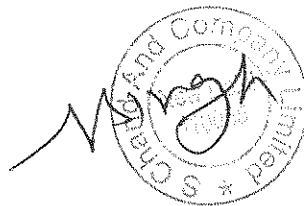


S CHAND AND COMPANY PRIVATE LIMITED
ANNUAL REPORT – 2011-12





S. CHAND & CO. PVT. LTD. (formely known as S.Chand & Co. Ltd.)
7361, RAVINDRA MANSION, RAM NAGAR, NEW DELHI - 110 055

DIRECTORS' REPORT

To,
The Members

The Directors of your company have pleasure in presenting their Annual Report of the Company and its financial accounts for the year ended on 31/03/12.

1. <u>FINANCIAL RESULTS</u>	CURRENT YEAR (Rs.)	PREVIOUS YEAR (Rs.)
Profit/(loss) before depreciation and Extraordinary Items	155,525,659	169,737,163
Less : Depreciation	25,049,651	55,813,778
Profit/(loss) before taxation	<u>130,476,008</u>	<u>113,923,385</u>
Less : Tax Expense for the year	46,285,155	36,379,853
Profit/(loss) after taxation	<u>84,190,853</u>	<u>77,543,532</u>
Less : Transferred to General Reserve	56,997,622	52,918,134
	<u>27,193,231</u>	<u>24,625,398</u>
Add : Balance brought down from last year	<u>219,903,477</u>	<u>195,278,079</u>
	<u>247,096,708</u>	<u>219,903,477</u>
Add : Excess/(Short) provision for taxation of earlier years	547,504	113
Balance carried over to next year	<u>247,644,212</u>	<u>219,903,590</u>

2. DIVIDEND

Your directors propose a dividend of Rs. 2,500/- per share.

3. OPERATIONS

Your company has grown by 23% Sales in the previous year. Publishing Business continues to grow with increase in number of titles, expansion of sales network , penetration in schools. The School and Competition Segment have shown substantial growth in the Financial Year and continue to be focus areas for the future. The Technical and College segment are also being focussed with new product development to achieve better growth in the future.

4. RESTRUCTURING & DEMERGER

The Company has undergone restructuring operations with the approval of demerger of the Hospitality and Real Estate of the company into 4 resulting companies i.e S Chand Hotels Pvt. Ltd. , SC Hotel Tourist Deluxe Pvt. Ltd. , SHAARA Hospitality Pvt. Ltd. and S Chand Properties Pvt. Ltd. along with the amalgamation of Atlantic Hotels Pvt. Ltd. as approved by the High Courts of Delhi and Madras with effect from 1st April 2011. Further , the company is in the process of consolidating the group companies Rajendra Ravindra Printers Pvt. Ltd. , Eurasia Publishing House Pvt. Ltd. and Blackie & Son (Calcutta) Pvt. Ltd. as wholly owned subsidiaries and consequently BPI India Pvt. Ltd. as a 51% subsidiary. Further the company has also acquired S Chand & Company (Partnership Firm) and Creative Composers from the promoters also as a part of the restructuring process.

5. PRIVATE EQUITY INVESTMENT & ACQUISITIONS

The Company has entered into an agreement with Everstone Capital Partners II LLC to raise Rs. 170 Crores for the purpose of Acquisitions and Investment in the Digital Business. Further the company has also entered into an agreement with the Shareholders of Vikas Publishing House Pvt. Ltd. for acquiring 100% stake in Vikas Publishing House Pvt. Ltd. from the proceeds of Private Equity infusion for an agreed amount. The company expects to complete both these transaction in 30 days.



6 CONVERSION TO PRIVATE LIMITED COMPANY

The company though closely held earlier was a Public Limited Company, has now been converted to a Private Limited Company with the approval of the Registrar of Companies.

7 DEMATERIALISATION OF SHARES

Your Company has entered into agreements with National Securities Depository Limited for dematerialisation of shares of the company. 100 % shareholders hold shares in Demat Form, as on date.

8 EMPLOYEES STOCK OPTION PLAN

During the year 2486 stock options were granted by the Shareholders to 19 employees of the company consisting of Thank You and Growth Options. The Options would vest over a 5 year period.

9 PARTICULARS OF EMPLOYEES

The details with respect to the Provisions of section 217(2A) of the Companies Act 1956 read with the Companies (particulars of employees) rule 1975 as amended are available separately in an Annexure.

10 REMUNERATION COMMITTEE

The Board of Directors Constituted a Remuneration Committee. The Resolution proposed by them relating to the payment of Minimum remuneration to the directors is recommended as per schedule XIII.

11 PUBLIC DEPOSITS

The company did not accept any deposits during the year to which the provision of sections 58A & 58AA or any other relevant provision of the Companies Act, 1956 apply.

12 ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

a) Energy Conservation -	N.A.
b) Technology Absorption -	N.A.
c) Foreign Exchange Earnings -Rs.	37,097,345 /- (PY Rs. 35,660,961 /-)
d) Foreign Exchange Outgo - Rs.	16,244,642 /- (PY Rs. 2,607,142 /-)

13 DIRECTORS' RESPONSIBILITY STATEMENT

In terms of provisions of Section 217(2AA) of the Companies Act, 1956, your directors confirm as under:

- a) that in the preparation of the annual accounts, the applicable accounting standards had been followed alongwith proper explanation relating to material departures;
- b) that the directors had selected such accounting policies and applied them consistently and made judgements and estimates that are 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 of the Company for that period;
- c) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) that the directors had prepared the annual accounts on a going concern basis.

14 AUDITORS

M/s Vinod Sanjeev Bindal & Co., Chartered Accountants, New Delhi retire at the conclusion of this Annual General Meeting and being eligible offer themselves for re-appointment. Certificate from the Auditors has been received to the effect that their re-appointment, if made, will be within the limits laid down under Section 224(1B) of the Companies Act, 1956. The Directors recommend their re-appointment.

15 BOARD OF DIRECTORS

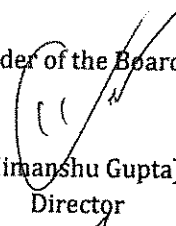
In terms of the Articles of Association of the Company, Mrs. Savita Gupta, would retire at the Annual General Meeting and being eligible, offers herself of re-appointment. The Board recommeneds the same.

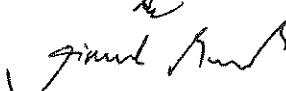
16 ACKNOWLEDGMENT

The Board of Directors is grateful to all persons who are assisting the Company for its growth.

Place : New Delhi
Dated: 17/09/12

By Order of the Board


(Himanshu Gupta)
Director


(Dinesh Kumar Jhunjhnuwala)
Director

S CHAND AND COMPANY PRIVATE LTD.


Information pursuant to section 217 (2A) of the Companies Act, 1956

Annexure A

Name	Age (Years)	Qualification	Designation	Date of Commencement of Employment	Experience	Gross Remuneration in (Rs)	Last Employment
Amit Kumar Gupta	54	B.Tech (Mech.)	Chief Executive Officer	01.04.2005	36 Years	9,894,031	Managing Director, Gateway Information Technology Egypt

Mr. Amit Kumar Gupta is not related to any director of the Company

For and on behalf of the Board


Dinesh Kumar Jhunjhnuwala
Director


Himanshu Gupta
Joint Manager Director

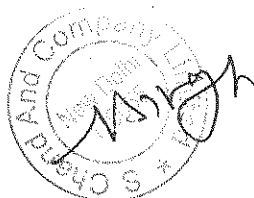
AUDITORS' REPORT


To
The Shareholders
S.Chand & Co. Pvt. Ltd.
New Delhi

We have audited the attached Balance Sheet of M/s S. Chand & Co. Pvt. Ltd. (formerly known as S. Chand & Co. Ltd.) as at 31/03/12, the Statement of Profit & Loss and also the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

1. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. 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 management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
2. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956 we set out in the Annexure a statement on the matters specified in paragraphs 4 & 5 of the said order.
3. Further to our comment 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 purposes of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c) The Balance Sheet, Statement of Profit & Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - d) In our opinion, the Balance Sheet, Statement of Profit & Loss and Cash Flow Statement dealt with by this report comply with the mandatory accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
 - e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31/03/12 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 and according to the explanations given to us, the said accounts read together with the notes thereon give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:-
 - i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31/3/2012;
 - ii) in the case of the Statement of Profit & Loss, of the profit for the year ended on that date; and
 - iii) in the case of the Cash Flow Statement, of the cash flow for the year ended on that date.

Shiv Sushil Bhawan
D-219, Vivek Vihar-I
New Delhi-110 095
Dated: 17/09/12



For VINOD SANJEEV BINDAL & CO.
Firm Registration No.012493N
Chartered Accountants

(SANJEEV KUMAR BINDAL)
Partner
Membership No. 091274

ANNEXURE TO AUDITORS' REPORT

Annexure referred to the Members of S. Chand & Co. Pvt. Ltd. (formerly known as S. Chand & Co. Ltd.) on the Financial Statements for the year ended on 31/03/2012

- 1 a) The Company has maintained records showing quantitative details of the fixed assets, but we have been informed by the management that the steps for completion of the records containing full particulars of same are being taken.
b) As explained to us, the fixed assets of the Company have been physically verified by the management at reasonable intervals during the year. However, no major discrepancy therein has been noticed.
c) In our opinion, and according to the information and explanations given to us, no substantial part of fixed assets has been disposed off by the Company during the year and therefore, there is no effect on going concern assumption.
2. a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable.
b) The procedure of physical verification of Inventories followed by the management are reasonable and adequate in relation to the size of the company and nature of its business.
c) The Company is maintaining proper records of Inventory. There were no material discrepancies noticed by the management on physical verification of Inventory.
3. a) During the year Company has granted unsecured loans in the nature of advances of Rs. 3.94 Crores (PY 5,89 Crores) to one company and firms covered by register required to be maintained u/s 301 of the Companies Act, 1956. The amount outstanding as on 31/3/11 is Rs. 34.35 Crores (PY 30.41 Crores).
b) The Company has not charged any interest on the advances given; and the terms & conditions of the said advances given are not prima facie prejudicial to the interest of the Company .
c) Advances given by the Company are repayable on demand.
d) The Company has not taken any loan secured or unsecured from companies, firms or other parties covered in the register maintained u/s 301 of the Companies Act, 1956. Accordingly, the paragraphs 4(iii)(e), (f) and (g) of the order are not applicable during the year.
4. In our opinion, and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business, for the purchase of inventory, fixed assets and for the sale of goods & services. Further, on the basis of our examination of the books and records of the Company, and according to the explanations given to us, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control system.
5. a) In our opinion, and according to the information and explanation given to us, the transaction that need to be entered in the register maintained under Section 301 of the Companies Act, 1956 have not been so entered.
b) In our opinion, and according to the information and explanation given to us, the transactions made in pursuance of contracts or arrangements that are required to be entered in the register maintained under Section 301 of the Companies Act, 1956, were made at reasonable prices having regard to the prevailing market prices at the relevant time.
6. The Company has not accepted any deposits from the public within the meaning of Sections 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the Rules framed thereunder.
7. In our opinion, the internal audit system of the Company commensurates with its size and nature of its business.



8. The Central Government of India has not prescribed the maintenance of cost records under clause (d) of sub-section (1) of Section 209 of the Companies Act, 1956, for any of the products of the Company.

9. (a) According to the records of the Company examined by us, the provisions of Investor Education and Protection Fund are not applicable to the Company. However, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Cess and other statutory dues have generally been deposited regularly with the appropriate authorities. According, to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March 2012 for a period of more than six months from the date of becoming payable.

(b) The details of statutory dues not deposited on account of disputed liabilities are given as under:

<u>Nature of Statutory Dues</u>	<u>Rs. In Lacs Disputed Demand (Rs.)</u>	<u>Period to which amount relates</u>	<u>Forum where dispute is Pending</u>
Income Tax	53.38	FY 2009-10	CIT(A) New Delhi
Income Tax	41.63	FY 2008-09	CIT(A) New Delhi

10. The Company has no accumulated losses as at the end of the financial year concerned, and it has not incurred any cash losses during the financial year concerned or in the immediately preceding financial year.

11. According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of dues to the financial institutions, banks or debenture holders as at the balance sheet date.

12. In our opinion, and according to information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

13. The provisions of any special statute applicable to chit fund / nidhi / mutual benefit-fund / societies are not applicable to the Company.

14. In our opinion, the Company is not a dealer or trader in shares, securities, debentures and other investments.

15. The Company has given Corporate Guarantees to the tune of Rs. 40.44 crores (PY 36.95 crore) for loans taken from banks by its wholly owned subsidiary and other associated Company. In our opinion, the terms and conditions whereof are not prejudicial to the interest of the company in view of commercial expediency.

16. The Term loans raised by the company has been used for the purpose for which the loan were obtained.

17. On the basis of an overall examination of the Balance Sheet of the Company, in our opinion, and according to the information and explanations given to us, no funds raised on short term basis have been used for long term investment.

18. During the year, the Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Companies Act, 1956.

19. The Company has not issued any debentures during the year and accordingly the question of creation of securities in this regard does not arise.



20. The Company has not raised any money by way of public issue during the year.
21. During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, either noticed or reported during the year, nor have we been informed of any such case by the management.

Shiv Sushil Bhawan
D-219, Vivek Vihar-I,
New Delhi-110 095
Dated: 17/09/12



For VINOD SANJEEV BINDAL & CO.

Firm Registration No.012493N

Chartered Accountants

A handwritten signature in black ink, appearing to read "Sanjeev Kumar Bindal".

(SANJEEV KUMAR BINDAL)

Partner

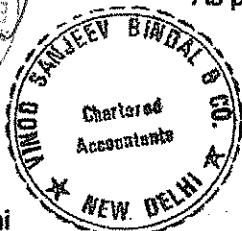
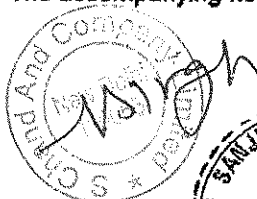
Membership No. 091274

BALANCE SHEET AS AT 31st MARCH, 2012

Sl. No. Particulars	Note No.	31/03/2012 Amount (Rs.)	31/03/2011 Amount (Rs.)
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	3	1,450,700	1,450,700
(b) Reserves and Surplus	4	800,177,683	1,149,182,079
		801,628,383	1,147,731,379
(2) Share Application Money pending Allotment		12,512,500	12,512,500
(3) Non-current Liabilities			
Long-term borrowings	5	47,271,740	294,155,664
(4) Current Liabilities			
(a) Short-term borrowings	6	925,506,471	701,906,789
(b) Trade payables	7	99,699,556	84,024,998
(c) Other current liabilities	8	225,334,850	187,118,025
(d) Short-term provisions	9	29,502,139	995,761,009
		1,280,043,016	22,711,197
TOTAL		2,141,455,639	2,451,611,252
II. ASSETS			
(1) Non-current Assets			
(a) Fixed assets			
(i) Tangible assets	10.A	106,317,893	811,224,139
(ii) Intangible assets	10.B	53,789,724	25,326,000
(iii) Capital work-in-progress	10.C	15,566,448	7,121,262
		175,674,065	843,671,401
(b) Non-current investments	11	183,085,848	151,008,753
(c) Deferred tax assets (net)	12	4,626,875	3,790,526
(d) Long-term loans and advances	13	43,270,251	44,433,819
(e) Othe Non-current assets	14	3,027,777	-
		234,010,751	199,233,098
(2) Current Assets			
(a) Current investments	15	-	8,934,584
(b) Inventories	16	392,301,866	319,539,131
(c) Trade receivables	17	764,780,590	598,971,583
(d) Cash and cash equivalent	18	64,279,079	77,408,534
(e) Short-term loans and advances	19	448,254,538	343,824,970
(f) Other current assets	20	62,154,750	60,027,951
		1,731,770,823	1,408,706,753
TOTAL		2,141,455,639	2,451,611,252
Significant Accounting Policies	2		

0

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



AUDITORS' REPORT

As per our separate report of even date attached
For VINOD SANJEEV BINDAL & CO.
Firm Registration No.012493N
Chartered Accountants

(SANJEEV KUMAR BINDAL)

Partner

Membership No. 091274

(Himanshu Gupta)
Director

(Nirmala Gupta)

Chairperson & Managing Director

Place: New Delhi
Dated: 17/09/12

S. CHAND & CO. PVT. LTD. (formerly known as S. Chand & Co. Ltd.)
REGD. OFFICE : 7361, RAVINDRA MANSION, RAM NAGAR, NEW DELHI-110055

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2012

Sl. No.	Particulars	Note No.	31/03/2012 Amount (Rs.)	31/03/2011 Amount (Rs.)
I.	Revenue			
	(a) Revenue from operations	21	167,68,64,259	138,71,19,648
	(b) Other Income	22	4,62,19,840	6,88,98,631
II.	Total Revenue		<u>172,30,84,099</u>	<u>145,60,18,278</u>
III.	Expenses			
	(a) Cost of materials consumed	23	87,95,32,440	67,85,77,935
	(b) Publication Expenses	24	34,77,13,682	29,90,36,487
	(c) Purchases of stock-in-trade		76,39,090	
	(d) Changes in inventories	25		
	(i) Finished goods		(72,840,409)	(49,100,813)
	(ii) Work-in-progress		(19,845,797)	(11,178,809)
	(iii) Stock-in-trade		<u>25,80,068</u>	<u>(3,107,311)</u>
	(e) Employee benefit expenses	26	15,48,59,799	13,66,12,595
	(f) Selling & Distribution Expenses	27	7,86,67,820	5,89,99,090
	(g) Other expenses	28	13,10,45,076	12,15,76,316
	(h) Finance costs	29	5,82,06,671	5,48,65,625
	(i) Depreciation and amortization expenses	30	<u>2,50,49,651</u>	<u>5,58,13,778</u>
IV.	Total Expenses		<u>159,26,08,091</u>	<u>134,20,94,894</u>
V.	Profit / (loss) before tax (II - IV)		130,476,008	113,923,385
VI.	Tax expense			
	(a) Current tax		4,65,74,000	3,38,70,000
	(b) Deferred tax		(836,349)	25,09,966
	(c) Excess / (Short) Provision for Tax		<u>5,47,504</u>	<u>(113)</u>
VII.	Profit / (loss) transferred to Balance Sheet (V - VI)		<u>84,190,853</u>	<u>77,543,532</u>
VIII.	Earnings per equity share (EPS)	32		
	(a) Basic		84,107	77,466
	(b) Diluted		84,107	77,466
	Significant Accounting Policies	2		

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

AUDITORS' REPORT

As per our separate report of even date attached
For VINOD SANJEEV BINDAL & CO.

Firm Registration No.012493N
Chartered Accountants



(Signature)
(SANJEEV KUMAR BINDAL)
Partner
Membership No. 091274

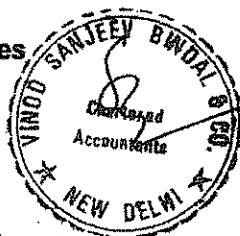
(Signature)
(Himanshu Gupta)
Director

(Signature)
(Nirmala Gupta)
Chairperson & Managing Director

Place: New Delhi
Dated: 17/09/12

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2012

Sl. No. Particulars	31/03/2012 Amount (Rs.)	31/03/2011 Amount (Rs.)
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net profit /(loss) before tax and after prior period expenses	130,476,008	113,923,385
<u>Adjustments for:</u>		
- Depreciation	25,049,651	55,813,778
- Loss on sale of Assets	1,383,312	100,011
- Interest income	(772,616)	(2,034,559)
- Loss on Sale of Investment	5,156	(805,896)
- Security Transaction Tax Paid	-	16,944
- Wealth Tax provision	-	184,000
- Lease Rent from hiring of P&M (Net)	(1,040,000)	(1,040,000)
- Rent received from let-out of Premises	(4,382,993.90)	(33,229,091)
- Dividends Received	(80,154)	(109,106)
- Share in Profit / (Loss) from Partnership Firm	(132,240)	(92,975)
- Interest paid on Long Term Borrowings	57,150,977	14,056,554
- Miscellaneous Expenses Written off	1,692,260	683,000
Operating (loss) before working capital changes	209,349,359	147,466,045
<u>Movement in working capital:</u>		
- (Increase) / decrease in inventories	(72,762,735)	(94,707,238)
- (Increase) / decrease in Trade Receivable	(165,809,007)	(96,516,451)
- (Increase) / decrease in loans and advances	(107,122,091)	(23,229,901)
- (Increase) / decrease in Non-current assets	(3,027,777)	
- Increase / (decrease) in Short Term Provisions	(1,884,152)	
- Increase / (decrease) in Trade payable	15,674,558	
- Increase / (decrease) in current liabilities and provisions	38,216,825	229,702,110
Cash (used In) operations	-87,365,020	162,714,565
Direct taxes (paid)	(37,784,900)	(52,690,887)
Net cash (used in) operating activities	(A) -125,149,921	110,023,678
B. CASH FLOW FROM INVESTING ACTIVITIES		
- Sale / (Purchase) of Investments (at cost)	(32,077,095)	(75,901,159)
- Purchase of Fixed Assets	(81,167,455)	(273,544,838)
- Sale of Fixed Assets (at book value)	716,766,539	1,614,878
- Profit / (Loss) on Sale of Assets	(1,383,312)	(100,011)
- Profit on Sale of Investment	(5,156)	805,896
- Lease Rent from hiring of P&M (Net)	1,040,000	1,040,000
- Rent received from let-out of Premises	4,382,993.90	33,229,091
- Dividend Received	80,154	109,106
- Interest received	772,616	2,034,559
- Share in Profit / (Loss) from Partnership Firm	132,240	92,975
- Interest paid on Long Term Borrowings	(57,150,977)	(14,056,554)
- Securities Transaction Tax paid	-	(16,944)
Net cash (used in) investing activities	(B) 551,390,550	(324,693,002)



(11)

Sl. No.	Particulars	31/03/2012 Amount (Rs.)	31/03/2011 Amount (Rs.)
C.	CASH FLOW FROM FINANCING ACTIVITIES		
	- Increase in Loans taken from Banks	223,599,682	228,442,173
	- Increase in Loans taken (Other than Bank)	(246,883,924)	(17,243,520)
	- Increase in Reserve in demerger	(419,003,976)	-
	- Dividend Paid (incl. Dividend Tax)	2,918,134	(2,927,800)
	- Share application money received	-	12,512,500
	Net cash from financing activities	(C) (439,370,084)	220,783,353
	Net increase / (decrease) in cash and cash equivalents (A+B+C)	(13,129,455)	6,114,030
	Cash and cash equivalents at the beginning of the year	(D) 77,408,534	71,294,505
	Cash and cash equivalents at the end of the year	(E) 64,279,079	77,408,534
	Net increase / (decrease) in cash and cash equivalents (E-D)	(13,129,455)	6,114,029
	COMPONENTS OF CASH AND CASH EQUIVALENTS	31/03/2012	31/03/2011
	Cash in hand	6,356,774	8,749,281
	With Banks - On current accounts	52,537,365	57,166,559
	With Banks - On Term Deposit	5,384,940	11,492,694
		64,279,079	77,408,534

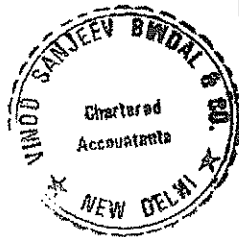
Significant Accounting Policies: Note No. 2

AUDITORS' REPORT

As per our separate report of even date attached
For VINOD SANJEEV BINDAL & CO.

Firm Registration No.012493N
Chartered Accountants

(Himanshu Gupta)
Director



(SANJEEV KUMAR BINDAL)
Partner

(Nirmala Gupta)
Chairperson & Managing Director

Membership No. 091274 Chairperson & Managing Director

Place: New Delhi

Dated: 17/09/12

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS
FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS AS ON 31st MARCH, 2012

1. ACCOUNTING CONVENTIONS

- a) The accounts are prepared on the historical cost convention on the basis of going concern and in accordance with the accounting standards referred to in section 211(3C) of the Companies Act, 1956.
- b) The Company follows mercantile system of accounting and recognises income and expenditure on accrual basis.

2. SIGNIFICANT ACCOUNTING POLICIES

A. Valuation of Inventory:

Items of inventories are measured at lower of cost or net realisable value after providing for obsolescence, if any. Cost of inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing them to their respective present location and condition. Cost for the purpose of valuation of inventory is determined in accordance with the method prescribed by the Accounting Standard AS-2 on 'Valuation of Inventories' issued by the Institute of Chartered Accountants of India (ICAI):

B. Cash and Cash equivalents

Cash and cash equivalents in the cash flow statement comprise cash at bank and in hand.

C. Prior Period Items

Prior Period items are disclosed separately in the profit & loss account for the year, keeping in view their materiality and the past method of accounting.

D. Exceptional and Extra-ordinary Items:

Exceptional and extra-ordinary items of the Company during the period are disclosed separately in the statement of profit and loss for the year, as part of net profit.

E. Depreciation and amortization:

a) **Depreciation on tangible fixed assets** is calculated on a written down value basis using the rates prescribed in Schedule XIV to the Companies Act, 1956 in respect of assets which are used for full period in the year, and on prorata basis for assets acquired and put to use during the year. However, no depreciation is provided on the assets sold / discarded during the year. Assets individually costing less than Rs. 5,000/- added during the year are fully depreciated.

b) **Intangible fixed assets are amortized** on a straight-line basis over the estimated useful economic life in respect of assets which are used for full period in the year, and on prorata basis for assets acquired / recognized and put to use during the year. If there is a significant change from previous estimates in the expected pattern of economic benefits from the asset, the amortization period and method are changed accordingly to reflect the changed pattern. However, no amortization expense is provided on intangible assets derecognized during the year.

F. Revenue Recognition

a) All incomes and expenses are accounted for on accrual and prudent basis. Revenue in respect of insurance / other claims, interest, commission, etc. is recognised only when it is reasonably certain that the ultimate collection will be made. Expenses incurred for which benefit will accrue in the subsequent years are declared in the balance sheet as deferred revenue expenses and amortised over the period in which the benefit is expected to accrue.

b) Domestic sale of goods is recognised on dispatch of the goods



A handwritten signature or set of initials, possibly "C.V.", written in black ink.

G. Tangible Fixed Assets:

a) Own Fixed Assets:

- (i) Tangible fixed assets are stated at cost. Cost includes amounts added on revaluation, less accumulated depreciation and impairment loss, if any. All costs, including expenditures and levies directly attributable to bringing the assets to their working condition for the intended use. Net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the fixed assets are capitalised.
- (ii) Land is stated at original cost of acquisition.
- (iii) Capital work-in-progress is stated at amount spent upto the date of Balance Sheet.

b) Leased Assets:

- (i) Operating Leases: Rentals are expensed with reference to lease terms and other considerations.
- (ii) Finance Leases: The lower of the fair value of the assets and present value of the minimum lease rentals is capitalised as fixed assets with corresponding amount shown as lease liability. The principal component in the lease rental is adjusted against the lease liability and the interest component is charged to the statement of profit and loss.
- (iii) However, rentals referred to in (i) or (ii) above and the interest component referred to in (ii) above pertaining to the period upto the date of commissioning of the assets are capitalized.
- (iv) All assets given on finance lease are shown as receivables at an amount equal to net investment in the lease. Initial direct costs in respect of lease are expensed in the year in which such costs are incurred. Income from lease assets is accounted by applying the interest rate implicit in the lease to the net investment.

H. Foreign Currency Transactions

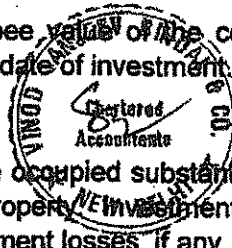
- a) In accordance with the Accounting Standard AS-11 on "Effects of changes in foreign exchange rate" as prescribed by the ICAI, year-end balance of foreign currency transactions is translated at the year-end rates and the corresponding effect is given in the respective accounts. Transactions completed during the year are adjusted on actual basis.
- b) In case of items which are covered by forward exchange contracts, the difference between the year end rate and rate on the date of the contract is recognized as exchange difference and the premium paid on forward contracts is recognized over the life of the contract.
- c) Non-monetary foreign currency items are carried at cost.
- d) Any income or expense on account of exchange difference either on settlement or on translation is recognised in the profit and loss account except in cases where they relate to acquisition of fixed assets, in which case they are adjusted to the carrying cost of such assets.
- e) Difference in outstanding value of term loan in foreign currency as at the year end vis-à-vis the date of obtaining loan is recorded in the books of account in a separate account called 'Exchange Difference (FC Loan)' Account to be appropriated at the conclusion of the said term loan.
- f) Difference in foreign exchange forward contracts is recognised as income / loss in the books of account by spreading the same proportionately over the effective life of the contract.

I. Valuation of Investment:

- a) Trade investments are the investments made to enhance the Company's business interests. Investments are either classified as current or long-term based on Management's intention at the time of purchase.
- b) Current investments are carried at the lower of cost and fair market value of each investment individually.
- c) Long term investments are carried at cost less provisions recorded to recognize any diminution, other than temporary, in the carrying value of each investment.
- d) Cost for overseas investments comprises the Indian Rupee value of the consideration paid for the investment translated at the exchange rate prevalent at the date of investment.

J. Investment Property:

An investment in land or building, which is not intended to be occupied substantially for use by, or in the operations of, the Company, is classified as an investment property. Investment properties are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.



Depreciation on building component of investment property is calculated on a written down value basis using the rates prescribed in Schedule XIV to the Companies Act, 1956 in respect of such investment properties which are used for full period in the year, and on prorata basis for assets acquired and put to use during the year. However, no depreciation is provided on the investment properties sold during the year, but on disposal, the difference between its carrying amount and the net disposal proceeds is charged or credited to the statement of profit and loss.

K. Employee Benefits

- a) All short-term employee benefits expected to be paid in exchange for services rendered by the employees during the year are recognised, at the undiscounted amount, as liability (accrued expense), after deducting any amount already paid. Where the amount already paid exceeds the undiscounted amount of the benefits, such excess is recognised as an asset (prepaid expense).
- b) Company's contribution to Provident Fund, which is a defined contribution plan, is charged to the statement of profit and loss.
- c) Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year.
- d) Long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit method.
- e) Actuarial gains/losses are immediately taken to profit and loss account and are not deferred.
- f) Termination benefits are recognised as a liability immediately on incurrence of any such obligation.

L. Borrowing Costs

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that takes necessarily substantial period of time to get ready for its intended use. All other borrowing costs are charged to revenue in the period in which they are incurred.

M. Segment Accounting

Segment accounting policies are generally in line with the accounting policies of the Company. However, the following specific accounting policies have been followed for segment reporting:

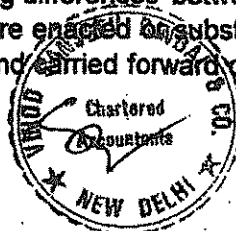
- a) Segment revenue includes sales and other income directly identifiable with / allocable to the segment.
- b) Expenses that are directly identifiable with / allocable to segments are considered for determining the Segment Result. The expenses, which relate to the group as a whole and not-allocable to segments, are included under 'Other Unallocable Expenditure'.
- c) Income which relates to the Group as a whole and not allocable to segments is included in 'Unallocable Corporate Income'.
- d) Segment Result includes margins on inter-segment capital jobs, which are reduced in arriving at the profit before tax of the Group.
- e) Segment assets and liabilities include those directly identifiable with the respective segments. Unallocable corporate assets and liabilities represent the assets and liabilities that relate to the Company as a whole and not allocable to any segment.

N. Consolidated Financial Statements

The Consolidated Financial Statements of the Company and its subsidiary are enclosed separately in accordance with Accounting Standard 21 (AS - 21) 'Consolidated Financial Statements' issued by the Institute of Chartered Accountants of India (ICAI).

O. Provision for Current and Deferred Tax

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred tax resulting from 'timing differences' between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognised and carried forward only to the extent that there is a virtual certainty that the asset will be realised in future.



P. Intangible Assets & Amortisation

Intangible Assets are recognised as per the criteria specified in Accounting Standard (AS-26) on "Intangible Assets" and are amortised over the useful life of the underlying assets as follows:

- a) Leasehold land: over the period of lease.
- b) Specialised software: over a period of three years.
- c) Lump sum fees for technical know-how: over a period of six years in case of foreign technology and three years in case of indigenous technology.

Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the assets, and are recognized in the statement of profit and loss when the asset is derecognized.

Amortisation of impaired assets is provided by adjusting the amortisation charge in the remaining periods so as to allocate the asset's revised carrying amount over its remaining useful life.

Goodwill arising out of acquisition of equity stake in a Subsidiary or an Associate is amortised in equal amounts over a period of ten years from the date of first acquisition. In the event of cessation of operations of a Subsidiary or an Associate, the unamortised Goodwill is written off fully.

Q. Impairment of Tangible and Intangible Assets:

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the profit and loss account in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

R. Use of Estimates

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known / materialised.

S. Provision, Contingent Liabilities and Contingent Assets

- a) Provisions are recognised for liabilities that can only be measured by using a substantial degree of estimation, if;
 - i) the Company has a present obligation as a result of a past event,
 - ii) a probable outflow of resources is expected to settle the obligation, and
 - iii) the amount of obligation can reliably be estimated.

Reimbursement expected in respect of expenditure required to settle a provision is recognised only when it is virtually certain that the reimbursement will ultimately be received.

- b) Contingent Liability is disclosed in case of:
 - i) a present obligation arising on past events, when it is not probable that an outflow of resources will be required to settle the obligation,
 - ii) a present obligation, when no reliable estimate is possible, and
 - iii) a possible obligation arising from past events, where the probability of outflow of resources is not remote.
- c) Contingent Assets are neither recognised nor disclosed.
- d) Provisions, Contingent Liabilities and Contingent Assets are reviewed at each balance sheet date.



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3. SHARE CAPITAL

	31/03/2012		31/03/2011	
	<u>Number</u>	<u>Amount (Rs.)</u>	<u>Number</u>	<u>Amount (Rs.)</u>
<u>Authorised shares:</u>				
Equity shares of Rs. 1,000/- each	<u>2,500</u>	<u>2,500,000</u>	<u>2,500</u>	<u>2,500,000</u>
<u>Issued, subscribed and fully paid-up share capital:</u>				
Equity shares of Rs. 1,000/- each	<u>1,001</u>	<u>1,001,000</u>	<u>1,001</u>	<u>1,001,000</u>

Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period:

	31/03/2012		31/03/2011	
	<u>Number</u>	<u>Amount (Rs.)</u>	<u>Number</u>	<u>Amount (Rs.)</u>
Shares outstanding at the beginning of the year	<u>1,001</u>	<u>1,001,000</u>	<u>1,001</u>	<u>1,001,000</u>
Shares outstanding at the end of the year	<u>1,001</u>	<u>1,001,000</u>	<u>1,001</u>	<u>1,001,000</u>

Terms / rights attached to equity shares:

The Company has only one class of equity shares having a par value of Rs. 1,000/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General

During the year ended 31st March, 2012 the amount of per share dividend recognized as distributions to equity shareholders was Rs. 2,500/- (PY Rs. 2,500/-).

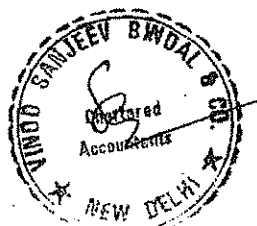
In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity

Details of shareholders holding more than 5% equity shares in the Company:

	31/03/2012		31/03/2011	
	<u>No. of Shares held</u>	<u>% of Holding</u>	<u>No. of Shares held</u>	<u>% of Holding</u>
Equity shares of Rs. 1,000/- each fully paid-up				
Mrs Nirjala Gupta	265	27	265	27
Mrs Savita Gupta	203	20	203	20
Mr Dinesh Kumar Jhunjnuwala	200	20	200	20
Mr Himanshu Gupta	118	12	118	12
Mrs Neerja Jhunjnuwala	199	20	199	20

Forfeited equity shares:

Amount originally paid-up as on the reporting date Rs. 300/- (PY Rs. 300/-). 449,700 449,700

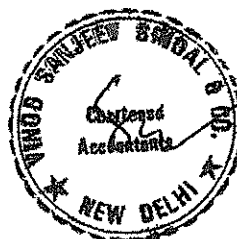


S. CHAND & CO. PVT. LTD. (formely known as S. Chand & Co. Ltd.)

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2012 (Contd...)

4. RESERVES & SURPLUS

	<u>31/03/2012</u>		<u>31/03/2011</u>	
	<u>Amount (Rs.)</u>	<u>Amount (Rs.)</u>	<u>Amount (Rs.)</u>	<u>Amount (Rs.)</u>
A. <u>Capital Reserves</u>				
Opening Balance		63,300		63,300
Closing Balance (A)		<u>63,300</u>		<u>63,300</u>
B. <u>Other Reserves</u> (General Reserve)				
Opening Balance		927,764,602		877,764,602
Add : Current Year Transfer		50,000,000		50,000,000
		<u>977,764,602</u>		<u>927,764,602</u>
Less: Written Back in Current Year (Refer Note No. 31)		424,746,927		-
Closing Balance (B)		<u>553,017,675</u>		<u>927,764,602</u>
C. <u>Surplus / (deficit) in the statement of profit and loss</u>				
Opening Balance		219,903,477		195,278,079
Add : Net Profit / (Net Loss) for the current year		84,190,853		77,543,532
Amount available for Appropriations		<u>304,094,330</u>		<u>272,821,611</u>
Less: <u>Appropriations:</u>				
Proposed Dividends	2,502,500		2,502,500	
Dividend Tax	405,968		415,634	
Transfer to General Reserves	54,089,154	56,997,622	50,000,000	52,918,134
Closing Balance (C)		<u>247,096,708</u>		<u>219,903,477</u>
Total (A+B+C)		<u>800,177,683</u>		<u>1,147,731,379</u>

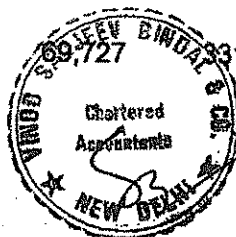


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S. CHAND & CO. PVT. LTD. (formely known as S. Chand & Co. Ltd.)
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2012 (Contd...)

5. LONG TERM BORROWINGS

	Non Current		Current	
	31/03/2012	31/03/2011	31/03/2012	31/03/2011
A. Secured				
b. Term Loans				
Yes Bank Term Loan	33,333,336	-	26,666,664	-
<p>Excluve charge on immovable property of M/s Hotel Tourist, Second pari passu charges on all the current assets and Movable Fixed assets of the company & Personal Guarantee of Mr. Dinesh Kumar Jhunjhnuwala & Mr. Himanshu Gupta, Director's of the Company)</p> <p>Repayable in 36 equivated monthly instalments of Rs. 22,22,222/- each beginning from July' 2011.</p> <p>There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.</p>				
TFCI - Term Loan	-	285,000,000	-	-
<p>(Against mortgage of Hari Nagar Hotel Land, hypothecation of all moveable assets of the Hari Nagar Hotel, on pari passu basis with Nanital bank on the entire moveable assets of Hotel Project and Personal Guarantee of Mr. Himanshu Gupta, Director of the Company and Corporate Guarantee of M/s Rajendra Ravindra Printers (P) Ltd., an associated concern)</p>				
From Banks				
(i) Vijaya Bank (Against Hypothecation of Vehicles)	665,064	-	-	-
<p>Repayable in 36 equivated monthly instalments of Rs. 24,240/- each beginning from Dec '2011.</p> <p>There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.</p>				
(i) Kotak Mahindra Bank (Against Hypothecation of Vehicles)	112,413	321,666	209,253	190,083
<p>Repayable in 36 equivated monthly instalments of Rs. 19,266/- each beginning from Aug '2010.</p> <p>There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.</p>				
(i) Kotak Mahindra Bank (Against Hypothecation of Vehicles)		331,542	261,815	236,463
<p>Repayable in 36 equivated monthly instalments of Rs. 23,640/- each beginning from May '2010.</p>				



A. Secured	Non Current		Current	
	31/03/2012	31/03/2011	31/03/2012	31/03/2011
There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.				
(i) Kotak Mahindra Bank (Against Hypothecation of Vehicles)	388,493	-	235,168	-
Repayable in 36 equivated monthly instalments of Rs. 25,095/- each beginning from Aug '2011.				
There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.				
(i) Kotak Mahindra Bank (Against Hypothecation of Vehicles)	-	-	-	404,100
Repayable in 36 equivated monthly instalments of Rs. 25,095/- each beginning from Aug '2011.				
There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.				
(i) HDFC Bank (Against Hypothecation of Vehicles)	428,464	-	232,436	-
Repayable in 36 equivated monthly instalments of Rs. 24,826/- each beginning from Nov '2011.				
There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.				
(i) HDFC Bank (Against Hypothecation of Vehicles)	428,464	-	232,436	-
Repayable in 36 equivated monthly instalments of Rs. 24,826/- each beginning from Nov '2011.				
There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.				
(i) HDFC Bank (Against Hypothecation of Vehicles)	428,464	-	232,436	-
Repayable in 36 equivated monthly instalments of Rs. 24,826/- each beginning from Nov '2011.				
There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.				
(i) HDFC Bank (Against Hypothecation of Vehicles)	428,464	-	232,436	-
Repayable in 36 equivated monthly instalments of Rs. 24,826/- each beginning from Nov '2011.				
There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.				



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A. Secured

	Non Current		Current	
	31/03/2012	31/03/2011	31/03/2012	31/03/2011

(>HDFC Bank
(Against Hypothecation of Vehicles)

428,464	-	232,436	-
---------	---	---------	---

Repayable in 36 equivated monthly instalments of Rs. 24,826/- each beginning from Nov '2011.

There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.

(>HDFC Bank
(Against Hypothecation of Vehicles)

1,450,961	-	549,039	-
-----------	---	---------	---

Repayable in 36 equivated monthly instalments of Rs.64,535 each beginning from May '2012.

There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.

HDFC Bank
(Against Hypothecation of Vehicles)

-	-	-	1,951,085
---	---	---	-----------

(>ICICI Bank
(Against Hypothecation of Vehicles)

3,528,451	4,887,223	1,358,772	1,240,930
-----------	-----------	-----------	-----------

Repayable in 36 equivated monthly instalments of Rs. 24,826/- each beginning from Nov '2011.

There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.

From Other Parties

(>Tata Capital Ltd. Bank
(Against Hypothecation of Vehicles)

729,211	-	397,546	-
---------	---	---------	---

Repayable in 36 equivated monthly instalments of Rs.42,150/- each beginning from Oct '2011.

There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.

(>Tata Capital Ltd. Bank
(Against Hypothecation of Vehicles)

479,728	-	61,329	
---------	---	--------	--

Repayable in 60 equivated monthly instalments of Rs.13,299/- each beginning from Sep '2011.

There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.

(>BMW India Financial Services
(Against Hypothecation of Vehicles)

1,392,819	3,615,234	2,224,915	2,019,430
-----------	-----------	-----------	-----------

Repayable in 35 equivated monthly instalments of Rs.2,04,452/- each beginning from Dec '2010.



A. Secured

Non Current **Current**
31/03/2012 **31/03/2011** **31/03/2012** **31/03/2011**

There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.

Volkswagen Finance Private Ltd.
(Against Hypothecation of Vehicles)

1,782,784 - 995,787 -

Repayable in 35 equivated monthly instalments of Rs.1,02,402/- each beginning from Nov'2011.

There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.

Volkswagen Finance Private Ltd.
(Against Hypothecation of Vehicles)

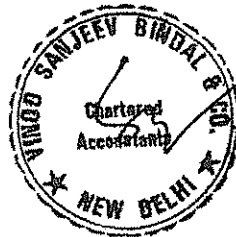
1,198,933 - 922,141 -

Repayable in 35 equivated monthly instalments of Rs.92,219/- each beginning from June '2011.

There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.

Less : Shown under other current liabilities
(Refer Note No. 8.D)

	47,271,740	294,155,664	35,044,609	6,042,092
	-	-	35,044,609	6,042,092
Total	47,271,740	294,155,664	-	-

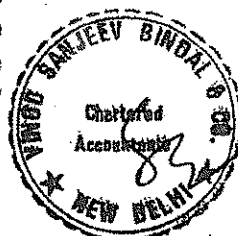


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S. CHAND & CO. PVT. LTD. (formely known as S. Chand & Co. Ltd.)
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2012 (Contd...)

6. SHORT TERM BORROWINGS

A. Secured	Non Current		Current	
	31/03/2012	31/03/2011	31/03/2012	31/03/2011
Loans Repayable on Demand				
(i) From Banks				
(i) HDFC Bank (Against Hypothecation of Vehicles)	-	177,920	177,920	327,898
Repayable in 36 equivated monthly instalments of Rs. 30,612/- each beginning from Oct '2009				
There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.				
(ii) HDFC Bank (Against Hypothecation of Vehicles)	-	144,707	144,707	540,719
Repayable in 36 equivated monthly instalments of Rs. 49,125/- each beginning from Sep '2009.				
There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.				
(ii) HDFC Bank - Working Capital Demand Loan (under Multi Banking Arrangement with State Bank of Patiala & Yes Bank Ltd, first charge on pari passu basis with State Bank of Patiala & Yes Bank Ltd, on the entire current assets and movable fixed assets of the company except assets which are specifically charged to other lenders along with Personal guarantee of Mr. Himanshu Gupta, Director of the Company)	-	80,000,000	-	-
(iii) HDFC Bank - Cash Credit (under Multi Banking Arrangement with State Bank of Patiala & Yes Bank Ltd, first charge on pari passu basis with State Bank of Patiala & Yes Bank Ltd, on the entire current assets and movable fixed assets of the company except assets which are specifically charged to other lenders along with Personal guarantee of Mr. Himanshu Gupta, Director of the Company.	264,452,310	135,696,378	-	-
(iv) State Bank of Patiala - Cash Credit (under Multi Banking Arrangement with HDFC Bank & Yes Bank Ltd, first charge on pari passu basis with HDFC Bank & Yes Bank Ltd, on the entire current assets and movable fixed assets of the company except assets which are specifically charged to other lenders along with Personal guarantee of Mr. Himanshu Gupta, Director of the Company and Corporate guarantee of M/s Rajendra Ravindra Printers (P) Ltd.)	38,737,134	38,859,719	-	-



A. Secured	Non Current		Current	
	31/03/2012	31/03/2011	31/03/2012	31/03/2011
Nainital Bank	-	10,309,880	-	-
(Hypothecation of all kinds of movable/current assets of the Hotel i.e. stocks / inventories / book debts / receivables relating to Hotel Iris Homotel of the Company at Hari Nagar, New Delhi & 2nd charge on all the present & future fixed assets of the hotel Iris Homotel & Personal Guarantee of Mr. Himanshu Gupta, Director of the Company)				
(v) Yes Bank Short Term Loan	75,000,000	-	-	-
Exclusive charge on immovable property of M/s Hotel Tourist, Second pari passu charges on all the current assets and Movable Fixed assets of the company & Personal Guarantee of Mrs. Nirmala Gupta & Mr. Himanshu Gupta, Director's of the Company)				
(ii) From Other Parties	-	635,933	635,933	566,509
(i) Tata Capital Ltd. Bank (Against Hypothecation of Vehicles)				
Repayable in 36 equivated monthly instalments of Rs. 21,073/- each beginning from Feb '2010.				
There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.				
(ii) Kotak Mahindra Bank - Ltd. (Against Hypothecation of Vehicles)	-	200,797	200,797	218,644
Repayable in 36 equivated monthly instalments of Rs. 21,073/- each beginning from Feb '2010.				
There were no continuing defaults as on Balance Sheet date in repayment of loan and interest.				
	378,189,444	266,025,334	1,159,357	1,653,770
Less : Shown under other current liabilities (Refer Note No. 8.D)	-	-	1,159,357	1,653,770
Total (A)	378,189,444	266,025,334	-	-
B. Unsecured	31/03/2012	31/03/2011		
	Amount (Rs.)	Amount (Rs.)		
a. <u>Loans Repayable on Demand</u>				
(i) From Other Parties Intercorporate Loan	9,090,905	22,727,270		
(ii) Commercial Paper	-	97,122,600		
b. <u>Loans & Advances from Related Parties</u>				
(i) From Directors	75,000,000	9,976,153		
(ii) From Companies under the same management	459,739,018	299,999,244		
d. <u>Other Loans & Advances</u>				
(i) Overdrawn from Banks due to cheque issued	690,267	1,624,012		
(ii) Advances from Customers	2,796,837	4,432,176		
Total (B)	547,317,027	435,881,455		



A. Secured

	Non Current		Current	
	<u>31/03/2012</u>	<u>31/03/2011</u>	<u>31/03/2012</u>	<u>31/03/2011</u>
Total (A+B)	<u>925,506,471</u>	<u>701,906,789</u>		



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S. CHAND & CO. PVT. LTD. (formely known as S. Chand & Co. Ltd.)

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2012 (Contd...)

7. TRADE PAYABLE

	31/03/2012	31/03/2011
	<u>Amount (Rs.)</u>	<u>Amount (Rs.)</u>
Trade Payables (including Acceptances) (Refer Note 40 for details of dues to Micro, Small & Medium Enterprises)	99,699,556	84,024,998
Total	<u>99,699,556</u>	<u>84,024,998</u>

8. OTHER CURRENT LIABILITIES

	31/03/2012		31/03/2011	
	<u>Amount (Rs.)</u>	<u>Amount (Rs.)</u>	<u>Amount (Rs.)</u>	<u>Amount (Rs.)</u>
A. Interest accrued but not due on borrowings		1,507,492		2,011,802
B. Security Deposits / Earnest Money Received		749,232		23,551,690
C. <u>Other payables</u>				
a. Project on Uttaranchal	7,000,000		3,550,000	
b. Credit Card A/c	127,897		-	
c. Royalty Payable	147,366,237		116,861,756	
d. Non Compete Fees Payable (Including interest)	-		9,499,491	
e. Accounting Charges Payable	-		12,000	
f. Director's Remuneration Payable	757,092		859,232	
g. Director's Commission Payable	-		1,141,243	
h. Other Expenses Payable	9,975,779		2,682,878	
i. Water Charges Payable	-		15,610	
j. Electricity Payable	34,129		76,600	
k. Rent Payable	72,000		57,350	
l. Medical Expenses Payable	-		7,200	
m. Professional Exp Payable	5,300		16,425	
n. Postage Payable	57,764		77,171	
o. TDS Payable	20,891,237		18,134,196	
p. Professional Tax Payable	16,010		-	
q. Telephone expenses Payable	71,264		81,227	
r. Account Receivable / Advance	-		(4,456)	
s. License Fee Payable	209,025		-	
t. CST Payable	3,134		8,909	
u. Service Tax Payable	-		152,898	
v. Entertainment Tax Payable	-		22,000	
w. Luxury Tax Payable	-		344,067	
x. D VAT Payable	287,292		262,874	153,858,671
	<u>287,292</u>	<u>186,874,160</u>	<u>262,874</u>	
D. Current maturities of long-term debts (Refer note no 5)		35,044,609		6,042,092
Current maturities of Short-term debts (Refer note no 6)		1,159,357		1,653,770
Total		<u>225,334,850</u>		<u>187,118,025</u>



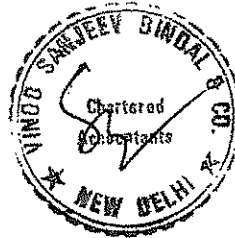
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S. CHAND & CO. PVT. LTD. (formely known as S. Chand & Co. Ltd.)

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2012 (Contd...)

9. SHORT TERM PROVISIONS

	31/03/2012		31/03/2011	
	<u>Amount (Rs.)</u>	<u>Amount (Rs.)</u>	<u>Amount (Rs.)</u>	<u>Amount (Rs.)</u>
A. <u>Provision for Employee Benefits</u>				
a. Salary & Reimbursements	6,732,583		5,947,941	
b. Contribution to Provident Fund	1,759,124		1,617,716	
c. Gratuity (Funded)	2,539,491		5,761,031	
d. Leave Encashment (Funded)	2,803,302		2,455,162	
e. Bonus Payable	2,286,062		2,294,953	
f. Contribution to ESIC	206,204		225,325	
g. Ex- Gratia Payable	198,645		207,834	
h. Leave Travel Allowance	1,199,500		1,099,101	
i. ESOP / ESOS	-	17,724,911	-	19,609,063
B. <u>Others</u>				
a. Provision for Taxation	8,738,760		-	
b. Proposed dividend	2,502,500		2,502,500	
c. Dividend Tax	405,968		415,634	
d. Provision for Wealth Tax	130,000		184,000	
Total		<u>11,777,228</u>	<u>3,102,134</u>	<u>22,711,197</u>
		<u>29,502,139</u>		



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S. CHAND & CO. PVT. LTD. (formerly known as S. Chand & Co. Ltd.)
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2012 (Contd...)

10. FIXED ASSETS

DESCRIPTION OF ASSETS	GROSS BLOCK			ACCUMULATED DEPRECIATION			NET BLOCK	
	Balance as on 1st April, 2011	Additions/ (Disposals)	Acquired through Business Combination	Balance as on 1st April, 2011	Depreciation charge for the year	Adjustment on Disposals	Balance as on 31st Mar, 2012	Balance as on 1st April, 2011
A. Tangible Assets (Not Under Lease)								
a. Land	288,408,299	-	-	-	-	-	-	288,408,299
b. Buildings	339,602,157	-	-	54,618,285	-	(54,618,285)	-	284,983,872
c. Plant & Equipment	211,180,716	7,493,806	-	93,833,000	6,944,404	(19,217,208)	44,732,773	117,347,716
d. Furniture & Fixtures	108,183,398	1,659,272	-	24,672,169	3,724,343	(11,010,553)	17,385,959	83,491,227
e. Vehicles	59,588,565	20,155,297	-	30,262,631	7,611,813	(4,771,651)	33,122,793	29,305,934
f. Others - Computer	33,158,107	3,607,908	-	25,471,016	2,548,091	(1,221,089)	26,796,018	7,687,091
Total (A)	1,040,101,240	32,916,283	(807,832,664)	228,877,101	20,828,651	(90,838,786)	158,866,966	106,317,893
B. Intangible Assets								
Goodwill	42,210,000	-	32,684,724	16,884,000	4,221,000	-	21,105,000	25,326,000
Total (B)	42,210,000	-	32,684,724	16,884,000	4,221,000	-	21,105,000	25,326,000
C. Capital Work-In-Progress								
	7,121,262	15,566,448	(7,121,262)	-	-	-	15,566,448	7,121,262
Total (C)	7,121,262	15,566,448	(7,121,262)	-	-	-	15,566,448	7,121,262

- Details in respect of each class of assets for 1st five years subsequent to the date of reduction or increase due to impairment or revaluation : Rs. Nil
 - No fixed assets was acquired through business combination during the year.



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S. CHAND & CO. PVT. LTD. (formerly known as S. Chand & Co. Ltd.)
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2012. (Contd...)

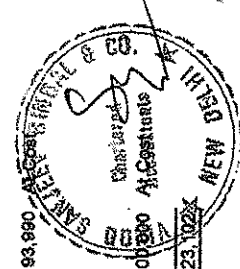
11. NON-CURRENT INVESTMENTS

Other Investments

Sl. No.	Particulars	Subsidiary / Associate / JV / Controlled Special Entity / Others	No. of Shares / Units		Quoted / Unquoted	Partly Paid / Fully Paid	Extent of Holding (%)		Amount (Rs.)		Basis of Valuation
			As on 31st March 2012	As on 31st March 2011			As on 31st March 2012	As on 31st March 2011	As on 31st March 2012	As on 31st March 2011	
a. Investments in Equity Instruments											
(i) Quoted Investment											
1	DSQ Software Ltd. Equity Shares of Rs. 10/- each)	Others	2,000	2,000	Quoted	Fully Paid	N.A	N.A	115,945	115,945	At Cost
2	Nextgan Animation Media Limited (Silverline Animation) Equity Shares of Rs. 10/- each)	Others	40	40	Quoted	Fully Paid	N.A	N.A	21,886	21,886	At Cost
3	Silverline Tech EQ (On reconstruction of Silverline Tele, 1000 shares got converted on Year 2007)	Others	100	100	Quoted	Fully Paid	N.A	N.A	54,714	54,714	At Cost
4	3i Infotech Ltd. Equity Shares of Rs. 10/- each)	Others	200	200	Quoted	Fully Paid	N.A	N.A	19,780	19,780	At Cost
5	3i Infotech Ltd. Equity Shares of Rs. 10/- each)	Others	1,000	1,000	Quoted	Fully Paid	N.A	N.A	56,810	56,810	At Cost
6	Alps Industries Ltd. Equity Shares of Rs. 10/- each)	Others	500	500	Quoted	Fully Paid	N.A	N.A	19,350	19,350	At Cost
7	Balrampur Chini Ltd. Equity Shares of Rs. 10/- each)	Others	500	500	Quoted	Fully Paid	N.A	N.A	47,852	47,852	At Cost
8	Baliarpur Industries Ltd. Equity Shares of Rs. 2/- each)	Others	500	500	Quoted	Fully Paid	N.A	N.A	13,856	13,856	At Cost
9	Crest Animation Studios Ltd. Equity Shares of Rs. 20/- each)	Others	200	200	Quoted	Fully Paid	N.A	N.A	13,638	13,638	At Cost
10	Dish TV Ltd. Equity Shares of Rs. 10/- each)	Others	500	500	Quoted	Fully Paid	N.A	N.A	24,650	24,650	At Cost
11	Freshrop Fruits Ltd. Equity Shares of Rs. 10/- each)	Others	1,000	1,000	Quoted	Fully Paid	N.A	N.A	26,500	26,500	At Cost
12	IBN 18 Broadcast Limited Equity Shares of Rs. 10/- each)	Others	1,250	1,250	Quoted	Fully Paid	N.A	N.A	33,537	33,537	At Cost
13	GMR Infrastructure Ltd. (Each share of FV of Rs. 2 got sub-divided into share of Re.1 on 30/07/09)	Others	3,000	3,000	Quoted	Fully Paid	N.A	N.A	223,350	223,350	At Cost
15	Himalainka Seide Ltd. Equity Shares of Rs. 100/- each)	Others	500	500	Quoted	Fully Paid	N.A	N.A	31,151	31,151	At Cost
16	IFCI Ltd. Equity Shares of Rs. 10/- each)	Others	200	200	Quoted	Fully Paid	N.A	N.A	11,827	11,827	At Cost
17	India Cement Ltd. Equity Shares of Rs. 100/- each)	Others	500	500	Quoted	Fully Paid	N.A	N.A	82,374	82,374	At Cost
18	Indo Asian Fusegear Ltd. Equity Shares of Rs. 10/- each)	Others	1,000	1,000	Quoted	Fully Paid	N.A	N.A	101,300	101,300	At Cost
19	Kothari Sugar Ltd. Equity Shares of Rs. 10/- each)	Others	15,000	15,000	Quoted	Fully Paid	N.A	N.A	155,400	155,400	At Cost
20	Kitply Industries Ltd. Equity Shares of Rs. 10/- each)	Others	100	100	Quoted	Fully Paid	N.A	N.A	67,750	67,750	At Cost
21	Macmillan Limited Equity Shares of Rs. 10/- each)	Others	1,000	1,000	Quoted	Fully Paid	N.A	N.A	679,804	679,804	At Cost
22	Mahaan Foods Ltd. Equity Shares of Rs. 10/- each)	Others	42,564	42,564	Quoted	Fully Paid	N.A	N.A			At Cost



Sl. No.	Particulars	No. of Shares / Units		Quoted / Unquoted	Partly Paid / Fully Paid	Extent of Holding (%)		Amount (Rs.)		Basis of Valuation
		As on 31st March 2012				As on 31st March 2012	As on 31st March 2011	As on 31st March 2012	As on 31st March 2011	
		Subsidiary / Associate / JV / Controlled Special Entity / Others	Others			Others	Others	Others	Others	
23	Navneet Publications Ltd. Equity Shares of Rs.2/- each)	250	250	Quoted	Fully Paid	N.A	N.A	8,760	8,760	At Cost
25	Nucleus Software Ltd. Equity Shares of Rs.10/- each)	500	500	Quoted	Fully Paid	N.A	N.A	95,025	95,025	At Cost
28	CRG Informatics Ltd. Equity Shares of Rs. 10/- each)	100	100	Quoted	Fully Paid	N.A	N.A	6,943	6,943	At Cost
27	Pentamedia Graphics Ltd. Equity Shares of Rs.1/- each)	10,457	10,457	Quoted	Fully Paid	N.A	N.A	46,676	46,676	At Cost
28	Power Trading Corporation Ltd. Equity Shares of Rs.10/- each)	1,000	1,000	Quoted	Fully Paid	N.A	N.A	85,997	85,997	At Cost
29	Praj Industries Ltd. Equity Shares of Rs.2/- each)	250	250	Quoted	Fully Paid	N.A	N.A	47,109	47,109	At Cost
30	Rana Sugar Ltd. Equity Shares of Rs. 10/- each)	5,000	5,000	Quoted	Fully Paid	N.A	N.A	68,750	68,750	At Cost
31	Reliance Power Ltd (Reliance Natural Resources Ltd.) Equity Shares of Rs. 10/- each)	250	250	Quoted	Fully Paid	N.A	N.A	99,800	99,800	At Cost
32	Sivasecrete India Ltd. (Vardhman Concrete Ltd.) Equity Shares of Rs.10/- each)	2,000	2,000	Quoted	Fully Paid	N.A	N.A	37,600	37,600	At Cost
33	Suzlon Energy Ltd. Equity Shares of Rs.2/- each)	250	250	Quoted	Fully Paid	N.A	N.A	72,410	72,410	At Cost
34	Syndicate Bank Ltd. Equity Shares of Rs. 10/- each)	1,250	1,250	Quoted	Fully Paid	N.A	N.A	97,339	97,339	At Cost
35	Vardhman PolyWax Ltd. Equity Shares of Rs.10/- each)	500	500	Quoted	Fully Paid	N.A	N.A	27,675	27,675	At Cost
36	Zee Entertainment Ltd. Equity Shares of Rs.10/- each)	100	100	Quoted	Fully Paid	N.A	N.A	20,990	20,990	At Cost
37	Zee Entertainment Ltd. Equity Shares of Rs.10/- each)	100	100	Quoted	Fully Paid	N.A	N.A	-	-	At Cost
38	Zee Learning Ltd. Equity Shares of Rs.10/- each)	25	25	Quoted	Fully Paid	N.A	N.A	-	-	At Cost
39	Educomp Ltd. Equity Shares of Rs. 10/- each)	100	100	Quoted	Fully Paid	N.A	N.A	71,389	71,389	At Cost
40	NTPC Ltd. Equity Shares of Rs. 10/- each)	500	500	Quoted	Fully Paid	N.A	N.A	103,875	103,875	At Cost
41	Rolla Ltd. Equity Shares of Rs.10/- each)	500	500	Quoted	Fully Paid	N.A	N.A	93,515	93,515	At Cost
42	Bartronics Ltd. Equity Shares of Rs.10/- each)	500	500	Quoted	Fully Paid	N.A	N.A	74,209	74,209	At Cost
43	Tania Solutions Ltd. Equity Shares of Rs.1/- each)	1,000	1,000	Quoted	Fully Paid	N.A	N.A	30,920	30,920	At Cost
44	Britannia Industries Ltd. Equity Shares of Rs.2/- each)	200	200	Quoted	Fully Paid	N.A	N.A	83,722	83,722	At Cost
45	Financial Technologies Ltd. Equity Shares of Rs.2/- each)	100	100	Quoted	Fully Paid	N.A	N.A	98,220	98,220	At Cost
46	Dhan Laxmi Bank Ltd. Equity Shares of Rs.10/- each)	500	500	Quoted	Fully Paid	N.A	N.A	56,715	56,715	At Cost
47	Sistema Shyam Teleservices Ltd. Equity Shares of Rs.10/- each) (On Demerger of Shyam Telesink Ltd.)	15,880	15,880	Quoted	Fully Paid	N.A	N.A	93,990	93,990	At Cost
		1,000	1,000	Unquoted	Fully Paid	N.A	N.A	100,000	100,000	
		113,966	113,966					3,323,102	3,323,102	



(Signature)

(ii) Unquoted Investment
1 Bharat Glass Tubes Ltd.
Equity Shares of Rs. 100/- each)

Total 'a'

Sl. No.	Particulars	Subsidiary / Associate / JV / Controlled Special Entity / Others	No. of Shares / Units		Quoted / Unquoted	Party Paid / Fully Paid	Extent of Holding (%)		Amount (Rs.)		Basis of Valuation	
			As on 31st March 2012	As on 31st March 2011			As on 31st March 2012	As on 31st March 2011	As on 31st March 2012	As on 31st March 2011		
b. Investments in Preference Shares												
(i)	Essar Gujrat Ltd. Preference Shares of Rs. 37.14/- each	Others	1600	1600	Quoted	Fully Paid	N.A	N.A	59,425	59,424	At Cost	
Total 'b'			1,600	1,600					59,425	59,424		
c. Investments in Debentures or Bonds												
(i)	MGF Debentures/ Bonds of Rs. 80/- each	Others	60	100	Unquoted	Fully Paid	N.A	N.A	6,000	6,000	At Cost	
(ii)	Cityeye Technologies Ltd. Redeemable Preference Shares of Rs. 10/- each fully paid up (On conversion of 410 convertible debentures of Rs. 1,00,000/- each at Rs. 80/- per share.)	Others	512500	512500	Unquoted	Fully Paid	N.A	N.A	41,000,000	41,000,000	At Cost	
Total 'c'			512,500	512,500					41,006,000	41,006,000		
d. Investments in Mutual Funds												
(i)	Reliance Income Fund - Retail Plan - Monthly Dividend Plan	Others	-	8323.162	Fully Paid	Fully Paid	N.A	N.A	-	90,382	At Cost	
(ii)	Reliance Monthly Income Plan - Monthly Dividend	Others	8017.931	7583.2313	Fully Paid	Fully Paid	N.A	N.A	85,226	84,425	At Cost	
(iii)	Principal Monthly Income Plan - Dividend Reinvestment Monthly	Others	69812.731	67008.006	Fully Paid	Fully Paid	N.A	N.A	771,258	741,584	At Cost	
(iv)	IDFC Monthly Income Plan - Fund of Fund - Dividend	Others	5060.887	5058.241	Fully Paid	Fully Paid	N.A	N.A	53,280	53,263	At Cost	
(v)	ICICI Prudential MIP - 25 Monthly Dividend	Others	20470.91	19307.166	Fully Paid	Fully Paid	N.A	N.A	244,847	230,924	At Cost	
Total 'd'			31,845	107,260					87,100	-	At Cost	
e. Investments in Subsidiary												
(i)	26 % Equity Shares of M/s Blackie & Sons (Cal) Pvt. Ltd. of Rs. 1000/- each fully paid up	Others	39	-	Unquoted	Fully Paid			24,141,000	-	At Cost	
(ii)	100 % Equity Shares of M/s Atlantic Hotels Pvt. Ltd. of Rs. 100/- each fully paid up	Others	-	118,000	Unquoted	Fully Paid			-	10,900,000	At Cost	
(iii)	100 % Equity Shares of M/s Nirja Publishers & Printers Private Limited Rs. 100/- each fully paid up	Others	12,000	12,000	Unquoted	Fully Paid			15,600,000	15,600,000	At Cost	
(iv)	100 % Equity Shares of M/s S. Chand Digital Private Limited Rs. 10/- each fully paid up	Others	10,000	10,000	Unquoted	Fully Paid			100,000	100,000	At Cost	
(v)	100 % Equity Shares of M/S S Chand Hotels Pvt. Ltd. of Rs. 10/- each fully paid up	Others	10,000	-	Unquoted	Fully Paid			100,000	-	At Cost	
(vi)	100 % Equity Shares of M/S SHAARA Hospitalities Pvt. Ltd. of Rs. 10/- each fully paid up	Others	100,000	-	Unquoted	Fully Paid			1,000,000	-	At Cost	
(vii)	100 % Equity Shares of SC Hotel Tourist Deluxe Pvt. Ltd. of Rs. 10/- each fully paid up	Others	10,000	-	Unquoted	Fully Paid			100,000	-	At Cost	
(viii)	100 % Equity Shares of S. Chand Properties Pvt. Ltd. of Rs. 10/- each fully paid up	Others	10,000	-	Unquoted	Fully Paid			100,000	-	At Cost	
Total 'e'			22,039	140,000					41,141,000	26,600,000		
f. Investments in Joint Venture												
(i)	S. Chand Harcourt (India) Pvt. Ltd. of Rs. 10/- each fully paid up	Others	9,631,460	7,881,965	Unquoted	Fully Paid			96,314,600	78,819,650	At Cost	
Total 'f'			9,631,460	7,881,965					96,314,600	78,819,650		
Summary Details of non-current investments:												
A. Aggregate amount of Quoted Investments									4,524,248			4,483,103
B. Aggregate amount of Unquoted Investments									178,561,600			146,525,650
C. Market Value of Quoted Investments									3,984,117			2,875,888
Total (a+b+c+d+e+f)									183,065,848			151,008,753



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12. DEFERRED TAX ASSETS (NET)

In line with the method recommended by the Accounting Standard AS-22 on "Accounting for Taxes on Income" components of deferred tax assets and liabilities as on 1st April, 2011 and 31st March, 2012 are given as under:

	<u>01/04/2011</u>	<u>For the Year</u>	<u>Reversing</u>	<u>31/03/2012</u>
A. Deferred Tax Assets				
a. Short Capital Loss to be C/f	1,256,079	-	-	1,256,079
b. Long Term Capital Loss C/f	442,404	7,934	-	450,338
c. Speculation Loss C/f	1,869,795	-	(1,630,849)	238,946
d. Gratuity Provision	2,343,550	1,352,300	(2,209,350)	1,486,500
e. Bonus	113,239	34,609	(97,102)	50,746
f. Depreciation	-	116,376	-	116,376
g. Provision for doubtful debts	-	1,027,890	-	1,027,890
Total (A)	6,025,067	2,539,109	(3,937,301)	4,626,875
B. Deferred Tax Liabilities				
a. Depreciation	2,234,541	-	(2,234,541)	-
Total (B)	2,234,541	-	(2,234,541)	-
Net Deferred Tax Assets (A-B)	3,790,526	(2,539,109)	1,702,760	4,626,875

Deferred tax asset has been recognised and carried forward since there is a reasonable certainty that sufficient future taxable income shall be available against which the same can be realised.

13. LONG TERM LOANS AND ADVANCES

	<u>31/03/2012</u>	<u>31/03/2011</u>
	<u>Amount (Rs.)</u>	<u>Amount (Rs.)</u>
Security Deposits		
Unsecured, considered good	10,947,669	11,513,393
FBT Refundable	3,746	54,086
Income Tax Refundable	32,318,836	32,866,340
	<u>43,270,251</u>	<u>44,433,819</u>

14. OTHER NON-CURRENT ASSETS

	<u>Non Current</u>		<u>Current</u>	
	<u>31/03/2012</u>	<u>31/03/2011</u>	<u>31/03/2012</u>	<u>31/03/2011</u>
A. Deferred Revenue Expenditure				
a. Publishing Rights (Original Value of Rs. 52,50,000/-)	-	-	-	525,000
b. Demerger Expenses FY 2007-08	-	-	-	158,001
c. Demerger Expenses FY 2011-12	3,027,777	-	1,009,259	-
	<u>3,027,777</u>	<u>-</u>	<u>1,009,259</u>	<u>683,001</u>
Less : Shown under other current Assets (Refer Note No. 20.B)	-	-	1,009,259	683,001
Total	3,027,777	-	-	-



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15. CURRENT INVESTMENTS**A. Investments in Partnership Firms**

(i) Hotel Tourist

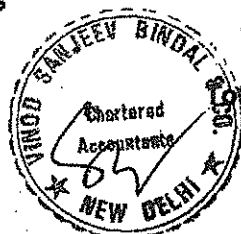
	31/03/2012 Amount (Rs.)	31/03/2011 Amount (Rs.)
	-	8,934,584
	-	<u>8,934,584</u>
Total Capital of the Firm	203,638	6,778,613
Company's Share in the Capital	-	8,934,583
<u>Share of each partner in the profits of the Firm</u>		
Mrs. Nirmla Gupta	25%	50%
Mrs. Savita Gupta	-	20%
Mr. Himanshu Gupta	-	20%
S.Chand & Co. Ltd.	-	10%
Mr. Dinesh Kumar Jhunjhnuwala	25%	-
Mrs. Neerja Jhunjhnuwala	25%	-
Mr. Gaurav Kumar Jhunjhnuwala	25%	-

16. INVENTORIES

	31/03/2012 Amount (Rs.)	31/03/2011 Amount (Rs.)
A. Raw Materials & Components (Valued at Cost)	18,882,083	36,225,486
Total (A)	<u>18,882,083</u>	<u>36,225,486</u>
B. Work-In-progress (Valued at Cost)	50,207,312	30,361,515
Total (B)	<u>50,207,312</u>	<u>30,361,515</u>
C. Finished Goods (Valued at Cost)		
Internally Manufactured	315,023,030	249,821,711
Other than Internally Manufactured	7,639,090	-
Total (C)	<u>322,662,120</u>	<u>249,821,711</u>
D. Others (Valued at Cost)		
General Items	550,351	-
Messing Items	-	3,130,419
Total (D)	<u>550,351</u>	<u>3,130,419</u>
Total (A+B+C+D)	<u>392,301,866</u>	<u>319,539,131</u>

17. TRADE RECEIVABLES

	31/03/2012 Amount (Rs.)	31/03/2011 Amount (Rs.)
A. Trade receivables outstanding for a period less than six months from the date they are due for payment		
Unsecured, considered good	669,820,527	526,022,733
Total (A)	<u>669,820,527</u>	<u>526,022,733</u>
B. Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, considered good	98,128,162	72,948,850
Less: Provision for Doubtful Debts	3,168,100	-
Total (B)	<u>94,960,062</u>	<u>72,948,850</u>
Total (A+B)	<u>764,780,590</u>	<u>598,971,583</u>



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18. CASH AND BANK BALANCE

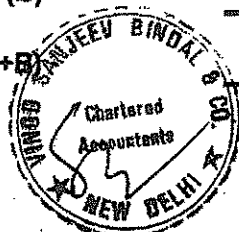
	<u>31/03/2012</u>		<u>31/03/2011</u>
	<u>Amount (Rs.)</u>		<u>Amount (Rs.)</u>
A. Cash and cash equivalents			
a. Balances with Banks			
In current account	52,537,365		57,166,559
b. Cash on hand	63,56,774		87,49,281
Total	<u>58,894,139</u>		<u>65,915,840</u>
B. Other bank balances			
Bank deposits with original maturity of more than 12 months but within 12 months from balance sheet date.			
-Fixed Deposits with State Bank of Patiala	27,55,800	34,95,878	
-Fixed Deposits with Vijaya Bank	4,34,140	55,81,816	
-Fixed Deposits with HDFC Bank	21,95,000	53,84,940	24,15,000
Total			<u>1,14,92,694</u>
This includes:			
Earmarked Balances	-		-
Margin Money	-		-
Security against borrowings	-		-
Guarantees	-		-
Other Commitments	-		-
Bank deposits with more than 12 months maturity	-		-
	<u>5,384,940</u>		<u>11,492,694</u>
	<u>64,279,079</u>		<u>77,408,534</u>

19. SHORT TERM LOANS AND ADVANCES

	<u>31/03/2012</u>		<u>31/03/2011</u>
	<u>Amount (Rs.)</u>		<u>Amount (Rs.)</u>
A. Loans & Advances to Related Parties			
(Refer details on directors & other officers, etc. below)			
Unsecured, considered good	438,633,879		328,436,002
Total (A)	<u>438,633,879</u>		<u>328,436,002</u>
B. Other Loans & Advances			
Unsecured, considered good	9,620,659		15,388,968
Total (B)	<u>9,620,659</u>		<u>15,388,968</u>
Total (A+B)	<u>448,254,538</u>		<u>343,824,970</u>

20. OTHER CURRENT ASSETS

	<u>31/03/2012</u>		<u>31/03/2011</u>
	<u>Amount (Rs.)</u>		<u>Amount (Rs.)</u>
(A) Share Application Money			
a. S. Chand Technologies (P) Ltd.	6,950,000	6,950,000	
b. S. Chand Harcourt (India) Pvt. Ltd.	-	16,994,950	
c. S. Chand Digital Pvt. Ltd.	54,150,000	61,100,000	35,400,000
(B) Deferred Revenue Expenditure (Refer note no. 14)	1,009,259		59,344,950
			683,001
TDS on Interest receivable	45,491		-
Total (B)	<u>62,154,750</u>		<u>60,027,951</u>
Total (A+B)	<u>62,154,750</u>		<u>60,027,951</u>



TC

S. CHAND & CO. PVT. LTD. (formely known as S. Chand & Co. Ltd.)

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2012 (Contd...)

21. REVENUE FROM OPERATIONS

	31/03/2012		31/03/2011	
	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
A. Sale of Products				
a. Finished Goods	1,668,817,115		1,380,700,355	
b. Traded Goods	<u>8,035,502</u>	1,676,852,617	<u>6,346,457</u>	1,387,046,812
B. Other Operating Revenues				
Scrap Sales		11,642		72,836
Revenue from Operations (Gross)		<u>1,676,864,259</u>		<u>1,387,119,648</u>
Less: Excise Duty		-		-
Revenue from Operations (Net)		<u>1,676,864,259</u>		<u>1,387,119,648</u>

Details of Products Sold

A. Finished Goods Sold			
a. Sale - Books (Export)		57,130,427	37,097,345
b. Sale - Books		1,600,631,366	1,299,724,743
c. Room and Messing Sale		8,195,386	43,679,338
d. Profit / (Loss) due to foreign exchange fluctuation		2,859,935	198,930
Total (A)		<u>1,668,817,115</u>	<u>1,380,700,355</u>
B. Traded Goods Sold			
a. Sale - Business Edge		202,000	-
b. CD Sales		7,833,502	6,346,457
Total (B)		<u>8,035,502</u>	<u>6,346,457</u>
Total (A+B)		<u>167,68,52,617</u>	<u>138,70,46,812</u>

22. OTHER INCOME

	31/03/2012		31/03/2011	
	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
A. Interest Income				
Bank Deposits	772,616		1,314,802	
Income tax Refund	-	772,616	<u>719,757</u>	2,034,559
B. Dividend Income		80,154		109,106
C. Net Gain / (Loss) on Sale of Investments		(5,156)		805,896
D. Rental Income				
Lease Rent		1,040,000		1,040,000
Rent		4,382,994		33,229,091
E. Share in Profit/(Loss) from Partnership Firm		132,240		92,975
F. Profit on sale of DEPB Licenses		1,196,701		3,210,713
G. Sub-lease of Publishing rights		34,947,390		22,987,180
H. Other / Miscellaneous Incomes		3,672,900		5,389,112
Total		<u>46,219,840</u>		<u>68,898,831</u>



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23. COST OF MATERIALS CONSUMED

	31/03/2012		31/03/2011	
	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
Raw Material Consumed				
Inventory at the beginning of the year		36,225,486		4,905,180
Add : Purchases		862,189,037		709,898,241
		898,414,523		714,803,421
Less: Inventory at the end of the year		18,882,083		36,225,486
Cost of Raw Material Consumed		879,532,440		678,577,935
Cost of Materials Consumed		879,532,440		678,577,935

Details of Raw Material Consumed

A. Paper	286,589,286	295,419,106
B. Books	564,117,573	376,871,620
C. CD	399,050	798,636
D. Content Development	185,019	15,825,047
E. Go-Maths Kit	5,607,834	-
F. Messing	1,286,216	13,892,181
G. Freight Cartage & Octroi	4,004,059	7,081,651
	862,189,037	709,898,241

24. PUBLICATION EXPENSES

A. Royalty	159,268,736	123,692,479
B. Printing Charges	160,443,343	161,775,241
C. Binding Charges	4,891,058	6,538,965
D. Folding Charges	2,120,007	-
E. Processing Charges	2,367,659	-
F. Block & Composing	4,907,000	5,619,107
G. Other Publication Expenses	13,715,879	1,410,695
	347,713,682	299,036,487

25. (INCREASE) / DECREASE IN INVENTORIES

	31/03/2012	31/03/2011	(Increase) /
	Amount (Rs.)	Amount (Rs.)	Decrease (Rs.)
Inventories at the end of the year			31/03/2012
A. Finished Goods	322,662,120	249,821,711	(72,840,409)
B. Work-in-progress	50,207,312	30,361,515	(19,845,797)
C. Raw Material	18,882,083	36,225,486	17,343,403
D. Other Items	550,351	3,130,419	2,580,068
	392,301,866	319,539,131	(72,762,735)
Inventories at the beginning of the year			31/03/2011
A. Finished Goods	249,821,711	200,720,898	(49,100,813)
B. Work-in-progress	30,361,515	19,182,707	(11,178,809)
C. Raw Material	36,225,486	4,905,180	(31,320,306)
D. Other Items	3,130,419	23,108	(3,107,311)
	319,539,131	224,831,893	(94,707,238)
(Increase) / Decrease in Inventories	(72,762,735)	(94,707,238)	

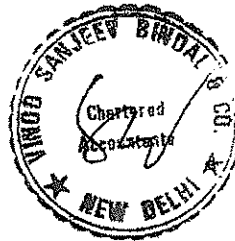


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S. CHAND & CO. PVT. LTD. (formely known as S. Chand & Co. Ltd.)
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2012 (Contd...)

Details of Inventory

	31/03/2012	31/03/2011
	Amount (Rs.)	Amount (Rs.)
A. <u>Finished Goods</u>		
a. Books	318,333,780	247,890,429
b. CDs	980,380	1,931,282
c. Go Math Kit	3,347,960	-
Total	322,662,120	249,821,711
B. <u>Work-in-progress</u>		
Books	50,207,312	30,361,515
Total	50,207,312	30,361,515
C. <u>Raw Material</u>		
Paper	18,882,083	36,225,486
Total	18,882,083	36,225,486
D. <u>Other Items</u>		
a. Bed & Linen Items	-	1,987,454
c. General Items	550,351	-
b. Messing Items & Others	-	1,142,965
Total	550,351	3,130,419



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26. EMPLOYEE BENEFIT EXPENSES

	31/03/2012		31/03/2011	
	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
A. Salaries, wages and bonus		128,215,679		113,096,273
B. Contributions to:				
a. Provident Fund	10,883,248		9,943,402	
b. ESI	1,910,418		1,761,473	
c. Employee Group Term Insurance	<u>2,304,235</u>	15,097,902	<u>2,712,293</u>	14,417,168
C. Gratuity Fund Contributions		4,167,976		2,937,190
D. Staff Welfare Expenses		<u>7,378,243</u>		<u>6,161,964</u>
Total		<u>154,859,799</u>		<u>136,612,595</u>

27. SELLING AND DISTRIBUTION EXPENSES

A. Advertisement, Publicity and Exhibition		29,431,914		23,029,981
B. Freight & Cartage Outward		27,514,762		20,718,700
C. Packing & Despatch Expenses		10,211,221		7,334,220
D. Rebate & Discount		<u>11,509,923</u>		<u>7,916,190</u>
Total		<u>78,667,820</u>		<u>58,999,090</u>

28. OTHER EXPENSES

	31/03/2012		31/03/2011	
	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
A. a. Rent		17,898,041		18,947,122
b. Leases Rent (Vehicles)		2,070,990		
B. <u>Repairs & Maintenance</u>				
a. Plant	1,025,108		1,023,538	
b. Building	658,154		1,288,843	
c. Others	11,810,606		8,792,121	
d. Vehicle Running & Maintenance	<u>13,753,130</u>	27,246,998	<u>13,299,257</u>	24,403,758
C. Insurance		3,195,934		3,998,106
D. Rates & Taxes (excluding Taxes on Income)		1,013,648		3,990,742
E. Sales Commission		932,476		331,261
F. Travelling & Conveyance		25,255,573		21,542,253
G. Communication Cost		7,957,687		7,957,977
H. Printing & Stationery		2,159,036		1,952,865
I. Legal & Professional Fees		7,017,214		6,447,136
J. Donations		406,027		614,758
K. Payment to Auditors		643,915		606,650
L. Water & Electricity Charges		5,581,398		7,508,481
M. Provision for Doubtful Debts & Advances		3,168,100		-
N. Bad Debt W/o		4,511,387		406,248
O. Loss on Sale of Fixed Assets (net)		1,383,312		100,011
P. Diwali Expenses		3,760,091		3,799,490
Q. Office Expenses		3,006,780		7,962,645
R. Security Charges		5,970,940		5,797,640
S. Sponsorship Expenses		1,423,651		274,828
T. Freight & Cartage		2,923,102		952,995
U. Deferred Revenue Expenditure		525,000		525,000
V. Demerger Expenses w/off		1,167,260		158,000
X. Miscellaneous Expenses		<u>1,826,519</u>		<u>3,298,352</u>
Total		<u>131,045,076</u>		<u>121,576,316</u>

Details of Payment to Auditors**As Auditor:**

Audit Fee	449,440	441,200
Tax Audit Fee	191,012	165,450
Other Services	-	-



Total	640,452	606,650
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29. FINANCE COST

	31/03/2012	31/03/2011
	<u>Amount (Rs.)</u>	<u>Amount (Rs.)</u>
A. Interest Paid on:		
a. Term Loans to Banks	17,607,095	20,214,843
b. Processing Fees - Bank Loan	2,224,033	1,362,910
c. Interest on Working Capital	32,363,000	17,994,258
d. Other Loans - Car Loan	<u>4,956,848</u>	<u>14,056,554</u>
B. Bank Charges	882,435	860,882
C. Credit Card Charges	50,617.02	225,026
D. Bank Guarantee Charges	121,302	151,152
E. Advisory Fees	1,341	-
Total	<u>58,206,671</u>	<u>54,865,625</u>

30. DEPRECIATION AND AMORTIZATION EXPENSES

	31/03/2012	31/03/2011
	<u>Amount (Rs.)</u>	<u>Amount (Rs.)</u>
A. Depreciation of Tangible Assets	20,828,651	51,592,778
B. Amortization of Intangible Assets	<u>4,221,000</u>	<u>4,221,000</u>
Total	<u>25,049,651</u>	<u>55,813,778</u>

31. RECONSTRUCTION OF BUSINESS

The Business of the company has been restructured from 1st April 2011 consequent to the approval of the Scheme of Amalgamation approved by Madras High Court on 12/09/12 and Scheme of Demerger approved by Delhi High Court on 21/10/11 under sections 391-394 of the Companies Act, 1956. Under the said Amalgamation Scheme, Atlantic Hotels Pvt. Ltd. got merged with S.Chand & Company Ltd. w.e.f 1st April, 2011 and thereafter various undertakings / units / businesses of S.Chand & Co. Ltd. got demerged in the following manner:

Unit / Undertaking / Business of S.Chand & Co. Ltd.

- Hotel Tourist Deluxe (Hotel)
- Iris Homotel Hotel
- Real Estate / Properties
- Atlantic Hotel, Chennai

Resulting Company on demerger

- SC Hotels Tourist Deluxe (P) Ltd.
- S Chand Hotels (P) Ltd.
- S Chand Properties (P) Ltd.
- SHAARA Hospitalities (P) Ltd.

Consequently, all incomes and expenses pertaining to the resulting companies have been transferred to them w.e.f. 1st April, 2011 or their respective date of incorporation, whichever is later.

The demerged entity continues to operate the existing publishing business and also its digital learning business carried on by through its subsidiary S Chand Digital Pvt. Ltd. This scheme has been carried out to enable the company to focus on the Publication business and Education sector so as to enable it to raise equity for inorganic growth in both the Printing and Digital Learning businesses.



32. EARNING PER SHARE (EPS)

	<u>31/03/2012</u> <u>Amount (Rs.)</u>	<u>31/03/2011</u> <u>Amount (Rs.)</u>
Total operations for the year		
Profit / (loss) after tax	84,190,853	77,543,532
Less: Dividends & dividend tax on other than equity shares	2,502,500	2,502,500
Net profit / (loss) for calculation of Basic EPS	<u>81,688,353</u>	<u>75,041,032</u>
Net profit as above	81,688,353	75,041,032
Add : Dividends & dividend tax on other than equity shares	2,502,500	2,502,500
Net profit / (loss) for calculation of Diluted EPS	<u>84,190,853</u>	<u>77,543,532</u>
Weighted average number of equity shares in calculating Basic EPS	1,001	1,001
Effect of dilution:		
Convertible preference shares (numbers)	-	-
Convertible bonds (numbers)	-	-
Stock option granted under ESOP	-	-
Weighted average number of equity shares in calculating Diluted EPS	<u>1,001</u>	<u>1,001</u>
<u>Earnings per equity share (EPS)</u>		
(a) Basic	84,107	77,466
(b) Diluted	84,107	77,466

33. Additional information pursuant to Note No. 5(viii)(a) of Part-II of Schedule-VI to the Companies Act, 1956

	<u>31/03/2012</u> <u>Amount (Rs.)</u>	<u>31/03/2011</u> <u>Amount (Rs.)</u>
<u>Value of imports calculated on C.I.F. basis by the Company during the financial year in respect of:</u>		
A. Raw materials	-	-
B. Components and spare parts	-	-
C. Capital goods	15,566,448	10,962,127
Total	<u>15,566,448</u>	<u>10,962,127</u>

34. Additional information pursuant to Note No. 5(viii)(b) of Part-II of Schedule-VI to the Companies Act, 1956

	<u>31/03/2012</u> <u>Amount (Rs.)</u>	<u>31/03/2011</u> <u>Amount (Rs.)</u>
<u>Expenditure in foreign currency during the financial year on account of:</u>		
A. Royalty, know-how, professional and consulation fees	-	-
B. Interest	-	-
C. <u>Other matters</u>		
LC	300,000	-
Exhibition Expenses (International)	1,066,648	-
D. <u>Foreign Travelling</u>		
- By Directors	3,361,966	2,850,306
- By Others	2,445,497	2,432,209
Total	<u>7,174,111</u>	<u>5,282,515</u>



35. The company does not manufacture any goods and there were no imports made during the financial year (PY Rs. Nil). Therefore, no additional information pursuant to Note No. 5(viii)(c) of Part-II of Schedule-VI to the Companies Act, 1956 is required to be given.

36. The company has not issued shares to any non-residents and, therefore, no dividend is remittable in foreign currency. Accordingly, no additional information pursuant to Note No. 5(viii)(d) of Part-II of Schedule-VI to the Companies Act, 1956 is required to be given.

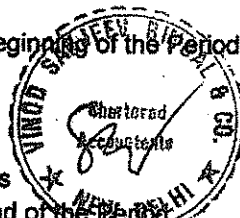
	31/03/2012 Amount (Rs.)	31/03/2011 Amount (Rs.)
<u>Earnings in foreign exchange:</u>		
A. Export of goods calculated on F.O.B. basis	57,130,427	37,097,345
	<u>57,130,427</u>	<u>37,097,345</u>

38. Gratuity & Other Post-employment Benefits

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn basic salary) for each completed year of service or part thereof in excess of six months on projected unit method. The scheme is funded with Kotak Life Insurance.

The following tables summarize the components of net benefit expense recognised in the profit and loss account and amounts recognized in the balance sheet.

	Gratuity		
	F.Y 11-12	F.Y 10-11	F.Y 09-10
a) Components of Employer Expenses			
Net employee benefit expense (recognised in Employee Cost)			
Particulars			
1) Current service cost	2,217,942	1,943,750	1,577,884
2) Increase in opening obligation due to change in policy	-	-	-
3) Interest cost on benefit obligation	2,068,171	1,818,121	1,550,051
4) Expected return on plan assets	(1,663,635)	(1,579,932)	(1,151,352)
5) Net actuarial (gain) / loss recognised in the year	1,516,874	755,251	(2,714,153)
6) Past Service Cost	-	-	2,379,979
7) Net benefit expense	<u>4,139,352</u>	<u>2,937,190</u>	<u>1,642,409</u>
b) Actual return on Plan Assets			
Particulars			
1) Expected Return on Plan Assets	1,663,635	1,579,932	1,151,352
2) Actuarial gain/(loss) on Plan Assets	(1,269,006)	127,401	1,681,043
3) Actual return on plan assets	<u>394,629</u>	<u>1,707,333</u>	<u>2,832,395</u>
c) Net Assets / (Liabilities) recognised in balance sheet			
Particulars			
1) Present value of defined benefit obligation	27,799,955	25,926,306	22,726,524
2) Fair value of plan assets	25,260,464	20,165,276	19,749,155
3) Status [Surplus / (Deficit)]	(2,539,491)	(5,761,030)	(2,977,369)
4) Less: Unrecognised past service cost Plan asset / (liability)	-	-	-
5) Net Assets / (Liability) recognised in Balance Sheet	<u>(2,539,491)</u>	<u>(5,761,030)</u>	<u>(2,977,369)</u>
d) Changes in the present value of the defined benefit obligation (DBO)			
Particulars			
1) Opening defined benefit obligation	25,068,743	22,726,524	19,375,629
2) Interest cost	2,068,171	1,818,121	1,550,051
3) Current service cost	2,217,942	1,943,750	1,577,884
4) Past service cost	-	-	2,379,979
5) Benefits paid	(1,802,769)	(1,444,740)	(1,123,909)
6) Actuarial (gains) / losses on obligation	247,868	882,651	(1,033,109)
7) Closing defined benefit obligation	<u>27,799,955</u>	<u>25,926,306</u>	<u>22,726,524</u>
e) Fair Value of Plan Assets			
Particulars			
1) Fair Value of Plan Assets at the beginning of the Period	20,165,277	19,749,155	14,391,899
2) Expected Return on Plan Assets	1,663,635	1,579,932	1,151,352
3) Contributions	6,503,327	153,528	3,648,770
4) Benefit Paid	(1,802,769)	(1,444,740)	(1,123,879)
5) Actuarial gain/(loss) on Plan Assets	(1,269,006)	127,401	1,681,043
6) Fair Value of Plan Assets at the end of the Period	<u>25,260,464</u>	<u>20,165,276</u>	<u>19,749,185</u>
7) Total Actuarial Gain/(Loss) To Be Recognised	<u>(1,516,874)</u>	<u>(755,251)</u>	<u>2,714,153</u>



(Handwritten signature)

f) The principal assumptions used in determining gratuity obligation for the Company's plans are shown below:

<u>Particulars</u>	<u>F.Y 11-12</u>	<u>F.Y 10-11</u>	<u>F.Y 09-10</u>
1) Discount rate	7.75%	8.25%	8%
2) Rate of Return on Plan Assets	8.75%	8.25%	8%
3) Salary Escalation	6%	6%	6%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

g) Contribution to Defined Contribution Plan:

<u>Particulars</u>	<u>F.Y 11-12</u>	<u>F.Y 10-11</u>	<u>F.Y 09-10</u>
Kotak Life Insurance	6,500,000	-	3,500,000

39. Related Party Disclosure

Related Party disclosure in accordance with the Accounting Standard AS-18 on "Related Party Disclosures" issued by the Institute of Chartered Accountants of India is given as under in respect of related parties with whom transactions have taken place:

a) Related parties and their relationship

- | | |
|--------------------------------|---|
| 1) Subsidiary Company | <ul style="list-style-type: none"> - M/s Nirja Publishers & Printers (P) Ltd. - M/s S. Chand Digital Pvt. Ltd. - M/s S. Chand Edutech Pvt. Ltd. - M/s Atlantic Hotels (P) Ltd. |
| 2) Associate Companies / Firms | <ul style="list-style-type: none"> - M/s Rajendra Ravindra Printers (P) Ltd. - M/s Eurasia Publishing House (P) Ltd. - M/s Blackie & Sons (Cal) (P) Ltd. - M/s S. Chand Technologies (P) Ltd. - M/s Global Knowledge Network Society (Regd.) - M/s S. Chand Harcourt (India) Pvt. Ltd. - M/s S. Chand & Co. (Partnership Firm) - M/s Hotel Tourist (Partnership Firm) - M/s Shyam Lal Charitable Trust - M/s Rajendra Kumar & Nirmala Gupta Charitable Trust - M/s Creative Composer - M/s Raasha Entertainment & Leisure LLP - M/s S. Chand Hotels (P) Ltd. - M/s SC Hotel Tourist Deluxe Pvt. Ltd. - M/s SHAARA Hospitalities Pvt. Ltd. - M/s S. Chand Properties Pvt. Ltd. - M/s BPI India Private Limited - M/s RKG Hospitalities Private Limited |
| 3) Key Management Personnel | <ul style="list-style-type: none"> - Mrs. Nirmala Gupta : Chair Person & Managing Director - Mrs. Savita Gupta : Wholetime Director & Vice Chair Person - Mr. Himanshu Gupta : Joint Managing Director - Mrs. Ankita Gupta : Wholetime Director - Mr. Dinesh Kumar Jhunjhnuwala : Vice Chairman & Director Finance - Mrs. Neerja Jhunjhnuwala : Director - Mr. Gaurav Jhunjhnuwala : Director |
| 4) -Mr. Ravindra Kumar Gupta | : Relative of Directors |

Key Management personnel as mentioned in (3) above are either members / directors or partners or trustees in aforesaid concerns.



S. CHAND & CO. PVT. LTD. (formely known as S. Chand & Co. Ltd.)

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2012 (Contd...)

<u>Particulars</u>	Subsidiary Company (Rs.)	Associate Companies (Rs.)	Key Management Personnel (including relatives) (Rs.)	Total (Rs.)
b) <u>Transactions with the related parties</u>				
<u>Particulars</u>				
Sale		98,337		
Purchase of Goods	357,095,387	202,299,354	-	559,394,741
Purchase of Go Math Kit	-	5,607,834	-	5,607,834
Rent paid	96,000	-	3,093,404	3,189,404
Printing Charges Paid	-	128,041,987	-	128,041,987
Staff Welfare & Business Promotion	-	4,256,843	-	4,256,843
Loans & Advances Given	39,392,744	-	-	39,392,744
Loans Taken	-	-	75,000,000	75,000,000
Share Application Money Given	-	18,750,000	-	18,750,000
Investment	-	42,935,950	-	42,935,950
Remuneration to Directors incl. Commission	-	-	11,002,999	11,002,999
Content Development	-	-	-	185,019
Interest paid	-	1,288,637	-	1,288,637
<u>Amounts / payments received</u>	-	-	171,094	1,459,731
Lease Rent Received	-	1,040,000	-	1,040,000
Sub-lease of Publising Rights received	34,947,390	-	-	34,947,390
c) <u>Balance outstanding on 31/03/12</u>				
Advances / Amount Recoverable				
-Global Knowledge Network Society (Regd.)	-	1,497,271	-	1,497,271
-S Chand Harcourt (India) Pvt. Ltd.	-	7,001,058	-	7,001,058
-S Chand Harcourt (India) Pvt Ltd - Recoverable	-	32,694,727	-	32,694,727
-S Chand Digital Pvt. Ltd.	122,948	-	-	122,948
-S Chand Edutech Pvt. Ltd.	-	7,367,681	-	7,367,681
-Atlantic Hotels Pvt. Ltd.	343,505,464	-	-	343,505,464
-Raasha Entertainment & Leisure LLP	-	400,251	-	400,251
-S Chand Hotels Pvt. Ltd.	-	46,004,381	-	46,004,381
-Shyam Lal Charitable Trust	-	40,098	-	40,098
Advances / Amount Payable				
-Blackie & Sons Calcutta Pvt Ltd	-	4,790,896	-	4,790,896
-Eurasia Publishing House Pvt. Ltd.	-	104,068,218	-	104,068,218
-Nirja Publishers & Printers (P) Ltd.	-	-	-	118,818,345
-S Chand Technologies Pvt Ltd.	-	89,135	-	89,135
-S Chand & Company (Firm)	-	70,000,000	-	70,000,000
-Rajendra Ravindra Printers (P) Ltd.	-	136,218,405	-	136,218,405
-RKG Hospitalities (P) Ltd	-	11,295,318	-	11,295,318
-Hotel Tourist (expenses)	-	263,589	-	263,589
-SC Hotel Tourist Deluxe Pvt. Ltd.	-	488,090	-	488,090
-Sahara Hospitalities Pvt. Ltd.	-	738,181	-	738,181
-S Chand Properties Pvt. Ltd.	-	12,968,841	-	12,968,841
Amount Payable				
- Mrs. Nirmala Gupta	-	-	10,000,000	10,000,000
- Mrs. Savita Gupta	-	-	65,000,000	65,000,000

Note: Amount written off or written back in respect of debts due from / or to related parties is Nil (PY Nil) and entire amount is recoverable and no portion of the outstanding amount is doubtful.

40. Dues to Micro, small and medium enterprises as defined under the MSMED Act, 2006

The Company has requested its various suppliers, who may be the enterprises covered under the Micro, Small and Medium Enterprises Development Act, 2006, to furnish the relevant registration certificate under that Act, but the said information is yet to be received till date; and hence, in absence of the same, no specific amount of outstanding on account of purchases made / services obtained from such suppliers can be ascertained.

S. CHAND & CO. PVT. LTD. (formerly known as S. Chand & Co. Ltd.)

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2012 (Contd...)

41. Estimated amount of contracts remaining to be executed on capital account and not provided for - Rs. 28.85 lacs (PY Rs. 72.80 lacs).
42. There are several legal cases initiated by or against the Company that are pending in the different labour and civil courts. However, as per the legal opinions obtained, the management of the Company is of the view that no liability would accrue on the Company on account of any such cases. Accordingly, no provision has been made in the books of account for the
43. By virtue of change in accounting standard (AS - 11) on "effect of change in foreign exchange rates" notified in the Companies Accounting Standard 2006, the company has no foreign currency loan on fixed assets at the year end. Therefore, there is no effect in profit & loss account at the end.

44. CONTINGENT LIABILITIES

	<u>31/03/2012</u> <u>Amount (Rs. In Lacs)</u>	<u>31/03/2011</u> <u>Amount (Rs. In Lacs)</u>
A. Claims against the Company not acknowledged as debts	Nil	Nil
B. Bank Guarantees given against		
(i) Publishing Unit	115.94	133.79
(ii) Hotel Unit	30.53	39.34
(iii) For Subsidiary Companies	3,995.00	3,995.00
(iv) For Joint Venture	55.96	49.05
C. Bills of exchange discounted with banks	Nil	Nil
D. Tax demand disputed in appeals	Nil	Nil

45. EXCEPTIONAL & EXTRA-ORDINARY ITEMS

No exceptional or extra-ordinary items of revenue nature occurred during the year (PY Nil), Hence no separate disclosure of the same is made in the Statement of Profit & Loss.

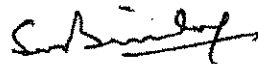
46. PREVIOUS YEAR FIGURES

Till the year ended 31st March, 2011, the Company was using pre-revised Schedule-VI to the Companies Act, 1956, for preparation and presentation of its financial statements. During the year ended 31st March, 2012, the revised Schedule-VI notified under the Companies Act, 1956, has become applicable to the Company. The Company has reclassified previous year figures to confirm to this year's classification.

For VINOD SANJEEV BINDAL & CO.

Firm Registration No.012493N

Chartered Accountants



(SANJEEV KUMAR BINDAL)

Partner

Membership No. 091274


(Himanshu Gupta)
Director


(Nirmala Gupta)
Chairperson & Managing Director

Place: New Delhi
Date: 17/09/12

