permanent invitee to the Committee. The representative of Statutory Auditors is permanent invitee to the Audit committee meetings.

Unaudited quarterly and audited annual financial results were reviewed, analyzed and confirmed by the committee before they were approved by the Board of Directors for submission to the stock exchanges and publication in newspaper in compliance of clause 41 of the Listing Agreement.

III. REMUNERATION COMMITTEE

Since the Company does not have remuneration Committee (constitution of which is a non-mandatory requirement) the details pertaining to the same are not provided.

IV. SHAREHOLDER'S INVESTOR GRIEVANCE COMMITTEE

Your Company constituted the Committee to oversee the redressal of shareholders' grievances relating to transfer of shares, non-receipt of annual report, dividend etc. During the financial year ended on 31st March, 2012, four (4) meetings of the Committee were held on 28.04.2011, 18.07.2011, 26.10.2011, 22.02.2012 which was attended by all the members of the Committee. The composition of the Committee is as follows:-

Name	Designation	Category
Sashi Pandey	Chairman	Independent /Non-Executive Director
Pradip Kumar Sultania	Member	Non-Independent /Executive Director
Mahesh Sharma	Member	Independent /Non -Executive Director

The details of the complaints, excluding correspondences which are not in the nature of complaints are given below:

No. of Complaints pending as on 1st April, 2011	0
No. of Complaints received during the year	0
No. of Complaints redressed during the year	0
No. of Complaints pending as on 31st March, 2012	0

V. CODE OF CONDUCT

The Board of Directors of the Company has formulated a code of conduct for all Board Members and Senior Management Personnel of the Company and Compliance thereof has been affirmed by all concerned.

VI. DECLARATION FOR COMPLIANCE OF CLAUSE 49(I)(D)

This is to confirm that the Company has adopted a Code of Conduct for all the Board Members and Senior Management Personnel of the Company. It is further confirmed that the Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct for the financial year ended 31st March, 2012.

Date: 30th August, 2012
Place: Kolkata

Sd/-
Executive Director

VII. DETAILS OF DIRECTORS APPOINTED/RE-APPOINTED

Details of directors being appointed/re-appointed have been disclosed in the notice of the Annual General Meeting, i.e. brief resume, nature of expertise in specific functional areas, numbers of directorships and committee memberships and their shareholding in the Company.

VIII. GENERAL BODY MEETINGS

(A) Location & time for the last three Annual General Meetings:

<u>Annual General Meeting for the year ended</u>	<u>Date & Time</u>	<u>Venue</u>
31st March, 2012	30th September, 2012, at 11:30 A.M	91, N.S. Road, 3 rd Floor, Vilayati Kothi Kolkata-700001
31st March, 2011	30th September, 2011, at 2:30 A.M	9, Crooked Lane 2nd Floor Kolkata-700069
31st March, 2010	23rd September, 200, at 10:30 A.M	9, Crooked Lane 2nd Floor Kolkata-700069

(B) SPECIAL RESOLUTION

No Special Resolution was passed in the last 3(Three) Annual General Meetings of the Company. No resolution through Postal Ballot was passed in the last year. No special resolution is proposed to be passed through Postal Ballot at the ensuing Annual General Meeting.

IX. LOCATION AND TIME OF LAST TWO EXTRA-ORDINARY GENERAL MEETINGS

No Extra-Ordinary General Meetings have been held during last three financial years.

X. POSTAL BALLOT

No Resolution has been passed during last three financial years through Postal Ballot Rules.

XI. DISCLOSURES

- (a) A statement in summary form of transactions with related parties in the Ordinary course of business is placed periodically before the Audit committee. The Company did not have any materially significant related party transactions, which may have potential conflict with the interest of the Company. For the list of disclosures of related party relationship and transactions as per Accounting Standard AS-18, “Related Party Disclosures”, Additional Notes to the Annual Audited Accounts of the Company for the financial year ended on 31st March, 2012 may be referred to.
- (b) The Company has duly complied with the requirements of the regulatory authorities on capital market. No structures were imposed on the Company by the SEBI, or any statutory authority on any matter related to capital markets during the last three year.
- (c) There was no pecuniary relationship or transactions between the Company and the Non Executive Directors.
- (d) While preparing financial statements for the year under review, no accounting treatment which was different from that prescribed in the Accounting Standard issued by The Institute of Chartered Accountants of India was followed.
- (e) The Company does not presently have a Whistle Blower policy
- (f) The Board has received disclosures from senior management personnel relating to material financial and commercial transaction in which they and/or their relatives have personal interest.
- (g) A Management Discussion and Analysis Report has been included as a part of the Directors’ Report to the Shareholders for the financial year ended 31st March, 2012.
- (h) **Details of Compliance with clause 49 Listing Agreement with Stock Exchange:**
- All mandatory requirements under this clause have been appropriately complied with.
 - The Company does not have a remuneration committee, which is not a mandatory requirement under this clause as reported in paragraph iii above.
 - Other non mandatory requirements will be adopted by your Company’s Board as and when required and /or deemed necessary.
- (i) The Company does not have any Indian Subsidiary Company and hence provision of an Independent Director of the Company on the Board of such Subsidiary Company is not applicable.

XII. MEANS OF COMMUNICATIONS

- The Company regularly provides information to the Stock Exchanges as per the requirements of the listing Agreement.
- The Quarterly/Half Yearly/Nine Months & Annual Results have been submitted to Calcutta Stock Exchange Ltd. and published in the leading English Newspapers and in vernacular language Newspaper.

XIII. GENERAL SHAREHOLDER INFORMATION

Detailed information in this regard is provided in section “Shareholders Information” which forms part of this Annual Report.

XIV. SHAREHOLDERS' INFORMATION

a. Next Annual General Meeting

The information regarding Annual General Meeting for the financial year ended on 31st March 2012 is as follows :-

a. Day & Date	: 29th September, 2012 Saturday
Time	: 11:30 A.M
Venue	: 91, N. S. Road , Vilayati Kothi 3rd Floor Kolkata-700001, West Bengal

b. Financial Calendar (Tentative)

Financial reporting for the quarter ending June 30,2012	Within 45 days of end of Quarter
Financial reporting for the quarter ending September 30,2012	
Financial reporting for the quarter ending December 31,2012	
Financial reporting for the quarter ending March 31,2013	Within 60 days of end of Quarter
Annual General Meeting for the year ending 31 st March,2013	Last week of September 2013

c. Financial Year	: 1st April 2011 to 31st March, 2012
d. Date of Book Closure	: 25 th to 29th September, 2012
e. Dividend Payment Date	: No Dividend has been recommended for the year under review.
f. Listing of Shares	: Calcutta Stock Exchange Limited, The Ahmedabad Stock Exchange & Jaipur Stock Exchange
g. ISIN	: Not Obtained
h. Stock Master Data	: There were no trading in the script during the year.
i. Registrar & Share Transfer Agent	: Niche Technologies Private Limited
j. Share Transfer Systems	

As on 31st March, 2012, none of the shares of the Company are in electronic form. The share transfers which are received in physical form are processed and the share certificates returned within a period of 15-20 days from the date of receipt of the transfer, subject to documents being valid and complete in all respects. The Company also obtains from a Practicing Company Secretary, half yearly certificate of compliance with the share transfer formalities as required under Clause 47(c) of the Listing Agreement with Stock Exchange and files a copy of the certificate with the Stock Exchange.

k. Shareholding pattern as on 31st March 2012

- Distribution of Shareholding as on 31st March, 2012:

<u>SHAREHOLDING IN NOMINAL VALUE</u>	<u>NO. OF SHAREHOLDERS</u>	<u>%</u>	<u>NO. OF SHARES</u>	<u>%</u>
UPTO 5000	19	7.06	6387	0.15
5001-10000	19	7.06	18015	0.42
10001-20000	18	6.69	32200	0.75
20001-30000	47	17.47	124900	2.90
30001-40000	17	6.32	64267	1.49
40001-50000	35	13.01	172300	4.01
50001-100000	55	20.45	458583	10.66
100001 AND ABOVE	59	21.93	3423648	79.61
TOTAL	269	100	4300300	100

- Category of Shareholders as on 31st March, 2012:

<u>Category</u>	<u>No. of Shares Held</u>	<u>% of shareholdings</u>
Promoters & Promoter Group	-	-
Institutional Investors	-	-
Bodies Corporate	2709272	63.00
Indian Public	1591028	37.00
Total	4300300	100

I. Dematerialization of Equity Shares & Liquidity

Particulars of Shares	Equity Shares of Rs.10 each	
	Number	% of Total
Physical Form	157720	3.67
Demat Form	4142580	96.33
Total	4300300	100

m. Outstanding GDRs./ADRs/Warrants or any convertible instruments, conversion data likely impact on Equity

Not Applicable.

n. Reconciliation of Share Capital Audit

A Practicing Company Secretary carried out Reconciliation of share capital audit to reconcile total issued and listed capital. The Audit confirms that the total issued/paid up capital is in agreement with the aggregate of the total number of shares in physical form (none of the shares of the Company are in dematerialized form) .This audit is carried out every quarter and the report thereon is submitted to Stock Exchanges.

o. Investors' Correspondence: Not Applicable

Shareholders can contact the Company for Secretarial matters at:

91, N. S. Road , Vilayati Kothi
3rd Floor
Kolkata-700001
West Bengal

DECLARATION ON CODE OF CONDUCT

I, Pradip Kumar Sultania, Director of Shivom Investment & Consultancy Limited having its registered office at 91,N.S.Road Vilalyati Kothi 3rd Floor Kolkata-700001 West Bengal India, hereby declare that the Company has formulated a code of conduct for its directors and Senior Management Personnel and that all Board Members and Senior Management Personnel have affirmed Compliance of the code for the financial year 2011-12.

Place: Kolkata
Date: 30.08.2012

Sd/\
Pradip Kumar Sultania
Director

AMBER AHMAD
M.Com; ACS.
Company Secretary in Practice.

Off:
2B/H/ 56, Dr. M.N. Chatterjee Sarani,
Kolkata - 700009
Mobile: 9831918591, Phone: (033)32021560.
E-mail: amberahmades@gmail.com

CIN:- L74140WB1990PLC0049044
Nominal Capital:- Rs. 45,000,000/-
Paid up Capital:- Rs. 43,003,000/-

COMPLIANCE CERTIFICATE

(Under rule 3 of the Companies (Compliance Certificate) Rules, 2001.

To,
The Members,
M/s. SHIVOM INVESTMENT & CONSULTANCY LIMITED
91, N.S. ROAD, 3RD FLOOR,
VILAYATI KOTHI,
KOLKATA - 700001

I have examined the registers, records, books and papers of **M/s. SHIVOM INVESTMENT & CONSULTANCY LIMITED** (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on **31st March, 2012**. In my opinion and to the best of my information and according to the examinations carried out by me and explanation furnished to me by the Company, its officers and agents, I certify that in respect of the aforesaid financial year :

1. The Company has kept and maintained all registers as stated in **Annexure 'A'** to this certificate , as per provisions and rules made thereunder and all entries therein have been duly recorded .
2. The Company has duly filed the forms and returns as stated in **Annexure 'B'** to this certificate, with the Registrar of Companies, Regional Director, Central Government Company Law Board or other authorities within the time prescribed under the Act and rules made thereunder.
3. The company, being a public limited company, has the minimum prescribed paid up capital.
4. The Board of Directors duly met 11 (Eleven) times respectively on 27th May, 2011; 30th May, 2011; 12th August, 2011; 17th August, 2011; 1st November, 2011; 14th November, 2011; 19th December, 2011; 20th December, 2011; 22nd December, 2011; 26th December, 2011 and 28th January, 2012 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the circular resolution passed in the Minutes Book maintained for the purpose.
5. The Company closed its Register of Members from 24th September, 2011 to 30th September, 2011 during the financial year.
6. The Annual General Meeting for the financial year ended on 31st March, 2011 was held on 30th September, 2011 after giving due notice to the members of the company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose .



7. No Extra-Ordinary General Meeting was held during the financial year.
8. The company has not advanced any loans to its directors or persons or firms or companies referred to under section 295 in the Act.
9. The Company has not entered into any contracts falling within the purview of Sec. 297 of the Act.
10. The Company was not required to make any entries in the register maintained u/s. 301 of the Act.
11. As there were no instances falling within the purview of Sec. 314 of the Act, the company has not obtained any approvals from the Board of Directors, members or Central Govt., as the case may be.
12. The company has not issued any duplicate certificates during the financial year.
13. The Company has :
 - i) Not received any securities for transfer/transmission/ or any other purpose during the year under review;
 - ii) Not deposited any amount in a separate bank account as no dividend was declared during the financial year under scrutiny.
 - iii) Not posted warrants to any member of the Company as no dividend was declared during the financial year under scrutiny.
 - iv) Not been required to transfer any amount to Investor Education and Protection Fund during the financial year under review;
 - v) duly complied with the requirement of section 217 of the Act.
14. The Board of Directors of the company is duly constituted. Mr. Pradip Kumar Sultania, Mr. Sashi Pandey and Mr. Mahesh Sharma were appointed as directors on 17th August, 2011. Mr. Rajendra Kumar Agarwal resigned on 22nd December, 2011. Mr. Ashok Kumar Lodha and Mr. Ramesh Kumar Agarwal resigned from the directorship on 26th December, 2011. There was no appointment of any alternate directors and directors to fill casual vacancies 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 year.
17. The company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar or such other authorities as may be 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 there under.
19. The company has not issued any shares, debentures or other securities during the financial year.
20. The company has not bought back any shares during the financial year.
21. The company has not redeemed any preference shares and debentures during the financial year.



22. There were no transactions necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The company has not accepted any deposits including any unsecured loans falling within the purview of Section 58A during the financial year.
24. The company has not made any borrowings which attracts the provisions of Sec. 293(1)(d) of the Act during the financial year.
25. The company has not made any loans or advances or given guarantees or provided securities to other bodies corporate and consequently no entries have been made in the register kept for the purpose.
26. The company has not altered the provisions of the memorandum with respect to situation of the company's registered office from one state to another during the year under scrutiny.
27. The company has not altered the provisions of the memorandum with respect to the 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 share capital of the of the company during the year under scrutiny and complied with the provisions of the Act.
30. The company has not altered its articles of association during the financial year.
31. There were no prosecutions initiated against or show cause notices received by the company, during the financial year, for offences under the Act.
32. The company has not received any money as security from its employees during the financial year.
33. The company has not deducted any contribution towards Provident Fund pursuant to Section 418 of the Act as the same is not applicable to the Company.

Amber Ahmad.
AMBER AHMAD
Practicing Company Secretary
ACS-23162 & C.P.-6581

Place: Kolkata
Date: 25.06.2012

ANNEXURE A

Registers as maintained by the Company

1. Register of members u/s. 150.
2. Register of particulars of contracts in which directors are interested u/s. 301.
3. Register of directors, managing director, manager, etc. u/s 303.
4. Register of directors' shareholdings u/s. 307.
5. Minutes Book of Board Meetings.
6. Minutes Book of General Meetings.
7. Books of Accounts and other cost records u/s. 209.
8. Register of Transfer u/s 108.
9. Register of Charges u/s 143(1)
10. Register of Investments in shares or securities not held in Company's name u/s 49(7).

ANNEXURE B

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending on 31st March, 2012.

Sl. No.	Form No./Return Filed	Relevant Section	Date of Document	Date of Filing	Whether filed within prescribed time (Yes/No)
1.	Form No.20B (Annual Return)	159	For the AGM held on 30/09/2011	22/11/2011	Yes
2.	Form No. 23AC & 23ACA (Balance Sheet & Profit & Loss Account)	220	For the financial year ended 31/03/2011	17/11/2011	No
3.	Form No. 66 (Compliance Certificate)	383(1)	For the year ended 31/03/2011	20/10/2011	No
4.	Form No. 18	146	Change in situation of Registered Office on 01/11/2011	14/11/2011	Yes
5.	Form No. 18	146	Change in situation of Registered Office on 19/12/2011	21/12/2011	Yes
6.	Form No. 32	303(2)	Appointment of Directors on 17/08/2011	15/09/2011	Yes
7.	Form No. 32	303(2)	Resignation of Director on 22/12/2011	28/12/2011	Yes
8.	Form No. 32	303(2)	Resignation of Director on 26/12/2011	11/01/2012	Yes



AUDITOR'S REPORT

**TO THE MEMBERS OF
SHIVOM INVESTMENTS & CONSULTANCY LIMITED**

We have audited the attached Balance Sheet of **SHIVOM INVESTMENTS & CONSULTANCY LIMITED** as at **31st March 2012** and 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 these Financial Statements based on our audit.

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

We report as follows:

- i) As required by the Companies (Auditor's Report) Order, 2003 (as amended) issued by the Central Government of India, in terms of section 227(4A) of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in the paragraphs 4 and 5 of the said Order.
- 2) Further to our comments in the Annexure referred to in Paragraph 1 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 appears from our examination of those books;
 - c) The Balance Sheet and the Statement of Profit & 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 and the Statement of Profit & Loss and the Cash Flow Statement dealt with by this report, comply with the Accounting Standards referred to in Sub Section (3C) of Section 211 of the Companies Act, 1956;
 - e) As per the representation made to us by the Directors of the Company as on 31st March, 2012 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March, 2012 from being appointed as Director under section 274(1)(g) 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 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;
 - g) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2012
And
 - h) In the case of the Statement of Profit and Loss, of the Profit for the year ended on that date
And
 - i) In the case of the Cash Flow Statement of the Cash Flows for the year ended on that date

**For SURANA SINGH RATHI & CO
CHARTERED ACCOUNTANTS
FIRM REG NO : 317119E**



Gaurav Rathi

**GAURAV RATHI
PARTNER
M.NO :067539**

Place: Kolkata
Date: The 3rd day of July 2012

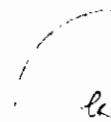
**ANNEXURE TO THE AUDITORS' REPORT
REFERRED TO IN PARA 1 OF OUR REPORT OF EVEN DATE**

- (i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets
- (b) Fixed assets have been physically verified by the management during the year, which in our opinion is reasonable having regard to the size of the Company and nature of its fixed assets.
- (c) During the year the company has not disposed off any part of its fixed assets
- (ii) (a) There was no physical inventory maintained by the company during the year of the company, therefore the provisions of clause (ii) of Paragraph 4 of the order is not applicable
- (iii) (a) As informed to us, the company has given an unsecured loan to a company covered in the register maintained under section 301 of the Companies Act, 1956 involving a maximum amount of Rs. 5,91,713/- and the same has been squared-up during the year.
- (b) The terms and conditions of the loan given by the company were not prima facie prejudicial to the interest of the Company.
- (c) As explained to us, the loan given was in the nature of demand loans and there is no stipulation for the payment of the principal amount and interest.
- (d) As informed to us, the company has taken unsecured loans from 7 (Seven) parties covered in the register maintained under section 301 of the Companies Act, 1956 involving a maximum amount of Rs. 62,92,132/- and the year-end balance of Rs. 34,83,190/-
- (e) The terms and conditions of the loans taken by the company are not prima facie prejudicial to the interest of the Company
- (f) As explained to us, the loans taken are in the nature of demand loans and there is no stipulation for the payment of the principal amounts and interest.
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of inventory and fixed assets and with regard to the sale of goods and services. During the course of our audit, we have not observed any weaknesses in the internal control system.
- (v) (a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that the particulars of contracts and arrangements referred to in sec 301 of the Act have been entered into the register required to be maintained under that section.
- (b) In our opinion and according to the information and explanations given to us the transactions made as specified in clause (v)(b) of Para 4 of CARO are at prices which are reasonable, having regard to the prevailing market prices at the relevant time
- (vi) In our opinion and according to the information and explanations given to us, the company has not accepted deposits from the public and therefore the provisions of Sections 58A, 58AA or any other relevant provisions of the Act and the Rules made there under are not applicable to the Company
- (vii) As explained to us, the company has an internal audit system commensurate with its size and the nature of its business.
- (viii) To the best of our knowledge and explanation, maintenance of cost records has not been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956 for the company.
- (ix) (a) According to the records of the company and information and explanations given to us, the company has been generally regular in depositing undisputed statutory dues with the appropriate authorities during the year and no undisputed amounts payable were outstanding as at 31st March, 2012 for a period of more than six months from the date they became payable
- (b) According to the records of the company and information and explanations given to us, there are no dues outstanding of Sales Tax, Income Tax, Custom Duty, Wealth Tax, Excise Duty, Cess and Service Tax on account of any dispute.



- (x) The company has no accumulated losses at the end of the financial year. It has not incurred cash losses during the period covered by the report as well as in the immediately preceding financial year.
- (xi) The company has not defaulted in repayment of dues to any financial institution or bank. The company has not issued any debentures.
- (xii) According to the information and explanations given to us and based on documents and records produced to us, 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 and according to the information and explanations given to us, the nature of activities of the company does not attract any special statute applicable to chit fund and nidhi / mutual benefit fund / societies.
- (xiv) As informed and explained to us, the Company has not dealt / traded in shares, securities, debentures and other investments during the year.
- (xv) According to the information and explanations given to us, the company has not given any guarantee to a bank for any concern.
- (xvi) The company has not taken any term loan during the year.
- (xvii) As informed and explained to us, the company has not raised any funds on short term basis, therefore the provisions of clause (xvii) of Paragraph 4 of the order is not applicable.
- (xviii) During the year, the company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of Act.
- (xix) The company has not issued any debentures, so it was not required to create any security or charge in this respect.
- (xx) The company has not raised any money through public issue during the year.
- (xxi) 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 has been noticed or reported during the year.

For SURANA SINGH RATHI & CO
CHARTERED ACCOUNTANTS
FIRM REG NO : 317119E




GAURAV RATHI
PARTNER
M.NO :067539

Place Kolkata
Date The 31 day of July, 2012

SHIVOM INVESTMENT & CONSULTANCY LIMITED

Balance Sheet as at 31st March, 2012

	Note	As at 31st March, 2012		As at 31st March, 2011	
<u>EQUITY & LIABILITIES</u>					
Shareholders' Funds					
(a) Share Capital	2	43,003,000		43,003,000	
(b) Reserves & Surplus	3	12,509,732	55,512,732	12,507,994	55,510,994
Current Liabilities					
(a) Short-term Borrowings	4	271,640		271,640	
(b) Trade Payables	5	646,058		664,546	
(c) Short-term Provisions	6	101,622	1,019,320	28,944	965,130
TOTAL			56,532,052		56,476,124
<u>ASSETS</u>					
Non-Current Assets					
(a) Fixed Assets	7				
Tangible Assets		73,608		140,903	
(b) Non-Current Investments	8	40,537,238		40,737,238	
(c) Deferred Tax Assets (Net)		351,889	40,962,735	351,889	41,230,029
Current Assets					
(a) Trade Receivable	9	225,222		-	
(b) Cash and Cash equivalents	10	1,299,983		1,229,961	
(c) Short-term Loans and Advances	11	14,044,112	15,569,317	14,016,134	15,246,095
TOTAL			56,532,052		56,476,124

Significant Accounting Policies & Notes on Accounts 1 - 19

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For SURANA SINGH RATHI AND CO

Firm Registration No.: 317119E

Chartered Accountants



GAURAV RATHI

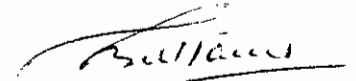
Partner

M. No. 067539

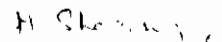


For and on behalf of the Board

Shivom Investment & Consultancy Limited



Director



Director

Place : Kolkata

Dated : The 3rd day of July 2012

SHIVOM INVESTMENT & CONSULTANCY LIMITED

Statement of Profit and Loss for the year ended 31st March, 2012

	Note	Year ended	Year ended
		31st March, 2012	31st March, 2011
I. Revenue from Operations	12	232,926	1,561,690
II. Other Income	13	225,222	-
III. Total Revenue (I + II)		458,148	1,561,690
IV. Expenses:			
(a) Purchases of Stock-in-Trade	14	-	552,168
(b) Change in inventories of Stock-in-Trade	15	-	604,000
(c) Employee Benefits Expense	16	60,000	60,000
(d) Depreciation		67,294	67,293
(e) Other expenses	17	291,415	228,679
Total expenses		418,709	1,512,140
V Profit before Tax (III - IV)		39,439	49,551
VI Tax Expenses			
(a) Current Tax		37,701	28,944
(b) For earlier years		-	2,520
VII Profit/(Loss) for the Period (V - VI)		1,738	18,087
VIII Earning per Equity Share (nominal value of share Rs.10/- each)	18		
(a) Basic		0.0004	0.0042
(b) Diluted		0.0004	0.0042

Significant Accounting Policies & Notes on Accounts

1-19

The accompanying notes are an integral part of the financial statements

As per our report of even date

For SURANA SINGH RATHI AND CO

Firm Registration No.: 317119E

Chartered Accountants

Gaurav Rathi

GAURAV RATHI

Partner

M. No. 067539



For and on behalf of the Board

Shivom Investment & Consultancy Limited

Shivam
Director

SHIVOM INVESTMENT & CONSULTANCY LIMITED

M. S. Sharma

Director

Place : Kolkata

Dated : The 3rd day of July, 2012

SHIVOM INVESTMENT & CONSULTANCY LIMITED

Cash Flow Statement for the year ended 31st March, 2012

	31st March, 2012	31st March, 2011
Cash flow from operating activities		
Profit before tax	39,439	49,551
<u>Adjustments for:</u>		
Depreciation	67,294	67,293
Operating Capital before working capital charges	106,733	116,844
<u>Adjustments for:</u>		
(Increase)/ decrease in trade & other receivables	(253,200)	(10,963,753)
Increase/(decrease) in trade payables	16,489	(7,940)
Income Tax Paid	-	(25,303)
Cash generated from / (used in) operations	(129,978)	(10,880,153)
Net Cash flow from / (used in) operating activities (A)	(129,978)	(10,880,153)
Cash flow from investing activities		
Proceeds from sale/ (purchase) of non-current investments (Net)	200,000	11,000,000
Net Cash flow from / (used in) investing activities (B)	200,000	11,000,000
Net Cash flow from / (used in) financing activities (C)	-	-
Net increase/(decrease) in cash and cash equivalents (A+B+C)	70,022	119,848
Cash and cash equivalents at the beginning of the year	1,229,961	1,110,114
Cash and cash equivalents at the end of the year	1,299,983	1,229,961
Components of cash and cash equivalents		
Balances with Banks in Current Account	358,664	86,660
Cash on hand	941,319	1,143,301
Total cash and cash equivalents	1,299,983	1,229,961

As per our report of even date

For SURANA SINGH RATHI AND CO

Firm Registration No. 317119E

Chartered Accountants



GAURAV RATHI

Partner

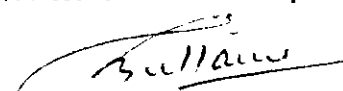
M. No. 067539

Place : Kolkata

Dated : The 3rd day of July, 2012

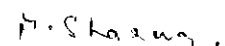
For and on behalf of the Board

Shivom Investment & Consultancy Limited



Director

SHIVOM INVESTMENT & CONSULTANCY LIMITED



Director

SHIVOM INVESTMENT & CONSULTANCY LIMITED

Notes to the financial statements for the year ended 31st March, 2012

1. Significant Accounting Policies

1.1 Basis of Preparation of Financial Statements

The Financial Statements have been prepared in conformity with generally accepted accounting principles to comply with the notified accounting standards under the Companies (Accounting Standard) Rules, 2006 and the guidelines issued by the Reserve Bank of India as applicable to a Non-banking Finance Company. The financial statements have been prepared under the historical cost convention and in accordance with the provisions of the Companies Act, 1956.

1.2 Revenue Recognition

Revenue is recognised only when it can be reliably measured and it is reasonable to expect ultimate collection.

1.3 Fixed Assets & Depreciation

Fixed Assets are stated at cost less accumulated depreciation and impairment loss, if any. Depreciation on fixed assets is provided on SLM at the rates and in the manner prescribed in the Schedule XIV of the Companies Act, 1956.

1.4 Investments

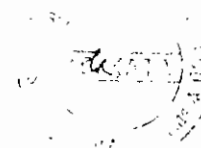
Long-term Investments are carried at acquisition cost. Investments intended to be held for less than one year are classified as Current Investments and carried at lower of cost and net realizable value. Provision for diminution in value is made if the decline in value is other than temporary in nature in the opinion of the management.

1.5 Taxes on Income

Provision for Income Tax is made on the basis of estimated taxable income for the period at current rates. Tax expense comprises both Current Tax and Deferred Tax at the applicable enacted or substantively enacted rates. Current Tax represents the amount of Income Tax payable/recoverable in respect of taxable income/ loss for the reporting period. Deferred Tax represents the effect of timing difference between taxable income and accounting income for the reporting period that originates in one year and are capable of reversal in one or more subsequent years.

1.6 Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognised but are disclosed in the Notes. Contingent Assets are neither recognised nor disclosed in the financial statements.



SHIVOM INVESTMENT & CONSULTANCY LIMITED

Notes to the financial statements for the year ended 31st March, 2012

	31 March, 2012	31 March, 2011		
	Rs	Rs		
2. Share Capital				
a) Capital Structure				
Authorised				
4,500,000 Equity Shares of Rs. 10 - each	45,000,000	45,000,000		
	<u>45,000,000</u>	<u>45,000,000</u>		
Issued, Subscribed and Fully Paid Up				
4,300,300 Equity Shares of Rs. 10 - each	43,003,000	43,003,000		
	<u>43,003,000</u>	<u>43,003,000</u>		
b) Share Capital Reconciliation				
Equity Shares	31 March 2012		31 March 2011	
	Nos.	Amount	Nos.	Amount
Opening balance	4,300,300	43,003,000	4,300,300	43,003,000
Issued during the period	-	-	-	-
Closing Balance	<u>4,300,300</u>	<u>43,003,000</u>	<u>4,300,300</u>	<u>43,003,000</u>
c) Particulars of Equity Shareholders holding more than 5% Shares at Balance Sheet date				
	31 March 2012		31 March 2011	
	No. of shares	% holding	No. of shares	% holding
Armaan Tradelink Pvt Ltd	237,950	5.53%	237,950	5.53%
d) Terms/rights attached to equity shares				
The Company has only one class of equity shares having a par value of Rs. 10/- each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the subsequent Annual General Meeting. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company after distributions of all preferential amount. The distributions will be in proportion to the number of equity shares held by the shareholders, and any other right as the Memorandum and Articles of Association of the Company may prescribe in relation to the aforesaid equity shares of the Company.				
3. Reserves & Surplus				
Security Premium				
Balance b/f			10,001,500	10,001,500
Statutory Reserve Fund				
Opening Balance			227,779	217,869
Add: Transfer from Profit & Loss A/c during the year			348	9,910
Closing Balance			<u>228,127</u>	<u>227,779</u>
Surplus/(Deficit) in the Statement of Profit & Loss				
Opening balance			2,278,715	2,270,539
Add: Profit/(Loss) for the year			1,738	18,087
Less: Transfer to Reserve Fund			348	9,910
Net Surplus/(Deficit) at the end of the year			<u>2,280,105</u>	<u>2,278,715</u>
Total Reserves & Surplus			<u>12,509,732</u>	<u>12,507,994</u>
	31 March, 2012	31 March, 2011		
	Rs	Rs		
4. Short-term Borrowings				
Unsecured Loan				
From Bodies Corporates			271,640	271,640
			<u>271,640</u>	<u>271,640</u>

6/11/12

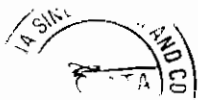
SHIVOM INVESTMENT & CONSULTANCY LIMITED

Notes to the financial statements for the year ended 31st March, 2012

7. Fixed Assets

Tangible Assets

Particulars	Gross Block			Depreciation			Net Block	
	As on 01.04.2011	Addition /Revaluation	As on 31.03.2012	As on 01.04.2011	For the year	As on 31.03.2012	As on 31.03.2012	As on 31.03.2011
Computer	126,290.40	-	126,290.40	126,290.40	-	126,290.40	-	-
Maruti Van	110,000.00	-	110,000.00	110,000.00	-	110,000.00	-	-
Scooters	97,645.00	-	97,645.00	97,645.00	-	97,645.00	-	-
Photocopies Machine	75,000.00	-	75,000.00	64,339.14	3,563.00	67,902.14	7,097.86	10,660.86
Ambassador Car	56,000.00	-	56,000.00	56,000.00	-	56,000.00	-	-
Mahindra Scorpio Turbo Car	627,920.00	-	627,920.00	512,013.23	59,653.00	571,666.23	56,253.77	115,906.77
Electronic Typewriter	31,071.32	-	31,071.32	24,472.07	1,476.00	25,948.07	5,123.25	6,599.25
Air Conditioner	22,000.00	-	22,000.00	19,893.33	1,045.00	20,938.33	1,061.67	2,106.67
Fax Machine	20,408.20	-	20,408.20	16,437.84	969.00	17,406.84	3,001.36	3,970.36
Luna Moped	12,269.00	-	12,269.00	12,269.00	-	12,269.00	-	-
Typewriter	12,373.67	-	12,373.67	10,715.05	588.00	11,303.05	1,070.62	1,658.62
Cycle	2,885.00	-	2,885.00	2,885.00	-	2,885.00	-	-
Furniture & Fixtures	1,450.00	-	1,450.00	1,450.00	-	1,450.00	-	-
TOTAL	1,195,312.59	-	1,195,312.59	1,054,410.06	67,294.00	1,121,704.06	73,608.53	140,902.53
Previous Year	1,195,312.59	-	1,195,312.59	987,117.06	67,293.00	1,054,410.06	140,902.53	208,195.53



SHIVOM INVESTMENT & CONSULTANCY LIMITED

Notes to the financial statements for the year ended 31st March, 2012

	31 March, 2012	31 March, 2011
	Rs	Rs
11. Short-term Loans and Advances (Unsecured, considered good)		
Loans and advances to		
Other than Related Parties	13,990,705	13,986,020
Others		
Tax Deducted at Source	53,407	30,114
	14,044,112	14,016,134
12. Revenue from Operations		
Sale of Shares	-	1,212,355
Interest Income	232,926	349,335
	232,926	1,561,690
13. Other Income		
Profit from Intra-day share trading	225,222	-
	225,222	-
14. Purchases of Stock-in-Trade		
Purchase of Shares	-	552,168
	-	552,168
15. Change in inventories of Stock-in-Trade		
Opening Stock of Shares	-	604,000
Less : Closing Stock of Shares	-	-
	-	604,000
16. Employee Benefits Expense		
Salary & Bonus	60,000	60,000
	60,000	60,000
17. Other Expenses		
Advertisement expenses	6,185	4,445
<u>Auditors' Remuneration</u>		
Audit Fees	22,472	22,060
Bank Charges	441	330
Rent & Electricity	140,512	124,019
Filing Fees	1,500	1,500
Professional Fees	6,500	
Registrar Fees	19,854	
Annual Stock Exchange Fees	26,156	26,154
Annual Charges CDSL	6,618	6,618
Annual Charges NSDL	6,618	6,552
General Expenses	8,140	10,250
Office Expenses	2,362	5,572
Postage and Telegram	1,250	2,738
Printing & Stationery	1,450	2,240
Staff Welfare	2,260	4,989
Repairs & Maintenance	4,120	9,577
Telephone Expenses	-	1,635
Provision @ 0.25% on Standard Assets	34,977	-
	291,415	228,679

SHIVOM INVESTMENT & CONSULTANCY LIMITED

Notes to the financial statements for the year ended 31st March, 2012

18. Earning per share (EPS)

The following reflects the profit and share data used in the basic and diluted EPS computations:

	31 March, 2012	31 March, 2011
Net Profit / (Loss) attributable to equity shareholders	1,738	18,087
Weighted average number of equity shares in calculating EPS	4,300,300	4,300,300
Nominal value of Equity Shares	10	10
Basic & Diluted EPS	0.00	0.00

19. Notes to Accounts :

a) Segment Reporting

The Company is predominantly engaged in the business of financial activities and is a 'Single Segment' Company.

b) Related Party Disclosures

As per Accounting Standard 18 'Related Party Disclosures', the disclosure of transactions with related parties are given below:

(i) Names of the related parties and description of relationship

1 Key Management Personnel (KMP):

Shri Ramesh Kumar Agarwal	(Lpto on 26/12/2011)
Shri Ashok Kumar Lodha	(Lpto on 26/12/2011)
Shri Pratap Kumar Sultania	(w.e.f. 17/08/2011)
Shri Mahesh Sharma	(w.e.f. 17/08/2011)
Shri Sashi Pandey	(w.e.f. 17/08/2011)

2 Transactions with related parties during the period :

There was no Related party transaction during the year to disclose in terms of AS - 18.

c) Accounting for Taxes on Income

As availability of future taxable income is not certain, on consideration of prudence, provision for deferred tax assets is not made in term of AS 22, Accounting for Taxes on Income

d) Details of dues to micro and small enterprises as defined under the MSMED Act,2006

On the basis of information available with the Company, under the Micro, Small and Medium Enterprises Development Act, 2006, there are no Enterprises to whom the Company owes dues which were outstanding anytime during the year. This has been relied upon by the Auditors

e) Particulars as required in terms of Paragraph 13 of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 are given by way of an Annexure to the financial statements

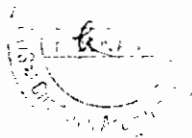
f) Previous year figures have been recast/reclassified wherever appropriate to conform to current year's presentation as per revised Schedule VI notified under the Companies Act, 1956

g) All the figures in these notes are in 'Rs' except otherwise stated

As per our report of even date
For SURANA SINGH RATHI AND CO
Firm Registration No.: 317119E
Chartered Accountants

GAURAV RATHI
Partner
M. No. 067539

Place : Kolkata
Dated : The 3rd day of July, 2012



For and on behalf of the Board

Shivom Investment & Consultancy Limited

Director

Director

SHIVOM INVESTMENT & CONSULTANCY LIMITED

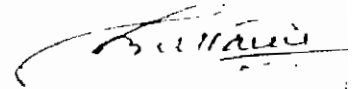
DETAILS SHEET AS ON 31ST MARCH, 2012

SHORT TERM BORROWING :	
BRAHMANAND HINGHAR LTD.	200,000.00
G L DEBUKA COMMERCIAL CO. LTD.	71,640.00
	<u>271,640.00</u>
 TRADE PAYABLE :	
<i>SUNDRY CREDITORS</i>	
SRI R K AGRAWAL	316,680.00
RADHA BALAV SINGHANIA	300,000.00
	<u>616,680.00</u>
<i>OTHERS</i>	
AUDIT FEES PAYABLE	22,472.00
BINDU MEDIA PVT LTD	6,906.00
	<u>29,378.00</u>
	<u>646,058.00</u>
 TRADE RECEIVABLE :	
<i>OTHERS</i>	
S B BUTHRA & CO	225,000.00
	<u>225,000.00</u>
 BANK BALANCES :	
HDFC BANK	218,058.80
IDBI BANK	118,483.57
INDIAN BANK	22,121.52
	<u>358,663.89</u>
 SHORT TERM LOANS & ADVANCES :	
<i>OTHER THAN RELATED PARTIES</i>	
COBOL MANAGEMENT PVT LTD	690,000.00
GEE PEE EXIM PVT LTD	30,312.00
KALINGA CEMENT LTD	4,183.00
M K PUTHRAN	200,000.00
SUSHIL KUMAR MITTAL	322,880.00
SWAMBHU INDUSTRIES LTD	51,006.00
BIMLA DEVI SINGHANIA	2,500,000.00
G RAJ INDUSTRIAL CONSULTANCY	150,000.00
RADHE SHYAM SINGHANIA	2,500,000.00
RINA DUBEY	1,048,205.00
SANJAY DUBEY	2,608,462.00
SPANDAN BHATTACHARJEE	280,000.00
SRP OIL PVT LTD	1,000,000.00
TRIVENI ENGICONS PVT LTD	2,605,657.00
	<u>13,990,705.00</u>
 <i>TDS</i>	
A.Y 2011-12	30,114.00
A.Y.2012-13	23,293.00
	<u>53,407.00</u>
 INTEREST INCOME :	
TRIVENI ENGICONS PVT LTD	232,926.00
	<u>232,926.00</u>

SHIV OM INVESTMENT & CONSULTANCY LTD

DEPRECIATION AS PER INCOME TAX ACT 1961 FOR THE ASST YEAR 2012-2013

Particulars	W D V as on 01.04.2011	Addition during the year		Total	Rate	Depreciation Amount	W D V as on 31.03.2012
		Upto 30.09.2011	After 30.09.2011				
Maruti Van	3400.43	-	-	3400.43	15%	510.06	2890.37
Scoters	2565.54	-	-	2565.54	15%	384.88	2180.66
Ambassador Car	1632.51	-	-	1632.51	15%	244.92	1387.59
Cycle	97.36	-	-	97.36	15%	14.61	82.77
Matindra Scorpio Turbo Car	121251.76	-	-	121251.76	15%	18187.76	103063.99
Luna Moped	317.96	-	-	317.96	15%	47.70	270.26
	129,266.14	-	-	129,266.14		19,389.92	109,876.22
Photocopies Machine	784.01	-	-	784.01	15%	117.60	666.41
Typewriter	194.94	-	-	194.94	15%	29.24	165.70
Fax Machine	325.08	-	-	325.08	15%	48.76	276.32
Air Conditioner	197.12	-	-	197.12	15%	29.57	167.55
Typewriter	144.72	-	-	144.72	15%	21.71	123.01
	1,935.87	-	-	1,935.87		290.38	1,645.49
Furniture & Fixtures	174.19	-	-	174.19	10%	17.42	156.77
	174.19	-	-	174.19		17.42	156.77
	131,376.20	-	-	131,376.20		19,697.72	111,678.48



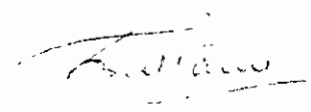
SHIVOM INVESTMENT & CONSULTANCY LIMITED

PAN : AAACG9355K

ASSESSMENT YEAR : 2012-13

COMPUTATION OF TOTAL INCOME & TAX THEREON

INCOME FROM BUSINESS :	
NET PROFIT AS PER PROFIT & LOSS A/C	39,438.81
ADD : ITEM DISALLOWED	
CONTINGENT PROVISION ON STANDARD ASSETS	34,977.00
	74,415.81
ADD : DEPRECIATION AS PER COMPANY ACT	
	67,294.00
	141,709.81
LESS : DEPRECIATION AS PER INCOME TAX ACT	
	19,697.72
	122,012.08
TOTAL INCOME	122,012.08
ROUNDED OFF	122,010.00
TAX ON NORMAL RATE	36,603
ADD : CESS	1,098
	37,701
LESS : TDS	23,293
TAX PAYABLE	14,408
AS PER MAT (U/S 115IC)	
NET PROFIT AS PER PROFIT & LOSS A/C	39,438.81
TOTAL ROUNDED OFF	39,440.00
TAX RATE AS PER MAT	7,296
ADD : CESS	219
TAX LIABILITY :	7,515



CEO CERTIFICATION TO THE BOARD

The Board of Directors Shivom Investment & Consultancy Limited
Ref- Financial Statements for the period ended March 31, 2012:

I, Pradip Kumar Sultania, Director, of the Company on the basis of the review of the financial statements for the year ended on 31st March, 2012 along with cash flow statement for that period and to the best of our knowledge and belief, certify under Clause 49 of the Listing Agreement that:-

- a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws a regulation.
- c) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ending March 31,2012, that are fraudulent, illegal or volatile of the Company's Code of Conduct.
- d) We accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting We have indicated to the Auditors and the Audit Committee:
 - o Significant changes in internal control over financial reporting during the year;
 - o Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - o Instances of significant fraud, if any, of which we became aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For and on Behalf of the BOD

Sd/-
Mr. Pradip Kuimar Sultania
(Director)
Place: Kolkata
Date: 30th August ,2012

SHIVOM INVESTMENT & CONSULTANCY LIMITED
91, N.S. ROAD, 3RD FLOOR, VILAYATI KOTHI, KOLKATA – 700001
Phone No- 033 3262 7554, website:www.shivominvestmentconsultancytld.com

ATTENDANCE SLIP

Folio No:

No. of Shares held:

I certify that I am the registered shareholder/proxy for the registered shareholder of the Company. I hereby record my presence at the 22nd Annual General Meeting at 91, N.S. ROAD, 3RD FLOOR, VILAYATI KOTHI, KOLKATA – 700001 on the 29th day of September, 2012 at 11.30a.m.

Name of the Shareholder/Proxy:-

Signature of the Shareholder/Proxy:-

SHIVOM INVESTMENT & CONSULTANCY LIMITED
91, N.S. ROAD, 3RD FLOOR, VILAYATI KOTHI, KOLKATA – 700001
Phone No- 033 3262 7554,
website: www.shivominvestmentconsultancytld.com

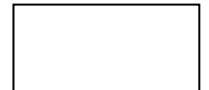
PROXY FORM

Folio No:

No. of Shares held:

I/We ----- of ----- in the district of -----
----- being a member/members of M/s. Shivom Investment & Consultancy Limited, hereby appoint ---
----- of ----- in the District of ----- or failing him -----of-----
----- in the District of----- as my / our Proxy to vote for me/ us on my/our behalf,
at the Twenty Second Annual General Meeting to be held at 91, N.S. ROAD, 3RD FLOOR, VILAYATI KOTHI,
KOLKATA – 700001, on Monday the 29 th day of September 2012 at 11.30 a.m and at any adjournment thereof.

Signed this ----- day of -----, 2012



SIGNATURE _____

NOTE:

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

Book post

If undelivered please return to;

Shivom Investment & Consultancy Limited
91, N.S. ROAD, 3RD FLOOR, VILAYATI KOTHI,
KOLKATA – 700001