

**MANAGEMENT
BOARD OF DIRECTORS**

CHAIRMAN

Mr. Deepak Goel

DIRECTORS

Mr. Praveen Kumar Goel	—	Whole time Director
Mr. Amit Agarwal	—	Non-Executive Director
Mr. Shubhakar Pathak	—	Independent Director
Mr. Ankur Sangal	—	Independent Director

COMPANY SECRETARY

Mr. Pranab Kumar Roy

AUDITORS

M/s Goel Singhal & Associates
Chartered Accountants
Muzaffarnagar

BANKERS:

Oriental Bank of Commerce
H-Block, Connaught Circus,
Delhi-110 001

Bank of India
PTI Building, 4,
Parliament Street, New Delhi- 110 001
Bank of Maharashtra
Rohini, Sector-11
New Delhi

REGISTRAR & SHARE TRANSFER AGENT

Beetal Financial & Computer Services Ltd.
Beetal House, 3rd Floor, 99, Madangir
Near Dada Harsukhdas Mandir
New Delhi-110 062

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NOTICE

Notice is hereby given that the 17th Annual General Meeting of the Shareholders of the Company will be held on Thursday, 27th September, 2012 at Bipin Chandra Pal Memorial Bhavan, A-81, Chittaranjan Park, New Delhi-110019 at 10.30 A.M. to transact the following Businesses:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Balance Sheet as on 31.03.2012 and the Profit & Loss Account for the year ended 31.03.2012 together with the Reports of Directors & Auditors thereon.
2. To appoint a Director in place of Mr. Parveen Kumar Goel, who retires by rotation at this meeting in pursuant of Section 256 of the Companies Act, 1956, being eligible, offer himself for reappointment.
3. To appoint a Director in place of Mr. Shubhakar Pathak, who retires by rotation at this meeting in pursuant of Section 256 of the Companies Act, 1956, being eligible, offer himself for reappointment.
4. To appoint Auditors for the Current Year and to fix 'their remuneration.

SPECIAL BUSINESS:

5. To consider and, if thought fit, to pass, with or without the following resolution as a Special Resolution:

"RESOLVED THAT in accordance with the provisions of Section 81(1A) and other applicable provisions, if any, of the Companies Act, 1956, (including any amendment thereto or re-enactment thereof) (hereinafter referred to as "the Act") and subject to the enabling provisions in the Memorandum and Articles of Association of the Company, the Listing Agreement entered into by the Company with the Stock Exchange where the shares of the Company are listed and in accordance with the applicable guidelines issued by the Securities and Exchange Board of India (SEBI) for preferential issue of Securities, or any other relevant authority and clarifications thereon issued from time to time, if any, and subject to all statutory, regulatory and Government approvals, permissions or sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, permissions or sanctions, which may be agreed to by the Board or any Committee constituted thereof (hereinafter referred to as "the Board"), the consent of the Company be and is hereby accorded to the Board to issue and allot Equity Shares on the preferential basis upon such terms and conditions as laid down in the explanatory statement annexed to the notice calling the meeting.

28,57,100 (Twenty Eight Lakhs Fifty Seven Thousand One Hundred) Equity Shares of Rs. 10/- (Ten Each) each fully paid up at a premium of Rs. 15 /- (Rupees Fifteen Only) per share to the following **Strategic Investors in the following manner.**

16,00,000 (Sixteen Lakhs) Equity Shares of Rs. 10/- (Ten Each) each fully paid up at a premium of Rs.15 /- (Rupees Fifteen Only) per share to the strategic investors amounting to Rs. 4,00,00,000/- (Four Crores) **will be by way of conversion of unsecured loan** as per details mentioned below.

S.No.	NAME OF THE STRATEGIC INVESTORS	Amount of Unsecured Loan (to be converted into Equity Shares) (INR)	NO. OF SHARES
1.	Bailley Foods Private Limited	50,00,000	200000
2.	Zarf Infra Development Private Limited	50,00,000	200000
3.	Shilpkar Buildtech Private Limited (Formerly Known as Zayat Construction Private Limited)	50,00,000	200000
4.	SPB Propcon Private Limited	50,00,000	200000
5.	Ram Alloy Castings Private Limited	1,00,00,000	400000
6.	Symbolic Finance and Investment Private Limited	1,00,00,000	400000

12,57,100 (Sixteen Lakhs) Equity Shares of Rs. 10/- (Ten Each) each fully paid up at a premium of Rs.15/- (Rupees Fifteen Only) per share to the following **Strategic Investors**.

S.No.	NAME OF THE PROSPECTIVE	NO. OF SHARES
1.	Bluestar Impex Private Limited	300000
2.	Base Media Projects Private Limited	300000
3.	Nature Infosoft Private Limited	300000
4.	Vibgyor Contractors Private Limited	357100

FURTHER RESOLVED THAT the Equity Shares shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects including as to dividend with the existing equity shares of the Company except that new equity shares will be subject to lock-in requirement in terms of the provisions of the SEBI Guidelines.”

FURTHER RESOLVED THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any committee of the Directors or Director or any other Officers/Authorized Representative(s) of the Company to give effects to the aforesaid resolutions.”

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

“**RESOLVED THAT** pursuant to the provisions of section 198, 269, 302, 309, 310 read with schedule XIII of the Companies Act, 1956 and other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modification or re-enactment thereof for the time being in force) and subject to the approval of such other authorities including Central Government, as may be required, the consent of the Company be and is hereby accorded to revise the remuneration paid to the Executive Directors of the Company upto Rs. 1,00,000 per month for a period of five years on the existing terms and conditions.

FURTHER RESOLVED THAT the consent of the company for remuneration payable to Executive Directors be and are hereby accorded, as recommended by the Board of Directors.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion it may consider necessary, expedient or desirable and to settle any question or doubt that may arise in relation thereto and the Board shall have absolute power to decide breakup of the remuneration within the above said maximum permissible limit and in order to give effect to the forgoing resolution, or as may be otherwise considered by it to be in the best interest of the Company.”

By Order of the Board
For NEERAJ PAPER MARKETING LIMITED

Sd/-
PRANAB KUMAR ROY
(COMPANY SECRETARY)

DATED: 1st September, 2012
PLACE: DELHI

NOTES:

1. MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA ORDINARY GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. A PROXY IN ORDER TO BE EFFECTIVE MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE TIME OF THE MEETING.
2. Members may please bring their copies of the Annual Report at the meeting.
3. Members are requested to:
 - (i) Quote their Folio/ID numbers in all correspondence with the Company.
 - (ii) Notify/send immediately to the Company Registered/Corporate Office change, if any, in their registered address along with PIN Code No.
4. Members/Proxies are requested to bring their Attendance Slips (enclosed) duly filled in for attending the meeting.
5. The Register of Members and Share Transfer Registers will remain closed from Thursday 20.09.2012 to Thursday 27.09.2012 (Both days inclusive).
6. The Register of Directors' Shareholding maintained under Section 307 of the Companies Act, 1956, is available at the AGM for inspection by the Members.
7. Members seeking any information are requested to write to the Company at least 7 days before the date of the meeting so as to enable the management to keep the information ready.
8. Members are requested to notify to the Company any change in their address quoting ledger folio number
9. M/s Beetal Financial and Computer Services Limited is Registrar and Share Transfer Agent of the company for both physical and electronic form of shareholdings. All communications relating to shares should be directly addressed to:

Beetal Financial & Computer Services Ltd.
Beetal House, 3rd Floor, 99, Madangir
Near Dada Harsukhdas Mandir
New Delhi-110 062
10. Members holding shares in physical mode are requested to intimate all changes pertaining to nominations, power of attorney, change of address/name, etc. to the Registrar and Share Transfer Agent and in case Members are holding shares in dematerialized mode are requested to intimate all changes to their depository participant only and not to the Company's Registrar and Share Transfer Agents. Changes intimated to the depository participant will then be automatically reflected in the Company's records which will help the Company and its Registrar and Transfer Agents to provide efficient and better service to Members.

Relevant documents referred to in the accompanying Notices are open for inspection by the Members at the registered office of the Company on all working days except Saturday between 11 A. M. to 1.00 P. M. up to the date of the Meeting.

EXPLANATORY STATEMENT UNDER SECTION 173(2) OF THE COMPANIES ACT, 1956**Item No. 5**

The Company its expansion of trading business arranged funds through working capital facilities from banks and partly through share capital and Unsecured Loan. The Company has already infused Rs. 10 Crores in the Equity Share Capital/Premium as per the consent/approval in the general meeting dated 18.07.2011 and rest through unsecured loan. Now, the Board recommends to issue 2857100 equity shares of Rs.10/- each at a premium of Rs. 15/- per share, partly by conversion of unsecured loan and partly in cash, the details of the strategic investors consented to contribute equity capital of the company mentioned below.

Pursuant to the provisions of Section 81(1A) and other related applicable provisions of the Companies Act, 1956 (including any statutory modification or re-enactments thereof) and enabling provision of the Memorandum and Articles of Association of the Company, the Listing agreement entered into with the Stock Exchange and subject to the provision of SEBI guidelines and other rules, regulation, guidelines or laws and /or any approval, consent, permission or sanction of Central Government, Reserve Bank of India and any other appropriate authorities, if required, which may be agreed by the Board of Directors of the Company (include any committee which the Board may have constituted or hereinafter constitute to exercise its powers), and to authorized to issue and allot equity Shares, in keeping the view of prevailing Market Condition and in accordance with the applicable provisions of rules, regulation or guidelines.

Instrument and Numbers: The Company is proposing to issue 16,00,000 (Eight Lacs) equity shares to the Strategic Investors by way of conversion of Unsecured Loan and rest 1257100 equity Shares in cash.

S.No.	Name of the Company	Amount (in Rs.)	NO. OF SHARES
Conversion of Unsecured Load into Equity			
1.	Bailley Foods Private Limited	50,00,000	200000
2.	Zarf Infra Development Private Limited	50,00,000	200000
3.	Shilpkar Buildtech Private Limited (Formerly Known as Zayat Construction Private Limited)	50,00,000	200000
4.	SPB Propcon Private Limited	50,00,000	200000
5.	Ram Alloy Castings Private Limited	1,00,00,000	400000
6.	Symbolic Finance and Investment Pvt. Ltd.	1,00,00,000	400000
Issue of Shares in Cash			
1.	Bluestar Impex Private Limited	75,00,000	300000
2.	Base Media Projects Private Limited	75,00,000	300000
3.	Nature Infosoft Private Limited	75,00,000	300000
4.	Vibgyor Contractors Private Limited	89,27,500	357100
TOTAL			2857100

Issue Price:

Since the company is listed at Delhi, Jaipur and Ahmedabad Stock Exchange, and there is no trading activities in these stock exchanges since long. So share price determined as per valuation done by the appointed valuer, M/s. Goel Singhal and Associates (Chartered Accountants)".

Payment: In terms of the provisions of the SEBI Guidelines, the full consideration of the equity shares shall be payable at any the time but before the allotment of shares.

Particulars of the Allottee: Present preferential issue of equity shares is proposed to be made to following proposed Allottee:

Identity of the Strategic Investors :

NON PROMOTERS GROUP (STRATEGIC INVESTORS)			
1. Bluetar Impex Private Limited	D-113, Gali No.4, Ganga Vihar, Delhi-110 094	U17291DL2007PTC170089	300000
2. Base Media Projects Private Limited	E-452, Gali No.19, Khajuri Khas, Delhi-110 094	U92113DL2007PTC157759	300000
3. Nature Infosoft Private Limited	U-203, IVth Floor, Shakarpur,	U72300DL2007PTC169752	300000
4. Vibgyor Contractors Private Limited	A-4/1, Wazirpur Industrial Area, New Delhi-110 052	U45200DL2010PTC211359	357100
5. Bailley Foods Private Limited	U-203, IIIrd Floor, Vikas Marg, Shakarpur, Delhi-110 092	U15400DL2010PTC197777	200000
6. Zarf Infra Development Private Limited	4132/307, A-1, 3rd Floor, Naya Bazar, Delhi-110 006	U70200DL2010PTC204857	200000
7. Shilpkar Buildtech Private Limited (Formerly Known as Zayat Construction Private Limited)	4132/307, A-1, 3rd Floor, Naya Bazar, Delhi-110 006	U70100DL2010PTC204849	200000
8. SPB Propcon Private Limited	27, Kilokari Village, Opp. Thapar Business Center, Sunlight Colony, New Delhi-110 014	U70200DL2010PTC199424	200000
9. Ram Alloy Castings Private Limited	KB-33, 2nd Floor, Sector-14 Kaushambi, Ghaziabad, Uttar Pradesh-201 010	U27108UP1989PTC010787	400000
10. Symbolic Finance and Investment Pvt. Ltd.	City Business Centre, 3603, 1st Floor, Chamber 12, Daryaganj, Delhi-110 002	U67120DL1996PTC081475	400000
TOTAL			2857100

(All above mentioned Prospective Shareholders are Indian Companies registered under Companies Act, 1956.)

Relevant Date: The relevant date for the purpose of pricing and all other related purpose is 27.08.2012 i.e., 30 days prior to the date of annual general meeting.

Lock-in Period: The equity shares issued on preferential basis shall be lock-in as per the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009. Further, the entire pre-preferential allotment shareholding of all the proposed allottees, if any, shall also be under lock-in from the relevant date upto a period of six months from the date of the allotment of Equity Shares.

Pre-issue & Post-issue Shareholding Pattern of the Issuer Company: Presuming 100% allotment, shareholding pattern of the Issuer Company, will be as below:

Category	Pre-issue		Post-issue	
	No. of Shares held	% of share holding	No. of Shares held	% of share holding
A. Promoters holding				
1. Promoters and Promoters Group ⇒ Indian Promoters ⇒ Foreign Promoters	3063400	37.62	3063400	27.85
Sub-total	3063400	37.62	3063400	27.85
B. Non-Promoters holding				
3. Institutional Investors a. Mutual Funds & UTI b. Banks, Financial Institutions, Insurance Companies c. FIIs	-	-	-	-
Sub-total	NIL	NIL	NIL	NIL
4. Others a. Private Corporate Bodies b. Indian Public c. NRIs/OCBs d. Any Other Clearing Member	3101600 1977900	38.09 24.29	5958700 1977900	54.17 17.98
Sub-total	5079500	62.38	7936600	72.15
Grand Total	8142900	100	11000000	100

Objects and purpose of the Preferential Issue

The funds to be raised from proposed preferential issue of equity shares pursuant to this resolution will be utilized to finance and support the expansion, growth and diversification plans of the company and to strengthen the financial structure, working capital resources and ny to fullfil the terms and conditions of the sanctions of facilities availed and renewals time to time by the Banks.

Proposed time of Allotment

The allotment of shares in the present preferential issue will be made within a period of 15 days from the date of passing of the aforesaid Special Resolution in the AGM excluding the time taken in obtaining the necessary approvals, if any, or within such further period as may be prescribed or allowed by the SEBI, stock exchange(s) or other concerned authorities.

The Statutory Auditors of the Company has certified that the present preferential issue of shares, on the above terms and conditions, is in accordance with the requirements contained in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, and the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997, as amended up to date. The Auditors' Certificate shall be laid before the AGM.

In terms of the provisions of the Companies Act, 1956, the consent of members by way of a special resolution is required. Your Directors recommend the resolution.

The Board recommends the resolution for adoption by the members.

None of the Directors except the Promoters Directors of the Company is interested or concerned in the proposed resolution.

Item No. 6

In view of the growth in the business activities, increased volume of work the Board of Directors considered it just, fair and reasonable to revise remuneration of the Executive Directors of the Company. Shareholders' approval is sought for the variation in terms of remuneration of Executive Directors of the Company. The Remuneration payable to them are within the limits provided under Section 198, 269, 309 and 310 read with Schedule XIII and other applicable provisions of the Companies Act, 1956. The Executive Director so long as he functions as such shall not be paid any sitting fees for attending the meeting of Board or Committees thereof. This may be treated as an abstract of the terms and conditions of appointment including remuneration of an Executive Director under the provision of Section 302 of the Companies Act, 1956.

The Directors recommend the said resolution for your approval.

None of the Directors of the company is concerned or interested in the resolution

By Order of the Board

For NEERAJ PAPER MARKETING LIMITED

Sd/-

PRANAB KUMAR ROY

(COMPANY SECRETARY)

DATED: 1st September, 2012

PLACE: DELHI

DIRECTORS REPORT

Dear Members,

Your directors have pleasure in presenting you their 17th Annual Report together with the Audited Statement of Accounts of the Company for the year ended 31st March 2012.

The working of the company during the year under review has been highlighted below:

1. FINANCIAL RESULTS:

(INR in Lacs)

	CURRENT YEAR	PREVIOUS YEAR
	31.03.2012	31.03.2011
Net Sale/Income from Operations	25479.60	8372.04
Other Income	5.65	0.33
Total Expenditure	24820.31	8088.81
Gross Profit before Finance Charges & Depreciation	664.94	283.56
Finance Charges	531.30	191.34
Depreciation & Amortization	13.73	10.76
Profit Before Tax	119.91	81.46
Provision for Tax	39.75	25.48
Profit After Tax	80.16	55.98
Paid-Up Share Capital	814.29	314.29
Reserve & Surplus	740.28	160.12
Book Value per share	19.10	15.10

2. PROGRESS & PROSPECT

The performance of the company is excellent; it has achieved its Projected Turnover with Net Sales/Income from Operations of Rs. 25479.60 Lacs during the current year, an increase of 304.34% compared to last year. The Net Profit (Before Tax) of the Company is Rs 119.86 Lacs, which is an increase of 147.13% compared to Last year. For Current Financial year (2012-13) the Company has set-out its target of sales Rs.417 Crores.

4. DIVIDEND

As company required funds for business and growth, no Dividend is recommended for the year under review.

5. AUDITORS:

M/s Goel Singhal & Associates, Chartered Accountants, Muzaffarnagar retire at the ensuing Annual General Meeting and being eligible offer themselves for reappointment.

6. AUDITORS REPORT:

The notes to the accounts referred to in Auditors Report are self explanatory and, therefore, do not call for any further explanation Under Section 217(3) of the Companies Act, 1956.

7. DIRECTORS:

In accordance with the provisions of Companies Act, 1956 and Articles of Association of the Company, Mr. Parveen Kumar Goel, Director of the Company retire by rotation at this meeting and being eligible offer himself for re-appointment.

8. DEPOSITS:

The Company has not accepted any deposits from the public within the meaning of section 58-A of the Companies Act, 1956 and rules framed thereunder.

9. MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

As required under clause 49 of the Listing Agreement with the Stock Exchanges, Management Discussion and Analysis Report forms part of this report and is annexed herewith

10. 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:

- (i) That in the preparation of the accounts for the financial year ended 31st March, 2012; the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (ii) That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review;
- (iii) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) That the Directors have prepared the accounts for the financial year ended 31st March, 2012 on a 'going concern' basis.

11. PARTICULARS OF EMPLOYEES:

During the year, there has been no employee in receipt of remuneration in excess of the amount mentioned under section 217(2A) of the Companies Act, 1956.

12. AUDIT COMMITTEE:

The Board of the Company has constituted an Audit Committee consisting of three directors viz:

Mr. Shubhakar Pathak, Chairman,

and members are:

Mr. Deepak Goel,

Mr. Ankur Sangal

The terms of reference stipulated by the Board to the audit committee and includes-review the Company's financial reporting process and its financial statements,-review the accounting and financial policies,-review the efficacy of the internal control mechanism and monitor risk management, -review the reports furnished by internal and statutory auditors and ensure that suitable follow up & action is taken, -examine accountancy, taxation and disclosure aspects of all significant transaction.

13. CORPORATE GOVERNANCE - Particulars & Disclosers attached.**14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION:**

The Company being engaged in trading activities only, the requirements for disclosure of particulars with respect to Conservation of energy & Technology absorption are not applicable to the company.

15. FOREIGN EXCHANGE:

During the year under review, the company has not used or earned any foreign exchange.

16. ACKNOWLEDGMENT:

Your Directors take this opportunity to convey their deep sense of gratitude for valuable assistance and Co-Operation extended to the Company by all valued Customers, Bankers and various departments of government and local authorities.

Your Directors also wish to place on record their sincere appreciation for the valued contribution, unstinted efforts and spirit of dedication shown by the Company employees, officers and the executives at all levels which contributed, in no small measure, to the progress and the high performance of the Company During the Year under review.

DATED: 28th May, 2012

PLACE: DELHI

On behalf of the Board

For NEERAJ PAPER MARKETING LIMITED

Sd/-

**DEEPAK GOEL
(CHAIRMAN)**

ANNEXURE TO DIRECTORS REPORT**MANAGEMENT DISCUSSION & ANALYSIS REPORT****INDUSTRY STRUCTURE AND DEVELOPMENT**

The paper industry has an important social role to play for the country. Use of paper is considered as an index of cultural growth. The paper industry is also contributing towards fulfillment of various requirements of the industry as a whole like information dissemination, publicity etc. which in turn stimulate industrial growth of the country. The paper industry has, thus, a catalytic role to play not only for the overall growth of the industry but also for the living standards of the people. The primary products sector include manufacturing pulps from wood and other cellulose fibers, and from rags; the manufacture of paper and paperboard; and the manufacture of paper and paperboard into converted products, such as paper coated off the paper machine, paper bags, paper boxes, and envelopes and other commodity grades of wood pulp, printing and writing papers, sanitary tissue, industrial-type papers, containerboard, and boxboard. In the last few years, India's paper industry has grown by 6 per cent annually. In the coming years, this growth rate will go up to 10 per cent because of huge spurt in demand for writing and printing paper. The domestic demand for paper is set to far surpass supply, with the growing emphasis on education and alternative uses of paper. The demand for upstream market of paper products, like, tissue paper, tea bags, filter paper, light weight online coated paper, medical grade coated paper, etc., is growing up. These developments are expected to give fillip to the industry. Improvement of key ports, roads and railways and communication facilities will help the entire industrial sector including pulp & paper. As paper use grows, paper waste continues to rise as well. Today a major part of municipal waste is made up of paper and paper products. Around one-third of all household waste is paper. To produce paper it is necessary to cut down trees. Recycling paper and creative use of paper waste saves environment and slows down the rate that landfill sites are filling. The decomposing paper releases 20 times more potent greenhouse gas (methane gas) than carbon dioxide. Another benefit of recycling waste paper is that keeping paper out of landfills reduces greenhouse gases and this will help to slow down global warming.

Opportunities and threats

The demand of paper is multiplying with increasing population, adoption of latest technologies and increasing advertisement in various sectors. All this has always shown an upward trend in the requirement of paper, which our company is taking maximum advantage of and is trading more & more products and varieties in order to cater the needs of the industry as well as the consumers.

Considering the fast pace of growth rate in the paper sector, the company looks forward to build up a good distribution network and tap the uncovered areas.

The huge demand for waste paper in India, several companies have started to enter this space. Waste paper bought from households and commercial areas, would reach the sorting facility, where it gets sorted into different grades and gets baled. Baled material gets sold to mills.

Opportunities:

- The company has the opportunity to go for the addition in traded products of the company for capture the market and growth in the business of the company.
- The company will use the expertise of the promoters and its experienced professional team supported by the adequate infrastructure facilities of the existing business.

THREAT:

- There are no threats anticipated towards our business being trading business of paper except competition.

SEGMENT-WISE /PRODUCT WISE PERFORMANCE

Company is engaged mainly in trading of paper and waste paper other item includes cotton fabric, steel. Other item

contributed 29% in the gross turnover of the Company.

OUTLOOK

Keeping in mind the growing demand of the Paper Product, company already started expansion of its business and established many profit centers in the north and eastern region in India and got good response from the new areas of operation. Company is also working and develops the trading activities of Iron and Steel and cotton fabric in the local area mainly in Delhi and NCR.

An integrated risk management process is being adopted by the company that works towards the evaluation of the associated business risk and enables the company to survive in the competitive environment.

INTERNAL CONTROL SYSTEM AND ADEQUACY

The internal control system of the company is commensurate to the size of its business. The system ensures compliance with the respective laws & regulations, proper and adequate financial reporting at all the levels of the organization.

The Audit Committee of the company also reviews the internal control system prevalent at each level of the organization and passes on its recommendation to the management in respect of the areas, which requires the correction.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The financial and operative performance is already elaborated in Directors Report.

HUMAN RESOURCES

The company continuously works on the development of the employees at various levels. The management makes sure that the employee morale and dedication remains high and that they contribute their fullest and best to the organization. The recreational activities like seminars/vacations are planned for the employees at regular intervals.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis and in the Directors' Report, describing the company's objectives, projections and estimates, results may vary materially from those expressed or implied by the forward looking statements due to risks or uncertainties associated therewith depending upon economic conditions, government policies and other incidental factors. Readers are cautioned not to place undue reliance on these forward-looking statements.

CORPORATE GOVERNANCE REPORT

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The company has been following the business practices based on the Corporate Governance Philosophy, which is based on fair and prudent principles. Your company has been continuously making efforts to institutionalize sound governance practices that are acceptable and for the benefit of the shareholder/ creditors/ other dealing authorities.

BOARD OF DIRECTORS

The Board of Directors of the company review the strategic policies and confirm that they are implemented in the manner that is acceptable in terms of the regulations of the country and enhances the shareholder's value and the confidence of the outside parties relating to the company.

The agenda papers for the meetings of the Board of Directors are circulated to Board members within the reasonable time period.

A) Composition of the Board & their Responsibility

As on 31st March, 2012, the Board consists of 5 Directors, of whom three are Non-Executive Directors. The directors bring to the board wide range of experience and skills. The category, composition, attendance of each director at the Board Meeting, Last Annual General Meeting and the number of other directorship and chairmanship/ Membership of committees of each Director in various companies as on 31st March, 2012 is given hereunder.

Chairman

Executive Director

Mr Deepak Goel (Executive Director)

Mr. Praveen Kumar Goel

Non Executive Director

Mr. Amit Agarwal

Mr. Shubhankar Pathak (Non executive Independent Director)

Mr. Ankur Sangal (Non executive Independent Director)

Name of Director	<u>Attendance Particulars</u>		<u>No. of Other Directorships/ Committee Memberships/Chairmanships in all Cos.</u>		
	Board Meetings	AGM	Other Directorship	Committee Members	Chairmanships
Mr. Deepak Goel	20	Present	4	-	-
Mr. Praveen Goel	20	Present	4	-	-
Mr. Amit Agarwal	17	Present	4	-	-
Mr. Shubhakar Pathak	8	Present	-	-	-
Mr. Ankur Sangal	6	Present	5	-	-

Note:

- a) Board of director of company comprises of 5 directors out of which 2 are executive and other 3 are non executive one of whom is non executive independent Director. The company is always doing efforts to fill vacancies of Independent Director for good corporate governance.
- b) Number of other directorships/ committee membership/ chairmanship indicated above is exclusive of directorships, committee membership and chairmanship in Neeraj Paper Marketing Limited and on the Board of Private Limited Companies and non-body corporate institutions

B) Non executive directors' compensation and disclosures

No compensation is being paid to non-executive Director

C) No. of Board Meetings Held and Dates

During the financial year 2011-12, the Board of Neeraj Paper Marketing Limited had met 20 times. The dates of the meeting are 09.04.2011, 28.04.2011, 21.06.2011, 08.07.2011, 30.07.2011, 08.08.2011, 01.09.2011, 19.09.2011, 30.09.2011, 20.10.2011, 29.10.2011, 21.11.2011, 02.12.2011, 02.01.2012, 04.01.2012, 23.01.2012, 30.01.2012, 01.02.2012, 06.02.2012, 01.03.2012.

D) CODE OF CONDUCT

Declaration of the Chairman in respect of compliance of the code of conduct forms part of the Annual report.

COMMITTEES OF THE BOARD OF DIRECTORS

The Board has constituted the following Committees:

- Audit Committee
- Shareholders Grievance & Transfer Committee

AUDIT COMMITTEE

As on 31st March, 2012, the Audit Committee of the company comprises of Mr. Amit Agarwal (Non-Executive Director), Mr. Ankur Sangal (Non-Executive Director) and Mr. Shubhakar Pathak, Chairman (Non-Executive independent Director).

The Powers and the role of the Audit Committee are as per the guidelines provided in the revised clause 49 of the Listing agreement which inter-alias include the overview of Company's Financial reporting process, review of quarterly, half yearly and Annual financial statements, adequacy of internal control, review of related party transactions etc.

A) Composition

As on 31st March, 2012, the Audit Committee comprised of the following members:

- Mr. Shubhakar Pathak, Non-Executive Independent Director -Chairman
- Mr. Ankur Sangal, Non-Executive Director -Member
- Mr. Amit Agarwal, Non-Executive Director -Member

B) Meetings and Attendance:

During the financial year ended 31st March, 2012 the audit committee has met 4 times: 30.06.2011 30.07.2011, 31.10.2011 and 30.01.2012

Attendance of the Directors at the Audit Committee as on 31st March, 2012 is as follows:

Director	Category	No. of Meetings Held	
		Held	Attended
Mr. Shubhakar Pathak	Chairman	4	4
Mr. Amit Agarwal	Member	4	4
Mr Ankur Sanghal	Member	4	4

C) Power and Role of Audit committee

The role of the audit committee includes of the following:

- It shall have authority to investigate any matter in relation to the items specified in section 292A of the Companies Act, 1956 or referred to it by the Board and for this purpose, shall have full access to information contained in the records of the Company and external professional advice, if necessary.
- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.
- Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending the appointment and removal of external auditor, fixation of audit fee and also approval for payment for any other services.

- Reviewing with management the annual financial statements before submissions to the Board, focusing primarily on:
 - Any changes in accounting policies and practices.
 - Major accounting entries based on exercise of judgment by management.
 - Qualifications in draft audit report.
 - Significant adjustments arising out of audit.
 - The going concern assumption.
 - Compliance with accounting standards.
- Compliance with stock exchange and legal requirements concerning financial statements.
- Any related party transactions i.e., transactions of the company of material nature, with promoters or the management, their subsidiaries or relatives, etc., that may have potential conflict with the interest of company at large.
- Reviewing with the management, external and internal auditors, the adequacy of internal control systems.
- Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- Discussions with internal auditors any significant findings and follow up thereon.
- Reviewing the findings of any internal investigation by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Discussions with external auditors before the audit commences, nature and scope of audit as well as to have post-audit discussion to ascertain any area of concern.
- Reviewing the company's financial and risk management policies.
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- It shall have discussions with the auditors periodically about internal control systems, the scope of audit including the observations of the auditors and review the quarterly half-yearly and annual financial statements before submissions to the Board.
- It shall ensure compliance of internal control systems.
- The Chairman of the Audit Committee shall attend the Annual General Meetings of the company to provide any clarification on matters relating to audit sought by the members of the company
- To carry out any other function as is mentioned in terms of reference of the audit committee.

D) Review of information by Audit Committee

The Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations;
 2. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
 3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
 4. Internal audit reports relating to internal control weaknesses; and
 5. The appointment, removal and terms of remuneration of the Chief internal auditor
- shall be subject to review by the Audit Committee

SHAREHOLDERS GRIEVANCE & TRANSFER COMMITTEE

As on 31st March, 2012, the Shareholder Grievance & Transfer Committee of the company comprises of Mr. Amit Agarwal (Non-Executive Director) - Chairman, Mr. Deepak Goel (Executive Director) - Member. The committee meets at regular intervals to specifically look into the redressing of the Shareholder/ Investor complaints like non-receipt of share certificate after transfer, non-receipt of Annual Report, and to approve the share transfer. The Board has designated the company secretary of the company as the compliance officer. The number of complaints received from the shareholders during the last financial year were NIL and the number of pending complaints as on 31st March, 2012 against the Company were NIL.

Both the physical transfer and Demating of the shares are handled by Registrar & Share Transfer agent M/s Beetal Financial and Computer Services Private Limited. To expedite the share transfer a separate committee of the Directors is meeting at regular interval to approve the share transfer. Hence shares are normally transferred within 15 days. In terms of the requirement of SEBI directives the company is providing the facility of transfer and dematerialization of securities simultaneously

GENERAL BODY MEETINGS: Location and time, where last three AGM's held:

AGM	DATE	LOCATION	TIME	SPECIAL RESOLUTION PASSED IN AGM
16 th AGM	30.09.11	Bipin Chandra Pal Memorial Bhavan, A-81, Chittranjan Park, New Delhi-19	10.30AM	To Appoint Mr. Ankur Sanghal as Director
15 th AGM	27.09.10	Bipin Chandra Pal Memorial Bhavan, A-81, Chittranjan Park, New Delhi-19	11. AM	To give Guarantee in connection with cash credit facility of Rs 7.50 crore and LC of Rs 7.50 crore availed by Satyavan Sales Promotion Private Limited granted by Bank of Maharashtra, Rohini in excess of ceiling prescribed under Sec 372 A of the Act.
14 th AGM	30.09.09	Sebal Hall (Opp Honda city showroom) Main Mathura Road, Badarpur, Delhi-44	11. AM	-

DISCLOSURES**A) Basis of related party transactions****A. Name of related party and nature of the related party relationship**

- | | |
|-------------------------------|----------|
| i) Associated companies: | --- |
| ii) Director & Their Relative | |
| Sh. Deepak Goel | Director |
| Sh. Praveen Kumar Goel | Director |
| Sh. Amit Agarwal | Director |

B. Transaction with Related Parties:

During the year no transactions were carried out with the related parties in the ordinary course of business. However remuneration were paid to Executive Directors amounting to Rs. 9,60,000/-

B) Risk Assessment & Minimization Procedure

As per the revised clause 49 of Listing Agreement, the company has established the appropriate risk assessment & minimization procedure. Details about the risk management policy forms part of Management Discussion and Analysis Report.

(C) Remuneration of Directors

Total remuneration paid to Executive Directors is Rs. 9.60 Lakh for financial year 2011-2012, No remuneration is paid to Non Executive Director.

(D) Management

As required under clause 49 of the Listing Agreement with the Stock Exchanges, Management Discussion and Analysis Report forms part of this report and is annexed herewith

(E) Details of non-compliance by the company, penalties imposed on the company by stock exchange or SEBI or any statutory authority, on any matter related to the capital market, during the last 3 years.

No penalties have been imposed on the company by the Stock Exchange or SEBI or any other statutory authority or any other matter related to capital market during the last three years.

The audit committee provides access to all the personnel who are associated/ involved in the matters, which are placed before the committee meetings for discussion.

MEANS OF COMMUNICATION

The quarterly results as per the format prescribed by the Stock Exchange are published in the Veer Arjun and Pioneer and are also submitted to all the Stock Exchanges where the Company's shares are listed. Further these results will also be available on our website www.neerajpaper.com.

GENERAL SHAREHOLDER INFORMATION

Registered office	301, Aggarwal City Mall, road no. 44, Opp M2K Cinema, Pitampura, Delhi-110034
Annual General Meeting	
Date	30 th September, 2011
Time	10.30 A.M
Venue	Bipin Chandra Pal Memorial Bhavan, A-81, Chittranjan Park, New Delhi-110019
Adoption of financial results	
30 th June, 2011	30 th July, 2011
30 th September, 2011	29 th October, 2011
31 st December, 2011	06 th February, 2012
31 st March, 2012	30 th May, 2012
Date of Book Closure	From 20th September, 2012 to 27 th September, 2012 (both days inclusive)
Dividend payment date	Not applicable
Listing of shares	The shares of the company are listed on the Delhi Stock Exchange, Jaipur Stock Exchange and Ahmedabad Stock Exchange.
Stock Code	ISIN No INE894J01019

Registrar & Share Transfer Agent

M/s Beetal Financial and Computer Services Pvt Limited,
Beetal House, 3rd Floor, 99, Madangir,
Behind Local Shopping Center,
Near Dada Harsukhdas Mandir, New Delhi- 110 062

Share Transfer System

Both the physical transfer and Demating of the shares are handled by Registrar & Share Transfer agent M/s Beetal Financial and Computer Services Private Limited. To expedite the share transfer a separate committee of the Directors is meeting at regular interval to approve the share transfer. Hence shares are normally transferred within 15 days. In terms of the requirement of SEBI directives the company is providing the facility of transfer and dematerialization of securities simultaneously

Distribution of Shareholding

The Distribution of the shareholding of the equity shares as on 31st March, 2012 are as follows:

No of Equity shares held	No. of shareholders	% of share holders	Total number of shares	% of share holding
1 5000	2084	76.67	764100	9.3836
5001 - 10000	234	8.61	197600	2.4267
10001 - 20000	218	8.02	361400	4.4382
20001 30000	54	1.99	133400	1.6382
30001 40000	23	0.85	83700	1.0279
40001 50000	28	1.03	122000	1.4982
50001-100000	30	1.10	227700	2.7963
100001 & above	47	1.73	6253000	76.7908
Total	2686	100	8142900	100

Categories of Shareholders as on 31st March, 2012

Category	Total no of shares	% of shareholding
Promoters/Relatives/Promoters Companies	3063400	37.62
Financial Institutions/ Banks	-	-
FII's	-	-
Mutual Funds	-	-
Private Corporate bodies	3101600	38.09
Indian Public	1977900	24.29
NRI/ OCBs	-	-
Others	-	-
Total	8142900	100

Dematerialization of shares and Liquidity

The trading of the shares of the company is permitted in dematerialization form as per the notification issued by SEBI. The company has entered into agreement with NSDL and CDSL for giving effect to the same.

Outstanding GDR/ ADRs/ Warrants/ Options

Not applicable

Address for Correspondence

For share certificate, change of address and any other query relating to the shares	M/s Beetal Financial and Computer Services Pvt Ltd; Beetal House, 3 rd Floor, 99, Madangir, Behind Local Shopping Center, Near Dada Harsukhdas Mandir, New Delhi- 110 062
For Investor Assistance	Mr. Pranab Kumar Roy, Company Secretary 301, Aggarwal City Mall, road no. 44, Opp M2K Cinema, Pitampura, Delhi-110034 Email id.: pranab@neerajpaper.com Contact No.: 011-47527700/14

CEO/CFO CERTIFICATION

As required by the revised clause 49 of the Listing Agreement, the certificate duly signed by Mr. Deepak Goel, Chairman placed before the Board of Directors at their meeting held on 28th May, 2012.

*Note: a. The Non mandatory clauses of the Listing Agreement are not adopted by the company.
b. The Corporate Governance report is as on 31st March, 2012*

CERTIFICATION UNDER CLAUSE 49(V) OF THE LISTING AGREEMENT

We have examined the conditions as stipulated in clause 49 V of the Listing Agreement and certify as under:

- (A) That we have reviewed the financial statements and the cash flow statement for the year ending 31st March, 2012 and that to the best of their 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) That to the best of our knowledge and belief, there are no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct.
- (C) That we accept responsibility for establishing and maintaining internal controls and that we had evaluated the effectiveness of the internal control systems of the company and had suggested some steps to increase the effectiveness of the same.
- (D) That we had indicated to the auditors and the Audit committee
- (i) The significant deficiencies in the design or operation of internal controls, which we are aware and have taken steps to rectify these deficiencies;
 - (ii) Significant changes in internal control over financial reporting during the year;
 - (iii) Significant changes in accounting Policies during the year
 - (iv) Any fraud, which we have become aware of and that involves management or other employees who have a significant role in the company's internal control systems over financial reporting.

We further declare that all board members and senior management have affirmed compliance with the code of conduct for the current year.

DATED: 28th MAY, 2012
PLACE: DELHI

For Neeraj Paper Marketing Limited
Sd/-
Deepak Goel
(Chairman)

DECLARATION BY THE CHAIRMAN ON THE COMPLIANCE OF THE CODE OF CONDUCT AS LAID DOWN BY THE BOARD OF DIRECTORS OF THE COMPANY

I, DEEPAK GOEL, Chairman of Neeraj Paper Marketing Limited hereby certify that the Directors and members of senior management have affirmed the compliance with the code of conduct.

The above submission is based on the declarations as received from the members to whom the code applies and also on the basis of the submission of the compliance officer to the code.

DATED: 28th MAY, 2012
PLACE: DELHI

For Neeraj Paper Marketing Limited
Sd/-
Deepak Goel
(Chairman)

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of Neeraj Paper Marketing Limited

We have examined the compliance of the conditions of Corporate Governance by NEERAJ PAPER MARKETING LIMITED during the year ended 31st March, 2012 as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock Exchanges.

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the review of the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance as laid down in the Guidance note on certification on Corporate Governance as per Clause 49 of the Listing Agreement issued by Institute of Chartered Accountant of India (ICAI). It is neither an audit nor an expression of opinion on the financial statement of the company.

We have conducted our review on the basis of the relevant records and documents as maintained and the information and explanation given to us by the company, the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

We state that in respect of investor grievances, no complaints were received during the year ended 31st March, 2012

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

**For GOEL & SINGHAL ASSOCIATES
CHARTERED ACCOUNTANT**

**Sd/-
(AMRISH KUMAR)
PARTNER**

**DATED: 28th MAY, 2012
PLACE: DELHI**

AUDITOR'S REPORT

To
The Members,
NEERAJ PAPER MARKETING LIMITED
DELHI

We have audited the attached Balance Sheet of **M/s NEERAJ PAPER MARKETING LIMITED, DELHI** as at 31st March, 2012, and also the Profit & Loss Account and the Cash Flow Statement for the year ended on that date, annexed thereto, which we have signed under reference to this report. These financial statements are the responsibility of the Management of the Company. Our responsibility is to express our 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 & 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.

As required by the Companies (Auditor's Report) order, 2003, as amended by Companies (Auditor's Report) (Amendment) Order 2004, issued by the Central Government of India in terms of Sub-Section (4A) of Section 227 of the Companies Act, 1956, and on the basis of such checks as we considered appropriate & according to the information and explanations given to us, we set out in the Annexure a statement on the matters specified in paragraph 4 & 5 of the said order.

Further to our comments in the Annexure referred to above, we report that:-

- a. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
- b. In our opinion, proper books of accounts as required by law have been kept by the Company so far as appears from our examination of the books and proper returns adequate for the purpose of our audit have been received.
- c. The annexed Balance Sheet and Profit & Loss Account and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the Profit & Loss Account, Cash Flow Statement and the Balance Sheet comply with the Accounting Standards referred to in sub-section (3c) of Section 211 of the Companies Act, 1956.
- e. On the basis of written representation received from directors, we report that none of the directors is disqualified as on 31st March, 2012 from being appointed as a director in terms of clause (g) of Sub-Section (1) of Section 274 of the Companies Act, 1956.
- f. In our opinion and to the best of our information & according to the explanations given to us, the Balance Sheet, Profit and Loss Account and Cash Flow Statement together with the Notes thereon and annexed thereon, give in the prescribed manner the information required by the Act, and also give a true and fair view in conformity with the accounting principles generally accepted in India:

- (i) In the case of the Balance Sheet, of the State of Affairs of Company as at 31st March, 2012, and
- (ii) In the case of Profit and Loss Account of the Profit for the year ended on that date.
- (iii) In the case of Cash Flow Statement of the Cash Flows of the company for the year ended on that date.

For GOEL SINGHAL & ASSOCIATES
Chartered Accountants
Firm Registration No. 006496C

DATED: 28th MAY, 2012
PLACE: DELHI

Sd/-
(AMRISH KUMAR)
PARTNER

ANNEXURE TO THE AUDITOR'S REPORT

(Annexure referred to in Para 3 to 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. These fixed assets have been physically verified by the management during the year at reasonable intervals and no material discrepancies were noticed on such verification.
- c. The company has not disposed off substantial part of its fixed assets during the year. So there is no any indication to affect the going concern status of the company.
- (ii) a. The inventories were physically verified during the year by the management at reasonable intervals.
- b. In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management were reasonable and adequate in relation to the size of the Company and the nature of its business.
- c. In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
- (iii) (a) As informed by the directors of the company, the company has not granted any unsecured loans, to companies, firms or other parties pursuant to section 301 of the Companies Act, 1956.
- (b) As informed by the directors of the company, the company has taken some unsecured loan, from companies, firms or other parties pursuant to section 301 of the Companies Act, 1956. However, the terms & condition of loan taken are not prime facie prejudicial to the interest of the company.
- (iv) In our opinion and according to the information & explanations given to us, there are adequate internal control procedure commensurate with the size of the company and the nature of its business for the purchase of Inventory and fixed assets and for the sale of goods and services. During the course of our audit, no weakness has been noticed in the internal controls.
- (v) In our opinion and according to the information & explanations given to us, if there any transaction to be entered into the register maintained in pursuance of section 301 of the Companies Act, 1956, have been entered.
- (vi) The company has not accepted deposits from public attracting the provisions of section 58-A, 58-AA or any other relevant provision of Companies Act and rules framed there under.
- (vii) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (viii) Since the company is engaged in trading & marketing business so this clause 4 (viii) of Companies (Auditor's Report) Order, 2003 as amended by Companies (Auditor's Report) (Amendment) Order 2004 is not applicable to the company.
- (ix) a. The company is regular during the year in depositing with appropriate authorities undisputed statutory dues including provident fund, Investor Education and Protection Fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess and any other statutory dues with the appropriate authorities whatever applicable to it. There is no any amount of the arrears of outstanding dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable.
- b. There are no any disputed dues of sales tax, income tax, custom duty, wealth tax, service tax, excise duty, cess duty, wherever applicable to it.
- (x) The company do not have any accumulated losses nor it has incurred any cash losses in the financial year under our audit and in the immediately preceding this financial year.

- (xi) Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that the company has not defaulted in repayment of dues to a financial institutions or Banks.
- (xii) The Company has not given any loans advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion, the company is not a Chit Fund or a Nidhi/Mutual Benefit Fund/Society. Therefore the provision of clause 4(xiii) of the companies (Auditor's Report) order 2003 as amended by the companies (Auditor's Report) (Amendment) Order, 2004 are not applicable to the company.
- (xiv) The company is not dealing or trading in shares, securities etc. However, the Investment made by the company is in its own name.
- (xv) Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that the company has given its guarantee to Bank of Maharashtra, New Delhi for credit facilities taken by Satyavan Sales Promotions (P) Ltd from Bank of Maharashtra, New Delhi.
- (xvi) Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that the company has taken term loans for vehicles only during the year and have been utilized for the same purpose for which it was obtained.
- (xvii) Based on our examination and in our opinion the funds raised on short term basis have not been used during the year for long term investment (fixed assets etc.).
- (xviii) The company has not made any preferential allotment of shares to parties and Companies covered in the register maintained under Section 301 of the Act.
- (xix) There are no debentures issued. So this clause is not applicable to the company.
- (xx) The company has not raised any money by public issue during the year.
- (xxi) 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 GOEL SINGHAL & ASSOCIATES

Chartered Accountants

Firm Registration No. 006496C

Sd/-

(AMRISH KUMAR)

PARTNER

Membership No. 408347

DATED: 28.05.2012

PLACE: DELHI

BALANCE SHEET AS AT 31.03.2012

PARTICULARS	NOTES NO.	AS ON 31.03.2012	AS ON 31.03.2011
<u>EQUITY & LIABILITIES</u>			
Share Holders Funds:			
(a) Share Capital	03	81429000	31429000
(b) Reserve & Surplus	04	74028561	16012238
		155457561	47441238
Non-Current Liabilities			
(a) Long-term borrowings	05	48298495	50360162
(b) Other Long-term Liabilities	06	50000000	-
(c) Deferred Tax Liabilities (Net)		159532	165828
Current Liabilities			
(a) Short-term borrowings	07	460473219	148453973
(b) Trade Payables	08	172382841	5445429
(c) Other Current Liabilities	09	2785315	1143207
(d) Short-term provisions	10	3976612	2573401
		639617987	157616010
TOTAL Rs.		893533575	255583239
<u>ASSETS</u>			
Non-Current Assets			
(a) Fixed Assets	11		
(i) Tangible Assets		9277705	6249051
(ii) Intangible Assets		-	-
(b) Non-Current Investments	12	2500000	2500000
(c) Long Term Loans and Advances	13	888961	576461
Current Assets			
(a) Inventories	14	11011365	-
(b) Trade Receivables	15	693935879	164663110
(c) Cash and Cash Equivalents	16	8399878	10425185
(d) Short-term loans and advances	17	153133948	64161129
(e) Other Current assets	18	14385838	7008303
		880866908	246257727
TOTAL Rs.		893533575	255583239

For & on behalf of Board of directors of Neeraj Paper Marketing Limited

Sd/-
Deepak Goel
Director

Sd/-
Parveen Kr. Goel
Director

Sd/-
Pranab Kr. Roy
Company Secretary

As per our report of even date
For GOEL SINGHAL & ASSOCIATES
Firm Registration Number :006496C
Chartered Accountants
Sd/-
(CA AMRISH KUMAR)
PARTNER
Membership No. : 408347

DATED: 28.05.2012
PLACE: DELHI

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED AS ON 31.03.2012

PARTICULARS	NOTES	AS ON 31.03.2012	AS ON 31.03.2011
I. Revenue from operations	19	2547960138	837203852
II. Other Income	20	564846	33405
III. Total Revenue (I + II)		2548524984	837237257
IV. Expenses			
(a) Cost of Material Consumed	21	-	-
(b) Purchase of stock-in-trade	22	2469502296	802588556
(c) Change in inventories of finished goods, work-in-progress and Stock-in-trade	23	-	-
(d) Employee Benefit Expenses	24	4559660	2750390
(e) Finance Cost	25	53129962	19133723
(f) Depreciation & Amortisation Expenses	11	1373266	1076726
(g) Other Expenses	26	7968519	3542004
Total Expenses (IV)		0	829091399
V. Profit Before Exceptional and extra-ordinary Item and tax (III-IV)		11991281	8145858
VI. Exceptional Items		-	-
VII. Profit Before Extra-ordinary Items & Tax (V - VI)		11991281	8145858
VIII. Extra-ordinary Items/Expenses of Earlier Years		4642	-
IX. Profit Before Tax (VII - VIII)		11986639	8145858
X. Tax Expense			
(1) Current Tax		3968020	2573401
(2) Deferred Tax		-6296	-25434
(3) Wealth Tax		8592	0
XI. Profit/(Loss) for the period from Continuing Operations (IX - X)		8016323	5597891
XII. Profit/(Loss) from Dis-continuing Operations		-	-
XIII. Tax Expense of Dis-continuing Operations		-	-
XIV. Profit/(Loss) from Dis-continuing Operations after Tax (XII - XIII)		-	-
XV. Profit/(Loss) for the period (XI + XIV)		8016323	5597891
XVI. Earnings per equity share :			
(1) Basic		1.82	1.78
(2) Dilluted		1.82	1.78

For & on behalf of Board of directors of Neeraj Paper Marketing Limited

Sd/-
Deepak Goel
Director

Sd/-
Parveen Kr. Goel
Director

Sd/-
Pranab Kr. Roy
Company Secretary

As per our report of even date
For **GOEL SINGHAL & ASSOCIATES**

Firm Registration Number :006496C

Chartered Accountants

Sd/-

(CA **AMRISH KUMAR**)

PARTNER

Membership No. : 408347

DATED: 28.05.2012

PLACE: DELHI

NOTES TO THE FINANCIAL STATEMENTS

01. CORPORATE INFORMATION

Neeraj Paper Marketing Limited which has its Registered Office as well as business place at 301, 3rd Floor, Agarwal City Mall, Opp. M2K Cinema Pitampura, Road No. 44, Rani Bagh, Delhi 110034. The company is engaged in Trading & Marketing Business.

02. SIGNIFICANT ACCOUNTING POLICIES

1. ACCOUNTING CONVENTION

The accounts of the company are prepared under historical cost convention and in accordance with applicable accounting standards except otherwise stated elsewhere.

2. FIXED ASSETS

Fixed Assets are capitalized at cost, Comprise of Purchase Price (net rebates and discounts) and any directly attributable cost of bringing the assets to its working condition for intended use.

3. INVENTORIES

There is no any inventory at the end of this financial year.

4. REVENUE RECOGNITION

The Company as far as possible has followed the Mercantile system of Accounting with the provision made for known losses & expenditure and Revenue recognition at the point of dispatch of materials to customers. All expenses and income are accounted for on accrual basis except otherwise stated elsewhere.

5. DEPRECIATION

Depreciation is provided from the date, the assets have been installed and put to use on straight line method at the rates and in the manner specified under Schedule XIV of the Companies Act, 1956.

6. RETIREMENT BENEFITS

Provident Fund Act & Employees State Insurance Act are not applicable to Company. Provision for accruing liability of gratuity to employees have been made in accounts.

7. Previous year figures have been regrouped or rearranged wherever considered necessary.

8. INVESTMENT

Investments held/intended to be held for a period exceeding one year have been classified as long term investments. Long term investments are stated at cost of acquisition. Provision for diminution in the value of long term investment is made, only if such decline is other than temporary.

9. The vehicle loans from Banks/financial institution are secured against mortgage of vehicles and personal guarantee of directors of the company.

10. In the opinion of Board of Director, Current Assets, Loans & Advances have a value of realization in the ordinary course of business at least equal to the amount at which they have been stated in the Balance Sheet.

11. The Company has followed the mercantile system of accounting except, the expenses on printing & stationery, postage, Telephone & Telegraph etc. have been accounted for on cash basis being not material in nature.

12. Sundry creditors do not include any amount due to small scale industrial undertakings to the extent of parties identified on basis of information available with the management.

13. Preliminary Expenses of the nature specified in section 35(D) of Income Tax Act, 1961 are being Amortized over a period of five years.

14. EARNING PER SHARE

The company reports basic and diluted earning per share with Accounting Standard-20 issued by the Institute of Chartered Accountants of India on "Earning per Share". Basic earning is computed by dividing the net profit or loss for the period by the weighted average number of equity shares outstanding during the period. Diluted earning per share is compute by divided the net profit or loss for the period by the weighted average number of equity shares outstanding during the period as adjusted for the effects of all diluted potential equity shares except where the results are anti-dilutive.

	31.03.2012	31.03.2011
Profit after tax	8016323	5597891
Weighted average No. of Equity Shares outstanding	4392900	3142900
Nominal Value per share	10/-	10/-
Basic and diluted earning per share	1.82	1.78

15. SEGMENT REPORTING

As per AS-17 "Segment Reporting" issued by the Institute of Chartered Accountants of India and upon applying the definitions of business and geographical segments given in accounting standard, it is concluded that there is neither more than one business segment nor more than one geographical segment, so segment information has not been required to be disclosed.

16. TAX ON INCOME:

CURRENT TAX

(a) Provision for Income Tax is determined in accordance with the provision of Income Tax Act, 1961.

DEFERRED TAX

The company has adopted the Accounting Standard-22 "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India and has made provisions accordingly. With compliance to this Accounting Standard provision for deferred tax have been made in the books only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax liability/assets can be realized.

Deferred Tax is recognized on timing differences being the differences between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent period(s).

17. No personal expenses have been debited to the accounts.

18. DIRECTOR'S REMUNERATION

(Rs. In Lacs)

S.No.	Particulars	2011-12	2010-11
1.	Directors Salary	9.60	7.20

19. REPORTING ON RELATED PARTIES:

A. Name of related party and nature of the related party relationship

i) Associated companies:

1. Birna Gopal Traders (P) Limited
2. Swabhimani Vyopar (P) Limited

ii) Director & Their Relative

Sh. Deepak Goel	Director
Sh. Praveen Kumar Goel	Director
Sh. Amit Kumar	Director

B. Transaction with Related Parties:

The following transactions were carried out with the related parties in the ordinary course of business:

	(Rs. in Lacs)	
	31.03.2012	31.03.2011
Investment	25.00	25.00
Finance	197.50	257.50
Rendering of Services	NIL	NIL
Sale of Goods	NIL	NIL

C. Details relating to persons referred to above A(i) & A(ii)

	(Rs. in Lacs)	
Nature of Transaction	31.03.2012	31.03.2011
i. Remuneration Paid	9.60	7.20
ii. Outstanding Remuneration Payable	NIL	NIL

20. The figures have been rounded off to nearest rupee.

21. IMPAIRMENT OF ASSETS:

As per accounting Standard-28 "Impairment of Assets" issued by the Institute of Chartered Accountants of India, there is no any impairment loss in the fixed assets of the company at the end of this financial year. So the provision for impairment loss has not been made in the books of accounts of the company.

22. PROVISION, CONTINGENT LIABILITIES & CONTINGENT ASSETS

As per accounting standard-29 Provision, Contingent Liabilities & Contingent Assets issued by the Institute of Chartered Accountants of India the company recognize only when it has a present obligation as result of past event. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation as and when a reliable estimate of the amount of the obligation can be made. There is no any such Provision, Contingent Liabilities & Contingent Assets in this financial year as per this Accounting Standard.

23. Working Capital Limit from Bank of Maharashtra, Oriental Bank of Commerce and Bank of India is secured by First charge on the floating assets of the company (Present & future) on parri passu basis and personal guarantee of the directors of the company along with personal guarantee of Sh. Rakesh Kumar & Sh. Neeraj Goel, relatives of the directors of the company & corporate guarantee of Bindal Sponge Limited, Bindal Pulp & Papers Private Limited and Bindal Rolling Mills Limited. The working capital limit is further collaterally secured by Equitable Mortgage of followings properties on parri passu basis:

- a. Industrial land at Village Bhandura, pargana Muzaffarnagar, in the name of M/s Bindal Rolling Mills Limited.
 - b. Industrial land at Village Kukada, pargana Muzaffarnagar, in the name of M/s Bindal Pulp & Paper (P) Limited.
 - c. Residential flat bearing No. W-111, Greater Kailash Part-I New Delhi in the name of Smt. Madhulika Goel W/o Sh. Neeraj Goel.
 - d. Residential House at Block No. A-36, DLF City-1, Golf course road, Gurgaon, Haryana in the name of Smt. Madhulika Goel W/o Sh. Neeraj Goel.
 - e. Pledge of FDR of Rs. 6.00 Lacs.
24. Additional Information Pursuant to Part II of Schedule VI of the Companies Act, 1956 to the extent applicable to the company:

Quantitative information in respect of Investment in shares is as follows:

Opening Stock		Purchases		Sales		Closing Stock	
No of shares	Amount (Rs.)	No of shares	Amount (Rs.)	No of shares	Amount (Rs.)	No of shares	Amount (Rs.)
200000	1000000	NIL	NIL	NIL	NIL	200000	1000000
500000	1500000	NIL	NIL	NIL	NIL	500000	1500000

03. SHARE CAPITAL

**AS ON
31.03.2012**

**AS ON
31.03.2012**

A. Authorized, Issued, Subscribed and Paid-up Share Capital

Authorised

11000000 Equity Share of Rs. 10/- each 110000000 35000000
(Previous Year 3500000 Equity Shares of Rs. 10/- each)
Rs. 10/- each.)

110000000

35000000

Issued, Subscribed & Fully Paidup

8,14,29,00 Equity Share of Rs.10/-each 81429000 31429000
(fully paid up)
(31.03.2011 : 3,14,29,00 Equity Share of
Rs. 10/-each (fully paid up)

TOTAL Rs.

81429000

31429000

B. Reconciliation of Shares outstanding at the beginning and at the end of year are given below:

	31.03.2012		31.03.2011	
	No. of Shares	Amount	No. of Shares	Amount
Issued, Subscribed & Fully Paid-up Share Capital				
At the beginning of the year	3142900	31429000	3142900	31429000
Issued during the year	5000000	50000000	0	0
At the end of the year	8142900	81429000	3142900	31429000

Details of Share Holder holding more than 5% of outstanding Shares

	No. of Shares	%	No. of Shares	%
Navnidhi Home Products (P) Limited	0	0	250000	7.95%
Chirag Wires (P) Limited	0	0	250000	7.95%
Alankrit Retails (P) Limited	500000	6.14%	0	0
Sundeeep Credits Private Limited	500000	6.14%	0	0
Phoneix Consumer Goods Private Limited	420000	5.16%	0	0
Bindal Pulp & Papers (P) Limited	500000	6.14%	0	0
Brina Gopal Traders (P) Limited	500000	6.14%	0	0
Swabhiman Vyopar (P) Limited	500000	6.14%	0	0
V.R. Digital (P) Limited	500000	6.14%	0	0

Rights, Preferences & Restrictions attached to shares

The company has one class of equity shares having a par value of Rs. 10/- per share. Each share holder is eligible for one vote per share held. In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their share holding.

04 RESERVE AND SURPLUS

(a) Security Premium Reserve

Opening Balance 0 0
Add: Premium on shares issued during the year 50000000 -
Less : Utilised during the year - -
Closing balance 50000000 -

(b) General Reserve

Opening balance 319049 319049
Add: Amount Transferred During the year Profit for the year - -
Less: Amount Utilized during the year - -
Closing balance 319049 319049

(c) Surplus in Statement of Profit and Loss

Opening Balance 15693189 10095298
Add: Profit for the year 8016323 5597891
Closing balance 23709512 15693189

TOTAL Rs.

74028561

16012238

NON-CURRENT LIABILITIES**AS ON
31.03.2012****AS ON
31.03.2012****05 LONG-TERM BORROWINGS**

VEHICLE LOANS :

From Banks (Secured)

Private Banks

825317

1017839

TOTAL (SECURED) A

825317

1017839

LOANS AND ADVANCES FROM RELATED PARTIES

From Associates (Unsecured)

19650000

25650000

19650000

25650000

OTHER LOANS & ADVANCES :

From Others (Unsecured)

27823178

23692323

TOTAL (UNSECURED) B

47473178

49342323

TOTAL Rs. (A+B)

48298495

50360162

TERMS OF REPAYMENT FOR UNSECURED LOANS FROM RELATED PARTIES

The Company has not given any security for Loan taken from related parties stated above, the same is interest free. The company has ultimate right to defer the repayment of loan.

TERMS OF REPAYMENT FOR UNSECURED LOANS FROM OTHERS

The Company has not given any security for Loan taken from others. The company has ultimate right to defer the re

NATURE OF SECURITY FOR VEHICLE LOANS

Vehicle Loans are secured against hypothecation of vehicles and personal guarantee of directors.

06 OTHER LONG-TERM LIABILITIES

Other Liabilities (Unsecured)

50000000

0

50000000

0

CURRENT LIABILITIES**07 SHORT-TERM BORROWINGS**

LOANS REPAYABLE ON DEMAND :

CASH CREDITS :

From Banks (Secured)

-From Bank of Maharastra

145003864

148453973

-From Bank of India

196047033

0

-From Oriental Bank of Commerce

119422322

0

TOTAL

460473219

148453973

NATURE OF SECURITY FOR CASH CREDITS

The Cash Credit from **Bank of Maharashtra, Oriental Bank of Commerce & Bank of India** are secured by First charge on the Floating Assets of the Company, present & future, pari-passu each other and personal guarantees of the Directors of the Company.

08 TRADE PAYABLES

	AS ON 31.03.2012	AS ON 31.03.2012
Acceptances	104760942	0
Other than Acceptances	67621899	5445429
	172382841	5445429

09 OTHER CURRENT LIABILITIES

(a) Current Maturities of Long-Term Debt

VEHICLE LOANS :

From Banks (Secured)	0	0
Private Banks	782604	985102

TOTAL (A)	782604	985102
------------------	---------------	---------------

(b) Other Payables

Statutory Remittances	502838	158105
Advance from Customers	600002	0
Cheques Payable	899871	

TOTAL (B)	2002711	158105
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TOTAL (A+B)	2785315	1143207
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10 SHORT-TERM PROVISIONS

Provision for employees' benefits		
Provision for Taxation	3968020	2573401
Provision for Wealth Tax	8592	0
	3976612	2573401

NON-CURRENT ASSETS

11 FIXED ASSETS

(i) Tangible Assets

As At 31.03.2012

	Office Furniture & Equipments	Vehicles	Air Conditioner	Computer	Office
Opening Balance	721544	10952286	25000	827492	0
Additions	398420	987810	0	0	2840689
Less :- Disposals	0	0	0	0	0
Gross Block at the year end	1119964	11940097	25000	827492	2840689

Less :- Depreciation for the year	70894	1103028	1188	7722	15434
Depreciation at the beginning of the year	389724	5099849	3235	784463	0
Total Depreciation at the year end	460617	6202877	4423	792185	15434

Net Book Value at the beginning of the year	331820	5852437	21765	43029	0
Net Book Value at the end of the year	659346	5737220	20578	35307	2825255

As At 31.03.2011

Opening Balance	710044	9923000	25000	779852	0
Additions	11500	1390394	0	47640	0
Less :- Disposals	0	361108	0	0	0
Gross Block at the year end	721544	10952286	25000	827492	0

Less :- Depreciation for the year	44978	948448	1188	4612	0
Depreciation at the beginning of the year	344746	4423115	2047	779851	0
Adjustment during the year	0	271714	0	0	0
Total Depreciation at the year end	389724	5099849	3235	784463	0

Net Book Value at the beginning of the year	365298	5499885	22953	1	0
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Net Book Value at the end of the year	331820	5852437	21765	43029	0
---------------------------------------	---------------	----------------	--------------	--------------	----------

12 NON-CURRENT INVESTMENTS

	AS ON 31.03.2012	AS ON 31.03.2012
(i) Non-Trade Investment		
- 2,00,000 Unquoted Equity Shares of Birna Gopal Traders (P) Ltd @ Rs. 10/- each (31.03.2012)	1000000	1000000
- 2,00,000 Unquoted Equity Shares of Birna Gopal Traders (P) Ltd @ Rs. 10/- each (31.03.2011)		
- 2,00,000 Unquoted Equity Shares of Swabhiman Vyapar (P) Ltd @ Rs. 10/- each (31.03.2012)	1500000	1500000
- 2,00,000 Unquoted Equity Shares of Swabhiman Vyapar (P) Ltd @ Rs. 10/- each (31.03.2011)		
	2500000	2500000

13 LONG TERM LOANS & ADVANCES

OTHER NON-CURRENT ASSETS

Unsecured, Considered good

Security Deposits	452512	452512
-------------------	--------	--------

To the extent not written off or adjusted:

Preliminary Expenses	123949	201449
Addition During the Year	487500	0
Less: Written off	175000	77500
	436449	123949
	888961	576461

CURRENT ASSETS

14 INVENTORIES

	0	0
Stock in Transit	11011365	
	11011365	0

15 TRADE RECEIVABLES

Exceeding 180 Days from Due Date	332398	0
Others		
Unsecured, Considered good	693603481	164663110
	693935879	164663110

16 CASH AND CASH EQUIVALENTS

Cash and Bank Balances consist of the following:

Cash in Hand	1376701	961828
Balance with Schedule Bank		
-In Current Account	6136259	5499487
-In Deposit Account	886918	409982
Cheques Receivables	0	3553887
	8399878	10425185

17. SHORT-TERM LOANS & ADVANCES

OTHER LOANS & ADVANCES

Unsecured, Considered good
Advance to Suppliers

**AS ON
31.03.2012**

**AS ON
31.03.2011**

153133948

64161129

153133948

64161129

18. OTHER CURRENT ASSETS

Unsecured, Considered good

Other Advances

8428895

2420633

Service Tax Receivables

264722

0

Interest for next years

1123970

244852

Prepaid Insurance

83423

237356

Advance Tax, T.D.S. Receivables &

Refund Due

4484828

4105462

Stock in Transit

0

0

14385838

7008303

19. REVENUE FROM OPERATIONS

Sales

2538199291

828002690

Commission Received

9760847

9201162

(Net of Service Tax)

2547960138

837203852

20. OTHER INCOME

Profit on Sale of Car

0

10606

Interest Income

564846

22799

564846

33405

21. COST OF MATERIALS CONSUMED

0

0

0

0

22. PURCHASE OF STOCK-IN-TRADE

Finished Paper, Fabric, Iron & Steel and Waste Paper

2469502296

802588556

2469502296

802588556

23. CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE

Change in Finished Goods

Opening Stock (F.G.)

0

0

Less :- Closing Stock

0

0

Net Change

0

0

0

0

24. EMPLOYEE BENEFIT EXPENSE

Salary

4213971

2469980

Bonus

92750

121500

Staff Welfare & Hospitality Expenses

167339

47276

Gratuity Exp.

85600

111634

4559660

2750390

	AS ON 31.03.2012	AS ON 31.03.2011
25. FINANCE COST		
Interest	44039868	18521293
Processing Fees	1392308	122124
LC & Bank Charges	7697786	490306
	<u>53129962</u>	<u>19133723</u>

26. OTHER EXPENSES

Rent	889350	826800
Printing & Stationary	74535	8542
Postage & Telegram, Courier	158206	149354
Telephone Expenses	359963	337965
Rates & Taxes	119476	44573
Advertisement	193213	22664
Freight Outward	1829002	276997
Remuneration to Directors	960000	720000
Legal & Professional Charges	359999	152610
A.G.Meeting Exp.	75560	77560
Vehicle Running & Maintainance & Conveyance	688744	323510
News Paper & Periodicals	7045	5900
Audit Fees	40000	35000
Diwali Exp.	38000	23550
Miscellaneous Exp.	7306	39405
Electricity & Water Supply Exp.	332162	218086
Rebate & Discount	-	3042
Sales Promotions Expenses	1200000	-
Computer Maintinace .Exp	146570	55500
Donation & Subscription	44300	33100
Office Maintenance Exp.	148153	143508
Insurance Exp.	296936	44338
	<u>7968519</u>	<u>3542004</u>

NEERAJ PAPER MARKETING LIMITED
CASH FLOW STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2012

PARTICULARS	CURRENT YEAR 31.03.2012	PREVIOUS YEAR 31.03.2011
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net profit before tax	11,986,639	8171292
Adjustments for:		
Depreciation & Amortisation Expenses	1,373,266	1076726
Interest Paid	53,129,962	18521293
Dividend received	0	0
Other Non-Operating Income	-564,846	0
Operating Profit (Loss) before Working Capital changes	65,925,021	27769311
Adjustment for change in Working Capital		
Trade Payables	166,937,412	846860
Short Term Borrowings	312,019,245	
Other Current Liabilities & Short Term Provisions	3,043,665	
Inventories	-11,011,365	
Other Advances & Other current assets	-96,350,355	25107140
Trade and Other Receivables	-529,272,769	(105986420)
Cash Generated from operations	-88,709,146	-52,263,109
Other Non-Operating Income	564,846	0
Earlier Year Expenses /Tax	-3,974,958	(2598835)
	-92,119,258	-54,861,944
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Addition to Fixed Assets	-4,226,919	(1449534)
Addition to share capital, Share premium	100,000,000	
Share Application Money		
Dividend received	0	0
Purchase of Investments	0	19900000
Sale of Fixed Assets		89394
	95,773,081	18,539,860
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Interest Paid	-53,129,962	(18521293)
Increase (Decrease) in Long Term Borrowings & Long Term Loans & Advances	47,938,333	61807830
Preliminary Expenses Paid	-487500	
	-5,679,129	43286537
Net increase in Cash and Cash equivalents	-2,025,306	6964453
Cash and Cash equivalents (Opening Balance)	10,425,185	3460732
Cash and Cash equivalents (Closing Balance)	8,399,878	10425185

D. NOTE ON CASH FLOW STATEMENT

#REF!

1. Figures in bracket represents Cash outflow.

For & on behalf of Board of directors of M/s Neeraj Paper Marketing Ltd.

Sd/-
DEEPAK GOEL
DIRECTOR

Sd/-
PRAVEEN KR.GOEL
DIRECTOR

Sd/-
PRANAB KUMAR ROY
COMPANY SECRETARY

As per our report of even date
For GOEL SINGHAL & ASSOCIATES
Firm Regn. No. : 006496C
Chartered Accountants

DATED: 28.05.2012
PLACE: DELHI

Sd/-
(CA AMRISH KUMAR)
PARTNER
M. No. : 408347

ATTENDANCE SLIP

NEERAJ PAPER MARKETING LTD.

Regd. Office: 301, Agarwal City Mall, Opp. M2K Cinema, Pitampura, Rani Bagh, Delhi 110 034

Folio No. No. of Shares held

Member's Name (in block letter)

Proxy's Name (in block letter)

I certify that I am a registered shareholder / proxy for the registered share of the company.

I hereby record my presence in the 17th Annual General Meeting of the company at Bipin Chandra Pal Memorial Bhavan, A-81, Chittaranjan Park, New Delhi 110 019 held on 27th September 2012 at 10.30 a.m.

NOTE

- Please sign this attendance slip and hand over at the Attendance Verification Counter at the Entrance of the Meeting Hall.
- This attendance slip is valid only in case shares are held on the date of meeting.
- REGRET NO GIFTS.

(SIGNATURE)

 TEAR HERE
 PROXY FORM

NEERAJ PAPER MARKETING LTD.

Folio No. No. of shares held

I / We R / o

Being member of the above named Company hereby appoint

..... of

or falling him/ her of

As my / our proxy to attend vote for me / us on my / our behalf at the 17th Annual General Meeting of the Company to be held on 27th September 2012 at 10.30 a.m. at Bipin Chandra Pal Memorial Bhavan, A-81, Chittaranjan Park, New Delhi 110 019.

Signed

Affix
 Revenue
 Stamp

Date

Note: Proxy Form must reach the Company's Registered Office not less than 48 hours before the meeting.