

ARCHIT HOLDINGS & CREDITS LIMITED

(Regd. Off.: B-1/A-20, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi -110044)

Email: architholdingsandcredits@gmail.com

CIN No. L65993DL1990PLC039464

CORPORATE INFORMATION	
BOARD OF DIRECTORS	STATUTORY AUDITORS
Amresh Jha Avdhesh Chaturvedi Nandlal Chaturvedi	Director Director Director
	M/s. J P Chaturvedi & Co., Chartered Accountants, 73, Mulji jetha Building, 3 rd Floor, 187, Princess Street, Mumbai, Maharashtra- 400002
REGISTERED OFFICE	STOCK EXCHANGE
B- 1/A- 20, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi- 110044 Email ID: architholdingsandcredits@gmail.com Phone: 011- 23552627	Delhi Stock Exchange, DSE House 3/1 Asaf Ali Road New Delhi 110002 (India) Telephone : +91-11-4647 0000
SECRETARIAL AUDITOR	
V Kumar & Associates Company Secretaries T-59, Ground Floor, Near Khanna Market, West Patel Nagar, New Delhi- 110008 Mobile: 9910218035 Mail: csvivekkumar@gmail.com , vivek@vkumarassociates.in	

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Notice of 24th Annual General Meeting

To the Shareholders of M/s. Archit Holdings & Credits Limited

Notice is hereby given that the 24th Annual General Meeting of the Members of the Company M/s **ARCHIT HOLDINGS & CREDITS LIMITED** will be held at D-395, Main Road, 35 Feet Road, D Block, Sonia Vihar, Delhi- 110094 on **Tuesday, 30th September, 2014** at **2:00 p.m.** to consider the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2015 and the reports of the Board of Directors and the Auditors' thereon.

2. To appoint a Director in place of Mr. Avdesh Chaturvedi who retires by rotation and being eligible, offers himself for re-appointment.

3. Appointment of the Statutory Auditors

To consider and if thought fit, to pass, with or without modification, the following resolution as an ordinary resolution:

“RESOLVED THAT M/s J.P. Chaturvedi & Co., Chartered Accountants, Mumbai (Firm Registration No. 130274W), be and are hereby appointed as the Auditors of the Company to hold office from the conclusion of this Meeting until the conclusion of the 29th Annual General Meeting to conduct the audit at a remuneration as may be decided by the Board of Directors of the Company.”

For and on the behalf of

For Archit Holdings & Credits Limited

Sd/-

Signature

Name: Avdesh Chaturvedi

Designation: Director

DIN: 01575283

Date: 02.09.2014

Place: New Delhi

Address: 498, Gali Bari, Kotvali Mathura

Uttar Pradesh-281001

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NOTES:

- (1) A member entitled to attend and vote at the Annual General Meeting (The Meeting) is entitled to appoint a proxy to attend and vote on a poll and such proxy need not be a member of the company. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company. In order to be effective the proxies should be received by the company at its registered office not less than 48 hours before the meeting. Proxies submitted on behalf of corporate including companies, societies etc., must be supported by an appropriate resolution of the Board of Directors or other governing body.
- (2) Members are requested to bring their attendance slip along with their copy of Annual Report to the meeting, Proxies should fill in the attendance slip for attending the meeting.
- (3) Members are requested to quote their Folio Number/Client ID, in all correspondence and intimate any change in their address to the Share Transfer Agent/Depository Participant promptly.
- (4) Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.

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DIRECTOR'S REPORT

To the Shareholders of M/s. Archit Holdings & Credits Limited

Your Directors take pleasure in presenting the 24th Annual Report of your Company together with the Audited Balance Sheet as on 31st March, 2014 and the Profit & Loss Account for the year ended on that date.

Financial summary of the Company

The performance of the Company for the financial year ended 31st March, 2014 is summarized below:

Particulars	Year ended 31.03.2014	Year ended 31.03.2013
Income for the year (Gross)	-	-
Expenditure for the year excluding Depreciation and Amortization Expenses	-	-
Profit/(Loss) before depreciation & interest	-	-
Less -Depreciation and Amortization Expenses -Interest	- -	- -
Profit before Tax	(4,692)	(28,914)
Less:- Provision for Taxation - Current Tax/ Mat - Deferred Tax Adjustment-Cr/Dr - Tax Adjustments for Earlier Year	- - -	- - -
Profit after Tax	(4,692)	(28,914)

Operational Results

During the period under review the Company has net loss of Rs. 4,692/-

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Dividend

The Company express their inability to declare any dividend for the financial year ended March, 31, 2014.

Transfer to Reserves

The net movement in the major reserves of the Company is as follows:

Particulars	(In Rs.)	
	FY 2013-14	FY 2012-13
Opening Balance	(18,029,322.00)	(18,000,408.00)
Add: Profit and loss for the year	(4,692.00)	(28,914.00)
Total(Balance Transferred to Balance Sheet)	(18,034,014.00)	(18,029,322.00)

Public Deposits

During the year under review, your Company has neither accepted nor renewed any deposits.

Composition of board of directors and changes among them during the year under review

As on 31st March, 2014, followings were Director on the board of the Company;

1. Sh. Avdhesh Chaturvedi
2. Sh. Nandlal Chaturvedi
3. Sh. Amresh Jha

During the period under review, Sh. Avdhesh Chaturvedi retires at the ensuing Annual General Meeting and being eligible, have offered himself for the re-appointment in terms of the provisions of the Articles of Association of the Company. The Board of Director recommends his appointment.

Auditors

(i) Statutory Auditors

M/s. J. P. Chaturvedi & Co., Chartered Accountants (Firm Registration No. 130274W) has signified their consent to be appointed as Statutory Auditors of the

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Company from the conclusion of this Annual General Meeting till the conclusion of the 29th Annual General Meeting.

A certificate of eligibility has been received to the effect that they are not disqualified for appointment under Section 141 (3) of the Companies Act, 2013.

The Board has recommended their appointment.

Auditors' Report

The Observations made in the Independent Auditors' Report and Notes forming part of the Financial Statements are self explanatory and do not call for any further comments.

Particulars regarding Conservation of Energy, technology absorption.

The provisions of Section 217 (1) (e) of the Companies Act, 1956 in respect of conservation of energy and technology absorption read with Companies (Disclosures of particulars in the report of Board of Directors) Rules, 1988 are not applicable to the Company hence the same are not being furnished.

The Company has not earned any foreign exchange during the year. There is no outgoing of foreign exchange during the year.

Director's Responsibility statement

In terms of Section 217 (2AA) of the Companies Act 1956 your Directors state that;

(a) In preparation of annual accounts under review the applicable accounting standards had been followed along with proper explanation for material departures.

(b) Appropriate accounting policies were selected and applied consistently and reasonable and prudent judgments and estimates were made so as to give a true and fair view of the state of affairs of the Company at the end of financial year under review and of the profit or loss of the Company for the period.

(c) Proper and sufficient care was taken for the maintenance of adequate accounting records in accordance to the provisions of the Companies Act 1956 for the safeguard of assets of the Company and preventing fraud or irregularities.

(d) The annual accounts are prepared on a going concern basis. The required disclosures and significant accounting policies are appearing in the annual accounts.

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COMPLIANCE CERTIFICATE

The Company has obtained the Compliance Certificate from the practicing Company Secretary to the effect that the Company has complied with all the relevant provisions of Section 383A of the Companies Act, 1956 and the certificate is annexed hereto and forms part of this report.

Corporate Governance

The Company believes that the essence of Corporate Governance lies in the phrase “Your Company”. It is “Your” Company because it belongs to you-“the Shareholders”. The Chairperson and Directors are “Your” fiduciaries and trustees. Their objective is to take the business forward in such a way that it maximizes “Your” long term value. Your Company is committed to benchmark itself with global standards in all areas including highest standards of Good Corporate Governance. Besides adhering to the prescribed Corporate Governance practices as per clause 49 of the Listing Agreement, the Company also endeavors to share information with its stakeholders openly and transparently on matters which have a bearing on its economic and reputational interest.

A certificate from Statutory Auditors of the Company regarding the compliance of the conditions of Corporate Governance by the Company as stipulated under Clause 49 of the Listing Agreement is also attached to this Report.

Acknowledgement

Your Directors wish to place on record and acknowledge their appreciation for the continued support and co-operation received from Government agencies and the shareholders. Your Directors also record their appreciation for the total dedication of employees at all levels

**For on behalf of the Board of Directors
M/s. Archit Holdings & Credits Limited**

**Place: New Delhi
Date: 02.09.2014**

**Sd/-
(Avdesh Chaturvedi)
Director**

**Sd/-
(Amresh Jha)
Director**

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MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. OPERATING RESULTS OF THE COMPANY

During the Financial Year under consideration the performance of the Company was satisfactory.

2. INDUSTRY STRUCTURE AND DEVELOPMENT

The principal activities of the Company are:

- I. The Company carry on the business of financing industrial enterprises.
- II. The Company invest in buy, sell, transfer, hypothecate, deal in and dispose of any shares, stocks debentures (whether perpetual or redeemable debentures), debenture stock, securities, properties of any other Company including securities of any Government, Local Authority, bonds and certificates.
- III. The Company carry on the business of leasing and hire purchase and/or hire purchase financing and to acquire to provide on lease or to provide on hire purchase basis all types of industrial and office plant, equipment, machinery, vehicles, building, and real estates required for manufacturing processing transportation and trading business and other commercial and service businesses.

3. THREATS

- i) With the increase in business segment, the competition has increased from Domestic and other developed countries.
- ii) Threats for this Industry are very common and every person is aware of the threats and the risks involved with this Industry.

4. PROSPECT & OUTLOOK

The Company presents the analysis of the Company for the year 2014-2015 & its outlook for the future. This outlook is based on assessment of the current business environment. It may vary due to future economic & other developments, both in India and abroad.

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5. RISKS AND CONCERNS

The Company has taken adequate preventive and precautionary measures to overcome all negative factors responsible for low trend to ensure steady growth.

6. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

There are well-established procedures for Internal Controls for operations of the Company. The finance & audit functions are well equipped with professionally experienced qualified personnel & play important roles in implementing the statutory obligations. The Company has constituted Audit Committee for guidance and proper control of affairs of the Company.

7. HUMAN RESOURCES

Human Resources are highly valued assets at Archit Holdings & Credits Limited. The Company seeks to attract, retain and nurture technical & managerial talent across its operations and continues to create, sustain the environment that brings out the best in our people with emphasis on training, learning & development. It aims at career progression and fulfilling satisfactory needs. Performance is recognized and rewarded through up gradation & job enrichment, performance incentives.

**For on behalf of the Board of Directors
M/s. Archit Holdings & Credits Limited**

Place: New Delhi
Date: 02.09.2015

Sd/-
(Avdesh Chaturvedi)
Director

Sd/-
(Amresh Jha)
Director

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ANNEXURE TO THE DIRECTOR'S REPORT

REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

As per the listing agreement clause 49 this report on Corporate Governance is given in order to enable the shareholders to get a true and fair view of the company's policies and procedures. The main aim of the company is to act in the best interest of its shareholders and other stakeholders.

Your company has been providing a true and fair view of its accounts and policy matters to the shareholders through full transparency and full disclosure. For the company, its' shareholders interests are on the first priority while taking any decision.

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance philosophy stems from our belief that corporate governance is a key element in improving efficiency and growth as well as enhancing investor confidence. The Corporate Governance philosophy is scripted as:

"As a good corporate citizen, the Company is committed to sound corporate practices based on conscience, openness, fairness, professionalism and accountability in building confidence of its various stakeholders in it thereby paving the way for its long term success."

The Company's philosophy of Corporate Governance is to strengthen the investor's trust and ensures a long-term partnership that helps in achieving Company's objectives, meeting its obligations towards stakeholders, and is guided by a strong emphasis on transparency, accountability, integrity and environment responsibility.

Our Company's framework is designed to enable the Board to provide strategic guidelines for the Company the effective over-sight of management. The respective roles and responsibilities of Board Members and Senior Executives are clearly defined to facilitate accountability to Company as well as its shareholders. This ensures a balance of authority so that no single individual has unfettered powers.

Our Company has taken adequate steps to form various Committees at the Board level to focus attention on crucial issues before placing the same before the Board for consideration. These include 'Audit Committee' and 'Shareholders/Investors Grievance Committee' Independent Directors are appointed not merely to fulfill the listing requirement but for their diverse skills, experience and external objectivity that they

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bring to effectively perform their role to provide strategic direction and guidance and provide constructive support to management by asking the right questions and generating quality debates and discussions on major decisions.

The Company is in compliance with all the requirements of the corporate governance code as enshrined in Clause 49 of the listing agreement.

MANDATORY REQUIREMENTS

A. BOARD OF DIRECTORS

The Board provides leadership and strategic guidance, objectively reviews management decisions and exercises control over the Company.

i) CATEGORY AND COMPOSITION

In compliance with the Listing Agreement, the Company has a balanced mix of executive, non-executive and Independent Directors. As on date of this report, the Board of Directors consists of 3 (Three) Directors: out of which 1 (One) is Executive Director and Two (2) are Non-Executive and Independent Directors.

The composition of Board during the year as follows:

Name of the Director	Designation	DIN	Category
Avdhesh Chaturvedi	Director	01575283	Executive Director
Nandlal Chaturvedi	Director	05172995	Non-Executive & Independent Director
Amresh Jha	Director	01563021	Non-Executive & Independent Director

ii) BOARD MEETING

The Board Meeting is held in every quarter to review the financial results and discuss other issues. Besides the quarter, Board Meetings are also held whenever required. To conduct a Board Meeting the Directors are informed by giving a Notice in advance and the agenda of Board Meeting is also dispatched with the Notice. The members of Board discussed each agenda in the meeting and take decision after having a proper discussion and obtaining views of all members. The Board members are free to give their suggestions on any agenda item and can also submit their view for improving the performance of Company.

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During the 12 months period ended March, 2015, 9 (Nine) Board Meetings were held on 18.04.2013, 29.05.2013, 15.07.2013, 09.08.2013, 02.09.2013, 15.10.2013, 14.11.2013, 21.01.2014 and 12.02.2014.

Details of attendance of each Director at various meetings of the Company is as follows:

Name of the Director	Designation	Category	No. of Board Meetings	Last AGM attended
Avdhesh Chaturvedi	Director	Executive Director	9	Yes
Amresh Jha	Director	Non-Executive & Independent Director	9	Yes
Nand Lal Chaturvedi	Director	Non-Executive & Independent Director	9	Yes

B. COMMITTEE OF DIRECTORS

AUDIT COMMITTEE:

An Audit committee is a key element in Corporate Governance process of any Company. The emergence of corporate governance, which refers to the establishment of a structural framework or reforming the existing framework to ensure the working of the Company to best serve the interest of all stakeholders, is a vital concept which has become indispensable in the present capital market state of affairs so as to safeguard the interest of stakeholders.

i) BOARD TERMS OF REFERENCE

The composition of Audit Committee meets the requirements of Section 177 of the Companies Act, 2013 and revised Clause 49 of the Listing Agreement. The terms of reference of this Committee covers the matters specified for Audit Committee under clause 49(II)(C) & (D) of the Listing Agreement read with Section 292A of the Companies Act, 1956. The terms of the reference of Audit Committee include inter alia the following:

Powers of Audit Committee

- i. To investigate any activity within its terms of reference.
- ii. To seek information from any employee.
- iii. To obtain outside legal or other professional advice.
- iv. To secure attendance of outsiders with relevant expertise, if it considers necessary.

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Key responsibilities of Audit Committee

1. 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.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the Annual/Quarterly financial statements before submission to the Board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of section 134(3) of the Companies Act, 2013.
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Qualifications in the draft audit report.
 - h. The quality and acceptability of:
 - i) The accounting policies and practices, including without limitation critical accounting policies and practices, all alternative accounting treatments within generally accepted accounting principles for policies and procedures related to material items that have been discussed with management, ramifications of the use of such alternative treatments and the treatment preferred by the external auditors; and

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- ii) Financial reporting disclosures and changes thereto, including a review of any material items of correspondence between the Company and the external auditors;
- i. The extent to which the financial statements are affected by any unusual transactions or any off-balance sheet arrangements, including any guarantees to be disclosed, indemnification agreements or interests in unconsolidated special purpose entities, in the year and how they are disclosed;
- j. the policies and process for identifying and assessing business risks and the management of these risks;
- k. material misstatements detected by the auditors that individually or in aggregate have not been corrected and management's explanations as to why they have not been adjusted;
- l. possible impairments of the Group's assets;
- m. compliance with financial reporting standards and relevant financial and governance reporting requirements;
- 5. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- 6. Reviewing, with the management, performance of statutory and internal auditors and adequacy of the internal control systems;
- 7. Reviewing the adequacy of internal audit function, if any, 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.
- 8. Discussion with internal auditors any significant findings and follow up there on.
- 9. Reviewing the findings of any internal investigations 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.

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10. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern.

11. 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.

12. To review the functioning of the Whistle Blower mechanism, in case the same is existing.

13. Mandatory reviews the following information:

- i. Management discussion and analysis of financial condition and results of operations;
- ii. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- iii. Management letters / letters of internal control weaknesses issued by the statutory auditors;
- iv. Internal audit reports relating to internal control weaknesses; and
- v. The appointment, removal and terms of remuneration of the Chief internal auditor.

14. Overseeing the relationships with the external auditors as follows:

- i. To consider the appointment of the external auditors and provide the Board with its recommendation to the shareholders on the appointment, reappointment and removal of the external auditors approve the audit engagement fees and terms and review annually their activities, findings, conclusions and recommendations. The external auditors shall report directly to the Audit Committee. The Audit Committee shall be responsible for ensuring the resolution of any disagreements between management and the external auditors regarding financial reporting;
- ii. To discuss with the external auditors the nature and scope of the audit (including any significant ventures, investments or operations which are not subject to audit) and ensure co-ordination if more than one audit firm is involved;
- iii. To review and monitor the independence of the external auditors and the objectivity and the effectiveness of the audit process including reviewing and monitoring the external auditors' quality control procedures and steps taken by the external auditors to respond to changes in regulatory and other requirements. This review will include a review of the experience and qualifications of the senior members of the audit team, including rotational procedures;

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iv. To pre-approve the scope and extent of audit and non-audit services provided to the Group by any third party in the case of audit services and by the external auditors in the case of audit and permitted non-audit services. The Audit Committee may delegate to the Chairman of the Audit Committee (and in his absence another member) the authority to pre-approve any audit or permitted non-audit service to be provided by the external auditors provided such approvals are presented to the Audit Committee at its next scheduled meeting;

v. To consider communications from the external auditors on audit planning and findings and on material weaknesses in accounting and internal control systems that came to the auditors' attention, including a review of material items of correspondence between the Company and the external auditors; and

vi. To ensure that there are no restrictions on the scope of the statutory audit;

15. Such other function, as may be assigned by the Board of Directors from time to time or as may be stipulated under any law, rule or regulation including the Listing Agreement and the Companies Act, 1956.

THE COMPOSITION AND MEETING OF AUDIT COMMITTEE:

The Audit Committee of the Company has been constituted as per the requirements of clause 49 of listing agreement. Audit Committee consists of three Directors, namely Mr. Avdhesh Chaturvedi (Executive Director), Mr. Nandlal Chaturvedi (Non-Executive and Independent Director) and Mr. Amresh Jha (Non-Executive and Independent Director). The Constitution of Audit Committee also meets the requirements under Section 177 of the Companies Act, 2013.

The Chairman of the Committee is Mr. Amresh Jha, a Non-Executive and Independent Director nominated by the Board.

The Statutory Auditors and Internal Auditors are also the invitee to the meetings. During the year under review, the Committee met Four times on 29.05.2013, 09.08.2013, 14.11.2013 and 12.02.2014. The gap between two meetings did not exceed four months. Constitution of Audit Committee and other related information as on 31st March, 2014 are as under:

The Composition of Audit Committee is as follows

Name of the Director	Designation	Category
Mr. Avdhesh Chaturvedi	Director	Executive Director
Mr. Nandlal Chaturvedi	Director	Non – Executive & Independent Director

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Mr. Amresh Jha	Director	Non – Executive Director & Independent Director
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Details of attendance of each member of Audit Committee meetings of the Company is as follows:

Name of the Director	Designation	Category	No. of Meeting attended
Mr. Avdhesh Chaturvedi	Director	Executive Director	4
Mr. Nandlal Chaturvedi	Director	Non – Executive & Independent Director	4
Mr. Amresh Jha	Director	Non – Executive Director & Independent Director	4

SHAREHOLDERS'/INVESTORS' GRIEVANCE COMMITTEE:

Terms of Reference

The broad terms of reference includes the following:

- Redressal of shareholder and investor complaints including, but not limiting itself to transfer of shares and issue of duplicate share certificates, non-receipt of balance sheet, non-receipt of declared dividends, etc., and
- Monitoring transfers, transmissions, dematerialization, rematerialization, splitting and consolidation of shares issued by the Company.

Composition, meetings and attendance

In compliance with the Listing Agreement requirements and provisions of the Companies Act, 2013, the Company has constituted an Investor Grievance Committee consisting of majority of Non-Executive Independent Directors. As on 31st March 2015, Committee consists of three members comprising of Mr. Avdhesh Chaturvedi (Executive Director), Mr. Nandlal Chaturvedi (Non- Executive and Independent Director) and Mr. Amresh Jha (Non-Executive and Independent Director).

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The Composition of Shareholders'/Investors' Grievance Committee is as follows

Name of the Director	Designation	Category
Mr. Avdhesh Chaturvedi	Director	Executive Director
Mr. Nandlal Chaturvedi	Director	Non – Executive & Independent Director
Mr. Amresh Jha	Director	Non – Executive Director & Independent Director

During the year under review, the Committee met four times on 18.04.2013, 15.07.2013, 15.10.2013 and 21.01.2014.

Details of attendance of each member of Shareholders/ Investors Grievance Committee meetings of the Company are as follows:

Name of the Director	Designation	Category	No. of Meeting attended
Mr. Avdhesh Chaturvedi	Director	Executive Director	4
Mr. Nandlal Chaturvedi	Director	Non – Executive & Independent Director	4
Mr. Amresh Jha	Director	Non – Executive Director & Independent Director	4

Share Transfers are processed and duly approved by the committee. Investor's Grievances are placed before the committee. There were no investors complaints pending at the end of the financial year ended on 31.03.2015.

The roles and responsibilities of Shareholders/ Investors Grievances Committee are as follows:

Role and Responsibilities

The role of Shareholders/ Investors Grievances Committee includes the review of following:

- To monitor the process of expeditious transfer of shares or debentures.

ARCHIT HOLDINGS & CREDITS LIMITED

(Regd. Off.: B-1/A-20, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi -110044)

Email: architholdingsandcredits@gmail.com

CIN No. L65993DL1990PLC039464

- To monitor and review the shareholders complaints related to transfer of shares, non- receipt of Balance Sheet, non receipt of declared dividend etc.
- To monitor and review from time to time the systems/ procedures relating to processing of transfer of shares, dematerialization/ re-materialization of share certificates, re-issued of share certificates against split, cancellation, consolidation and lost share certificates etc.
- To investigate any activity and seek information from any employee of the Company, in discharging its duties.
- To obtain outside legal or professional services, if consider necessary.
- To fix the record date for the purposes as required under the Companies act and/or listing agreement.
- To consider and approve issue of duplicate share certificate in lieu of those reported lost, misplaced, torn, mutilated etc.
- Any other powers which are specifically delegated by the Board from time to time.

NOMINATION AND REMUNERATION COMMITTEE

The Board constituted a Nomination and Remuneration Committee on pursuant to Clause 49 of Listing Agreement. The role, term of reference, authority and powers of the Nomination and Remuneration Committee are in conformity with the requirements of the Companies Act, 2013 and listing agreement.

Name of the Director	Designation	Category
Mr. Avdhesh Chaturvedi	Director	Executive Director
Mr. Nandlal Chaturvedi	Director	Non – Executive & Independent Director
Mr. Amresh Jha	Director	Non – Executive Director & Independent Director

SUB-DELEGATION

In order to expedite the process of shares transfers, the Board has appointed Skyline Financial Services Private Limited as Share Transfer Agent and registrar of the Company. The transfer agent will generally attend to the transfer formalities once in a fortnight and operate subject to the overall supervision of the Shareholders/ Investors Grievances Committee.

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In compliance with the Listing Guidelines, every six months, the Share Transfer System is audited by Company Secretary in Practice and a certificate to that effect is issued by them.

CODE OF CONDUCT:

As per Clause 49 (I) (D), the Board of the Company has laid down Code of Conduct for all the Board members of the Company and Senior Management as well and the same has been posted on Website of the Company. Annual Compliance Report for the year ended 31st March, 2014 has been received from all the Board members and senior management of the Company regarding the compliance of all the provisions of Code of Conduct. Declaration regarding compliance by Board members and senior management personnel with the Company's Code of Conduct is hereby attached as annexure to this report.

Archit Holdings & Credits Limited

Registered Office:

B-1/A-20, Mohan Co-operative Industrial Estate,
Mathura Road, New Delhi- 110044

GENERAL MEETING:-

Location and time for the last 3 AGMs were as follows:-

Particulars	FY 2010-2011	FY 2011-2012	FY 2012-2013
Date and time	29 th September, 2011, at 2:00 P.M.	26 th September, 2012, at 2:00 P.M.	30 th September, 2013, at 11:00 A.M
Venue	B-1/A-20, Mohan Cooperative Industrial Estate, Mathura Road, New Delhi- 110044	B-1/A-20, Mohan Cooperative Industrial Estate, Mathura Road, New Delhi- 110044	B-348, Sarita Vihar, New Delhi- 110076
Special Resolution	No	No	No

POSTAL BALLOT

During the year under review, we have not conducted any postal ballot in pursuance of Section 108 of the Companies Act, 2013.

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STATUTORY DISCLOSURES

No transactions of material nature have been entered into by the Company with any of the promoters, Directors, their related companies, firms, subsidiaries or relatives etc. that may have a potential conflict with interest of the Company. The Company has not been penalized, nor have any strictures been passed by the Stock Exchanges, SEBI.

MEANS OF COMMUNICATIONS

Up-to-date financial results, annual reports, shareholding patterns, official news releases, financial analysis reports and latest presentation have been made to the institutional investors.

The notice of the AGM along with Annual Report will be sent to the shareholders well in advance of the AGM.

DISCLOSURES

The Board of Directors receives from time to time disclosures relating to financial and commercial transactions from key managerial personnel of the Company where they and /or their relatives have personal interest. There are no materially significant related party transactions, which have potential conflict with the interest of the Company at large.

RISK MANAGEMENT

The Company has in place a Risk Management policy, which lays down a robust and dynamic process for identification and mitigation of risks. This policy has been adopted by the Audit Committee as well as the Board of Directors of the Company. The Audit Committee reviews the risk management and mitigation plan from time to time.

ANNUAL GENERAL MEETING

Date: 30th September, 2014

Time: 2:00 P.M.

Venue: D-395, Main Road, 35 Feet Road, D Block, Sonia Vihar, Delhi- 110094

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FINANCIAL CALENDAR (tentative)

Financial Year- 1st April 2014 to 31st March 2015

Financial Reporting for the First Quarter ending 30th June 2014: 9th August 2014

Financial Reporting for the Half Year ending 30th September 2014: November 2014

Financial Reporting for the Third Quarter ending 31st December 2014: February 2015

Financial Reporting for the Quarter & Year ending 31st March 2015: May 2015

DATE OF BOOK CLOSURE:

23rd September, 2014 to 29th September, 2014 (both days inclusive)

LISTING ON STOCK EXCHANGE:

Delhi Stock Exchange Limited

DSE House

3/1 Asaf Ali Road

New Delhi 110002 (India)

CORPORATE IDENTIFICATION NUMBER: L65993DL1990PLC039464

STATUS FOR SHAREHOLDERS' COMPLAINTS FOR THE PERIOD 01.04.2013 TO 31.03.2014

Complaint received from the shareholders of the company during the year was duly resolved upto the satisfaction of our shareholders & no complaint was pending at the end of financial year.

SHAREHOLDING PATTERN OF THE COMPANY

Categories	No. of shares	% to Total
Promoters, Directors and their relatives and associates	950,000	9.5
Banks and Financial Institutions	--	--

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Mutual Funds	--	--
Insurance Companies	--	--
Other Bodies Corporate		--
Public	9,050,000	90.5
Total	10,000,000	100.00

ADDRESS FOR CORRESPONDENCE

B-1/A-20, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi-110044

DECLARATION

None of the Director of the Company is a Director of more than 15 Companies and member of more than 10 committees or Chairman of more than 5 committees across all companies in which he is a Director.

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DECLARATION OF CODE OF CONDUCT

In accordance with Clause 49 (ID) of the listing agreement with the stock Exchange, I, Amresh Jha, Director of the Company do hereby declare that the Board of Directors have laid down a Code of conduct for the Board Members and Senior Management of the Company and the Board Members have affirmed compliance with the said code of conduct for the year ended on 31st March, 2014.

Place: Delhi
Date: 02/09/2014

Sd/-
Amresh Jha
Director

ARCHIT HOLDINGS & CREDITS LIMITED

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AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

The Members of
Archit Holdings & Credits Ltd.
Delhi.

We have examined the compliance of conditions of Corporate Governance by M/s. Archit Holdings & Credits Limited ("the Company"), for the year ended on 31 March 2014, as stipulated in clause 49 of the Listing Agreement of the said Company with the stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to 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.

In our opinion and to the best of our information, and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that no investor grievance is pending for a period exceeding one month against the Company as per the records maintained by the Investors Grievance Committee.

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.

Place: New Delhi
Date: 02/09/2014

For J. P. CHATURVEDI & COMPANY
CHARTERED ACCOUNTANTS

Sd/-
CA J.P. Chaturvedi
MEMBERSHIP No.: 031373

ARCHIT HOLDINGS & CREDITS LIMITED

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CHIEF EXECUTIVE OFFICER (CEO) / CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

I, Amresh Jha, Director, of M/s. Archit Holdings & Credits Limited, to the best of my knowledge and belief hereby certify that:

(a) I have reviewed financial statements and the cash flow statements 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 no transactions entered into by the Company during the year that 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 have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design and operations of such internal controls, if any, of which I am aware and the steps we 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 the internal control over financial reporting during the year under reference;

(ii) Significant changes in the accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and

(iii) Instances of significant fraud of which we 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.

ARCHIT HOLDINGS & CREDITS LIMITED

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COMPLIANCE CERTIFICATE

(Pursuant to Section 383A of the Companies Act, 1956)

Authorized Share Capital: Rs. 105,000,000/-

Paid Up Share Capital : Rs. 75,500,550/-

To,
The Members,
M/s. ARCHIT HOLDINGS & CREDITS LIMITED
(CIN: L65993DL1990PLC039464)
Delhi.

We have examined the registers, records, books and papers of M/s. Archit Holdings & Credits Limited (the Company) as required to be maintained under the Companies Act, 1956 (the Act) and Companies Act, 2013 to the extent made applicable and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2014. In our opinion and to the best of our information and according to the examination carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained the registers as stated in Annexure - "A" to this certificate, as per the provisions of the act and the rules made there under and all entries there in have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure - "B" to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities.
3. The Company being public limited company, comments are not required.
4. The Board of the Directors duly met **nine** times respectively on 18.04.2013, 29.05.2013, 15.07.2013, 09.08.2013, 02.09.2013, 15.10.2013, 14.11.2013, 21.01.2014 and 12.02.2014.
5. The Register of Members of the Company for the financial year 2012-13 remained closed from September 24, 2013 to September 29, 2013 (both the days inclusive).
6. The Annual General Meeting for the Financial year ended on 31/03/2013 was held on 30/09/2013 after giving due notice to the members of the Company.
7. No Extra-ordinary general meeting was held during the financial year.

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8. The Company has not given any guarantee nor security in connection with loan to its Directors and / or persons or firms or Companies referred in Section 295 of the Companies Act 1956 to the extent made applicable.

9. As confirmed by the management, the Company has not entered into contracts falling within the purview of Section 297 of the Act and required no further comments.

10. The Company has made necessary entries in the Registers maintained under Section 301 of the Companies Act, 1956.

11. As there were no instances falling within the purview of Section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members or Central Government.

12. The Board of Directors have duly approved and issued duplicate share Certificates during the year under review.

13. The Company:

i) Has delivered all certificates on lodgment thereof for transfer of shares in accordance with the provisions of Act. There was no allotment of securities during the financial year.

ii) Has not deposited any amount in a separate Bank Account as no dividend was declared during the financial year.

iii) Was not required to post warrants to any member of the Company as no dividend was declared during the financial year.

iv) Has no amount lying in the books of accounts in respect of unpaid dividend, application money due for refund, matured deposits, matured debentures and interest accrued thereon which have remained unclaimed or unpaid for a period of seven years.

v) Has duly complied with the requirements of Section 217 of the Act.

14. The Board of the Directors of the Company is duly constituted and during the financial year under review, there was no appointment of additional Director, alternate Directors or Directors to fill casual vacancy.

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15. The Company has not made any appointment of Managing Director / Whole Time Director / Manager during the year the year under review.

16. The Company has not appointed any Sole Selling agents during the financial year.

17. The Company was not required to obtain any approvals from the Central Government, Company Law Board, Regional Director, Registrar and / or such authorities prescribed under the various provisions of the act during the financial year.

18. The Directors have disclosed their interest in the other firms/ Companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.

19. The Company has not issued any shares, debentures or other securities during the financial year.

20. The Company has not bought back any shares during the financial year.

21. There was no redemption of preference shares or debentures during the financial year.

22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of Shares.

23. The Company has not invited/ accepted any deposits including any unsecured loans falling within the purview of Section 58A of the Act, during the financial year.

24. The amount borrowed by the Company from banks and others during the financial year ending on 31st March, 2014 is within the borrowing limits of the Company as approved with the consent of members from time to time.

25. The Company, being NBFC Company, has given loans and advances to others in the ordinary course of business and entries have been made in the register kept for the purpose under Section 372A of the Companies Act 1956.

26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one state to another state during the year under scrutiny.

27. The Company has not altered the provisions of the Memorandum with respect to objects of the Company during the year under scrutiny.

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28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny.

29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny.

30. The Company has not altered its Articles of Association during the financial year.

31. As confirmed by the management, there was no prosecution initiated against or show cause notice received by the Company and no fines or penalties or any other punishment imposed on the Company during the financial year for offences under the Act.

32. The Company has not received any money as security from its employees during the financial year.

33. The Company has not constituted any trust for its employees hence, the provisions of Section 418 of the Companies Act, 1956 is not applicable.

PLACE: NEW DELHI

DATE: 02/09/2014

**FOR V KUMAR & ASSOCIATES
COMPANY SECRETARIES**

**SD/-
VIVEK KUMAR
PROPRIETOR
CP NO. 10438
MEMBERSHIP NO: 21295**

ARCHIT HOLDINGS & CREDITS LIMITED

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CIN No. L65993DL1990PLC039464

ANNEXURE "A" - Registers as Maintained by the Company

Sr.	U/S.	Name of Register
1.	150	Register of Members.
2.	301	Register of Contracts
3.	301(3)	Register of Disclosure of Interest.
4.	303	Register of Directors, Managing Director etc.
5.	307	Register of Directors' Shareholding.
6.	193	Minutes of the Meetings of Board of Directors and committees.
7.	193 (1)	Minutes Book of Proceedings of General Meeting.

ANNEXURE "B"- Forms and returns as filed by the Company with Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ended 31st March, 2014

Sr. No.	E-Forms	Under Section	Purpose
1.	20B	159	Annual Return made up to the date of 30/03/11 filed on 29.07.2013
2.	23 AC-ACA	220	Annual Accounts for the Financial year ended on 31/03/2012 filed on 29.07.2013
3.	20B	159	Annual Return made up to the date of 30/03/12 filed on 29.07.2013
4.	23 AC-ACA	220	Annual Accounts for the Financial year ended on 31/03/2011 filed on 29.07.2013
5.	20B	159	Annual Return made up to the date of 31.03.2008 filed on 10.03.2014
6.	20B	159	Annual Return made up to the date of 31.03.2013 filed on 11.03.2014
7.	23 AC-ACA	220	Annual Accounts for the Financial year ended on 31/03/2013 filed on 21.03.2014

PLACE: NEW DELHI

DATE: 02/09/2014

FOR V KUMAR & ASSOCIATES
COMPANY SECRETARIES

SD/-
VIVEK KUMAR
PROPRIETOR
CP NO. 10438
MEMBERSHIP NO: 21295

ARCHIT HOLDINGS & CREDITS LIMITED

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CIN No. L65993DL1990PLC039464

J. P. Chaturvedi & Co.

Chartered Accountants

13, Muj Waha Bldg, 2nd Floor,

178 Pimpasa Street, Mumbai - 400 002

W: 2200 1088 E-mail: jpchaturvedi@jpc.com

M: 9887067685 / 9220496763 / 8284103775



J. P. Chaturvedi
B.Com., F.C.A.

Independent Auditor's Report

To the Members of Archit Holdings & Credits Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Archit Holdings & Credits Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and Cash Flow Statement for the year 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 fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

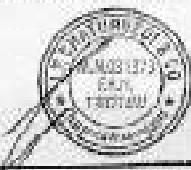
Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standard on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform 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 procedure 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 the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

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.



703, Dewani Mahal, Gulmohar Road No. 1, J.V.P.D., Vile Parle (West), Mumbai - 400 049

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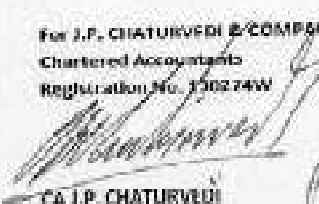
Independent Auditor's Report (Contd.)

- a) In the case of Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- 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 Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4b) 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 accounts 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 sub-section (3C) of Section 211 of the Companies Act, 1956;

For J.P. CHATURVEDI & COMPANY,
Chartered Accountants
Registration No. 150274W


CA J.P. CHATURVEDI
Prop.
M. No. 031373



Place: New Delhi
Date: 02.09.2014

ARCHIT HOLDINGS & CREDITS LIMITED

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ANNEXURE TO THE AUDITORS' REPORT ANNEXURE - I

Referred to in Paragraph (3) of the Auditors' Report of even date to the members of M/s ARCHIT HOLDINGS & CREDITS LIMITED on the financial statements for the year ended 31st March, 2014

- I. a. The company has represented, to maintain proper records showing full particulars of the assets as required.
- b. Fixed Assets represented to have been physically verified by the management during the period in faced periodical manner and according to the information given to us no material discrepancies were noticed.
- c. The Company has represented, to have made no sale/disposal of a substantial part of fixed assets during the year. Under review, as such reliance is placed in the absence of any such substantial sale / disposal of fixed assets, the status of the company as going concern was not impaired.
- II. a. Company does not have any operations during the year and inventories/Stocks are Nil, hence procedures of physical verification and discrepancies thereon are not applicable.
- III. a. The company has not taken /granted any loans, secured or unsecured, from/to companies firm or other parties / firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.
- b. Since No loans are granted, this clause is not applicable.
- IV. In view of absence of manufacturing & trading activities we are not commenting on internal control procedures adopted by the company for purchase/sales which are of special nature for which suitable alternative source do not exists.
- V. Based on the representations made by the company and relied upon, there are no transactions that need to be entered into the register maintained u/s 301 of the Companies Act, 1956 have been so entered. In absence of any commercial operation, no transactions of any kind of sale & purchase are made.
- VI. During the year under review, the Company has not accepted fresh public deposits within the meaning of Section 58A of the Companies Act, 1956.
- VII. Internal audit systems are not in existence in absence of any manufacturing or commercial activities.
- VIII. The Company is required to maintain cost records as prescribed under Section 209 (1) (d) of the Companies Act, 1956.



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- IX. The accumulated losses of the company is less than fifty percent of its Net worth as at 31st March, 2014. The company has incurred a cash loss of Rs. 9,275/- in the current reporting year and a cash loss of Rs.34,305/- in the immediately preceding reporting period.
- X. The Company has not taken any loan (either secured or unsecured) including term loans from Financial Institutions or Bank or Debenture Holder.
- XI. The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities, in lieu of reliance placed on corroboration of the management.
- XII. The Company is not a Chit Fund, Nidhi or mutual benefit Society. Hence the requirements of clause (xiii) of paragraph 4 of the Order are not applicable to the Company.
- XIII. The company is not a dealer or trader in shares, securities, debentures and other investments as pronounced by the management.
- XIV. The Company has not, during the year under review, given any guarantee for loans taken by others from Bank or Financial Institutions in lieu of reliance placed on corroboration of the management.
- XV. No fresh term loans have been raised and received by the company during the period under review.
- XVI. The company has not made any preferential allotment of shares to promoters/Others.
- XVII. On the basis of our examination of the books of accounts and other information and explanation given to us and in our opinion, the fund raised on short-term basis have not been used for long-term investment and via-versa.
- XVIII. The Company has not issued any debentures. Hence the requirements of clause (xix) of paragraph 4 of the Order are not applicable to the Company.
- XIX. The company has not raised any money by public issues during the reporting period.
- XX. No fraud committed by the company, related to the year under audit.

The other matters, referred to in the order have not been reported upon, as they are not applicable to the Company.

For J.P. CHATURVEDI & COMPANY
Chartered Accountants
Registration No. 130274W

CA - J.P. CHATURVEDI
(M.No. 031373)
Prop.



Place: NEW DELHI
Date: 02.09.2014

ARCHIT HOLDINGS & CREDITS LIMITED

(Regd. Off.: B-1/A-20, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi -110044)

Email: architholdingsandcredits@gmail.com

CIN No. L65993DL1990PLC039464

ARCHIT HOLDINGS & CREDITS LTD.

Balance Sheet as at 31st March, 2014		Amount (Rs.)	
Particulars	Note No.	As at 31st March, 2014	As at 31st March, 2013
A EQUITY AND LIABILITIES			
1 Shareholders' Fund			
(a) Share Capital	1	75,500,550	75,500,550
(b) Reserves & surplus	2	(18,084,014)	(18,029,322)
(c) Money received against share warrants		-	-
2 Share application money pending allotment		-	-
3 Non-current liabilities			
(a) Long-term borrowings		-	-
(b) Deferred tax liabilities (net)		-	-
(c) Other long-term liabilities		-	-
(d) Long-term provisions		-	-
4 Current liabilities			
(a) Short-term borrowings		-	-
(b) Trade Payables		-	-
(c) Other current liabilities	3	25,968	30,551
(d) Short-term provisions	4	20,000	15,000
TOTAL		57,512,504	57,516,779
B ASSETS			
1 Non-current assets			
(a) Fixed assets			
(i) Tangible assets	5	75,701	75,701
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-Current Investments	6	13,687,968	13,687,968
(c) Deferred tax assets (net)		-	-
(d) Long term loans and advances	7	43,597,206	43,597,206
(e) Other non-current assets		-	-
2 Current assets			
(a) Current investments		-	-
(b) Inventories		-	-
(c) Trade receivables		-	-
(d) Cash and cash equivalents	8	151,623	155,904
(e) Short term loans and advances		-	-
(f) Other current assets		-	-
TOTAL		57,512,504	57,516,779

Significant Accounting Policies

10

Notes on Accounts

11

AS PER OUR REPORT OF EVEN DATE ATTACHED

FOR J. P. CHATURVEDI & COMPANY
CHARTERED ACCOUNTANTS

J. P. CHATURVEDI
Proprietor
M. No. 031373



AWABHESH CHATURVEDI
DIRECTOR

AMRESH JHA
DIRECTOR

PLACE : New Delhi
DATE : 02.09.2014

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ARCHIT HOLDINGS & CREDITS LTD.

Statement of Profit & Loss Account for the year ended 31st March, 2014		Amount (Rs.)	
Particulars	Note No.	For the year ended 31st March, 2014	For the year ended 31st March, 2013
A CONTINUING OPERATIONS			
1 Revenue from operations (gross)		-	-
Less: Excise Duty		-	-
Revenue from operations (net)		-	-
2 Other income		-	-
Total revenue		-	-
3 Expenses		-	-
(a) Cost of material consumed		-	-
(b) Purchases of stock-in-trade		-	-
(c) Changes in inventories of finished goods, work-in-progress, stock-in-trade		-	-
(d) Employee benefit expense		-	-
(e) Finance Costs		-	-
(f) Depreciation and amortisation expense	3	-	-
(g) Other expenses		-	-
Total expenses		-	-
4 Profit / (Loss) before exceptional items and extraordinary items and tax		-	-
5 Exceptional items		-	-
6 Profit / (Loss) before extraordinary items and tax		-	-
7 Extraordinary items		-	-
8 Profit / (Loss) before tax		-	-
9 Tax expense:		-	-
(a) Current tax expense		-	-
(b) Less: MAT credit (where applicable)		-	-
(c) Current tax expense relating to prior years		-	-
(d) Net current tax expense		-	-
(e) Deferred tax		-	-
10 Profit / (Loss) from continuing operations		-	-
B DISCONTINUING OPERATIONS			
11.I Profit / (Loss) from discontinuing operations (before tax)		(4,692)	(28,914)
11.II Gain / (Loss) on disposal of assets/settlement of liabilities attributable to the discontinuing operations.		-	-
11.III Add/(Less): Tax expense of discontinuing operation		-	-
(a) on ordinary activities attributable to the discontinuing operations		-	-
(b) on Gain / (Loss) on disposal of assets/settlement of liabilities		-	-
12 Profits/(Loss) from discontinuing operations		(4,692)	(28,914)
C TOTAL OPERATIONS			
13 Profit / (Loss) for the year		(4,692)	(28,914)
14 Earning per equity share:			
(1) Basic		0.00	0.00
(2) Diluted		0.00	0.00

AS PER OUR REPORT UPON VOUCHERS ATTACHED

FOR J. P. CHATURVEDI & COMPANY
CHARTERED ACCOUNTANTS

J.P. Chaturvedi
J. P. CHATURVEDI
Proprietor
M. No. 031373



Awadesh Chaturvedi
AWADRESH CHATURVEDI
DIRECTOR

Amresh Jha
AMRESH JHA
DIRECTOR

PLACE : New Delhi
DATE : 02.05.2014

ARCHIT HOLDINGS & CREDITS LIMITED

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CIN No. L65993DL1990PLC039464

ARCHIT HOLDINGS & CREDITS LTD.

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2014

PARTICULARS	31st March, 2014	Amount (Rs.) 31st March, 2013
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and extra ordinary items	(4,692)	(28,914)
Add: Profit/(Loss) on sale of Investment	-	-
Add: Depreciation	+	-
Operating profit/(loss) before working capital changes	<u>(4,692)</u>	<u>(28,914)</u>
Adjustments for working capital changes		
Decrease/(Increase) in Trade & Other receivables	-	-
Decrease/(Increase) in Inventories	-	-
Decrease/(Increase) in Trade Payable	-	-
Decrease/(Increase) in Other Current Liabilities	417	(391)
Cash from Operating Activities	(4,275)	(29,305)
Net Cash from Operating Activities	(4,275)	(29,305)
- Prior Period Expenses	-	-
- CR/CL balances written off	-	-
Less: Provision for doubtful debts/written back	-	-
	<u>(4,275)</u>	<u>(29,305)</u>
CASH FLOW FROM INVESTING ACTIVITIES		
Sale/(Purchase) of Fixed Assets	-	-
Sale/(Purchase) of Investment (net)	-	-
Dividend & Interest received	-	-
Cash Flow from Financial Activities		
- Decrease of Share Application Money	-	-
- Increase in Paid-up & Subscribed Capital	-	-
- Remission/Cessation Liabilities	-	-
- Net Repayment/Borrowings	-	-
	(4,275)	(29,305)
NET CASH & CASH EQUIVALENTS	(4,275)	(29,305)
- Cash & Cash Equivalents As at 01.04.2013	155,904	185,209
- Cash & Cash Equivalents As at 31.03.2014	151,629	155,904

AS PER OUR REPORT OF EVEN DATE ATTACHED
FOR J. P. CHATURVEDI & COMPANY
CHARTERED ACCOUNTANTS
Registration No. 130274W

J. P. CHATURVEDI
Proprietor
M. No. 081373



AWARSHESH CHATURVEDI
DIRECTOR

AMRESH JHA
DIRECTOR

PLACE: NEW DELHI
DATE: 02.09.2014

ARCHIT HOLDINGS & CREDITS LIMITED

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CIN No. L65993DL1990PLC039464

ARCHIT HOLDINGS AND CREDITS LIMITED		Amount (Rs.)	
Notes on Financial Statements for the year ended 31st March, 2014			
	Particulars	As on 31.03.2014	As on 31.03.2013
Note - 1	SHARE CAPITAL		
	Authorized Share Capital		
	1,05,00,000 Equity Shares of Rs. 10/- each.	105,000,000	105,000,000
		105,000,000	105,000,000
	Issued, Subscribed & Paid Up Share Capital		
	1,00,00,000 Equity Shares of Rs. 10/- each, Fully Paid up	100,000,000	100,000,000
	Calls in Arrears	(24,499,450)	(24,499,450)
	Total	75,500,550	75,500,550
1 (a).	Reconciliation of Number of Shares		
	Particulars	No. of Shares As on 31.03.2014	No. of Shares As on 31.03.2013
	Shares Outstanding at the beginning of the year	7,550,955	7,550,955
	Add: Shares issued during the year	-	-
	Less: Shares bought back during the year	-	-
	Shares bought back during the year	-	-
	Shares Outstanding at the end of the year	7,550,955	7,550,955
1 (b).	List of Shareholders having 5% or more shares in the Company		
	Equity Shares	No. of Shares	No. of Shares
	Atul Chaturvedi (1% - 11.21 and P.Y. - 11.21)	84600	84600
	Nandlal Chaturvedi (1% - 6.11 and P.Y - 6.11)	46140	46140
	Soni Chaturvedi (1% - 6.09 and P.Y - 6.09)	46000	46000
	Ashu Chaturvedi (1% - 5.96 and P.Y - 5.96)	45000	45000
	Ayesh Chaturvedi (1% - 5.63 and P.Y - 5.63)	42500	42500
Note - 2	Shareholder's Fund- RESERVE & SURPLUS		
		As at 31.03.2014	As at 31.03.2013
	2.(b) Statement of Profit & Loss Account		
	Opening Balance		
	Profit (+) / Loss (-) for the year	(18,029,322)	(18,000,408)
	Balance Transferred to Balance Sheet	(6,692)	(28,314)
		(18,036,014)	(18,029,322)



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ARCHIT HOLDINGS & CREDITS LTD.

Notes on Financial Statements for the year ended 31st March, 2014

Amount (Rs.)

PARTICULARS	As at 31st March, 2014	As at 31st March, 2013
NOTE-3		
Current Liabilities:		
Other Liabilities	25,968	30,551
Provision for Deferred Tax		
TOTAL	25,968	30,551

NOTE-4		
Current Liabilities:		
Short Term Provisions	20,000	15,000
Audit Fee Payable		
TOTAL	20,000	15,000

NOTE-6		
Non Current Assets:		
Non Current Investments	13,687,968	13,687,968
- 716236 Equity Shares of Shamken Spinners Ltd.		
- 579800 Equity Shares of Shamken Cotsyn Ltd.		
- 794 Equity Shares of Shamken Multifab Ltd.		
TOTAL	13,687,968	13,687,968

NOTE-7		
Non Current Assets:		
Long Term Loans & Advances	43,597,206	43,597,206
TOTAL	43,597,206	43,597,206

NOTE-8		
Current Assets:		
Cash and cash equivalents		
Cash in hand	84,930	80,205
Balance with scheduled banks - Current Accounts	66,699	66,699
TOTAL	151,629	155,904

NOTE-9		
Continuing Operations (Expenses):		
Other Expenses	(4,583)	(5,391)
Deferred Expenses	5,000	5,000
Auditor's Remuneration	-	25,440
Rent Rates & Taxes	-	-
Bank & Demat Charges	4,275	3,865
Misc. Expenses	4,692	28,914



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Note - 5

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	AS ON 1-Apr-13	ADDITION DURING THE YEAR	DELETION DURING THE YEAR	TOTAL UPTO 31-Mar-14	TOTAL DEPRECIATION FOR THE YEAR	TOTAL UPTO 31-Mar-14	AS ON 31-Mar-13	AS ON 31-Mar-14
TANGIBLE ASSETS								
FURNITURE & FITTINGS	275,500	-	-	275,500	-	275,500	-	-
OFFICE EQUIPMENT	312,500	-	-	312,500	-	236,799	75,701	75,701
TOTAL	588,000	-	-	588,000	-	512,299	75,701	75,701
INTANGIBLE ASSETS								
TOTAL	-	-	-	-	-	-	-	-
GRAND TOTAL	588,000	-	-	588,000	-	512,299	75,701	75,701
PREVIOUS YEAR	588,000	-	-	588,000	-	512,299	105,550	75,701

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ARCHIT HOLDING & CREDIT LTD.

NOTE-10

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.3.2014

1) CORPORATE INFORMATION

Archit Holding & Credit Ltd. (the Company) is a Public Limited Company domiciled in India and incorporated under the provisions of Companies Act, 1956.

2) BASIC OF PREPARATIONS

The financial statements of the company have been prepared under the historical cost convention on accrual basis unless specifically stated herein below and in accordance with generally accepted accounting principles in India. The company has prepared these financial statements to comply in all material respects with the Accounting Standards notified by Companies (Accounting Standards) Rules, 2006 and as issued by the Institute of Chartered Accountants of India and relevant provisions of Companies Act, 1956.

2.1) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a) Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amount of sales and revenues, expenses, assets and liabilities disclosure of contingent liabilities at the end of the reporting year like useful lives of Fixed Assets, provision for doubtful debts, advances, provision for diminution in the value of investments, provisions for employees benefits, provisions for warranties, discount allowances for certain uncertainties, provision for Taxation and provision for other contingencies etc. Although these estimates are based upon management best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in the future periods.

b) Fixed Assets

Fixed Assets are stated at cost of acquisition, less accumulated depreciation. Direct costs are capitalized till assets are ready to be put to use. These costs include financial cost relating to specific borrowing and attributable to fixed assets.



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ARCHIT HOLDING & CREDIT LTD.

c) Depreciation

Company does not have any operations hence no depreciation has been charged.

d) Impairment of Assets

The carrying amounts of all the assets are reviewed at each balance sheet date. If there is any indication of impairment, based on internal/external facts, an impairment loss is recognized wherever the carrying amount of the assets exceeds its recoverable amount. The impairment losses do exist but the same have not been quantified in terms of value and as such not charged to Profit and Loss Account.

e) Investments

Investments are classified as long term investment and are valued at cost.

f) Inventories

Company does not have any operations during the year and inventories are NIL.

g) Revenue Recognition

Company does not have any operations during the year.

Interest

Revenue is recognized on a time proportion basis taking in to account the amount outstanding and the rate applicable.

Dividends

Revenue is recognized when the share holder's right to received payment is established by the reporting date. No such income is accrued, due or received by the company.

h) Borrowing Cost

Company has not borrowed any Loan / Working Capital Limit from any Bank / Financial Institution hence no borrowing cost to the company.



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ARCHIT HOLDING & CREDIT LTD.

i) Retirement and other employee benefits

There is no staff in the Company hence no Gratuity/Leave Encashment etc. provided.

j) Research and development costs

No such costs are incurred by the company during the year under review.

k) Deferred Revenue Expenditure

No such expenditures are incurred by the company during the year under review.

l) Foreign Currency Transactions

No such transactions incurred by the company during the year under review.

m) Taxation

a) No provision of Income Tax is made due to losses incurred by the Company.

b) Liability for deferred tax is provided while deferred tax asset is recognized only if there is virtual certainty of their realization in future in terms of Accounting Standard on "Deferred Tax Accounting" (AS-22) issued by the Institute of Chartered Accountants of India.

(n) Segment Reporting Policies

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

(o) Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributes to equity shareholders by the weighted average number of equity shares outstanding during the period.

Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributes to equity shareholders and the weighted average numbers of shares outstanding during the period are adjusted for the effects of all diluted potential equity shares.



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ARCHIT HOLDING & CREDIT LTD.

(p) Provisions

A provision is recognized when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

(q) Contingent Liabilities

A Contingent Liability is possible obligation that arises from past events whose existence will be confirmed by the occurrence or non – occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A Contingent Liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

(r) Cash and Cash Equivalents

Cash and Cash Equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short term investments with an original maturity of three months or less.

(s) Measurement of EBITDA

As permitted by the Guidance Note on the Revised Schedule VI to the Companies Act, 1956, the Company has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss. The Company measures EBITDA on the basis of profit/ (loss) from continuing operations. In its measurement, the Company does not include depreciation and amortization expense, finance costs and tax expense.



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ARCHIT HOLDINGS & CREDITS LTD.

NOTE-11

NOTES TO ACCOUNTS

1. Deferred Tax provision is made for temporary time difference between book profit/loss and taxable income/loss.
2. Remuneration paid to Auditor is in accordance with their terms of appointment as approved in the General Meeting.

Auditor's Remuneration includes	For the year ended 31st March, 2014 (Rs.)	For the year ended 31st March, 2013 (Rs.)
Statutory Audit Fee	5,000	5,000
	5,000	5,000

3. There is no sales/turnover.
4. The details of sales and stocks in respect of finished goods: N.A.
5. Information in respect of installed capacity and actual production of each class of Goods:-
N.A.
6. RAW MATERIAL CONSUMED
N.A.

	31.03.2014	31.03.2013
7. Value of imports Calculated on CIF basis { consumable Stores }	-	-
8. Earning in Foreign Currency	-	-
9. Expenditure in Foreign Currency :-		
Foreign Travelling Expenses	-	-
Interest including forward premium	-	-

10. There is no small Scale Industrial undertakings to whom company owes out-standing for more than 30 days as at March 31, 2014.



ARCHIT HOLDINGS & CREDITS LIMITED

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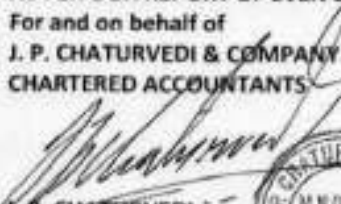
CIN No. L65993DL1990PLC039464

11. Segment reporting as defined in Accounting Standards 17 of ICAI not reported as the company is not carrying any other business except textile activities.
12. Related Party Transactions: N.A.
13. Company has not borrowed any loan / Working Capital from any bank / Financial Institution hence no borrowing cost to the company.
14. Balances under Sundry Debtor, Creditors, Loans & Advances etc. are subject to Confirmation & necessary adjustments, if any.
15. Note 1 to 11 form an integral part of Balance Sheet and Statement of Profit & Loss Account.
16. The comparative figures for the previous year have been rearranged and regrouped wherever required to confirm to the revised presentation of accounts.


AS PER OUR REPORT OF EVEN DATE ATTACHED


For and on behalf of

J. P. CHATURVEDI & COMPANY
CHARTERED ACCOUNTANTS


J. P. CHATURVEDI
PROPRIETOR
Place: New Delhi
Date: 02/09/2014




AWADHESH CHATURVEDI
DIRECTOR


AMRESH JHA
DIRECTOR