

*PAN INDIA CORPORATION LIMITED 2012-13*



*PAN INDIA CORPORATION LIMITED  
(FORMERLY SRG INFOTEC LTD.)*

*Annual Report  
2012 – 2013*

**CORPORATE INFORMATION**

**BOARD OF DIRECTORS**

Shri Ankit Rathi – Managing Director  
Shri Vijay Pal Shukla  
Shri Kapil Kumar  
\*Shri Ashok Agarwal

\* Ceased from Directorship due to his death  
with effect from 22.07.2013.

**BANKERS**

**Deutsche Bank**

ECE House, Connaught Place,  
New Delhi-110001.

**HDFC Bank**

B 3/7, Asaf Ali Road,  
New Delhi-110002

**YES Bank**

F27, Ground Floor, Netaji Subhash  
Marg, Daryaganj,  
New Delhi-110002

**AUDITORS**

M/s J. Kumar & Associates  
Chartered Accountants

**COMPANY SECRETARY**

Miss Swati Kapoor

**REGISTRAR & TRANSFER  
AGENT**

**Abhipra Capital Limited**

A-387, Abhipra Complex,  
Dilkhush Industrial Area,  
G. T. Karnal Road,  
Azadpur, Delhi-110033  
Phone: 011-42390909  
Fax: 011-27215530  
E-Mail ID: rta@abhipra.com

**REGISTERED OFFICE**

4/18, IInd Floor, Asaf Ali Road,  
New Delhi-110002  
**Tel:** 011-23243614/23243599  
**Fax:** 011-42831900  
**Email:** panlimited@gmail.com/  
srgltd@gmail.com  
**Web:** www.panindiacorp.com

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**29<sup>TH</sup> ANNUAL GENERAL MEETING ON MONDAY, SEPTEMBER 30, 2013 AT 9:00A.M.  
AT 4/18, IIND FLOOR, ASAF ALI ROAD, NEW DELHI - 110002**

**PAN INDIA CORPORATION LIMITED 2012-13**

**NOTICE**

**NOTICE** is hereby given that the **29<sup>th</sup> Annual General Meeting** of the members of **PAN INDIA CORPORATION LIMITED** will be held at Registered Office of the Company at 4/18, II<sup>nd</sup> Floor, Asaf ali Road, New Delhi-110002 on **Monday, 30th September 2013 at 9.00 A.M.** to transact the following business:-

**ORDINARY BUSINESSES:**

1. To receive, consider and adopt the Audited Balance Sheet of the company for the year ended on 31st March, 2013 and the Audited Statement of Profit and Loss for the financial year ended on that date and the Report's of the Directors and Auditors' thereon.
2. To appoint a Director in place of **Shri Vijay Pal Shukla**, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and to fix their remuneration and in this regard, to consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** M/s J. Kumar & Associates, Chartered Accountants (Firm Registration No. 016917N), be and are hereby appointed as the Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company, on such remuneration as shall be fixed by the Board of Directors.”

**By Order of the Board of Directors**

**Dated: 30.08.2013**  
**Place: New Delhi**

**Sd/-**  
**Ankit Rathi**  
**Managing Director**  
**DIN No. - 01379134**

**PAN INDIA CORPORATION LIMITED 2012-13**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED AND SIGNED AND MUST BE DEPOSITED, AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS (48 HOURS) BEFORE THE SCHEDULED TIME FOR HOLDING THE AFORESAID MEETING. A BLANK PROXY FORM IS ENCLOSED.**
2. The relevant explanatory statement pursuant to section 173(2) of the Companies Act, 1956 in respect of the Special Businesses as set out above is annexed hereto and form part of this notice.
3. All documents referred to in the accompanying notice and explanatory statement are open for inspection at the Registered Office of the Company during the office hours on all working days between 11: 00 a.m. to 1: 00 p.m., up to the date of this Annual General Meeting.
4. The Register of Members and Share Transfer Books of the Company shall remain closed from 28<sup>th</sup> September, 2013 to 30<sup>th</sup> September, 2013 (Both days inclusive).
5. Shareholders seeking any information with regard to accounts are requested to write to the Company at the earliest to keep the information ready.
6. Shareholders are requested to bring their copy of Annual Report to the Annual General Meeting.
7. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting.
8. Members / Proxies should bring the attendance slip sent herewith, duly filled in, for attending the meeting.
9. Members may kindly note that no gift/gift coupons will be distributed at Annual General Meeting.
10. The Ministry of Corporate Affairs has introduced “Green Initiative” by allowing paperless compliances by the companies and has issued circulars stating the service of notice/ documents including Annual Report can be sent by e-mail to its members. To support this green initiative of Government in full measure, member who have not registered their e-mail addresses, so far are requested to register their e-mail addresses, in respect of electronic holdings with Depository through their concerned Depository Participant whereby the documents are permitted to be served on the members through electronic mode i.e. e-mail. This initiative is a step toward protection of environment and enabling faster communication with members.

**PAN INDIA CORPORATION LIMITED 2012-13**

11. Members holding shares in physical form are requested to advise any change of address immediately to the Company/Registrar and Transfer Agent, Abhipra Capital Limited

12. **Information to Shareholders in pursuance of Clause 49(IV) (G) of Listing Agreement with reference to Appointment/ Re-appointment of Directors.**

<b>1.</b>	<b>Name</b>	<b>Mr. Vijay Pal Shukla</b>
	Date of Birth	15.07.1968
	Expertise in Specific Functional Area	Has a vast experience in share trading, administration and field work.
	Directorship in other Company	1. K.K. Kargomail India Private Limited 2. Tactfull Investments Limited 3. Ujjwal Infrastructure Private Limited
	Date of Appointment	13.05.2008
	Shareholding in the Company	Nil

**By Order of the Board of Directors**

**Dated: 30.08.2013**  
**Place: New Delhi**

**Sd/-**  
**Ankit Rathi**  
**Managing Director**  
**DIN No. - 01379134**

**PAN INDIA CORPORATION LIMITED 2012-13**

**DIRECTORS' REPORT**

**TO THE MEMBERS**

Your Directors have immense pleasure in presenting the 29th Annual Report on the business and operations of the Company together with the Audited Statement of Accounts for the year ended 31<sup>st</sup> March, 2013.

<b>FINANCIAL HIGHLIGHTS</b>	<b>(Amount in Rs.)</b>	
	<b>Current Year</b>	<b>Previous Year</b>
<b>Particulars</b>	<b>Year Ended 31<sup>st</sup> March 2013</b>	<b>Year Ended 31<sup>st</sup> March 2012</b>
Income from Operations	3,913,369.66	6,137,284.36
Other Income	632,622.00	355,114.00
Total Income	4,545,991.66	6,492,398.36
Total Expenditure	5,597,173.51	8,014,845.69
Profit/ (Loss) before tax	(1,051,181.85)	(1,522,447.33)
Less: Provision for Deferred Tax	(228,606.00)	(140,181.00)
Net Profit/(Loss) after Tax	(822,575.85)	(1,382,266.33)

**REVIEW OF OPERATIONS**

During the year, your Company has the turnover of Rs. 39.13 Lac against 61.37 Lac for the previous year. Your directors expect that the initiatives undertaken will result in improvement in financial results in the coming years.

**DIVIDEND**

For the year under review, your Company does not recommend any dividend in the absence of profits.

**DIRECTORS**

**• Retirement by Rotation**

Mr. Vijay Pal Shukla retires by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment.

**• Cessation of Directors**

Mr. Ram Kumar Yadav ceased to be the Director of the Company w.e.f. 16.03.2013.

Mr. Ashok Agarwal ceased to be the Director of the Company due to his death w.e.f. 22.07.2013.

**AUDITORS**

**M/s. J. KUMAR & ASSOCIATES**, Chartered Accountants, Statutory Auditors of the Company, retire at the ensuing Annual General Meeting and are eligible for re - appointment. The Company has received a letter from them to the effect that their appointment, if made, would be within the limits prescribed u/s 224(1B) of the Companies Act, 1956, and they are not disqualified for such an appointment, within the meaning of Sub-section (3) and (4) of Section 226 of the Companies Act, 1956. Accordingly, **M/s. J. KUMAR & ASSOCIATES**, Chartered Accountants, are required to be reappointed as Statutory Auditors of the Company at the ensuing Annual General Meeting.

The Audit Committee and your Board recommend their reappointment as Statutory Auditors of the Company.

**AUDITORS' REPORT**

The Auditors Report is self explanatory and there are no adverse remarks or qualification in the Report.

**LISTING OF SECURITIES**

The Company's Equity Shares are listed on following stock exchanges:

- i. The Delhi Stock Exchange Limited
- ii. National Stock Exchange of India Limited
- iii. The Bombay Stock Exchange Limited
- iv. Madras Stock Exchange Limited
- v. The Stock Exchange, Ahmedabad
- vi. The Calcutta Stock Exchange Association Limited

**PARTICULARS OF EMPLOYEES PURSUANT TO THE PROVISIONS OF SECTION 217(2A) OF THE COMPANIES ACT, 1956**

As required by the provisions of Section 217(2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975 as amended, no employee of the Company is in receipt of remuneration in excess of the limits prescribed there under.

**DEPOSITS FROM PUBLIC**

During the year, Company has not accepted any public deposit within the meaning of Section 58A of the Companies Act, 1956 read with the Companies (Acceptance of Deposits) Rules, 1975 as amended up to date.



**ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND RESEARCH & DEVELOPMENT AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

**Energy Conservation**

There is no manufacturing activity carried on in the company. The company has done its best efforts to save electricity & energy.

**Technology Absorption and Research & Development**

No research & development or technical absorption in the company during the Financial Year 2012-2013.

**Foreign Exchange Earnings and Outgo**

As your Company does not deal in Foreign Exchange, therefore the particulars relating to Foreign Exchange Earnings and Outgo are not applicable to your Company.

**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 that:

- 1) In the preparation of the annual accounts for the period ended 31.03.2013; the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- 2) The directors had selected such accounting policies and applied them consistently and made judgments & estimates that were reasonable & prudent so as to give a true and fair view of the state of affairs of the Company at the end of the year and of the Loss of the company for the financial year under review;
- 3) The Directors had taken proper & sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act 1956 for safeguarding the assets of the Company; and for prevention and detection of fraud and other irregularities;
- 4) The Annual Accounts for the year ended 31<sup>st</sup> March, 2013 have been prepared on a going concern basis.

**CORPORATE GOVERNANCE**

Your Company has implemented all the stipulations of the Corporate Governance Practices set out by the Securities and Exchange Board of India and as provided in Clause 49 of the Listing Agreement entered into with the Stock Exchanges. A separate section on Corporate Governance and a certificate from the Auditors of the Company regarding compliance of conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, form part of the Annual Report. Management discussion and analysis and Auditor's Certificate on compliance of conditions of corporate governance under clause 49 of the listing agreement form part of Director's Report.

**INDUSTRIAL RELATIONS**

Since the Company is not into any kind of manufacturing activity, there is no matter to discuss about industrial relations and the Company is maintaining cordial relations with its staff members.

**ACKNOWLEDGEMENT**

Your Directors take this opportunity to place on record their appreciation for the shareholders, bankers and other business associates for their forbearance, understanding and support to the Company. They also wish to place on record their great appreciation of the commitment, sense of involvement and dedication exhibited by each staff member in the overall development, growth and prosperity of the company.

**By Order of the Board of Directors**

**Dated: 30.08.2013  
Place: New Delhi**

**Sd/-  
Kapil Kumar  
Director  
DIN No. - 00190208**

**Sd/-  
Ankit Rathi  
Managing Director  
DIN No. - 01379134**

**Annexure – A to the Directors’ Report**

**MANAGEMENT DISCUSSION AND ANALYSIS**

**OVERVIEW**

The financial statements are prepared in compliance with the requirements of the Companies Act, 1956. There are no material departures from the prescribed accounting standards in the adoption of the accounting standards. The management of **PAN INDIA CORPORATION LIMITED** accepts responsibility for the integrity and objectivity of these financial statements.

**A. REVIEW OF OPERATIONS:**

The overall performance during the year 2012-13 has not been satisfactory. However, the Company is endeavoring its best for:

Exploring new areas for growth.

Cost reduction measures involving increased focus on operational efficiencies, energy savings and control over administration costs.

Better working capital management.

Professional Management

**B. CORPORATE GOVERNANCE**

AS per listing requirements, the company is required to comply with mandatory provisions by 31st March, 2013. The company has complied with the requirements as to disclosure in Corporate Governance in this Annual Report of the company for the Financial Year 2012-2013 inter-alia giving information on the following:

- i) Company’s philosophy on code of Corporate Governance.
- ii) Constitution of Board of Directors.
- iii) Constitution of Audit Committee and Shareholders Grievance Committee.
- iv) Details of General Body Meeting held in respect of last three financial years.
- v) Disclosure on certain important matters.
- vi) Means of communication and shareholder information.

**PAN INDIA CORPORATION LIMITED 2012-13**

**C. HUMAN RESOURCE DEVELOPMENT AND INDUSTRIAL RELATIONS:**

The Company believes that the employees are the backbone of the Company. It is providing an opportunity to all the employees to utilize their full potential and grow in the Organization. There was no strike or labour unrest during the last financial year.

**D. INTERNAL CONTROL SYSTEMS:**

The Company has adequate internal control procedures commensurate with the size of the Company and the nature of its business.

**E. RISK MANAGEMENT**

The Company has laid down procedures to inform Board Members about the risk assessment and minimization procedures.

**E. CAUTIONARY STATEMENT:**

Statements in the “Management Discussion and Analysis” describing the Company’s objectives, expectations or predictions may be forward looking within the meaning of applicable laws or regulations. These Statements are based on certain assumptions and expectations of future events. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company’s operations include changes in Govt. regulations, tax regimes, economic developments and other factors such as litigation.

**By Order of the Board of Directors**

**Dated: 30.08.2013**  
**Place: New Delhi**

**Sd/-**  
**Kapil Kumar**  
**Director**  
**DIN No. - 00190208**

**Sd/-**  
**Ankit Rathi**  
**Managing Director**  
**DIN No. - 01379134**

**Annexure-B to Directors' Report**

**AUDITOR'S CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT**

**To**

**The Members,  
PAN INDIA CORPORATION LIMITED**

We have examined the compliance of conditions of Corporate Governance by **PAN INDIA CORPORATION LIMITED** during the year ended 31.03.2013 with the relevant records and documents maintained by the Company, furnished to us for our review and the report on Corporate Governance as approved by the Board of Directors.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of procedures and implementation thereof, adopted by the Company for ensuring the Compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

On the basis of our review and according to the information and explanation given to us, the conditions of Corporate Governance as stipulated in clause 49 of the Listing Agreement with the Stock Exchanges have been complied with in all material respect by the Company.

**M/s PM & Associates  
Companies Secretaries**

**Sd/-  
Pooja Mangain  
Proprietor**

**M. No. 29646**

**Place: New Delhi  
Date: 30.08.2013**

**CORPORATE GOVERNANCE REPORT**

Corporate Governance is an integral part of values, ethics and the best business practices followed by the Company. The basis of Corporate Governance envisages optimal utilization of resources for enhancing the values of the enterprise by effectively monitoring executive performance and supporting the entrepreneurship spirit and to ensure ethical behaviour of the enterprise in honoring and protecting the rights of all stakeholders, including discharge of social responsibility, through highest level of transparency and accountability in all facets of its operations. The core values of the Company are:

- Caring for people
- Integrity including intellectual honesty, openness, fairness & trust.
- Commitment to excellence and customer satisfaction.

The Company has in place a Code of Corporate Ethics and Conduct reiterating its commitment in interface with stakeholders and clearly laying down the core values and corporate ethics to be practiced by its entire management cadre. The Company strives to set and achieve high standards of Corporate Governance. The very essential characteristics of the Company are transparent functioning, social responsiveness and accountability towards shareholders.

This year's annual report has made substantial disclosures on the Board of Directors, financial performance, which are as follows:

**1. Board of Directors:**

The Board of Directors of the Company comprises of a fair number of independent executive and non-executive directors. Out of the five directors, the Company has 1 executive and 4 non-executive director.

<b>Name</b>	<b>Category</b>	<b>Designation</b>	<b>No. of Meetings Held</b>	<b>No. of Meetings Attended</b>	<b>No. of Membership In Boards of Other Companies*</b>	<b>Attendance of each Director At last AGM</b>
Mr. Ashok Agarwal*	Non-Executive/ Independent Director	Director	9	6	10	No
Mr. Ankit Rathi	Executive Director	Managing Director	9	9	14	Yes
Mr. Ram Kumar Yadav*	Non-Executive/	Director	9	3	3	No

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	Independent Director					
Mr. Kapil Kumar	Non-Executive/Independent Director	Director	9	6	1	No
Mr. Vijay Pal Shukla	Non-Executive/Independent Director	Director	9	9	3	Yes

\*Mr. Ram Kumar Yadav ceased to be the Director of the Company w.e.f. 16.03.2013

\*Mr. Ashok Agarwal ceased to be the Director of the Company due to his death w.e.f. 22.07.2013.

\*\* Other directorships include directorships of Private Limited Companies. However, none of the director holds more than 15 directorships in Public limited companies.

**Details of Board Meetings**

Nine Board Meetings were held during the year on 14/05/2012, 9/08/2012, 3/09/2012, 7/11/2012, 10/11/2012, 23/11/2012, 7/12/2012, 8/02/2013, and 16/03/2013. The intervening period between two meetings was well within the maximum time gap of 4 months as prescribed under Corporate Governance norms.

**2. Audit Committee**

The company has in accordance with the Listing Agreement constituted an Audit Committee to exercise powers and discharge functions as stipulated in Clause 49 of Listing Agreement. The Audit Committee reviews:

The audit procedure & techniques

With the management external & internal procedures

The adequacy of internal control system.

The company's financial reporting processes and ensures that the financial statements give a true & fair view of the affairs of the company.

The Audit Committee as constituted in compliance of Clause 49 of Listing Agreement consists of the following as on 31.03.2013:

i) Mr. Vijay Pal Shukla	Chairman	Independent /Non-Executive Director
ii) Mr. Kapil Kumar	Member	Independent /Non-Executive Director
iii) Mr. Ashok Agarwal	Member	Independent/ Non Executive Director

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All the members of audit committee are financially literate.

Member's attendances at the meetings were as follows:

Date of Meeting	No. of Members present
14 <sup>th</sup> May, 2012	3
9 <sup>th</sup> August, 2012	3
7 <sup>th</sup> November, 2012	3
8 <sup>th</sup> February, 2013	2

#### 4. Shareholders/Investors Grievance Committee

The Shareholders/Investors Grievance Committee has been reconstituted to exercise powers and discharge functions as stipulated in the Clause 49 of the Listing agreement.

The Shareholders/Investors Grievance Committee consists of three Directors, during the year, which are as follows:

i)	Mr. Vijay Pal Shukla	Chairman	Independent Non Executive Director
ii)	Mr. Kapil Kumar	Member	Independent Non-Executive Director
iii)	Mr. Ashok Agarwal	Member	Independent Non-Executive Director

Date of Meeting	No. of Members present
14 <sup>th</sup> May, 2012	3
9 <sup>th</sup> August, 2012	3
7 <sup>th</sup> November, 2012	3
8 <sup>th</sup> February, 2013	2

The Committee redresses complaints of the shareholders in respect of matters pertaining to transfer of shares, non-receipt of Annual Report, dematerialization of shares, non-receipt of declared dividend etc. The share transfers are handled by the registrar and transfer agent i.e. Abhipra Capital Limited.

#### 5. Remuneration Committee

The Committee of the company evaluates and finalizes among other things, compensation and benefits of the executive directors. The committee recommends /



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approves the remuneration package of executive directors to the Board after taking into consideration the financial position of the Company, the executive director's performance, qualifications and experience, comparable industry compensation packages, trend in the industry, past remuneration drawn with a view to provide a package which is appropriate for the responsibilities involved. The committee comprises of Three Non Executive Directors.

The Composition of Remuneration Committee is as follows:

i)	Mr. Vijay Pal Shukla	Chairman	Independent Non-Executive Director
ii)	Mr. Kapil Kumar	Member	Independent Non-Executive Director
iii)	Mr. Ashok Agarwal	Member	Independent Non Executive Director

**6. General Body Meetings.**

Details about Annual General Meetings held in last three years

<b>For the Year</b>	<b>Venue</b>	<b>Day, Date &amp; Time</b>	<b>Special Resolution *</b>
2009-10	Registered Office	Thursday, 30th September, 2010, 9.30 A.M.	No Special Resolution passed
2010-11	Registered Office	Friday, 30th September, 2011, 9.30 A.M.	Special Resolution passed for Making Donation and Making Investments
2011-2012	Registered Office	Saturday, 29th September, 2012, 9.00 A.M.	Special Resolution passed for Making Donation, Making Investment, Re-appointment of Managing Director and Increasing Remuneration of Managing Director

Details about Extra Ordinary General Meetings held in last three years

<b>For the Year</b>	<b>Venue</b>	<b>Day &amp; Date</b>	<b>Special Resolution</b>
2009-10	Registered Office	Monday, 15th February, 2010	No Special Resolution passed

No resolution was passed through Postal Ballot during the period under review.

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\* Special Resolution was passed through show of hands.

### **7. Disclosures**

1. There are no materially significant related party transactions i.e. transactions material in nature, with its promoters, the directors or the management, their subsidiaries or relatives etc. having potential conflict with the interest of the company at large except unsecured loan given to related party which has been placed before the audit committee.
2. There has been no non compliance by the Company nor were any penalties or strictures imposed on the Company by Stock Exchanges, SEBI or any other statutory authority on any matter related to capital markets during the last three years.
3. Presently, the Company does not have a Whistle Blower Policy. No personnel of the Company have been denied access to the Audit Committee.
4. The Company has complied with all the mandatory requirements of Clause 49. As regard the non-mandatory requirements, Company tries to implement them to the extent possible.

### **8. Means of Communication**

Financial Express (English Daily) and Hari Bhumi (Hindi Daily)	For Quarter ended 30.06.2012
Millenium Post (English Daily) and Hari Bhumi (Hindi Daily)	For Quarter ended 30.09.2012
Millenium Post (English Daily) and National Duniya (Hindi Daily)	For Quarter ended 31.12.2012
Millenium Post (English Daily) and Hari Bhumi (Hindi Daily)	For Quarter ended 31.03.2013

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**9. SHAREHOLDERS' GENERAL INFORMATION**

**Annual General Meeting**

**Day, Date and Time:** Monday, 30<sup>th</sup> September, 2013, At 09.00 A.M.

**Venue:** 4/18, II<sup>nd</sup> Floor, Asaf Ali Road, New Delhi – 110002

**Financial Calendar (Tentative) for the Financial Year 2013-2014**

Tentative calendar of events for the financial year 2013-14(April to March) is as under:

Adoption of Quarterly Financial Results for:

First Quarter – by mid of August, 2013      Third Quarter-by mid of February, 2014

Second Quarter-by mid of November, 2013      Fourth Quarter- by mid/end of May, 2014

**10. Book Closure**

The Register of Members and Share Transfer Register will remain closed from 28.09.2013 to 30.09.2013 on account of Annual General Meeting.

**11.Dividend Payment Date**

No dividend has been recommended for the year ended 31<sup>st</sup> March, 2013.

**12. Listing at Stock Exchanges**

**ISIN – INE376A01032**

<b>Sr. No.</b>	<b>Name of Stock Exchange</b>	<b>Stock Code</b>
1	National Stock Exchange of India Ltd. Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai – 400051	SRGINFOTEC
2	The Bombay Stock Exchange Limited Phiroze Jee Jee Bhoy Towers, Dalal Street, Mumbai	511525
3	The Delhi Stock Exchange Ltd. 3/1, Asaf Ali Road, New Delhi – 110002	N.A.
4	Madras Stock Exchange Exchange Building, Post Box No. 183, Second Line Beach, Chennai-600001	N.A.
5	The Stock Exchange Ahmedabad, Kamdhenu Complex, Opp. Sahajanand college, Panjarapole, Ahmedabad-380 015.	N.A.

**PAN INDIA CORPORATION LIMITED 2012-13**

6	The Calcutta Stock Exchange Asso. Ltd. 7, Lyons Range Calcutta-700 001	29212
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Listing Fee for the year 2012-13 has been paid to National Stock Exchange and Bombay Stock Exchange.

**13. Market Price Data: High Low for the period April 2012 to March 2013**

<b>Month</b>	<b>High (Rs.)</b>	<b>Low (Rs.)</b>
April 2012	0.45	0.34
May 2012	0.46	0.30
June 2012	0.40	0.32
July 2012	0.35	0.30
August 2012	0.31	0.26
September 2012	0.32	0.28
October 2012	0.37	0.31
November 2012	0.38	0.33
December 2012	0.40	0.31
January 2013	0.38	0.31
February 2013	0.35	0.26
March 2013	0.30	0.23

Source: BSE Portal as at 22.08.2013

**14. Registrar & Share Transfer agents:**

Abhipra Capital Limited  
A-387-Abhipra Complex,  
Dilkhush Industrial Area,  
G.T. Karnal Road,  
Azadpur, New Delhi – 110 033  
Phone: 011-011-42390909  
Fax: 011-27215530  
E-Mail ID: [rta@abhipra.com](mailto:rta@abhipra.com)  
Contact Person: Mr. Jeewat Rai  
Vice President

**15. Share transfer system:**

Transfers of Equity Shares are handled by Abhipra Capital Limited. The transferee is required to furnish transfer deed duly completed in all respects together with share certificate to Abhipra Capital Limited at the above address in order to enable the Registrar and transfer agent to process the transfer.

The share transfer committee normally attends to share transfer formalities once in a

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fortnight. Demat requests are normally confirmed within 21 days from the date of receipt of request.

**16. Shareholding Pattern as on 31<sup>st</sup> March, 2013**

<i>Category</i>	<i>No. of Shares held</i>	<i>% of Shareholding</i>
<b>A. PROMOTERS</b>		
Promoter and Promoter Group	95132469	44.401
<b>B. PUBLIC</b>		
Bodies Corporate	8695298	4.058
Individuals holding nominal share capital upto 1 lac	71569753	33.404
Individuals holding nominal share capital in excess of 1 lac	38043755	17.756
Financial Institutions/Banks	23207	0.011
NRIs/OCBs	255782	0.12
Clearing Members	536236	0.250
Trust	0	0.0
Wholly owned subsidiaries	0	0.0
<b>Total</b>	<b>214,256,500</b>	<b>100</b>

**Distribution of Shareholding as on 31st March, 2013**

<b>Category</b>	<b>No. of Shareholders</b>	<b>% of Shareholders</b>	<b>No. of Shares Held</b>	<b>% of Shareholding</b>
1-5000	54404	64.035	13333255	6.223
5001-10000	14185	16.696	12626377	5.893
10001-20000	7525	8.857	12305563	5.743
20001-30000	2726	3.209	7167697	3.345
30001-40000	1200	1.412	4370281	2.040
40001-50000	1629	1.917	7930706	3.702
50001-100000	1969	2.318	15379338	7.178
100001 & above	1322	1.556	141143283	65.876
<b>Total</b>	<b>84960</b>	<b>100</b>	<b>214256500</b>	<b>100</b>

**Break up of shares in Physical & Demat form as on 31<sup>st</sup> March, 2013**

**PAN INDIA CORPORATION LIMITED 2012-13**

	<b>No. of Shares</b>	<b>Percentage of Shares</b>
<b>Physical Segment</b>	<b>10,86,89,976</b>	<b>50.73%</b>
<b>Demat Segment</b>		
NSDL	7,89,95,449	36.87%
CDSL	2,65,71,075	12.40%
<b>Total</b>	<b>214256500</b>	<b>100%</b>

**17. Dematerialization of shares:**

Pursuant to the SEBI directive, to enable the shareholders to hold their shares in electronic form, the company has enlisted its shares with National Securities Depository Limited (NSDL) & Central Depository Services (India) Ltd. (CDSL). As on 31st March, 2013, 104489876 Equity Shares of the company forming of the share capital of the company stand dematerialized.

**18. Compliance Officer**

Ms Swati Kapoor  
Company Secretary

**19. Address for correspondence:**

**Pan India Corporation Limited**  
4/18, IInd Floor, Asaf Ali  
Road, New Delhi – 110002.

**20. CEO Certification**

A certificate from the Managing Director on the financial statements of the Company was placed before the Board.

**21. Plant Location**

The Company does not have any manufacturing activity.

***PAN INDIA CORPORATION LIMITED 2012-13***

**CERTIFICATE OF COMPLAINE WITH THE CODE OF CONDUCT**

I, Ankit Rathi, Managing Director of the Company, hereby declare that the Company has adopted a Code of Conduct for its Board Members and senior management and the Board members and senior management have affirmed compliance with the Code of Conduct of the Company.

**By Order of the Board of Directors**

**Dated: 30.08.2013**  
**Place: New Delhi**

**Sd/-**  
**Ankit Rathi**  
**Managing Director**  
**DIN No. - 01379134**

**PAN INDIA CORPORATION LIMITED 2012-13**

**CEO CERTIFICATION**

I, Ankit Rathi, Managing Director of Pan India Corporation Ltd., to the best of my knowledge and belief hereby certify that:

a) I have reviewed financial statements and the cash flow statement for the year and that to the best of my knowledge and belief:

i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

ii. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b) There are, to the best of my knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.

c) I 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 and I have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.

d) I have indicated to the Auditors and the Audit Committee;

- i) Significant changes in internal control over financial reporting during the year;
- ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- iii) Instances of significant fraud of which I have become 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.

**By Order of the Board of Directors**

**Dated: 30.08.2013**  
**Place: New Delhi**

**Sd/-**  
**Ankit Rathi**  
**Managing Director**  
**DIN No. - 01379134**





**INDEPENDENT AUDITOR'S REPORT**

To the Members of

M/s PAN INDIA CORPORATION LIMITED

We have audited the accompanying financial statements of M/s PAN INDIA CORPORATION LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2013, 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 and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). 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.

**AUDITOR'S 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.

OFF.: MZ-40, Ansal Fortune Arcade, Sector-18, Noida (U.P.)

Tel : 0120-4259023 Mobile : 9313036023

Email : jkag2004@yahoo.co.uk



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### **OPINION**

In our opinion and to the best of our information and according to the explanations given to us, 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, 2013;
- b) in the case of the Statement of Profit and Loss, of the loss 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 subsection (3C) of section 211 of the Companies Act, 1956;
  - e) on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

OFF.: MZ-40, Ansal Fortune Arcade, Sector-18, Noida (U.P.)

Tel : 0120-4259023 Mobile : 9313036023

Email : jkag2004@yahoo.co.uk



# J. KUMAR & ASSOCIATES

CHARTERED ACCOUNTANTS

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- f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For J.Kumar & Associates

**Chartered Accountants**

FRN: 016917N

Sd/-

jitendra kumar

**(Proprietor)**

Membership No. : 073856

Place: New Delhi

Date: 11.05.2013

OFF.: MZ-40, Ansal Fortune Arcade, Sector-18, Noida (U.P.)

Tel : 0120-4259023 Mobile : 9313036023

Email : jkag2004@yahoo.co.uk



*J. KUMAR & ASSOCIATES*  
*CHARTERED ACCOUNTANTS*

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**Annexure referred to in paragraph '1' of the Auditors' Report to the Members of M/S PAN**

**INDIA CORPORATION LIMITED on the accounts for the period ended March 31, 2013**

- I.
  - a. The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
  - b. All the assets have been physically verified by the management during the year. No material discrepancies were noticed on such verification.
  - c. During the year, the company has not substantially disposed off its fixed assets.
- II.
  - a. As informed to us, the inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
  - b. The procedure of physical verification of inventories followed by the management is reasonable and adequate in relation to the size of the company and the nature of its business.
  - c. As informed to us, the company has maintained proper records of inventory. No material discrepancies were noticed on such verification.
- III.
  - a. The company has granted unsecured interest free loan to two companies covered in the register maintained under section 301 of the Companies Act, 1956. The amount of loan given during the year was Rs. 153.80 Lacs.
  - b. In our opinion except the rate of interest (which is interest free), other conditions of loans given by the company are prima facie not prejudicial to the interest of the Company.
  - c. There is no stipulation regarding Repayment of Principal.
  - d. The Company had not taken any loan from any company covered in the register maintained under section 301 of the companies Act,1956.



*J. KUMAR & ASSOCIATES*  
*CHARTERED ACCOUNTANTS*

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- 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 purchase of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit we have not observed any continuing failure to correct major weaknesses in internal controls.
- V. a. According to the information and explanations given to us we are of the opinion that the transaction that need to be entered into the register maintained u/s 301 of the Companies Act, 1956 are being entered.
- b. In our opinion and according to the information and explanations given to us, we are of the opinion that the transactions made in pursuance of contracts or arrangements have been made at price which are reasonable having regard to the prevailing market prices at the relevant time.
- VI. According to the information and explanations given to us the company has not accepted deposits from the public. The provisions of clause 4(vi) of the companies (Auditors Report) Order, 2003 are not applicable to the company.
- VII. In our opinion, the company does not have any internal audit system commensurate with the size and nature of its business.
- VIII. No cost records have been prescribed by the rules made by the central Government, for the maintenance of cost record u/s 209(1) (d) of Companies Act, 1956, the provisions of clause 4(viii) of the CARO, 2003 are not applicable to the company.



***J. KUMAR & ASSOCIATES***  
***CHARTERED ACCOUNTANTS***

- IX. a. The company is regular in depositing with appropriate authorities undisputed statutory dues including PF, Investors education protection fund, ESI, Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs duty, Excise duty, Cess and the other material statutory dues applicable. No undisputed amounts were outstanding for a period of more than six months from the date of becoming payable except:

<b>Name of the Statue</b>	<b>Nature of Dues</b>	<b>Amount</b>	<b>Period to which amount relates</b>
<b>Companies Act, 1956</b>	<b>R.O.C Fees</b>		<b>Details not available</b>

- b. According to the information and explanations given to us, no disputed amounts payable in respect of income tax, wealth tax, service tax, sales tax, custom duty, excise duty and cess as on 31/03/2013.

- X. In our opinion, the accumulated losses of the company are more than fifty percent of its net worth. The company has incurred cash loss during the financial year covered by our audit and there was no cash loss in the immediately preceding financial year.

- XI. Based on our audit procedures and on the basis of information's and explanations given by the management, the Company has not defaulted in repayment of dues of bank and has not taken any loans from any financial institution or debenture holders, so there is no question of default in repayment.

- XII. According to the information and explanations given to us, the company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures and other securities. Therefore the provisions of clause 4(xii) of the CARO 2003 are not applicable to the company.



*J. KUMAR & ASSOCIATES*  
*CHARTERED ACCOUNTANTS*

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- XIII. In our opinion and according to the information and explanations given to us, the company is not a chit fund or Nidhi Mutual benefit fund / Society. Therefore the provisions of clause 4(xiii) of the CARO 2003 are not applicable to the company
- XIV. According to information and explanation given to us, proper records have been maintained in respect of transactions and contracts, in shares, securities, debentures and other investments and timely entries have been made therein. The shares and other investments have been held by the company in its own name.
- XV. According to the information and explanations given to us, the company has not given any guarantees for loans taken by other's from banks or financial institutions. As such the provisions of clause 4(xv) of the CARO, 2003 are not applicable to the company.
- XVI. According to the information and explanations given to us, the company has not taken any term loan therefore the provisions of clause 4(xvi) of the CARO, 2003 are not applicable to the company.
- XVII. According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that no funds raised on short term basis have been used for long term investments.
- XVIII. According to the information and explanations given to us, the company has not made any preferential allotment of shares to parties and companies covered in the register



***J. KUMAR & ASSOCIATES***  
***CHARTERED ACCOUNTANTS***

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maintained u/s 301 of the Act.1956, during the year. Accordingly, the provisions of clause 4(xviii) of the said CARO, 2003 are not applicable.

XIX. According to the information and explanations given to us, the company has not issued any debentures during the year. Accordingly, the provisions of clause 4(xix) of the CARO, 2003 are not applicable to the company.

XX. According to the information and explanations given to us, the company has not raised money by way of public issue during the year. Accordingly, the provisions of clause 4(xx) of the CARO 2003 are not applicable to the company.

XXI. As explained to us, no fraud on or by the company has been noticed or reported during the year. Accordingly, provision of clause 4(xxi) of the CARO, 2003 are not applicable to the company.

For **J.Kumar & Associates**  
**Firm No.: 016917N**  
**Chartered Accountants,**

**Sd/-**  
**Jitendra Kumar**  
**Proprietor**  
**M.NO.073856**

Place: NEW DELHI  
Date : 11.05.2013



# PAN INDIA CORPORATION LIMITED

BALANCE SHEET AS AT 31ST. MARCH, 2013

PARTICULARS	NOTE	AS AT 31st, MARCH 2013	AS AT 31st, MARCH 2012
<b>I.EQUITY AND LIABILITIES</b>			
<b>(1) SHAREHOLDER'S FUND</b>			
(a) SHARE CAPITAL	1	2,142,565,000.00	2,142,565,000.00
(b) RESERVES AND SURPLUS	2	(1,544,901,359.35)	(1,544,078,783.50)
<b>(2) NON CURRENT LIABILITIES</b>			
(a) LONG TERM BORROWINGS			
(i) OTHER LOANS & ADVANCES	3	20,085,000.00	20,085,000.00
(b) DEFERRED TAX LIABILITY(NET)		<b>405,005.00</b>	633,611.00
<b>(3) CURRENT LIABILITIES</b>			
(a) OTHER CURRENT LIABILITIES	4	30,725,391.00	30,714,732.00
<b>TOTAL</b>		<b>648,879,036.65</b>	<b>649,919,559.50</b>
<b>II.ASSETS</b>			
<b>(1) NON CURRENT ASSETS</b>			
(a) FIXED ASSETS			
(i) TANGIBLE FIXED ASSETS	5	1,678,972.00	2,622,317.31
(b) NON CURRENT INVESTMENTS	6	311,033,026.96	326,430,026.96
<b>(2) CURRENT ASSETS</b>			
(a )INVENTORIES	7	10,457,134.00	10,835,247.20
(b )TRADE RECIEVABLES	8	76,852,698.49	81,368,422.09
(c) CASH AND CASH EQUIVALENTS	9	1,651,677.69	684,531.43
(d ) SHORT TERM LOANS AND ADVANCES	10	238,080,527.51	227,979,014.51
(e) OTHER CURRENT ASSETS	11	9,125,000.00	-
<b>TOTAL</b>		<b>648,879,036.65</b>	<b>649,919,559.50</b>
NOTES TO ACCOUNTS & SIGNIFICANT ACCOUNTING POLICIES	18		
THE NOTE NOS 1 TO 18 ARE INTEGRATED PART OF FINANCIAL STATEMENTS		-	-

IN TERMS OF OUR AUDIT REPORT  
OF EVEN DATE ATTACHED

FOR **J. KUMAR & ASSOCIATES**  
CHARTERED ACCOUNTANTS  
FRN 016917N

Sd/-  
(JITENDRA KUMAR )  
PROPRIETOR  
M. NO. 073856

FOR & ON BEHALF OF BOARD

Sd/- (ANKIT RATHI) MANAGING DIRECTOR	Sd/- (Ashok Agarwal) CHAIRMAN
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PLACE : NEW DELHI  
DATE : 11.05.2013

Sd/-  
(SWATI KAPOOR)  
COMPANY SECRETARY

**PAN INDIA CORPORATION LIMITED**

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st MARCH, 2013

S.No	PARTICULARS	Note		FOR THE YEAR ENDED 31ST MARCH, 2013	FOR THE YEAR ENDED 31ST MARCH, 2012
I.	REVENUE FROM OPERATIONS	12		3,913,369.66	6,137,284.36
II.	OTHER INCOME	13		632,622.00	355,114.00
III.	TOTAL REVENUE			4,545,991.66	6,492,398.36
IV.	EXPENSES:				
	PURCHASES			1,039,430.63	-
	CHANGE IN INVENTORIES	14		378,113.20	5,661,027.24
	EMPLOYEE BENEFIT EXPENSES	15		719,650.00	638,130.00
	FINANCE COSTS	16		3,803.36	17,058.33
	DEPRECIATION AND AMORTISATION EXPENSE			717,082.66	756,265.00
	OTHER EXPENSES	17		2,739,093.66	942,365.12
	TOTAL EXPENSES			5,597,173.51	8,014,845.69
V.	PROFIT BEFORE TAX(III-IV)			(1,051,181.85)	(1,522,447.33)
VI.	TAX EXPENSE:				
	(1)CURRENT TAX			-	-
	(2)DEFERRED TAX			(228,606.00)	(140,181.00)
VII.	PROFIT(LOSS) FOR THE PERIOD(V-VI)			(822,575.85)	(1,382,266.33)
VIII.	EARNINGS PER EQUITY SHARE				
	(1)EQUITY			(0.004)	(0.007)
	(2)DILUTED			(0.004)	(0.007)

NOTES TO ACCOUNTS & SIGNIFICANT ACCOUNTING POLICIES  
THE NOTE NOS 1 TO 18 ARE INTEGRATED PART OF FINANCIAL STATEMENTS

18

IN TERMS OF OUR AUDIT REPORT  
OF EVEN DATE ATTACHED

FOR **J. KUMAR & ASSOCIATES**  
CHARTERED ACCOUNTANTS  
FRN 016917N

Sd/-  
(JITENDRA KUMAR)  
PROPRIETOR  
M. NO. 073856

FOR & ON BEHALF OF BOARD

Sd/-  
(ANKIT RATHI)  
MANAGING  
DIRECTOR

Sd/-  
( Ashok Agarwal )  
CHAIRMAN

PLACE : NEW DELHI  
DATE : 11.05.2013

Sd/-  
(SWATI KAPOOR)  
COMPANY SECRETARY

**PAN INDIA CORPORATION LIMITED**

NOTES TO THE ACCOUNTS AS AT 31ST, MARCH, 2013

	AS AT 31st MARCH, 2013	AS AT 31st MARCH, 2012
<b>NOTE - 1</b>		
<b><u>SHARE CAPITAL</u></b>		
<b>AUTHORIZED SHARE CAPITAL</b>		
300000000 EQUITY SHARES OF RS. 10/-EACH (PR. YEAR 300000000 EQUITY SHARES OF RS. 10/-EACH)	3,000,000,000.00	3,000,000,000.00
<b><u>ISSUED, SUBSCRIBED &amp; PAID UP</u></b>		
214256500 EQUITY SHARES OF RS. 10/-EACH (PR. YEAR 214256500 EQUITY SHARES OF RS. 10/-EACH)	2,142,565,000.00	2,142,565,000.00
	2,142,565,000.00	2,142,565,000.00

**DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5% OF PAID UP EQUITY SHARE CAPITAL**

SHAREHOLDER	31.03.2013	31.03.2012	AS AT 31.03.2013	AS AT 31.03.2012
	NO. OF SHARES	NO. OF SHARES	PERCENTAGE	PERCENTAGE
VIZWISE COMMERCE PRIVATE LIMITED	95132369	95132369	44.40%	44.40%

**SHARE RECONCILIATION STATEMENT**

	AS AT 31.03.2013	AS AT 31.03.2012
PARTICULARS	EQUITY	EQUITY
SHARES OUTSTANDING AT THE BEGINNING OF THE YEAR	214,256,500	214,256,500
SHARES ISSUED DURING THE YEAR	-	-
SHARES BOUGHT BACK DURING THE YEAR	-	-
SHARES OUTSTANDING AT THE END OF THE YEAR	214,256,500	214,256,500

**NOTE - 2**

**RESERVES AND SURPLUS**

SHARE PREMIUM	700,000,000.00	700,000,000.00
<b><u>PROFIT &amp; LOSS ACCOUNT</u></b>		
OPENING BALANCE	(2,244,078,783.50)	(2,242,696,517.17)
ADD: PROFIT/(LOSS) OF CURRENT YEAR	(822,575.85)	(1,382,266.33)
CLOSING BALANCE	(2,244,901,359.35)	(2,244,078,783.50)
	(1,544,901,359.35)	(1,544,078,783.50)

**NOTE - 3**

**OTHER LOANS & ADVANCES**

LOAN FROM BODY CORPORATE(UNSECURED)	20,085,000.00	20,085,000.00
	20,085,000.00	20,085,000.00

**NOTE - 4**

**OTHER CURRENT LIABILITIES**

OTHER LIABILITIES	30,644,728.00	30,637,232.00
AUDIT FEES PAYABLE	19,663.00	17,500.00
SALARY PAYABLE	61,000.00	60,000.00
	30,725,391.00	30,714,732.00

**NOTE 5**

GROSS BLOCK				DEPRECIATION				NET BLOCK	
AS AT 01.04.2012	ADDITIONAL DURING THE YEAR	SALE ADJUSTMENT	TOTAL AS AT 31.03.2013	UP TO 01.04.12	DURING THE YEAR	ADJUSTMENT FOR SALE	UP TO 31.03.2013	AS AT 31.03.2013	AS AT 31.03.2012
843,765.56	-	-	843,765.56	616,795.37	40,078.19	-	656,873.56	186,892.00	226,970.19
1,135,509.95	-	1,135,509.95	-	892,105.30	17,142.00	909,247.30	-	-	243,404.65
6,641,713.00	-	-	6,641,713.00	4,555,334.23	650,124.77	-	5,205,459.00	1,436,254.00	2,086,378.77
205,000.86	-	-	205,000.86	139,437.16	9,737.70	-	149,174.86	55,826.00	65,563.70
8,825,989.37	-	1,135,509.95	7,690,479.42	6,203,672.06	717,082.66	909,247.30	6,011,507.42	1,678,972.00	2,622,317.31
9,515,989.57	-	690,000.00	8,825,989.37	5,989,106.06	756,265.00	541,699.00	6,203,672.06	2,622,317.31	3,526,883.31

**NOTE-6****NON CURRENT INVESTMENTS****OTHER INVESTMENTS :****INVESTMENT IN EQUITY INSTRUMENTS****QUOTED :**

EQUITY SHARES OF SHREE LAKSHMI COTSYN LTD 441037 Equity shares of Rs 10/- each (Pr. Year 521037 Equity shares of Rs 10/- each)	56,752,300.80	63,024,300.80
--	---------------	---------------

EQUITY SHARES OF BITS LTD 48918539 Equity shares of Rs 2/- each (Pr. Year 48918539 Equity shares of Rs 2/- each) (ASSOCIATE COMPANY)	242,780,725.16	242,780,725.16
---	----------------	----------------

**UNQUOTED :**

EQUITY SHARES OF SRF FINANCIAL & MGT. CONSULTANTS LTD 325000 Equity shares of Rs 10/- each (Pr. Year 325000 Equity shares of Rs 10/- each) (Rs.3249999 already transferred to provision for dimunition)	1.00	1.00
--	------	------

EQUITY SHARES OF ALLUMINIUN GRILLS PVT. LTD. 2800 Equity shares of Rs 1000/- each (Pr. Year 2800 Equity shares of Rs 1000/- each)	2,800,000.00	2,800,000.00
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EQUITY SHARES OF SFS GLOBAL LTD. 10200 Equity shares of Rs 10/- each (Pr. Year 10200 Equity shares of Rs 10/- each)	5,100,000.00	5,100,000.00
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EQUITY SHARES OF SOUTH COAST REALTY PVT. LTD. 1440 Equity shares of Rs 10/- each (Pr. Year 1440 Equity shares of Rs 10/- each)	3,600,000.00	3,600,000.00
--	--------------	--------------

EQUITY SHARES OF TOP CLASS ENTERPRISES PVT. LTD. (Pr. Year 3650 Equity shares of Rs 10/- each)		9,125,000.00
---	--	--------------

<u>311,033,026.96</u>	<u>326,430,026.96</u>
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(Aggregate value of Quoted Shares Rs.299533025.96/-PY: Rs.305805025.96/-)  
(Market value of Quoted Investment Rs. 21150328.33 PY: Rs.100739086.30/-).  
(Aggregate amount of Unquoted Investments Rs 11500001./- PY:Rs.20625001/-)

**NOTE-7****INVENTORIES**

(AS TAKEN VALUED &amp; CERTIFIED BY THE MANAGEMENT)

STOCK-IN-TRADE (SHARES)	10,457,134.00	10,835,247.20
	<u>10,457,134.00</u>	<u>10,835,247.20</u>

**NOTE-8****TRADE RECIEVABLES**

TRADE RECIEVABLES OUTSTANDING FOR A PERIOD LESS THAN SIX MONTHS  
FROM THE DATE THEY ARE DUE FOR PAYMENT  
- UNSECURED CONSIDERED GOOD

-	4,500.00
---	----------

TRADE RECIEVABLES OUTSTANDING FOR A PERIOD EXCEEDING SIX MONTHS  
FROM THE DATE THEY ARE DUE FOR PAYMENT  
- UNSECURED CONSIDERED GOOD

76,852,698.49	81,363,922.09
---------------	---------------

<u>76,852,698.49</u>	<u>81,368,422.09</u>
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**TRADE RECIEVABLES STATED ABOVE INCLUDES AMOUNTS DUE BY:**

-PRIVATE COMPANIES IN WHICH DIRECTOR IS A DIRECTOR	2,112,975.00	2,152,975.00
--	--------------	--------------

	AS AT 31st MARCH, 2013	AS AT 31st MARCH, 2012
<b><u>NOTE-9</u></b>		
<b><u>CASH &amp; CASH EQUIVALENTS</u></b>		
CASH IN HAND	258,704.42	31,864.42
<b><u>BALANCE WITH BANKS:</u></b>		
IN CURRENT ACCOUNT	1,277,973.27	537,667.01
IN DEPOSIT ACCOUNT	115,000.00	115,000.00
	<u>1,651,677.69</u>	<u>684,531.43</u>
<b><u>NOTE-10</u></b>		
<b><u>SHORT TERM LOANS &amp; ADVANCES</u></b>		
<b><u>LOANS &amp; ADVANCES TO RELATED PARTIES:</u></b>		
- UNSECURED CONSIDERED GOOD	<b>151,906,031.91</b>	153,366,031.91
INTEREST RECIEVABLE/RECOVERABLE	1,159,572.28	1,159,572.28
INTEREST ACCRUED ON FDR	112,262.00	89,891.00
INCOME TAX/TDS RECIEVABLE	2,417,229.32	2,370,842.32
<b><u>OTHER SHORT TERM LOANS &amp; ADVANCES</u></b>		
- UNSECURED CONSIDERED GOOD	<b>82,485,432.00</b>	70,992,677.00
	<u>238,080,527.51</u>	<u>227,979,014.51</u>
<b><u>NOTE-11</u></b>		
<b><u>OTHER CURRENT ASSETS</u></b>		
	9,125,000.00	
	<u>9,125,000.00</u>	
<b><u>NOTE-12</u></b>		
<b><u>REVENUE FROM OPERATIONS</u></b>		
SALE OF SHARES	1,605,459.40	6,137,284.36
DERIVATIVE PROFIT	2,307,910.26	
	<u>3,913,369.66</u>	<u>6,137,284.36</u>
<b><u>NOTE-13</u></b>		
<b><u>OTHER INCOME</u></b>		
DIVIDEND	149,432.00	149,470.00
PROFIT ON SALE OF ASSETS	-	201,699.00
INTEREST	483,190.00	3,945.00
	<u>632,622.00</u>	<u>355,114.00</u>
<b><u>NOTE-14</u></b>		
<b><u>CHANGE IN INVENTORIES</u></b>		
OPENING STOCK	10,835,247.20	37,745,575.24
LESS : CLOSING STOCK	10,457,134.00	10,835,247.20
LESS: TRANSFERRED TO INVESTMENTS		21,249,300.80
	<u>378,113.20</u>	<u>5,661,027.24</u>
<b><u>NOTE-15</u></b>		
<b><u>EMPLOYEE BENEFIT EXPENSES</u></b>		
SALARY EXPENCES	479,750.00	408,600.00
DIRECTOR REMUNERATION	232,000.00	210,000.00
STAFF WALFARE	7,900.00	19,530.00
	<u>719,650.00</u>	<u>638,130.00</u>
<b><u>NOTE-16</u></b>		
<b><u>FINANCE COSTS</u></b>		
INTEREST ON CAR LOAN	-	15,160.66
BANK CHARGES	3,803.36	1,897.67
	<u>3,803.36</u>	<u>17,058.33</u>

	AS AT 31st MARCH, 2013	AS AT 31st MARCH, 2012
<b><u>NOTE-17</u></b>		
<b><u>OTHER EXPENSES</u></b>		
PUBLISHING EXPENSES	33,310.00	17,286.00
AUDITORS REMUNERATION	19,663.00	17,500.00
A.G.M & E.G.M. EXPENSES	8,000.00	7,000.00
CONVEYANCE EXPENSES	2,000.00	500.00
CUSTODIAL EXPENSES	321,484.00	94,540.00
DESPATCH & COURIER CHARGES	342,348.00	346,288.00
D.P. CHARGES	10,648.80	29,898.24
ELECTRICITY EXPENSES	159,180.00	-
FILING , LISTING & CUSTODIAL FEE	187,079.00	381,568.00
MISCELLANEOUS EXPENSES	1,800.00	500.00
INSURANCE	31,693.00	35,123.00
PENALTY	-	3,000.00
LEGAL & PROFESSIONAL CHARGES	2,250.00	2,250.00
PRINTING & STATIONERY	33,652.00	2,545.00
STAMP DUTY	309.72	
SHORT & EXCESS	2,413.49	2,943.88
LOSS ON SALE OF OFFICE EQUIPMENT	111,262.65	-
LOSS ON SALE OF INVESTMENTS	1,472,000.00	-
SECURITY TRANSACTION TAX	-	1,423.00
	2,739,093.66	942,365.12

**PAN INDIA CORPORATION LIMITED**

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013**

PARTICULARS	YEAR ENDED 31ST MARCH,2013	YEAR ENDED 31ST MARCH,2012
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net profit/(Loss) before tax	(1,051,181.85)	(1,522,447.33)
Add:Adjustments for Depreciation	717,082.66	756,265.00
Add/Less:Loss/Profit on sale of fixed assets	111,262.65	(201,699.00)
Add:Loss on sale of Investments	1,472,000.00	0.00
<b>Operating Profit after tax before working Capital changes,'Adjustment for:</b>	<b>1,249,163.46</b>	<b>(967,881.33)</b>
Trade and other receivables	(14,710,789.40)	10,743,965.22
Inventories	378,113.20	26,910,328.04
Other Liabilities	10,659.00	13,000.00
Tax Paid	-	-
<b>Net Cash Flow from Operating Activities (A)</b>	<b>(13,072,853.74)</b>	<b>36,699,411.93</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Investments	-	(39,074,300.80)
Sale of fixed assets	115,000.00	350,000.00
Sale of Investments	13,925,000.00	-
<b>Net Cash used in Investing Activities (B)</b>	<b>14,040,000.00</b>	<b>(38,724,300.80)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from issue of share capital	0.00	-
Proceeds from Unsecured Loan	0.00	-
Repayment of Secured Loan	0.00	(28,639.34)
Dividend paid	-	-
<b>Net Cash from financing activities (C)</b>	<b>0.00</b>	<b>(28,639.34)</b>
<b>Net Inflow/(Outflow) [A + B + C]</b>	<b>967,146.26</b>	<b>(2,053,528.21)</b>
Closing Balance of Cash and cash equivalents		
Cash In Hand	258,704.42	31,864.42
Balance With Current Accounts	1,277,973.27	537,667.01
Deposit Account	115,000.00	115,000.00
	<b>1,651,677.69</b>	<b>684,531.43</b>
Less: Opening Balance of Cash and cash equivalents		
Cash In Hand	31,864.42	68,332.42
Balance With Current Accounts	537,667.01	2,554,727.22
Deposit Account	115,000.00	115,000.00
	<b>684,531.43</b>	<b>2,738,059.64</b>
<b>Net increase in cash and cash equivalents</b>	<b>967,146.26</b>	<b>(2,053,528.21)</b>

As per our Report of even date attached

**For J.Kumar & Associates**

Firm Regn. No. : 016917N

**Chartered Accountants**

**For & on behalf of the Board of Directors**

Sd/-

**Ankit Rathi**

(Managing Director)

Sd/-

**Ashok Agarwal**

(Chairman)

Sd/-

**Jitendra Kumar**

**Proprietor**

Membership No. 073856

Place : New Delhi

Date : 11-05-2013

Sd/-

**Swati Kapoor**

(Company Secretary)

**AUDITOR'S CERTIFICATE**

We have examined the above cash flow statement of PAN INDIA CORPORATION LTD. for the year ended on 31st March , 2013 & 31st March,2012. The statement has been prepared by the Company in accordance with requirements of clause 32 of Listing Agreement with the Stock Exchanges and is in agreement with corresponding Profit & Loss Account and Balance Sheet of the Company .

**For J.Kumar & Associates**

Firm Regn. No. : 016917N

**Chartered Accountants**

Sd/-

**Jitendra Kumar**

**Proprietor**

Membership No. 073856

**Place : New Delhi.**

**Date : 11-05-2013**



# **PAN INDIA CORPORATION LTD.**

## **NOTE-18**

### **SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON THE BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31<sup>ST</sup> MARCH, 2013.**

#### **1.0 SIGNIFICANT ACCOUNTING POLICIES**

##### **1.1 METHOD OF ACCOUNTING:**

- A) The company follows the mercantile system of accounting & recognizes income & expenditure on accrual basis.
- b) Financial statements are prepared on the historical cost convention and on the principles of going concern, and in accordance with the prevalent accounting standards as applicable except as stated otherwise.
- c) Accounting policies not specifically referred to otherwise, are consistent & in accordance with the generally accepted accounting principles followed by the company.

##### **1.2 FIXED ASSETS:**

Fixed assets are stated at cost of acquisition inclusive of freight, duties & taxes and incidental expenses less accumulated depreciation.

##### **1.3 INVESTMENTS:**

Investments are valued at cost of acquisition, which includes the brokerage and stamp duty. Dividend credited/debited for the ex-dividend/cum-dividend transactions are considered with the cost of acquisition of the investments.

##### **1.4 INVENTORIES:**

Closing stock has been valued at cost (FIFO Method) or market value whichever is less.

##### **1.5 DEPRECIATION:**

Depreciation is charged on a pro-rata basis on the Straight Line Method as per the rates and in the manner prescribed under the Schedule XIV to the Companies Act, 1956.

##### **1.6 CONTINGENT LIABILITY**

Contingent liabilities are determined on the basis of available information and are disclosed by way of Notes to the Accounts.

## 1.7 EMPLOYEE BENEFITS:

Since there is no employee in the Company who has completed 5 years of service till the end of this financial year so no provision for gratuity has been made in these financial statements.

## 2.0 NOTES FORMING PART OF ACCOUNTS:

2.1 In the opinion of the Board, all the current assets, loans and advances are approximately of the value stated in the Balance Sheet, if realized in the ordinary course of the business.

2.2 The Company is in process of obtaining confirmation of Balance in respect of Trade Recievables, Trade Payables, Loans and Advances etc. Necessary adjustment, if any, will be made on receipts and reconciliation of such balance. In view of above, such balances are stated as per Books of Accounts only.

## 2.3 MANAGERIAL REMUNERATION:

Period/Year Ended	31-03-2013	31-3-2012
	(Amount in Rs)	(Amount in Rs)
Salaries & Allowances	232000/-	210000/-

## 2.4 AUDITORS REMUNERATION:

Audit Fee	19663.00	17500.00
For Other Services	2250.00	2250.00
Total	----- 21913.00 -----	----- 19750.00 -----

2.5 CONTINGENT LIABILITIES: Nil Nil

## 2.6 SEGMENT REPORTING (AS-17)

As per management, there is only one reportable segment during the year.

## 2.7 RELATED PARTY INFORMATION (AS-18)

A. Related Party Relationship

i. Associate Company:  
Bits Ltd

- ii. Key Management Personnel:  
Ankit Rathi
- iii. Companies over which (ii) above has influence:  
K.K Kargomail Pvt Ltd  
Prurient IT Solutions Pvt Ltd  
Vizwise Commerce Pvt Ltd

B. Related Party Transactions

i) Loan

PARTICULARS	Opening balance	Recieved	Paid	Closing Balance	Maximun outstanding
K.K Kargomail Pvt Ltd	39,60,000.00 Dr.	Nil	Nil	39,60,000.00 Dr	39,60,000.00 Dr
Prurient IT Solutions Pvt Ltd	2,26,74,000.00 Dr	23,00,000.00	2,00,000.00	2,05,74,000.00 Dr	2,28,74,000.00 Dr
Vizwise Commerce Pvt Ltd	126732031.91 Dr	14540,000.00	15180000.00	127372031.91 Dr	13,33,52,031.91 Dr

ii) Revenue Transaction

PARTICULARS	Opening balance	Recieved	Paid	Closing Balance	Maximun outstanding
Vizwise Commerce Pvt Ltd	NIL	1,170.00	1,170.00	NIL	1,170.00
K.K Kargomail Pvt Ltd	21,52,975.00	40,000.00	NIL	21,12,975.00	21,52,975.00

**2.8 ACCOUNTING FOR TAXES ON INCOME (AS-22):**

Company has written back provision of Rs. 228606/- for deferred taxes as required in AS-22 on Accounting for taxes on Income.

a) Deferred tax liability :	
Up to 31.03.2012 on account of	
Timing Difference in Depreciable Assets	Rs. 633611
Less : DTA	Rs. 228606
	-----
Deferred Tax Liability upto 31-3-13	Rs. 405005/-

**2.9 Information pursuant to part II of the Companies Act 1956:**

i) No of employees who are in receipt of remuneration of Rs. 60, 00,000/- or more if employed full year or Rs. 5, 00,000/- or more per month if employed for part of the year. Nil ( Previous year Nil )

ii) Earning in Foreign Currency Nil ( Previous year Nil )

iii) Expenditure in Foreign Currency Nil ( Previous year Nil )

Purchase & Sales of Goods Traded under broad heads:

PARTICULARS	PURCHASES	SALES
SHARES/WARRANTS	1,039,430.63 (Nil)	1,605,459.40 (6,137,284.36)
TOTAL	1,039,430.63 (Nil)	1,605,459.40 (6,137,284.36)

2.10 According to the information available with the company, there is no amount due to Micro, Small & Medium Enterprises as at 31st March, 2013.

2.13 Previous year figures have been reclassified & regrouped wherever necessary.

As per our attached report of even date

**For J.Kumar & Associates**  
**Firm Regn.No. 016917N**  
**Chartered Accountants**

**For & on behalf of the Board of Directors**

**Sd/-**  
**Jitendra Kumar**  
Proprietor  
M No. 073856

**Sd/-**  
Ankit Rathi  
(Managing Director)

**Sd/-**  
Ashok Agarwal  
(Chairman)

Place: New Delhi  
Date: 11.05.2013

**Sd/-**  
Swati Kapoor  
(Company Secretary)

**PAN INDIA CORPORATION LIMITED**

**Regd. Office: - 4/18, IInd Floor, Asaf Ali Road, New Delhi – 110002**

**PROXY FORM**

Folio No. \_\_\_\_\_

DPID No. \_\_\_\_\_

CLIENT ID No. \_\_\_\_\_

I/We \_\_\_\_\_ of \_\_\_\_\_ in the district of \_\_\_\_\_ being a member/members of PAN INDIA CORPORATION LIMITED hereby appoint \_\_\_\_\_ vote for me/us and on my/our behalf at the 29<sup>th</sup> Annual General Meeting of the Company to be held on 30<sup>th</sup> September, 2013 at 4/18, IInd Floor, Asaf Ali Road, New Delhi – 110002 at 9:00 A.M. and at any adjournment thereof.

As witness my/our hand(s) this \_\_\_\_\_ day of \_\_\_\_\_ 2013.

Signed by the said \_\_\_\_\_

Affix  
Rs.1  
Revenue  
Stamp

Note: This Proxy form must be deposited at the Registered office of the Company not less than 48 hours before the commencement of the meeting.

**PAN INDIA CORPORATION LIMITED**

**Regd. Office: - 4/18, IInd Floor, Asaf Ali Road, New Delhi – 110002**

**Attendance Slip**

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

I hereby record my presence at the 29<sup>th</sup> Annual General Meeting to be held on 30<sup>th</sup> September, 2013 at registered office at 4/18, IInd Floor, Asaf Ali Road, New Delhi – 110002 at 9:00 A.M.

Members /Proxy Name :  
(In Capital Letters)

Folio no. :

DPID No. :

Client ID No. :

Signed by the said \_\_\_\_\_

# **BOOK – POST**

If undelivered please return to:

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**4/18, Second Floor, Asaf Ali Road, New Delhi – 110002**