



ANNUAL REPORT : 2013-2014

BOARD OF DIRECTORS

Shri Vijay Kumar Sinha	Managing Director/ Independent Director
Shri Anil Kumar Goel	Promoter Director
Shri Suboadh Gupta	Promoter Director
Shri Brij Mohan Sharma	Director/ Independent Director
Shri Ashok Ramsingh Hans	Independent Director/Chairman

AUDITORS

M/s Umesh Amita & Co.
Chartered Accountants
Agra

COMPANY SECRETARY

CS. Shilpa Verma

COMPLIANCE OFFICER

Ashok Kumar Das

BANKERS

ICICI Bank
The Dhanlaxmi Bank Ltd.
HDFC Bank Limited
ING Vysya Bank Limited

REGISTERED OFFICE

302, G.K House, 187-A, Sant Nagar,
East of Kailash, New Delhi – 110065.

REGISTRARS & TRANSFER AGENT

M/s Beetal Financial & Computer Services (P) Ltd.
99, Madangir, Behind Local Shopping Centre,
Near Dada Harshukhdas Mandir, New Delhi-110 062

LISTED AT :

- The Delhi Stock Exchange Ltd.
- The Stock Exchange, Mumbai.
- The Calcutta Stock Exchange Ltd.
- The Ahemdabad Stock Exchange Limited

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NOTICE

Notice is hereby given that the 26th Annual General Meeting of the members of G.K. Consultants Limited will be held at 10:00 A.M. on Tuesday the 30th day of September, 2014 at 301-302, G. K. House, 187A, Sant Nagar, East of Kailash, New Delhi-110 065, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as on 31st March, 2014 and the Profit and Loss Account for the year ended on that date together with the reports of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Anil Kumar Goel (DIN: 01050857) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 29th Annual General Meeting of the Company and to fix their remuneration (including out of pocket expenses).

“**RESOLVED THAT** pursuant to the provisions of Section 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) CA. Akash Garg of M/s Umesh Amita & Co., Chartered Accountants (Firm Registration No. 007238C) retiring Auditors of the Company, be and are hereby appointed as Auditors of the Company for a period of three (3) years, subject to ratification by shareholders in respective annual general meeting to hold office from the conclusion of this Annual General Meeting until the conclusion of 29th Annual General Meeting of the Company to audit the accounts for three consecutive financial years beginning on 1st April, 2014 and ending on 31st March 2017, on such remuneration as shall be fixed by the Board of Directors in consultation with the Auditors.”

SPECIAL BUSINESS

4. To reappoint Mr. Brij Mohan Sharma as independent director and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Director) Rules, 2014 and other applicable rules, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Brij Mohan Sharma (DIN: 01070086), be and is hereby reappointed as an Independent Director of the Company, for a period of five (5) years from 30th September, 2014, not liable to retire by rotation.”

5. To appoint Mr. Piyush Prakash (DIN:02014796) as an Independent Director to fill up the vacancy of the outgoing director Mr. Ashok Ramsingh Hans (DIN: 03563533) who has shown unwillingness for reappointment at this Annual General Meeting and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Director) Rules, 2014 and other applicable rules, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing



Agreement, Mr. Piyush Prakash (DIN: 02014796), in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing him candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, for a period of five (5) years from 30th September, 2014, not liable to retire by rotation.”

6. To appoint Mrs. Divya Malini Gupta (DIN: 00006225) as Director and in this regard consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Director) Rules, 2014 and other applicable rules, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force) Mrs. Divya Malini Gupta (DIN: 00006225), in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, has given a notice in writing to stand for the office of directors, be and is hereby appointed as Director of the Company whose period of office shall be liable to determination by retirement of directors by rotation.”

7. To appoint Ms. Preety Tosh (DIN: 06961738) as Independent Director and in this regard consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Director) Rules, 2014 and other applicable rules, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Ms. Preety Tosh (DIN: 06961738), in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, for a period of five (5) years from 30th September, 2014, not liable to retire by rotation.”

By order of the Board
For G.K. Consultants Limited

Date : 30.08.2014
Place: New Delhi

(Shilpa Verma)
Company Secretary

NOTES :

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and the additional information pursuant to clause 49 of the Listing Agreement in respect of Directors proposed for re-appointment and/or appointments at the meeting are annexed hereto.
2. A Member entitled to attend and vote is eligible to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy so appointed need not be a member of the company. Proxies, in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered office of the Company not less than 48 hours before the time fixed for the meeting. Proxy Form is attached herewith.
3. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the meeting.
4. The register of members and the share transfer books of the Company will remain closed from 25th September 2014 to 30th September 2014 (both days inclusive).
5. In terms of Section 72 of the Companies Act, 2013, the shareholders of the Company may nominate a person on whom the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit nomination in Form SH-13.



6. Members are requested to notify immediately any change in their address and also to provide complete E-mail address so that steps could be taken by the company as per “Green Initiative” undertaken by the Ministry of Corporate Affairs, Government of India.”
7. Members are requested to send their queries, if any, on the Annual Report so as to reach the Company on or before 24th September 2014 to enable to furnish the replies at the Annual General Meeting.
8. All documents referred to in the Notice are open for inspection at the Registered Office of the Company on all working days except Sunday and Public Holiday between 10.00 a.m. to 12.30 p.m. upto the date of Annual General Meeting.
9. Members are requested to bring their copy of the Annual Report at the meeting as well as their Client ID and DP ID or Folio Numbers, as may be applicable, for easy identification of attendance at the meeting.
10. Members/Proxy should bring the Attendance Slips duly filled in for attending the meeting.
11. Shareholders holding shares in identical order of names *in more than one folio* are requested to write to the Company or the Registrar enclosing their Share Certificate(s), to enable the Company to consolidate their holdings in *one folio*.
12. Since the Company is yet to declare any dividend, disclosure regarding compliance of provisions relating to unpaid dividends u/s 123 and other applicable provisions of the Companies Act, 2013 does not arise.
13. In compliance with the provisions of Section 107 and 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility exercise their right to vote at the 26th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).

The procedure and instructions for members for e-voting are as under:

- (i) Log on to the e-voting website www.evotingindia.com.
- (ii) Click on “Shareholders” tab.
- (iii) Now, select the “COMPANY NAME- **G.K. CONSULTANTS LIMITED**” from the drop down menu and click on “SUBMIT”.
- (iv) Now, enter your User ID.
 - a. For CDSL : 16 digits beneficiary ID,
 - b. For NSDL : 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below.

	For Members holding shares in Demat Form and Physical Form
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ashok Kumar with sequence number 1 then



	enter AS00000001 in the PAN field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none">• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field. Though, the company is not declaring any dividend, but it is advisable to provide necessary details.

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolution of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost to keep your password confidential.
- (x) For members holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.
- (xi) Click on the EVSN for **G.K. Consultants Limited** to vote.
- (xii) On the voting page, you will see Resolution Description and against the same the option “Yes/No” for voting. Select the option Yes or No as desired. The option YES implies that you assent to the Resolution and NO implies that you dissent to the Resolution.
- (xiii) Click to the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”. Else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out the print of the voting done by you by clicking on “Click here to print” option on the voting page.
- (xvii) If Demat account holder has forgotten the changed password then enter the user ID and image verification code and click on Forget Password & enter the detail as prompted by the system.
- (xviii) Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates. They should submit a scanned copy of registration form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com. After receiving the login details they have to link the account(s) which they wish to vote on and then cast their vote. The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and or approval of the accounts they would be able to cast their vote. They should upload the scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

- Please follow all steps from sl. no. (i) to sl. no. (xviii) above to cast vote.



General Instructions:

- (A) The e-voting period commences on 22th September, 2014 (09.00 a.m.) and ends on 24th September, 2014 (06.00 p.m.). During this period shareholder's of the Company, holding shares either in physical form or in dematerialized form, as on the cutoff date (record date) of 22nd August, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (B) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQ") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
- (C) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the company as on the cut-off date (record date) of 22th August, 2014.
- (D) Mrs. Anshul Agarwal, Practicing Company Secretary (Membership No. ACS – 25695 & CP No. 9165), Proprietor M/s Anshul Singla & Associates, Company Secretaries, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (E) The Result shall be declared on or after the AGM of the company. The Result declared along with the Scrutinizer's Report shall be placed on the companies website www.gkconsultantsltd.com and on the website of CDSL within (2) days of passing of the resolution at the AGM of the Company.

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO.4

Mr. Brij Mohan Sharma, who was last appointed as an Independent Director with a stipulation of liable to retire by rotation, under the Companies Act, 1956 by the members at the 18th Annual General Meeting held on 30th September 2006, is to remain independent director without stipulation of retirement by rotation. In terms of Sections 149, 152 read with Schedule IV of the Companies Act, 2013 ("Act") the Board of Directors ("Board") have reviewed the declaration made by Mr. Brij Mohan Sharma that he meets the criteria of independence as provided in Section 149(6) of the Act and the Board is of opinion that he fulfills the conditions specified in the Act and the rules made thereunder and is independent of the management.

Mr. Brij Mohan Sharma has been a director of the Company from 20th December 2005. In terms of section 149 (10) of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company but shall be eligible for reappointment on passing of a special resolution by the company for a further period of upto five years. Any tenure of an Independent Director on the date of commencement of the Act shall not be counted as a term.

In view of the above provisions, the proposal for reappointment of Mr. Brij Mohan Sharma as Independent Director, not liable to retire by rotation, for a period of five years from 30th September, 2014 has been put up for the approval of members. His vast and successful experience in industry justifies his appointment as an Independent director of the Company. The resolution is accordingly recommended for approval of the members.

Except Mr. Brij Mohan Sharma, none of the Directors nor Key Managerial Personnel or their relatives are concerned or interested, whether financially or otherwise in the above resolution.

ITEM NO.5

Mr. Ashok Ramsingh Hans an independent director has shown unwillingness for reappointment, at the ensuing Annual General Meeting. As per the provisions of Section 152(6)(e) of the Act, the Company may fill up the vacancy by appointing the some other person in place of outgoing directors. The Company has received notice in writing under the provisions of Section 160 of the Act from a member along with the



deposit of requisite amount proposing the candidature of Mr. Piyush Prakash for the office of Director as an independent director.

As per the provisions of Section 149(4) of the Act and Clause 49 of the Listing Agreement every listed public company shall have atleast one-third of the total number of Directors as independent directors.

Furthermore, in terms of section 149 (10) of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company but shall be eligible for reappointment on passing of a special resolution by the company for a further period of upto five years. Any tenure of an Independent Director on the date of commencement of the Act shall not be counted as a term.

The Company has received from Mr. Piyush Prakash (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, and (ii) Intimation Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under Section 164(2) of the Act.

The Board of Directors of your Company is of the opinion that Mr. Piyush Prakash proposed to be appointed as Independent Director, fulfills the conditions specified in the Act and Rules made thereunder.

In view of the above provisions, the proposal for appointment of Mr. Piyush Prakash as Independent Director, not liable to retire by rotation, for a period of five years from 30th September 2014 to 30th September 2019 has been put up for the approval of members. Mr. Piyus Prakash , aged about 31 years , is a B. Tech, NCFM and having vast and successful experience in industry justifies his appointment as an Independent director of the Company. The resolution is accordingly recommended for approval of the members.

Except Mr. Piyush prakash, none of the Directors nor Key Managerial Personnel or their relatives are concerned or interested, whether financially or otherwise in the above resolution.

ITEM NO.6

In terms of provisions of section 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Director) Rules, 2014 and other applicable rules, Mrs. Divya Malini Gupta appointed as Director on Board of the Company. The Company has received notice in writing under the provisions of Section 160 of the Act from a member along with the deposit of requisite amount proposing the candidature of Mrs. Divya Malini Gupta for the office of Director.

Mrs. Divya Malini Gupta, aged about 48 years, is a Graduate and having vast experience in the field of trading , finance and administration of business units. She is also associated with various Social and Charitable Organizations.

The Company has received from Mrs. Divya Malini Gupta (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, and (ii) Intimation Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that she is not disqualified under Section 164(2) of the Act.

The Board of Directors of your Company is of the opinion that Mrs. Divya Malini Gupta proposed to be appointed as Director, fulfills the conditions specified in the Act and Rules made thereunder and her vast experience should be asset to the company.



Except Mr. Subodh Gupta, Mr. Anil Kumar Goel and Mrs. Divya Malini Gupta no other Director or Key Managerial Personnel of the Company or their relatives is concerned or interested in the proposed resolution.

ITEM NO.7

As per the provisions of Section 149(4) of the Act and Clause 49 of the Listing Agreement every listed public company shall have atleast one-third of the total number of Directors as independent directors.

Furthermore, in terms of section 149 (10) of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company but shall be eligible for reappointment on passing of a special resolution by the company for a further period of upto five years. The Company has received notice in writing under the provisions of Section 160 of the Act from a member along with the deposit of requisite amount proposing the candidature of Ms. Preety Tosh for the office of Director.

Ms. Preety Tosh, aged about 26 years, has done CS from Institute of Company Secretaries of India and having two years of professional experience specialized in company laws, joint-ventures, mergers & acquisitions, FDI and SEBI matters.

The Company has received from Ms.Preety Tosh (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, and (ii) Intimation Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that she is not disqualified under Section 164(2) of the Act.

The Board of Directors of your Company is of the opinion that Ms. Preety Tosh proposed to be appointed as Independent Director, fulfills the conditions specified in the Act and Rules made thereunder.

In view of the above provisions, the proposal for appointment of Ms. Preety Tosh as Independent Director, not liable to retire by rotation, for a period of five years from 30th September 2014 to 30th September 2019 has been put up for the approval of members. Her vast and successful experience in industry justifies her appointment as an Independent director of the Company. The resolution is accordingly recommended for approval of the members.

Except Ms. Preety Tosh, none of the Directors nor Key Managerial Personnel or their relatives are concerned or interested, whether financially or otherwise in the above resolution.

By order of the Board
For G.K. Consultants Limited

Date : 30.08.2014
Place: New Delhi

(Shilpa Verma)
Company Secretary



ANNEXURE TO NOTICE

INFORMATION UNDER CLAUSE 49 OF THE LISTING AGREEMENT:

Details of the Director seeking reappointment and appointment under Item No. 2, 4,5,6 and 7 of the Notice in Annual General Meeting fixed on 30th SEPTEMBER 2014.

Name of the Director	Shri Anil Kumar Goel	Shri Piyush Prakash	Smt Divya Malini Gupta	Ms. Preety Tosh	Mr. Brij Mohan Sharma
Age	73years	31 years	48 years	26 years	56 years
DIN	01050857	02014796	00006225	06961738	01070086
Date of Appointment	09.08.1995	30.09.2014	30.09.2014	30.09.2014	20/12/2005
Expertise in specific functional area	Having extensive Professional & Technical experience of about 47 years in Civil Engineering Works, Personnel Management, Legal & Finance. Having in-depth knowledge of stock market dealings and fluctuations.	Having valuable experience in marketing, share trading, analysis of financial and stock market, development of effective system of control or minimizes losses in share/stock market.	Having about 25 years of experience in secretarial work, trading, financing and administration. She is also associates with Social and Charitable Organisations.	Being a a Qualified Company Secretary, she is having valuable experience in the field of Corporate Laws, Merger, secretarial and legal laws.	Being a Qualified Lawyer, he is having extensive professional experience of about 32 years in taxation, finance and accounting. Having in-depth knowledge of Tax Matters.
Qualification	Bachelor of Arts	B. Tech, NCFM	B.A. & Secretarial	C.S.	Bachelor of Law
List of outside Directorship held	1) Divas Construction Co. Pvt. Limited 2) Pryas Research and Health Care Centre	Nil	1) G K Resorts Pvt Ltd 2) Divas Construction Pvt Ltd 3) Roots Publishers Pvt Ltd 4) Pryas Research And Healthcare Centre 5) Divyabodh Bhumi Buildwell Pvt Ltd 6) Seeroo Foods Pvt Ltd 7) Bonjour	Nil	Nil



			Conserve Pvt Ltd 8) Antilia Heights Pvt Ltd 9) Sagitta Dream Homes Pvt Ltd		
Name of the Director	Shri Anil Kumar Goel	Shri Piyush Prakash	Smt Divya Malini Gupta	Ms. Preety Tosh	Mr. Brij Mohan Sharma
Chairman/Member of the Committee of the Board of Directors of the Company	Member of : 1) Share Allotment and Transfer Committee.	NIL	NIL	NIL	Member of : 1. Share Allotment and Transfer Committee 2. Audit Committee 3. Shareholders Committee 4. Shareholders Grievance Committee
Shareholding in G.K. Consultants Ltd	30000 equity shares (0.56% shareholding)	200 equity shares (0.0038% shareholding)	NIL	NIL	NIL

By order of the Board
For G.K. Consultants Limited

Date : 30.08.2014
Place: New Delhi

(Shilpa Verma)
Company Secretary



DIRECTORS' REPORT

Dear Shareholders,

Your Directors have immense pleasure in presenting the Twenty Sixth Annual Report together with Audited Accounts for the year ended 31st March 2014.

FINANCIAL HIGHLIGHTS

Profitability Statement

(Figures in Rs.)

SL. NO.	PARTICULARS	FOR THE YEAR ENDED MARCH 31, 2014	FOR THE YEAR ENDED MARCH 31, 2013
1.	Revenue from operations	274000783	216387337
2.	Other Income	Nil	24811
3.	Total Revenue	274000783	216412148
4.	Total Expenses	272073811	214541659
5.	Profit Before Tax	1926972	1870489
6.	Provision for Taxes	(617812)	(638565)
7.	Provision for Deferred Taxes	9675	7157
8.	Profit After Tax	1318835	1239081
9.	Opening Surplus in P & L A/c	4036289	2787806
10.	Closing Surplus in P & L A/c	5334252	4036289
11.	EPS	0.25	0.23

OPERATIONS

During the current period for which the accounts are finalized your Company carried on business activities in the areas of Financing, Share Trading, Professional Services, Information Technology and Investments.

DIVIDEND

Your Directors have decided not to recommend any dividend for the financial year under review on account of low levels of profits as well as to conserve funds for future activities.

NBFC REGISTRATION & CONTINGENT PROVISION ON STANDARD ASSETS

Your company is a Non Banking Financial Company registered with RBI vide Certificate of Registration No. B- 14 – 00143 dated 12.09.2001. The Company is regular in making compliances of various rules and regulations made by RBI for NBFCs.

Your company has created a general provision of Rs. 52674.92 at 0.25% of the outstanding standard assets as per notification no. RBI/2010-11/370 dated 17th January 2011 issued by RBI for all NBFCs.

DEPOSITS

No information is required to be appended to this report in terms of Non Banking Financial Companies (Reserve Bank) Directions, 1977, as the Company did not accept any deposit from the public during the financial period concerned.



MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year of the company and the date of signing of this report.

COMPOSITION OF BOARD OF DIRECTORS

Mr. Anil Kumar Goel, a promoter and retiring director by rotation, offers himself for re-appointment. The Board of Directors recommends his reappointment.

To meet the criteria of prescribed Section 149 and 152 of the Companies Act, 2013 for appointment of Independent Directors, the Board of Director recommends for reappointment of Mr. Brij Mohan Sharma, an existing Independent Director of the Company, for 5 years w.e.f. 30th September 2014 as an Independent Director.

Mr. Ashok Ramsingh Hans, an Independent Director in the Company, retires at this Annual General Meeting and showed his unwillingness to continue as Director of the Company due to his pre-occupation. The Board has placed on record its appreciation for the valuable services rendered by Mr. Ashok Ramsingh Hans during his tenure as an Independent Director of the company as well as Chairman.

The Company has received requisite notices in writing from its members Mr. Subodh Gupta and Mrs. Geeta Hans for appointment of Mr. Piyush Prakash and Ms. Preety Toash respectively as Independent Directors of the company. The Board recommends their appointment as Independent Director. Both of them meet the criteria prescribed in Section 149(6) of the Act to qualify to be independent directors. In the opinion of Board, each one of them is a person of integrity and possesses relevant expertise and experience. The Board has also opined that both of them fulfill the conditions specified in the Act and rules made there-under and that they are also independent of management. Approval of members of the company is sought for their appointment in the ensuing AGM.

Furthermore, the company has received notice in writing from its member and promoter Mr. Subodh Gupta for appointment of Mrs. Divya Malini Gupta as director of the company as well as to fulfill the condition prescribed in the Act for appointment of woman directors on the Board. Mrs. Divya Malini Gupta is wife of Mr. Subodh Gupta who is a promoter and director and she is having vast experience and her mature advice will help the company to reach its highest goals. Approval of the members of the Company is sought for their appointment in the ensuing AGM.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 1956, the directors hereby confirm that:

1. In the preparation of annual accounts for the year ended 31st March 2014, the applicable accounting standards have been followed;
2. Appropriate accounting policies have been selected and applied consistently and such judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2014 and of the profit of the Company for the financial year ended on that date;
3. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
4. The annual accounts for the year ended March 31, 2014 have been prepared on a going concern basis.

INTERNAL CONTROL SYSTEMS

An extensive system of internal control is practiced by your Company to ensure that all its assets are protected against loss from unauthorized use or disposition and that the transactions are authorized, recorded and reported correctly. The Company strictly adheres to internal control policies and procedures as well as compliance with all regulatory guidelines.



To strengthen the internal control system in providing finance to parties, your company has also obtained registration and membership with CIBIL in past.

DEMATERIALIZATION OF EQUITY SHARES

The Company had entered into agreement with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Limited (CDSIL) for dealing of equity shares of the Company in dematerialize form. Company has been allotted ISIN NO. INE131D01019. The shareholders may send their share certificates through their depository participants for having the shares converted into electronic form. As on 31st March 2014, 83.88 % shares of the company were in dematerialized form.

CORPORATE GOVERNANCE

In terms of the Listing Agreement, a report on Corporate Governance along with the Auditor's Report on its compliance is annexed hereto which is forming an integral part of this Report. The said report is self explanatory.

Your Company has followed necessary guidelines and regulations made for better corporate governance for the benefit of the shareholders.

AUDITORS

M/s. Umesh Amita & Co, Chartered Accountants, Auditors of the company retire at the conclusion of ensuing Annual General Meeting and being eligible offer themselves for reappointment.

AUDITOR'S REPORT

The observations of Auditors in their Report, read with the respective notes to the accounts are self explanatory and therefore, do not require any further comments.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS

Your Company, being an investment Company and engaged in financing business, does not have any activity relating to conservation of energy, technology absorption and export of materials, goods or services.

Particulars required to be furnished under the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, are not applicable in relation to "Conservation of Energy" and "Technology Absorption".

Similarly, during the financial year under consideration, there are no earnings and outgo of foreign exchange.

PARTICULARS OF EMPLOYEES

There is no employee in the company who is drawing remuneration in excess of limits laid down u/s 217(2A) of Companies Act, 1956 read with the Companies (Particulars of Employees) Rules 1975 and therefore, no such particulars are furnished herewith.

LISTING OF SECURITIES

The shares of your Company are listed at Delhi, Mumbai, Calcutta and Ahmedabad Stock Exchanges. In pursuance to clause 38 of the listing agreement the Annual listing fee for the year 2014-2015 has already been paid to DSE, BSE, CSE and Ahmedabad Stock Exchange.



G.K. CONSULTANTS LIMITED
CIN: L74140DL1988PLC034109

ACKNOWLEDGEMENT

Your company and its Directors wish to extend sincere thanks to all the members for their support and co-operation. Your directors also place on record their appreciation for the services rendered by all the employees of the Company.

DATE : 30.08.2014
PLACE : New Delhi

For & on behalf of the Board

Vijay Kumar Sinha
(DIN : 01089578)
Chairman & Managing Director

Registered Office:
302, G.K. House, 187A,
Sant Nagar, East of Kailash,
New Delhi- 110 065
CIN: L74140DL1988PLC034109



CORPORATE GOVERNANCE REPORT

In compliance with requirements for providing a “Report on Corporate Governance” as per Clause 49 of the Listing Agreement entered into with the Stock Exchanges, your Directors present the Company’s Report on Corporate Governance as under:

1. COMPANY PHILOSOPHY ON THE CODE OF GOVERNANCE.

The company believes in adopting best practices in the area of Corporate Governance and follows the principles of full transparency and accountability by providing information on various issues concerning the Company’s business and financial performance to its shareholders.

Corporate Governance as understood by the company and its management means following up best & prudent business practices, adherence to utmost transparency, disclosures and fairness in the business operations and fairness in the business operations and to ensure fair play. The best business practices convey that the company should not operate within the regulatory framework but it should operate with ethics also. Our workforce is committed towards the protection of the interest of the stakeholders. Our policies consistently undergo improvements keeping in mind our goal of maximization of value of all the stakeholders.

The goal is achieved through:

- ❖ Infusion of best expertise in the Board.
- ❖ Consistent monitoring and improvement of the human and physical resources.
- ❖ Regular efforts to reduce overhead costs and to increase income
- ❖ Introducing regular checks and audits and continuous improvement in already well-defined system and procedures.
- ❖ Upgrading available infrastructure on regular basis.
- ❖ Board/Committee meetings at short intervals to keep the Board informed of the recent happenings.
- ❖ Regular and continuous interaction with work force of the company.

The Company believes that the code of corporate governance is an excellent tool to secure the corporate excellence in the country. Hence the company is in full compliance with the norms and disclosures that have to be made on Corporate Governance as per the requirements of Clause 49 of the Listing Agreement, with the Stock Exchanges wherein the shares of the company are listed.

2. BOARD OF DIRECTORS

The Board of Directors consists of experienced and eminent persons with considerable professional experience in the field of business, industry, management, law, finance and marketing.

The Board of Directors of G.K Consultants Limited as on 31.03.2014 comprises of 5 (Five) Directors consisting of one Managing Director, two Executive Directors, one Chairman cum Non Executive Director



and one Non Executive Director which meets the requirements of Clause 49(I) (A) of the Listing Agreement.

The Independent and Non Executive Director(s) do not have material pecuniary relationship or transactions with the company, promoters, management which may affect their judgments in any manner. The day to day affairs of the Company are taken care-of by the promoter directors namely Shri Anil Kumar Goel and Shri Suboadh Gupta. Sh. Vijay Kumar Sinha, in his professional capacity as Managing Director of the Company, provides the necessary guidance to them whenever required. Further, apart from the managing director, the following comprises the Board of Directors of the Company as on 31st March 2014:

- Shri. Anil Kumar Goel : Executive Director
- Shri Suboadh Gupta : Executive Director
- Shri Ashok Ramsingh Hans : Independent Director/ Non Executive Director/Chairman
- Shri Brij Mohan Sharma : Independent Director/ Non Executive Director

The details of other directorship, chairmanship and attendance at the various general and board meetings, of the above named directors during financial year 2013-14 are as follows:

S. No.	Name of Director	Category Of Director	No. Of Board Meeting Held	No. Of Board Meeting Attended	No. Of Other Director - ships*	Committee Member-Ships	Committee Chairman —Ships	Last AGM attended
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
1.	Shri Anil K. Goel **	Executive Director	22	22	2	1	NIL	Yes
2.	Shri Suboadh Gupta **	Executive Director	22	22	6	4	1	Yes
3.	Shri Vijay Kumar Sinha	Managing Director/ Independent Director	22	22	NIL	4	3	Yes
4.	Shri Brij Mohan Sharma	Non-Executive Independent Director	22	22	NIL	4	NIL	Yes
5.	Shri Ashok Ramsingh Hans	Chairman/ Non-Executive Independent Director	22	22	NIL	4	NIL	Yes

* Includes Directorship in Private Limited Companies, foreign Companies and alternate Directorship(s) during 2013-2014

** Shri Anil K. Goel and Shri Suboadh Gupta are related to each other as father-in-law and son-in-law.

Board Meetings and Attendance

During the financial year ended 31st March, 2014, the Board of Directors met Twenty Two times, the detail of which is given as under:-



S. No.	Date of Board Meeting	Board Strength	No. Of Directors Presents
1.	10.04.2013	5	5
2.	15.04.2013	5	5
3.	17.04.2013	5	5
4.	30.04.2013	5	5
5.	12.07.2013	5	5
6.	13.07.2013	5	5
7.	15.07.2013	5	5
8.	22.07.2013	5	5
9.	31.07.2013	5	5
10.	16.08.2013	5	5
11.	30.09.2013	5	5
12.	05.10.2013	5	5
13.	14.10.2013	5	5
14.	22.10.2013	5	5
15.	30.10.2013	5	5
16.	28.12.2013	5	5
17.	13.01.2014	5	5
18.	18.01.2014	5	5
19.	27.01.2014	5	5
20.	28.01.2014	5	5
21.	30.01.2014	5	5
22.	30.03.2014	5	5

Board's Processes

As per the Company's policies the Board besides taking various decisions relating to the management of the Company as per the laws of the land, also takes care of the following matters:

- Annual Operating Plans, budget and performances.
- Approval of the Unaudited Quarterly Financial Results,
- Approval of the Quarterly Secretarial Audit Report,
- Consideration of the Minutes of the various committees,
- Sale and acquisition of assets,
- Donation & Charity,
- Detailed risk analysis,
- Capital expenditure/investment proposals.
- Any other significant matters

3. COMMITTEES OF THE BOARD

In order to facilitate smooth and efficient functioning of the operations of the company and to ensure due compliance with the provisions of the Clause 49 of the Listing Agreement the Board of the Directors have constituted the following four Committees of the Board:

- The Share Allotment and Transfer Committee
- The Audit Committee
- The Remuneration Committee
- The Shareholders Grievance Committee



A. The Share Allotment and Transfer Committee

The composition of the Share Allotment and Transfer Committee and members' attendance is as under:

Name	Position held in the committee	No. of meetings attended
Shri Suboadh Gupta	Chairman	05
Shri Brij Mohan Sharma	Independent Director	05
Shri Anil Kumar Goel	Executive Director	05
Shri Ashok Ramsingh Hans	Independent Director	05
Shri. Mahroz Alam Ansari (upto 15.07.2013)	Company Secretary	01
Ms. Shilpa Verma (w.e.f. 15.07.2013)	Company Secretary	04
Shri Ashok Kumar Das	Compliance Officer	05

M/s Beetal Financial & Computer Services (P) Limited – The Registered Share Transfer Agent of the Company are handling the majority of the work relating to share transfer, issue of duplicate share certificates, dematerialization of shares as per demat request received from the shareholders, etc.

During the year 2013 – 2014, Five meetings of the Share Allotment and Transfer Committee were held to consider and give its approval, as per the details received from the Registered Share Transfer Agent, to Demat, share transfer request, share consolidation requests, etc, received from the shareholders.

B. Audit Committee

The Audit Committee formed in pursuance to Clause 49 of the Listing Agreement and Section 292A of the Companies Act, 1956 is instrumental in overseeing the financial reporting besides reviewing the quarterly and annual financial results of the company, reviews the company's financial policies, and the internal control systems, internal audit systems, etc. in consultation with the auditors of the company:

During the year 2013 – 2014 Six meetings of the committee were held. The composition and attendance in the committee is as under:

Name	Position held in the committee	No. of meetings attended
Shri Vijay Kumar Sinha	Chairman/ Managing Director	6
Shri Suboadh Gupta	Executive Director	6
Shri Brij Mohan Sharma	Non - Executive / Independent Director	6
Shri Ashok Ramsingh Hans	Non-Executive/Independent Director	6

The Committee has powers similar to those stated in the listing agreements and exercises most of the functions as per the terms of reference in line with the requirements of the code of Corporate Governance.

The details of the Audit Committee meetings held during the year 2013-2014 are as follows:

S. No.	Date of the Audit Committee Meeting	Committee Strength	No. of members present
1.	30.04.2013	4	4
2.	31.07.2013	4	4
3.	16.08.2013	4	4



4.	30.10.2013	4	4
5.	18.01.2014	4	4
6.	30.03.2014	4	4

Statutory Auditors, Executives responsible for Finance and Accounts Functions, Compliance Officer of the Company were invited to the meetings of the Audit Committee. The Company Secretary acts as the Secretary to the Audit Committee.

C. Remuneration Committee

The composition of the Remuneration Committee of the Board of Directors is as follows:

Name	Position held in the committee	No. of meetings attended
Shri Vijay Kumar Sinha	Chairman/ Managing Director	One
Shri Suboadh Gupta	Executive Director	One
Shri Brij Mohan Sharma	Non Executive Director / Independent Director	One
Shri Ashok Ramsingh Hans	Non Executive Director / Independent Director	One

The basic activity of the Committee is that of fixation of remuneration of the Directors of the Company. No remuneration is paid to any director of the Company. Only one meeting of the said committee was required to be held during the year to decide that no remuneration shall be paid to either to Managing Director or any other Director.

Details of Remuneration paid to all Directors for the year:-

No remuneration & sitting fee has been paid to Directors of the Company.

D. Shareholders Grievance Committee

Shareholders Grievance Committee constituted by the Board of Directors to redress grievances of the shareholders comprises the following directors during the financial year 2013-14:

Name	Position held in the committee
Shri Vijay Kumar Sinha	Chairman/ Managing Director
Shri Suboadh Gupta	Executive Director
Shri Brij Mohan Sharma	Non – Executive Director/ Independent Director
Shri Ashok Ramsingh Hans	Non - Executive Director / Independent Director

The committee looks into the investor's complaints, if any, and to redress the same within 15 days of the receipt of the letter, except in those cases that are constrained by dispute or legal impediment.

During the year ended 31st March, 2014 no complaints have been received from any shareholder.

However, the committee met five times during the year under review and all the details of attendance at the meeting is produced below:



S. No.	Date of the Share Holder Grievance Committee Meeting	Committee Strength	No. of members present
1.	10.04.2013	4	4
2.	12.07.2013	4	4
3.	14.10.2013	4	4
4.	13.01.2014	4	4
5.	30.03.2014	4	4

4. COMPLIANCE OFFICER

Mr. Ashok Kumar Das has been registered as Compliance Officer with NSDL/ CDSL. Ms. Shilpa Verma, Company Secretary, is also acting as Compliance Officer of the Company as per the requirement of Clause 49 of the Listing Agreement.

5. DISCLOSURES UNDER ACCOUNTING STANDARD

1. Related parties and transactions with them as required under Accounting Standard 18 (AS-18) are furnished under Note No. 15 of the Notes to Accounts attached with the Financial Statement for the year ended 31st March, 2014. There are no other pecuniary relationships or transactions with non-executive independent directors.

2. The transaction with related parties are neither materially significant nor they have potential conflict with interests of the Company at large.

3. The company is having a mechanism for its employees to report to the management about any unethical behaviour, actual or suspected fraud or violation of the company's code of conduct or ethical policies. There are necessary inbuilt safeguards in the policy against victimization of employees.

4. The company is regular in making compliances of all listing requirements.

5. DETAILS OF LAST THREE ANNUAL GENERAL MEETINGS

Year	Location	Date	Time
2013	301-302, G. K. House, 187A, Sant Nagar, East of Kailash, New Delhi- 110 065	30 th September, 2013	10.00 A.M.
2012	301-302, G. K. House, 187A, Sant Nagar, East of Kailash, New Delhi- 110 065	29 th September, 2012	10.00 A.M.
2011	301-302, G. K. House, 187A, Sant Nagar, East of Kailash, New Delhi- 110 065	30 th September, 2011	10.00 A.M.

6. POSTAL BALLOT

No resolution was put through Postal Ballot in the last Annual General Meeting. At the ensuing Annual General Meeting, there is no resolution proposed to be passed through Postal Ballot.



7. MEANS OF COMMUNICATION

Print Media

The company publishes Unaudited Quarterly Financial Results in the following English/Hindi newspapers:

- ✦ The Financial Express (English)
- ✦ Jansata (Hindi)

Besides, notice of the Board Meetings for adoption of the aforesaid results is also published in the same newspapers.

Internet

In addition to this, the Company has its own website: www.gkconsultants.com and (i) the Director– Shri Anil Kumar Goel, and (ii) the Compliance Officer – Shri Ashok Kumar Das can be contacted on the following e-mail addresses respectively:

- ✓ Shri Anil Kumar Goel – akg_gkcl@yahoo.co.in
- ✓ Shri Ashok Kumar Das – akg_gkcl@yahoo.co.in

8. GENERAL SHAREHOLDER INFORMATION

I. Annual General Meeting

Date : 30th September, 2014
Day : Tuesday
Time : 10.00 a.m.
Venue : 301-302, G. K. House, 187A, Sant Nagar,
East of Kailash, New Delhi- 110 065

Book Closure Date: 25th September to 30th September, 2014 (Both days inclusive)

Dividend Payment: Nil

II. Financial Calendar - 2014-2015 (Tentative)

Adoption of Quarterly Results Ended	Date of Meeting
30 th June, 2014	31 st July 2014
30 th September, 2014	On or before 30 th October, 2014
31 st December, 2014	On or before 30 th January, 2015
31 st March, 2015	On or before 30 th April, 2015

III. Registrar and Share Transfer Agent (For Physical as well as for Demat Segment)

- M/s Beetal Financial & Computer Services (P) Limited,
99, Madangir, Behind Local Shopping Centre,
Near Dada Harshukhdas Mandir, New Delhi-110 062
Phone : 011-29961281, Email- beetal1rta@gmail.com



IV. Investor Correspondence

All queries of investors regarding the Company's shares in Physical/De-mat form may be sent to the following:

Name	Address	Contact Numbers	E-mail ID
Shri Ashok K. Das, Compliance Officer	302, G. K. House, 187A, Sant Nagar, East of Kailash, New Delhi- 65	Tel.: 91-11-26489431 Fax: 91-11-26489299	akg_gkcl@yahoo.co.in

V. Listing on Stock Exchange

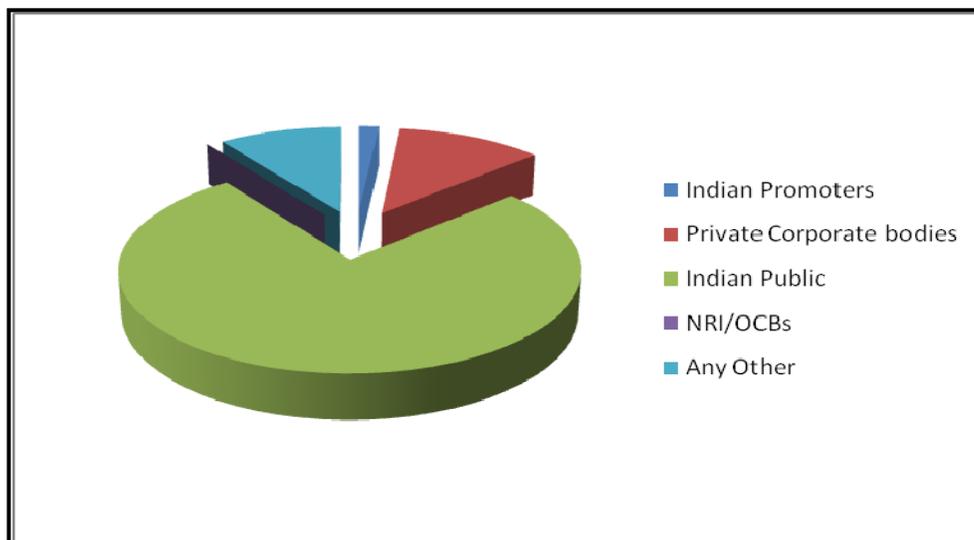
Stock Exchange	Scrip Code
The Delhi Stock Exchange Limited	07190
The Ahmedabad Stock Exchange	17973
The Calcutta Stock Exchange Limited	17092
The Stock Exchange Mumbai	531758
ISIN NO.	INE131D01019

The annual listing fee of the above mentioned stock exchanges has been paid in time.

VI. Share Transfer System

The shares of the Company are compulsorily traded in dematerialized form. Shares received in physical form are transferred within 30 days from the date of lodgement subject to documents being valid and complete in all respects. In order to expedite the process of share transfer and in line with Clause 49 of the Listing Agreement, the Company has delegated the power of share transfer to R&T Agent "Beetal Financial & Computer Services (P) Limited". There are no overdue share transfers pending as on date.

VII. A) Shareholding Pattern of the Company as on 31st March, 2014 is as follows: graph to be checked



CATEGORY OF HOLDING	NUMBER OF SHARE HELD	% AGE OF HOLDING	
A. Promoter's holding			
1.Promoters			
- Indian Promoters	84600	1.59	
- Foreign Promoters	NIL	NIL	
2.Persons acting in concern	NIL	NIL	
Sub -Total	84600	1.59	
B. Non-Promoter's holding	NIL	NIL	
C. Institutional Investors			
1. Mutual Funds and UTI	NIL	NIL	
2. Banks, Financial Institutions, Insurance Companies, (Central/State Gov. Institutions, Non-Government Institutions)	NIL	NIL	
3. FII's	NIL	NIL	
Sub -Total	NIL	NIL	
D. Others			
1.Private Corporate Bodies	628470	11.83	
2.Indian Public	4073864	76.70	
3.NRIs/OCBs	40	0.001	
4 Clearing Member	1	0.00	
5.Any other	524825	9.88	
Sub -Total	5227200	98.41	
Grand Total	5311800	100.00	
PERSONS/ENTITIES HOLDING MORE THAN 1% OF SHARES OF THE COMPANY UNDER EACH HEAD			
NAME	NUMBER OF SHARES HELD.	%AGE OF HOLDING	CATEGORY OF HOLDING
1. Suboadh Gupta	54600	1.03	Promoter Holding
2. Sunil Khandelwal	208384	3.92	Individual
3. Kriti Garg	200000	3.77	Individual
4. Sanjeev Mittal	168000	3.16	Individual
5. Aayushi Stock Brokers Pvt. Ltd.	146700	2.76	Private Corporate Bodies
6. Satya Prakash Farsaiya	105800	1.99	Individual
7. Anurag Gupta	103000	1.94	Individual
8. Shuchi Gupta	102990	1.94	Individual
9. Swetank Agarwal	100000	1.88	Individual
10. Brijdham Properties & Estates Pvt. Ltd	100000	1.88	Private Corporate Bodies
11. Longview Infrastructure Pvt Limited	100000	1.88	Private Corporate Bodies
12. Shiv Prakash Agarwal	75000	1.41	Individual
13. Deepika Bansal	101600	1.91	Individual
14. Vivek Bansal	60000	1.13	Individual
15. Satish Chand Agarwal	115760	2.18	Individual
16. Gulab Chand	73000	1.37	Individual
TOTAL	1814834	34.17	



B) Distribution of Shareholding as on 31st March, 2014 is as follows:

NO. OF EQUITY SHARES HELD	NO. OF SHAREHOLDERS	% OF SHAREHOLDERS	NO. OF SHARES HELD	% OF SHAREHOLDING
Up to 1%	1040	98.49	3496966	65.83
More than 1%	16	1.51	1814834	34.17

Category (Amount)	No. of Cases	% of Cases	Total Shares	Amount (In Rs.)	% of Amount
1-5000	369	34.94	53569	535690	1.0085
5001-10000	291	27.56	214710	2147100	4.0421
10001-20000	83	7.86	137855	1378550	2.5953
20001-30000	55	5.21	136558	1365580	2.5708
30001-40000	34	3.22	125298	1252980	2.3589
40001-50000	38	3.60	181289	1812890	3.4129
50001-100000	89	8.43	703069	7030690	13.2360
100001- Above	97	9.19	3759452	37594520	70.7755
Total	1056	100.00	5311800	53118000	100.000

9. DEMATERIALIZATION OF SHARES

In order to enable the shareholders to hold their shares in electronic form and to facilitate scrip less trading, the Company has enlisted its shares with National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL). The Company is also continuing with the transfer-cum-demat scheme to facilitate the shareholders.

Share Dematerialization Status: The following data indicates the extent of Dematerialization of the Company's Shares as on 31st March, 2014:

No. of Shares Dematerialized	4455900	83.89% of Total Share Capital
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10. BANK DETAILS

Shareholders holding shares in physical form are requested to notify/send the following to the Company to facilitate better services:

- i) Any change in their address/bank details, and
- ii) Particulars of their bank account, in case the same have not been sent earlier



11. MARKET DATA : BSE PRICES

	HIGH-Rs.	LOW-Rs.
April, 2013	19.20	18.25
May, 2013	18.00	18.00
June, 2013	N.A.	N.A.
July, 2013	18.00	17.15
August, 2013	N.A.	N.A.
September, 2013	N.A.	N.A.
October, 2013	17.15	16.3
November, 2013	N.A.	N.A.
December, 2013	16.15	13.35
January, 2014	21.80	14.65
February, 2014	26.15	21.70
March, 2014	26.05	23.75

Historic Graph 01-04-2013 to 31-03-2014



12. DEPOSITORY SERVICES

For guidance on depository services, Shareholders may write to the Company or to the respective Depositories:

National Securities Depository Limited,	Central Depository Services (India) Ltd.,
Trade World, 4 th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai-400013 Tel: 022-24994200; Fax: 022-66608035/24976351 E-mail: info@nsdl.co.in Website: www.nsdl.co.in	Phiroze Jeejeebhoy Towers, 17 th Floor, Dalal Street, Mumbai-400023 Tel: 022-22723333/22723224; Fax: 022-22723199 E-mail- investors@cdslindia.com Website: www.cdslindia.com



13. NOMINATION FACILITY

Shareholders holding shares in physical form and desirous of making nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013 and rule 19 (1) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to submit to the Company the prescribed Form SH.13 for this purpose.

14. ADDRESS FOR CORRESPONDENCE

G.K. CONSULTANTS LIMITED
302, G.K House, 187 A, Sant Nagar,
East of Kailash, New Delhi – 110065.

CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT

As provided under Clause 49 of the Listing Agreement relating to Corporate Governance with the Stock Exchanges, all the Board Members and the Senior Management Personnel of the Company have affirmed compliance with the Company's Code of Conduct during the financial year 2013-14.

For G.K. CONSULTANTS LIMITED

DATE : 30.08.2014
PLACE : New Delhi

Vijay Kumar Sinha
(DIN : 01089578)
Chairman & Managing Director



**AUDITORS' CERTIFICATE
(CORPORATE GOVERNANCE CERTIFICATE)**

To,

The Members of G. K. Consultants Limited,

We have examined the compliance of conditions of Corporate Governance by G. K. Consultants Limited for the year ended on 31st March, 2014, as stipulated in clause 49 of the Listing Agreement of the said Company with stock exchanges.

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

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

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

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

For UMESH AMITA & CO.
Chartered Accountants
ICAI FRN : 007238C

CA. UMESH GARG
Partner, M. No. 073517
Place: New Delhi
Date: 30.08.2014



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Financial Review

The Company's operations are classified into different segments viz. Shares Trading, Trading in Textile, Software Development, Professional Services, Marketing, Interest Income, IT Services and Investment Activities.

Your company has achieved significantly higher gross income during the financial year ended 31st March 2014 as compared to the last year on account of increase in share trading volumes. There was almost 1.266 times increase in Gross Revenue during the current period compare to last year. The net profit after tax has also increased during the current year as compared to last financial year.

Your company has achieved Gross Income/Revenue of Rs. 274000782.74 in the current financial year as compared to Rs. 216387337.06 of last year.

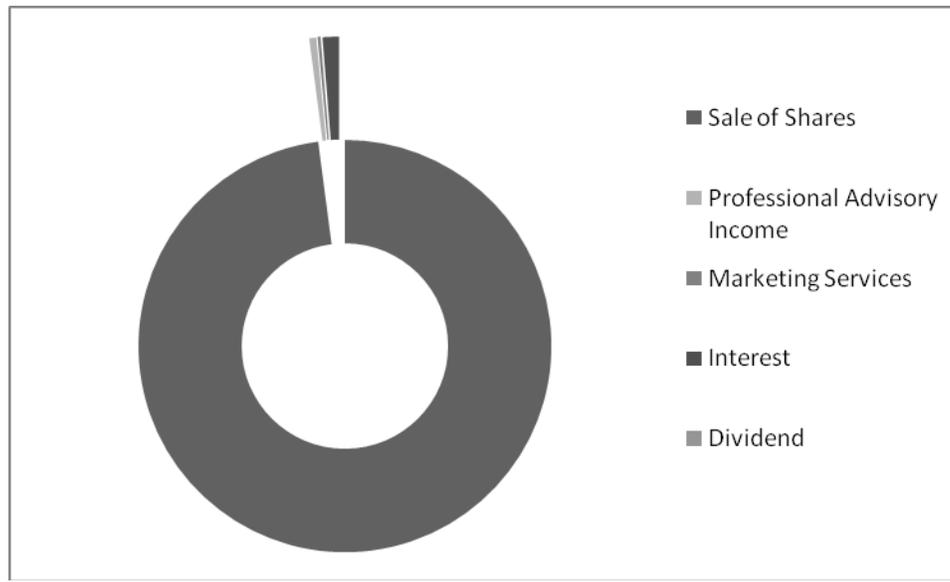
The Profit after Depreciation during last year was Rs. 1870488.46 and which has marginally increased in the current year to Rs. 1926972.09. The Company had made a net profit after tax of Rs. 1239080.65 during the last financial year which has increased to Rs. 1318835.38 during the current year which is about 06.47% higher than last year's NPAT.

The Net worth of the Company is Rs. 59937681.45 as on 31.03.2014. The book value of shares of your company as on 31st March 2014 comes to Rs. 11.28 per share.

During the Financial Year ended 31.03.2014, the Segment wise revenue before allocating expenses of the Company under different segments was as under:

• Sale of Shares	: Rs. 268305844.67
• Professional Advisory Income	:Rs. 1500000.00
• Marketing Services	: Rs. 643843.00
• Interest	: Rs. 3503028.91
• Dividend	: Rs. 48066.16

The Chart for Segment wise revenue before allocating expenses for the financial year 2013-14 is as under-



Industry Structure and Development

Global economic activity remains subdued amidst signs of diverging growth paths across major economies. In the US, a slow recovery is taking hold, driven by improvements in the housing sector and employment conditions. However, the pace of recovery remains vulnerable to the adverse impact of the budget sequestration which will gradually gain pace in the months ahead. There has been some improvement in consumer confidence on account of monetary and fiscal stimulus along with a pick-up in external demand on the back of a weakening yen. In the euro area, recessionary conditions, characterized by deterioration in industrial production, weak exports and low domestic demand, continued into Q1 of 2013. High unemployment, fiscal drag and hesitant progress on financial sector repair have eroded consumer confidence.

India is in transition and if it desires to regain its position as a leading emerging market investment destination, clarity and consistency of policy action is paramount. The election results hold the key. In anticipation, the equity markets have created an all time high and currency markets are buoyant. However, investors, private and foreign, will wait for stability of governance and policy action before committing long term capital to the country. At its core, India is facing a difficult economic situation on the growth, asset quality, inflation and fiscal deficit fronts. Growth is estimated to have bottomed, but recovery is predicated upon clarity of policy matters and decision making by the Government, both factors out of the control of private enterprise. Slower growth has translated into asset quality issues for the banking sector. Gross non performing loans have risen to 3.6% in FY 2013-14 from 2.5% in FY 2012-13, which may have been acceptable, given the capital requirements of Indian banks. However, if one includes restructured assets currently at 9.4%, the asset quality issue is a real concern. Inflation may have peaked out, but structural factors, especially on the food front, need to be adequately tackled. Monsoons will clearly be a variable in FY 2014-15, given the various predictions of a below par monsoon. Lastly, on the fiscal deficit, targets have been met, but many constituents continue to question the quality and means of this achievement.

The Government's first GDP estimate for FY 2013-14 estimates growth at 4.9%, largely in line with market expectations. The Interim budget which was the last budget of the UPA-II Government was "not" biased towards populist measures but focused on growth measures, like reduction in excise duties on capital and consumer goods and maintaining the fiscal deficit target within limits. The key to a higher growth would be



reviving investments (initially by revival of stalled projects), especially in the private sector and higher domestic savings, especially financial savings, by containing inflation and positive real return.

Debt in the private sector has risen despite India's total debt (private and public) remaining at approximately 139% of GDP, in line with the last 10 years' average. Rising private-sector debt coupled with repayments to the tune of approximately US\$20 bn annually make the economy vulnerable to international capital flows. Though the real economy is largely domestic oriented, given its dependence on capital flows, India is open to exchange volatility and its related pitfalls.

On the global front, the Federal Reserve reduced its monthly asset purchases with the last reduction for FY 2013-14 being made in February 2014. The monthly purchases are down to US\$ 65bn (US\$ 35 bn Treasury + US\$ 30 bn Mortgage Backed Securities). Global observers expect the tapering to continue in the coming months, leading to a complete wind down by end of Q2 2014-15. The year ahead will be challenging on the interest rate and credit quality front, however, if India votes a stable Government, we could see an improvement in asset quality and return growth.

While the global environment remains challenging, policy action in India has rebuilt buffers to cushion it against possible spillovers. These buffers effectively bulwarked the Indian economy against the two recent occasions of spillovers to EMDEs — the first, when the US Fed started the withdrawal of its large scale asset purchase programme and the second, which followed escalation of the Ukraine crisis. On both these occasions, Indian markets were less volatile than most of its emerging market peers. With the narrowing of the twin deficits – both current account and fiscal – as well as the replenishment of foreign exchange reserves, adjustment of the rupee exchange rate, and more importantly, setting in motion disinflationary impulses, the risks of near-term macro instability have diminished. However, this in itself constitutes only a necessary, but not a sufficient, condition for ensuring economic recovery. Much more efforts in terms of removing structural impediments, building business confidence and creating fiscal space to support investments will be needed to secure growth.

Since the second bi-monthly monetary policy statement of June 2014, global economic activity has been picking up at a modest space from a sharp slowdown in Q1. Investor risk appetite has buoyed financial markets, partly drawing strength from assurances of continuing monetary policy support in industrial countries. Portfolio flows to emerging market economies (EMEs) have risen strongly. This implies, however, that EMEs remain vulnerable to changes in investor risk appetite driven by any reassessment of the future path of US monetary policy or possible escalation of geopolitical tensions.

Opportunities

The RBI and the Government have taken notable steps in FY 2013-14 to address the economic headwinds. The Government formed the Project Management Group to facilitate large projects, undertook actions on power tariffs, gas price and continued diesel price increases. The RBI initiated efforts at recognizing and cleaning up Non-Performing Assets (“NPA”). On the policy front, it introduced a shift in focus to Consumer Price Inflation (CPI) from Wholesale Price Inflation (WPI), and a move towards inflation targeting. If implemented correctly and in a time bound manner, these collectively have the ability to create a meaningful impact on the economy.

The most important public expenditure management initiative taken by the Government relates to its reversal of policy from fiscal expansion to fiscal consolidation. The public expenditure management through fiscal consolidation required major initiatives to contain government spending without affecting developmental and welfare programmes. With economic growth rate slowing, it was imperative that government spending particularly for the vulnerable section of the society continues, to provide effective protection against inflation in a difficult year. Thus the rationalization of expenditure had to be carried out judiciously rather than indiscriminately. A number of important initiatives have been taken towards fiscal



consolidation largely with the aim of containing fiscal deficit, by taking appropriate measures particularly on the front of expenditure control, as brought out in earlier paras and optimization of revenue collections both on the tax and non-tax side.

In March and April, CPI headline inflation has risen on the back of a sharp increase in food prices. Some of this price pressure will continue into May, but it is largely seasonal. Moreover, CPI inflation excluding food and fuel has been edging down. The risks to the central forecast of 8 per cent CPI inflation by January 2015 remain broadly balanced. Upside risks in the form of a sub-normal/delayed monsoon on account of possible *El Nino* effects, geo-political tensions and their impact on fuel prices, and uncertainties surrounding the setting of administered prices appear at this stage to be balanced by the possibility of stronger Government action on food supply and better fiscal consolidation as well as the pass through of recent exchange rate appreciation. Accordingly, at this juncture, it is appropriate to leave the policy rate unchanged, and to allow the disinflationary effects of rate increases undertaken during September 2013-January 2014 to mitigate inflationary pressures in the economy.

The Reserve Bank remains committed to keeping the economy on a disinflationary course, taking CPI inflation to 8 per cent by January 2015 and 6 per cent by January 2016. If the economy stays on this course, further policy tightening will not be warranted. On the other hand, if disinflation, adjusting for base effects, is faster than currently anticipated, it will provide headroom for an easing of the policy stance.

Chart 1: Projection of CPI Inflation (y-o-y) for 2014-15

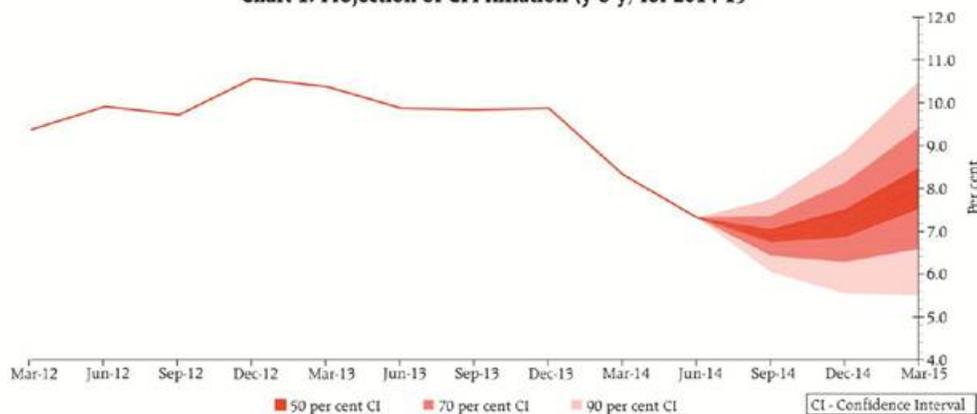
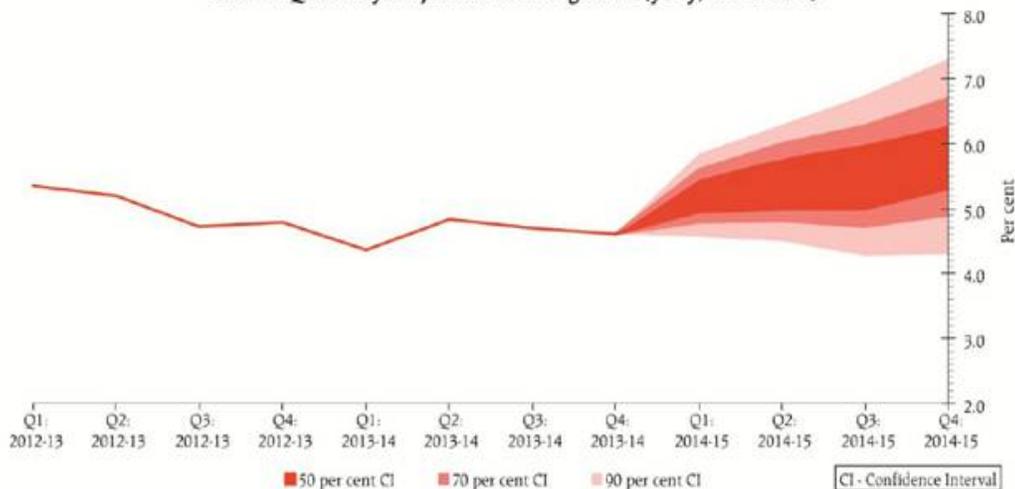


Chart 2: Quarterly Projection of GDP growth (y-o-y) for 2014-15





Delinquencies will stay elevated in 2014 and reach the highest level since FYE09 (end-March 2009) by March 2015. The new NPL addition should however slowdown from 2HFY15 from a revival in industrial growth, investments and infrastructure projects, which would directly and indirectly increase utilisation of financed commercial assets. The credit costs will remain high, but are unlikely to significantly dent the profitability of the eight major Indian non-bank finance companies (NBFCs).

An overhaul of the extant regulatory framework for non-banking financial companies (NBFCs) is underway to align it with several important developments which have taken place in the financial sector. It is, therefore, proposed to keep in abeyance, subject to certain exceptions, issue of Certificate of Registration (CoR) for conducting NBFC business, except in the public interest, till an appropriate regulatory framework is put in place for the NBFC sector.

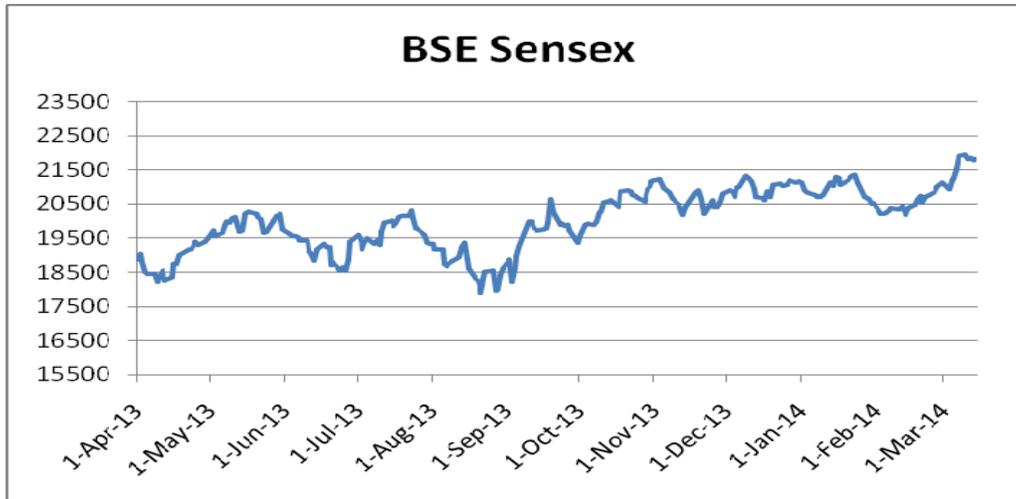
Going forward, the five-pillar approach will continue to guide the design and calibration of developmental measures. With competition in the banking sector set to increase, financial markets will play a complementary role, allowing banks to trade their long term assets and match the maturity profile of assets and liabilities. Simultaneously, the Reserve Bank will strive to increase the reach of financial services to everyone, however remote or small, by using technology, new products, and new entities to link people up to the formal financial system. Priority sector lending will become an effective vehicle to promote greater financial access. Concomitantly, the Reserve Bank will take steps for early recognition and resolution of distress with a focus on putting real assets back to work in their best use.

With a view to ensuring fair and transparent credit pricing and to give a fillip to the flow of credit to micro and small enterprises (MSEs) borrowers, it would be desirable for SCBs to provide differential interest rates for MSEs and other borrowers whose loans are covered under the credit guarantee scheme. SCBs are encouraged to undertake a review of their loan policy governing extension of credit facilities to the MSE sector and should consider using Board approved credit scoring models in their evaluation of the loan proposals of MSE borrowers.

Measures have been taken to expand banking services to the financially excluded sections of society with the appropriate application of technology. The GIRO Advisory Group (GAG) has recommended a tiered structure approach for a centralised bill payment system that will enable inter-operability *viz.*, (a) Bharat Bill Payment System (BBPS) and (b) Bharat Bill Payment Operating Units (BBPOUs). The recommendations of the GAG report are under examination. A Technical Committee (Chairman: Shri B. Sambamurthy) set up to examine the challenges being faced by banks in taking mobile banking forward for achieving financial inclusion submitted its report in January 2014. This was placed in the public domain for feedback. The recommendations of the Committee will be examined closely, and plans for the way forward will be discussed with stakeholders.

RBI regulations aided by technology have ensured that banks enter the rural and less profitable areas to ensure financial inclusion and banking has evolved from brick and mortar branch structure to facilitator/business correspondent models. They have woken up to the potentialities of the areas hitherto occupied by other financial intermediaries/ NBFCs and operate now as financial supermarkets, offering a variety of products. The sharp demarcations between various FIs are now getting smudged.

Indian stock market last year gave the second highest returns globally, driven largely by higher inflows from foreign institutional investors according to the economic survey 2013-14.



All sectoral indices gained investor confidence. Looking forward, the Indian stock market's outlook is pleasant. Now it's time for the figures to determine the direction of Indian market. Now is the time for close watch and right catch.

The NBFCs have maintained stable asset quality, although cyclical pressures have started to push up delinquencies. A stable operating performance has facilitated their access to funding from banks and capital markets. A protracted and sharp contraction in industrial activities (and overall economic growth) can adversely impact their credit quality. The asset quality pressures in such a scenario could exceed assumptions and lead to negative rating actions. Conversely, a strong through-the-cycle operating performance, stable asset quality, robust capital buffers and diversified funding profile can lead to positive rating actions.

Your Company, like in the past, will continue to invest in the stock market and provide Project Consultancy, Project Financing and Software Development thereby benefiting from the Industrial Growth and in turn contributing to the economic growth of the country.

Challenges

The macroeconomic outlook for 2013-14 is subject to a number of risks as indicated below.

- i) By far the biggest risk to the economy stems from the CAD which, last year, was historically the highest and well above the sustainable level of 2.5 per cent of GDP as estimated by the Reserve Bank. Admittedly, the fiscal deficit is programmed to decline, but even factoring that in, it is still high. Large fiscal deficits can potentially spill over into the CAD and undermine its sustainability even further. A large CAD, appreciably above the sustainable level year after year, will put pressure on servicing of external liabilities.
- ii) Even as the large CAD is a risk by itself, its financing exposes the economy to the risk of sudden stop and reversal of capital flows. Although the CAD could be financed last year because of easy liquidity conditions in the global system, the global liquidity situation could quickly alter for EDEs, including India, for two reasons. First, the outlook for AEs remains uncertain, and even if there may be no event shocks, there could well be process shocks which could result in capital outflows from EDEs. Second, with quantitative easing (QE), AE central banks are in uncharted territory with considerable uncertainty about the trajectory of recovery and the calibration of QE. Should global liquidity conditions rapidly tighten, India



could potentially face a problem of sudden stop and reversal of capital flows jeopardising our macro-financial stability.

iii) Sustained revival of growth is not possible without a revival of investment. But investment sentiment remains inhibited owing to subdued business confidence and dented business profitability. Both borrowers and lenders have become risk averse. Borrowers have become risk averse because of governance concerns, delays in approvals and tighter credit conditions. For lenders, risk aversion stems from the erosion of asset quality, deteriorating cash flow situation of borrowers eroding their credit worthiness and heightened risk premiums.

iv) Looking ahead, the effectiveness of monetary policy in bringing down inflation pressures and anchoring inflation expectations could be undermined by supply constraints in the economy, particularly in the food and infrastructure sectors. Food price pressures, upward revisions in the MSPs and rapid wage increases are leading to a wage-price spiral. Without policy efforts to unlock the tightening supply constraints and bring enduring improvements in productivity and competitiveness, growth could weaken even further and inflationary strains could re-emerge.

While NBFCs have witnessed substantial growth over the years, there are few areas of concern which need to be addressed. For instance, while NBFCs have enjoyed an edge over banks in semi-urban & rural markets here banking network is not yet strong, they have limited spread in urban markets. Nonetheless, in recent years, NBFCs have begun to create niches for themselves that are often neglected by banks. These primarily include providing finance to non-salaried individuals, traders, transporters, stock brokers, etc.

In the past few years, the increased competition from banks in the retail finance segment has led to excess diversification by NBFCs from their core business activities. The sector has witnessed introduction of various innovative products such as used vehicles financing, small personal loans, three-wheeler financing, IPO financing, finance for tyres & fuel, asset management, mutual fund distribution and insurance advisory, etc. Besides, NBFCs are aspiring to emerge as a one-stop shop for all financial services.

NBFCs have also ventured into riskier segments such as unsecured loans, purchase finance for used commercial vehicles, capital market lending, etc. Moreover, NBFC's customer profile is concentrated on the self-employed segment. The earlier mentioned factors increase their risk profile which could have adverse impact on the financial health of NBFCs.

Although some improvement has been witnessed in auto sales in last few months, the demand for vehicle finance is likely to remain subdued. Besides, given the significant slowdown in the Indian economy, NBFCs were encountering structural challenges such as increased refinancing risk, short-term asset-liability mismatch leading to decelerating growth and declining margins. This is expected to have a bearing on the profitability of NBFCs in the medium term.

Given that growth in vehicle finance might remain low in the medium term, NBFCs are expected to focus on rural and semi-urban markets. Credit requirements of rural population are primarily met by banks from organised sector or local money lenders. Though, in recent years there has been some penetration of NBFCs in this segment, the market still remains largely untapped. There is a large section of rural population which does not have access to credit either because of their inability to meet the lending covenants of banks or due to high interest rates of local money lenders. This provides a huge opportunity for NBFC sector to spread their business in the rural & semi-urban markets.

G. K. Consultants Limited being a zero debt company has a strong financial position and has been following prudent business strategies, which has enabled it to improve its performance despite these competitive & recessionary conditions.

G. K. Consultants Limited being a Non Banking Financial Company has been regularly investing in the



stock market. During the fiscal 2013-14, the company has invested and played in the stock market and mostly kept stocks for shorter period and traded on daily basis, thereby earned profits throughout the year. Though the company has in general made good profits from its investments, but the uncertainties of the stock market hit one and all at some or the other time.

It is true that the growth in the IT industry has been manifold but then it has its own share of risks and challenges in the form of rapid technological change, evolving industry standards, rapid increase in competition, changing client preferences/requirements and new product and service introductions. Thus the future success of the Company in this field depends upon its capability to keep pace with these changes and thereafter render satisfactory services to its clients.

Outlook

G. K. Consultants Limited as a NBFC intends to continue its investment in the various Corporate and its business in the Service Sector.

Your company is planning to explore the benefits of Stock Markets to the maximum possible extent in the year 2014-15.

Risk and Concern

G. K. Consultants Limited like any other company in the service sector is exposed to various specific risks that are particular to its businesses and the general environment or economic risks within which it operates, including economic cycle, market risk and credit risk. G. K. Consultants Limited manages risks by maintaining a conservative financial profile, and by following prudent business and risk management practices.

In the software segment the major risk which the company is exposed is that it is very fast evolving and developing sector, with which one needs to keep pace with otherwise survival would be difficult due to the existing stiff competition.

Stock Markets have always been very volatile and are influenced by a number of factors such as change in government, civil disturbances, government policies, foreign treaties and relations, etc. Therefore the company before investing makes a thorough analysis of the scrip and the industry concerned but if some one is trading in the stock market, the losses and profits as a result of the various unprecedented changes are a part of the entire deal.

Financial Performance

The Company's turnover stood at Rs. 2740.00 lacs in the year under review as compared to Rs. 2163.87 lacs in the previous year. The net profits after taxes have also increased in current fiscal to Rs. 13.18 lacs as compared to Rs. 12.39 lacs in previous year.

There are no borrowings in the company and Your Company is a debt free company. This has saved the company from facing the adversities of the market as well as increase in lending rates by bank.

The earning per share has slightly improved from Rs. 0.23 per share to Rs. 0.25 per share during the year under review.



Adequacy of Internal Control

G. K. Consultants Limited has a proper and adequate system of internal controls to ensure that all activities are monitored and controlled against any unauthorized use or disposition of assets, and that the transactions are authorized, recorded and reported correctly.

G. K. Consultants Limited ensures adherence to all internal control policies and procedures as well as compliance with all regulatory guidelines. The audit committee of the Board of Directors reviews the adequacy of internal control.

Human Resource Development

G. K. Consultants Limited has a team of able and experienced industry professionals. The maximum number of employees at any point of time in the company was 9.

Related Party Disclosure

1. Related parties and transactions with them as required under Accounting Standard 18 (AS-18) are furnished under Note No. 15.07 of Part C of the Notes to Accounts attached with the Financial Statement for the year ended 31st March 2014. There are no other pecuniary relationships or transactions with non-executive independent directors.

2. The transaction with related parties are neither materially significant nor they have any potential conflict with interests of the Company at large.

Cautionary Statement

Statements in the Management Discussions and Analysis describing the company's objectives, projections, estimates or predictions may be considered to be "forward-looking statements" as of the date of this report and are stated as required by applicable laws and regulations. Actual performance and results could differ materially from those expressed or implied and the Company owes no obligation to publicly update these forward looking statements to reflect subsequent events or circumstances. Market data and analysis contained in this report has been obtained from internal Company reports and industry publications, but their accuracy and completeness are not guaranteed and their reliability cannot be assured.



To,

**The Board of Directors
G. K. Consultants Limited,
New Delhi**

CERTIFICATION BY MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER

We have reviewed the financial statements and the cash flow statements for the year 2013-14 and to the best of our knowledge and belief:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;
3. There are to the best of our knowledge and belief, no transactions entered in to by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct;
4. We accept the responsibility for establishing and maintaining Internal Controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of Internal controls, if any, of which we are aware and the steps we have taken or proposed to take to rectify these deficiencies;
5. We further certify that:-
 - (a) There have been no significant changes in internal control during this year;
 - (b) There have been no significant changes in accounting policies during this year and that the same has been disclosed in the notes to the financial statements; and
 - (c) There have been no instances of significant fraud, of which we have become aware, involving management or an employee having a significant role in the Company's internal control systems.

(VIJAY KUMAR SINHA)
DIN: 01089578
Managing Director

(SUBOADH GUPTA)
DIN: 00006243
Director

(SHILPA VERMA)
ACS: 32810
Company Secretary

Date : 30.08.2014
Place : New Delhi



Balance Sheet as at 31 March, 2014

No.	Particulars	Note Part B	As at 31 March, 2014	As at 31 March, 2013
A	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	1	5,30,57,400.00	5,30,57,400.00
	(b) Reserves and surplus	2	68,80,281.45	55,61,446.07
	(c) Money received against share warrants		-	-
			5,99,37,681.45	5,86,18,846.07
2	Share application money pending allotment		-	-
3	Non-current liabilities			
	(a) Long-term borrowings		-	-
	(b) Deferred tax liabilities (net)	C-15.10	47,967.97	57,643.26
	(c) Other long-term liabilities		-	-
	(d) Long-term provisions		-	-
			47,967.97	57,643.26
4	Current liabilities			
	(a) Short-term borrowings		-	-
	(b) Trade payables	3	-	3,20,239.77
	(c) Other current liabilities	4	93,367.00	1,23,014.00
	(d) Short-term provisions	5	6,17,812.00	5,87,375.00
			7,11,179.00	10,30,628.77
	TOTAL		6,06,96,828.42	5,97,07,118.10
B	ASSETS			
1	Non-current assets			
	(a) Fixed assets			
	(i) Tangible assets	6.A	2,94,439.16	3,50,870.77
	(ii) Intangible assets	6.B	1.00	1.00
	(iii) Capital work-in-progress		-	-
	(iv) Intangible assets under development		-	-
	(v) Fixed assets held for sale		-	-
			2,94,440.16	3,50,871.77
	(b) Non-current investments	7	58,35,313.50	58,15,032.84
	(c) Deferred tax assets (net)	C-15.10	-	-
	(d) Long-term loans and advances		-	-
	(e) Other non-current assets		-	-
			61,29,753.66	61,65,904.61
2	Current assets			
	(a) Current investments		-	-
	(b) Inventories	8	20,51,759.45	25,18,355.10
	(c) Trade receivables	9	27,05,621.28	8,14,584.92
	(d) Cash and cash equivalents	10	56,51,487.99	88,60,843.43
	(e) Short-term loans and advances	11	4,41,58,206.04	4,13,47,430.04
	(f) Other current assets		-	-
			5,45,67,074.76	5,35,41,213.49
	TOTAL		6,06,96,828.42	5,97,07,118.10
	Accounting Policies	Part A		
	Other Notes on accounts & additional information	Part C		
	Notes from Part A to Part C form integral part of Accounts			
In terms of our report attached.		For and on behalf of the Board of Directors		
For UMESH AMITA & CO. Chartered Accountants FRN: 007238C		VIJAY KUMAR SINHA (Managing Director) DIN - 01089578		
(CA. UMESH GARG) Partner, M.No. 073517 Place : New Delhi. Date : 10.05.2014		SUBOADH GUPTA (Director) DIN - 00006243		
		CS. SHILPA VERMA (Company Secretary) Membership No. A-32810		



Cash Flow Statement for the year ended 31 March, 2014

Particulars	For the year ended 31.03.2014	For the year ended 31.03.2013
A. Cash flow from operating activities		
Net Profit before extraordinary items and tax	19,26,972.09	18,70,488.46
<i>Adjustments for:</i>		
Depreciation and amortisation	56,431.61	68,333.44
Others	-	-
Operating profit before working capital changes	19,83,403.70	19,38,821.90
<i>Changes in working capital:</i>		
<i>Adjustments for (increase) / decrease in operating assets:</i>		
Inventories	4,66,595.65	14,49,522.00
Trade receivables	-18,91,036.36	7,25,457.29
Short-term loans and advances	-28,10,776.00	-41,48,614.00
Long-term loans and advances	-	-
Other current assets	-	-
Other non-current assets	-	-
<i>Adjustments for increase / (decrease) in operating liabilities:</i>		
Trade payables	-3,20,239.77	-11,75,392.27
Other current liabilities	-29,647.00	2,078.00
Other long-term liabilities	-	-
Short-term provisions	30,437.00	-40,139.00
Long-term provisions	-	-
	-25,71,262.78	-12,48,266.08
Cash flow from extraordinary items	-	-
Cash generated from operations before tax	-25,71,262.78	-12,48,266.08
Net income tax (paid) / refunds	-6,17,812.00	-6,38,565.00
Net cash flow from / (used in) operating activities (A)	-31,89,074.78	-18,86,831.08
B. Cash flow from investing activities		
Capital expenditure on fixed assets, including capital advances	-	-
Proceeds from sale of fixed assets	-	-
Purchase (-)/Sale(+) of long-term investments (Others)	-20,280.66	41,75,189.43
Net cash flow from / (used in) operating activities (B)	-20,280.66	41,75,189.43
C. Cash flow from financing activities		
Proceeds from issue of shares capital	-	-
Proceeds from long-term borrowings	-	-
Repayment of long-term borrowings	-	-
Proceeds from short-term borrowings	-	-
Repayment of short-term borrowings	-	-
Others	-	-
Net cash flow from / (used in) financing activities (C)	-	-
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	-32,09,355.44	22,88,358.35
Cash and cash equivalents at the beginning of the year	88,60,843.43	65,72,485.08
Effect of exchange differences on restatement of foreign currency Cash and cash	-	-
Cash and cash equivalents at the end of the year	56,51,487.99	88,60,843.43
Details of Cash & Cash Equivalent at the end of the year-		
Cash in hand	9,20,182.77	12,34,580.54
Cash at bank	47,31,305.22	76,26,262.89
Total Cash & Cash Equivalent at the end of the year	56,51,487.99	88,60,843.43

In terms of our report attached.

For and on behalf of the Board of Directors

For UMESH AMITA & CO.
Chartered Accountants
FRN: 007238C

VIJAY KUMAR SINHA SUBOADH GUPTA
(Managing Director) (Director)
DIN - 01089578 DIN - 00006243

(CA. UMESH GARG)
Partner, M.No. 073517

CS. SHILPA VERMA
(Company Secretary)
Membership No. A-32810

Place : New Delhi.
Date : 10.05.2014



Notes forming part of the financial statements

PART A

Note	Particulars
1	Corporate information M/s G.K. Consultants Limited is a Non Banking Financial Company registered with RBI. The company is engaged in business of consultancy, share trading, investment, hiring of assets, software business and other activities of a non banking finance company. It's registered office is situated in Delhi.
2	Significant accounting policies The significant accounting policies have been predominantly presented below in the order of the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended). "The Company is not a Small and Medium Sized Company as defined in the General Instructions in respect of Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended). Accordingly, the Company has complied with the all the Accounting Standards as applicable to Non Small and Medium Sized Company."
2.1	Basis of accounting and preparation of financial statements The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956 and the Companies Act, 2013.. The financial statements have been prepared on accrual basis. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.
2.2	Use of estimates The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.
2.3	Inventories Inventories are valued at cost (on FIFO).
2.4	Cash and cash equivalents (for purposes of Cash Flow Statement) Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.
2.5	Cash flow statement Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.
2.6	Depreciation and amortisation Depreciation has been provided on the Straight Line Method as per the rates prescribed in Schedule XIV to the Companies Act, 1956.
2.7	Revenue recognition All incomes are generally accounted for on accrual basis as they are earned.
2.8	Other income Dividend income is accounted for on receipt basis.
2.9	Tangible fixed assets Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition up to the date the asset is ready for its intended use & other incidental expenses incurred up to that date. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits.



Notes forming part of the financial statements

Part A contd

Note Significant accounting policies (contd.)

Note	Particulars
2.10 Intangible assets	Intangible assets are carried at cost less accumulated amortisation and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates.
2.11 Foreign currency transactions and translations	Not applicable to the company.
2.12 Government grants, subsidies and export incentives	Not applicable to the company.
2.13 Investments	Long-term investments (excluding investment properties), are carried individually at cost less provision for diminution, other than temporary if any, in the value of such investments. Current investments are nil in the company.
2.14 Employee benefits	Employee benefits which include provident fund, superannuation fund, gratuity fund, compensated absences, long service awards and post-employment medical benefits, are nil in the company as per terms of employment.
2.15 Employee share based payments	Not applicable to the company.
2.16 Borrowing costs	Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan wherever applicable. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset is added to the cost of the assets wherever applicable.
2.17 Segment reporting	<p>The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.</p> <p>The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment wherever applicable.</p>
2.18 Leases	The company has not undertaken any lease agreement.
2.19 Earnings per share	Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the number of equity shares outstanding during the year.
2.20 Research and development expenses	The company has not incurred any research and development expenses.



Notes forming part of the financial statements

Part A contd

Note Significant accounting policies (contd.)

Note	Particulars
2.21	Taxes on income Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company, if applicable. Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability
2.22	Joint venture operations Not applicable to the company.
2.23	Impairment of assets No impairment of assets has been done during the financial year 2012-13 and in current financial year 2013-14.
2.24	Provisions and contingencies A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.
2.25	Provision for warranty The provision for warranty is nil in the company.
2.26	Hedge accounting Not applicable to the company.
2.27	Derivative contracts Not applicable to the company.
2.28	Share issues expenses Not applicable to the company.
2.29	Insurance claims Not applicable to the company.
2.30	Service tax input credit Service tax input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is no uncertainty in availing / utilising the credits.



Notes forming part of the financial statements

PART B

Note 1 Share capital

Particulars	As at 31 March, 2014		As at 31 March, 2013	
	Number of shares	Amount	Number of shares	Amount
(a) Authorised Equity shares of Rs. 10 each with voting rights	60,00,000	6,00,00,000.00	60,00,000	6,00,00,000.00
(b) Issued # Equity shares of Rs. 10 each with voting rights	53,11,800	5,31,18,000.00	53,11,800	5,31,18,000.00
(c) Subscribed and fully paid up Equity shares of Rs. 10 each with voting rights	52,90,600	5,29,06,000.00	52,90,600	5,29,06,000.00
(d) Subscribed but not fully paid up Equity shares of Rs. 10 each with voting rights, Rs. 2.86 not paid up per share	21,200	1,51,400.00	21200	1,51,400.00
Total	53,11,800	5,30,57,400.00	53,11,800	5,30,57,400.00

The Company has only one class of equity shares having par value of Rs. 10 per share. Each shareholder is entitled to one vote per share.

Issued shares are those which are offered for subscription within the authorised capital. All the issued shares are fully subscribed except on 21200 shares call of Rs. 2.86 per share is pending.



Notes forming part of the financial statements

Part B contd

Note 1 Share capital (contd.)

Particulars								
Notes:								
(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:								
Particulars	Opening Balance	Fresh issue	Bonus	ESOP	Conversion	Buy back	Other changes (give details)	Closing Balance
Equity shares with voting rights (Issued,Subscribed & Fully Paid up)								
Year ended 31 March, 2014								
- Number of shares	52,90,600	-	-	-	-	-	-	52,90,600
- Amount (Rs)	5,29,06,000	-	-	-	-	-	-	5,29,06,000
Year ended 31 March, 2013								
- Number of shares	52,90,600	-	-	-	-	-	-	52,90,600
- Amount (Rs)	5,29,06,000	-	-	-	-	-	-	5,29,06,000
Equity shares with voting rights (Issued,Subscribed but not Fully Paid up)								
Year ended 31 March, 2014								
- Number of shares	21,200	-	-	-	-	-	-	21,200
- Amount (Rs)	1,51,400	-	-	-	-	-	-	1,51,400
Year ended 31 March, 2013								
- Number of shares	21,200	-	-	-	-	-	-	21,200
- Amount (Rs)	1,51,400	-	-	-	-	-	-	1,51,400
(ii) Arrears of fixed cumulative dividends on preference shares as at 31 March, 2014 is nil. (As at 31 March, 2013 is nil)								
(iii) Shareholding of holding company, ultimate holding company, subsidiaries of holding company, associates of holding company, subsidiaries of ultimate holding company, associates of ultimate holding company as at 31 March, 2014 is nil. (As at 31 March, 2013 is nil)								
(iv) There is no shareholder in company holding more than 5% shares as at 31 March 2013. (As at 31 March 2013 also Nil)								
(v) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash, bonus shares and shares bought back for the period of 5 years immediately preceding the Balance Sheet date is nil as at 31 March 2014. (As at 31 March 2013 also Nil)								
(vi) Details of calls unpaid								
Particulars	As at 31 March, 2014		As at 31 March, 2013					
	Number of shares	Amount Unpaid	Number of shares	Amount Unpaid				
<u>Equity shares with voting rights</u>								
Aggregate of calls unpaid								
- by directors								
- by officers								
- by others	21200	60600	21200	60600				
(vii) Details of forfeited shares : Nil as at 31 March 2014 and also NIL as at 31 March 2013.								



Notes forming part of the financial statements

Part B contd

Note 2. Reserves and surplus

Particulars	As at 31 March, 2014	As at 31 March, 2013
(a) Capital reserve	-	-
(b) Capital redemption reserve	-	-
(c) Securities premium account	-	-
(d) Debenture redemption reserve	-	-
(e) Revaluation reserve	-	-
(f) Share options outstanding account	-	-
<u>(g) General reserve</u>		
Opening balance	14,72,482.42	14,72,482.42
Add: Transferred from surplus in Statement of Profit and Loss	-	-
Less: Utilised / transferred during the year	-	-
Closing balance	14,72,482.42	14,72,482.42
(h) Foreign currency translation reserve	-	-
(i) Hedging reserve	-	-
<u>(j) Other reserves (Contingent reserve for Standard Assets)</u>		
Opening balance	52,674.92	62,076.44
Add: Additions / transfers during the year	-	-
Less/Add: Utilisations / transfers during the year	20,871.91	9,401.52
Closing balance	73,546.83	52,674.92
<u>(k) Surplus / (Deficit) in Statement of Profit and Loss</u>		
Opening balance	40,36,288.73	27,87,806.56
Add: Profit / (Loss) for the year	13,18,835.38	12,39,080.65
Less: Interim dividend	-	-
Transferred to/from Contingent Reserve for Standard Assets	20,871.91	(9,401.52)
Closing balance	53,34,252.20	40,36,288.73
Total Reserves & Surplus	68,80,281.45	55,61,446.07



Notes forming part of the financial statements

Part B contd

Note 3 Trade payables *

Particulars	As at 31 March, 2014	As at 31 March, 2013
Trade payables:		
Acceptances	-	3,20,239.77
Other than Acceptances	-	-
Total Trade Payables	-	3,20,239.77

* Trade payables are dues in respect of goods purchased or services received (including from employees, professionals and others under contract) in the normal course of business.

Note 4 Other current liabilities

Particulars	As at 31 March, 2014	As at 31 March, 2013
(a) Current maturities of long-term debt		
(b) Current maturities of finance lease obligations		
(c) Interest accrued but not due on borrowings		
(d) Interest accrued and due on borrowings		
(e) Income received in advance (Unearned revenue)		
(f) Unpaid matured deposits and interest accrued thereon		
(g) Unpaid matured debentures and interest accrued thereon		
(h) Other payables		
(i) Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, etc.)	-	71,070.00
(ii) Advances from customers	-	-
(iii) Others (Audit fee, Legal Fee & TDS payable)	93,367.00	51,944.00
Total Other Current Liabilities	93,367.00	1,23,014.00

Note 5 Short-term provisions

Particulars	As at 31 March, 2014	As at 31 March, 2013
(a) Provision for employee benefits	-	-
(b) Provision - Others:		
(i) Provision for tax (without deducting taxes paid)	6,17,812.00	5,87,375.00
Total Short Term Provisions	6,17,812.00	5,87,375.00



Notes forming part of the financial statements
Part B contd

Note 6A. Fixed assets

A.	Tangible assets	Gross block					Balance as at 31 March, 2014
		Balance as at 1 April, 2013	Additions	Disposals	Borrowing cost capitalised	Other adjustments	
	(a) Land	-	-	-	-	-	-
	(b) Buildings	-	-	-	-	-	-
	(c) Plant and Equipment Owned	16,99,250.00	-	-	-	-	16,99,250.00
	(d) Furniture and Fixtures Owned	90,505.00	-	-	-	-	90,505.00
	(e) Vehicles Owned	2,750.00	-	-	-	-	2,750.00
	(f) Office equipment Owned	1,75,098.00	-	-	-	-	1,75,098.00
	(g) Leasehold improvements	-	-	-	-	-	-
	(h) Others	-	-	-	-	-	-
	Total	19,67,603.00	-	-	-	-	19,67,603.00
	Previous year	19,52,603.00	-	-	-	-	19,67,603.00

Note 6A. Fixed assets (contd.)

A	Tangible assets	Accumulated depreciation and impairment			Net block		
		Balance as at 1 April, 2013	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Balance as at 31 March, 2014	Balance as at 31 March, 2014	Balance as at 31 March, 2013
	(a) Land	-	-	-	-	-	-
	(b) Buildings	-	-	-	-	-	-
	(c) Plant and Equipment Owned	14,56,028.78	42,254.85	-	14,98,283.63	2,00,966.37	2,43,221.22
	(d) Furniture and Fixtures Owned	70,682.12	5,728.97	-	76,411.09	14,093.91	19,822.88
	(e) Vehicles Owned	576.95	130.63	-	707.58	2,042.42	2,173.05
	(f) Office equipment Owned	89,444.38	8,317.16	-	97,761.54	77,336.46	85,653.62
	(g) Leasehold improvements	-	-	-	-	-	-
	(h) Others	-	-	-	-	-	-
	Total	16,16,732.23	56,431.61	-	16,73,163.84	2,94,439.16	3,50,870.77
	Previous year	15,60,300.62	56,431.61	-	16,16,732.23	3,50,870.77	4,07,302.38

(i) Information regarding assets under lease (taken or given), is not applicable in the company.

(ii) Asset disposals through demergers and amounts written off on reduction of capital is not applicable to the company.

(iii) None of the assets has been revalued during the period.



Notes forming part of the financial statements

Part B contd

Note 6B. Fixed assets (contd.)

B	Intangible assets	Gross block					Balance as at 31 March, 2014
		Balance as at 1 April, 2013	Additions	Disposals	Borrowing cost capitalised	Other adjustments	
	(a) Goodwill	-	-	-	-	-	-
	(b) Brands / trademarks	-	-	-	-	-	-
	(c) Computer software	198680.00	-	-	-	-	198680.00
	(d) Mastheads and publishing	-	-	-	-	-	-
	(e) Mining rights	-	-	-	-	-	-
	(f) Copyrights, patents and other intellectual property rights, services and operating rights	-	-	-	-	-	-
	(g) Recipes, formulae, models, designs and prototypes	-	-	-	-	-	-
	(h) Licenses and franchise	-	-	-	-	-	-
	(i) Others	-	-	-	-	-	-
	Total	1,98,680.00	-	-	-	-	1,98,680.00
	Previous year	1,98,680.00					1,98,680.00

B	Intangible assets	Accumulated depreciation and impairment			Net block		
		Balance as at 1 April, 2013	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Balance as at 31 March, 2014	Balance as at 31 March, 2014	Balance as at 31 March, 2012
	(a) Goodwill	-	-	-	-	-	-
	(b) Brands / trademarks	-	-	-	-	-	-
	(c) Computer software	1,98,679.00	-	-	1,98,679.00	1.00	1.00
	(d) Mastheads and publishing	-	-	-	-	-	-
	(e) Mining rights	-	-	-	-	-	-
	(f) Copyrights, patents and other intellectual property rights, services and operating rights	-	-	-	-	-	-
	(g) Recipes, formulae, models, designs and prototypes	-	-	-	-	-	-
	(h) Licenses and franchise	-	-	-	-	-	-
	(i) Others	-	-	-	-	-	-
	Total	1,98,679.00	-	-	1,98,679.00	1.00	1.00
	Previous year	1,86,777.17	11,901.83	-	1,98,679.00	1.00	11,902.83

(i) Information regarding assets under lease (taken or given), is not applicable in the company.

(ii) Asset disposals through demergers and amounts written off on reduction of capital is not applicable to the company.

(iii) None of the assets has been revalued during the period.

C. Depreciation and amortisation relating to continuing operations:			
	Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
1	Depreciation and amortisation for the year on tangible assets as per Note 6 A	56,431.61	56,431.61
2	Depreciation and amortisation for the year on intangible assets as per Note 6 B	-	11,901.83
3	Less: Utilised from revaluation reserve		
4	Depreciation and amortisation relating to discontinuing operations (Refer Note 30.11)		
5	Depreciation and amortisation relating to continuing operations	56,431.61	68,333.44
	(i) There were no reduction of capital or revaluation of assets or sums added to assets on revaluation during the preceding 5 years		
	(ii) No assets were acquired under hire purchase agreements.		
	(iii) There are no assets jointly owned by the Company with others.		



Notes forming part of the financial statements

Part B contd

Note 8 Inventories

(Valued at cost of acquisition)

Particulars	As at 31 March, 2014	As at 31 March, 2013
(a) Raw materials	-	-
Goods-in-transit	-	-
(b) Work-in-progress	-	-
Goods-in-transit	-	-
(c) Finished goods (other than those acquired for trading)	-	-
Goods-in-transit	-	-
(d) Stock-in-trade (shares acquired for trading) at cost	20,51,759.45	25,18,355.10
Goods-in-transit	-	-
(e) Stores and spares	-	-
Goods-in-transit	-	-
(f) Others	-	-
Goods-in-transit	-	-
	-	-
Total	20,51,759.45	25,18,355.10

Note 9 Trade receivables

Particulars	As at 31 March, 2014	As at 31 March, 2013
Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
Secured, considered good	-	-
Unsecured, considered good	-	-
Doubtful	-	-
	-	-
Less: Provision for doubtful trade receivables		
Sub Total	-	-
Other Trade receivables		
Secured, considered good	-	-
Unsecured, considered good	27,05,621.28	8,14,584.92
Doubtful		
	27,05,621.28	8,14,584.92
Less: Provision for doubtful trade receivables	-	-
Sub Total	27,05,621.28	8,14,584.92
Total Trade Receivable	27,05,621.28	8,14,584.92

Note-

There are no Trade receivables including debts due from Directors, their relatives, companies/firms in which directors are interested.

Note 10 Cash and cash equivalents

Particulars	As at 31 March, 2014	As at 31 March, 2013
(a) Cash on hand	9,20,182.77	12,34,580.54
(b) Cheques, drafts on hand	-	-
(c) Balances with banks		
(i) In current accounts	9,76,344.72	60,11,295.62
(ii) In EEFC accounts	-	-
(iii) In deposit accounts (Refer Note (i) below)	27,38,710.50	16,14,967.27
(iv) In earmarked accounts	-	-
(d) Others- FDR with Bajaj Fin	10,16,250.00	-
Total	56,51,487.99	88,60,843.43



Notes forming part of the financial statements

Part B contd

Note 11 Short-term loans and advances

Particulars	As at 31 March, 2014	As at 31 March, 2013
(a) Loans and advances to related parties	-	-
Less: Provision for doubtful loans and advances	-	-
(b) Security deposits	-	-
Secured, considered good	-	-
Unsecured, considered good	70,000.00	70,000.00
Doubtful	-	-
	70,000.00	70,000.00
Less: Provision for doubtful deposits	-	-
	70,000.00	70,000.00
(c) Loans and advances to employees	-	-
Secured, considered good	-	-
Unsecured, considered good	-	-
Doubtful	-	-
	-	-
Less: Provision for doubtful loans and advances	-	-
	-	-
(d) Prepaid expenses - Unsecured, considered good	74,907.00	74,907.00
(e) Balances with government authorities	-	-
Unsecured, considered good	-	-
(i) Service Tax credit receivable	-	-
(ii) Advance Tax, TDS , STT & FBT	35,55,168.04	30,63,808.04
	36,30,075.04	31,38,715.04
(f) Inter-corporate deposits	-	-
Secured, considered good	-	-
Unsecured, considered good	92,78,583.00	71,75,000.00
Doubtful	-	-
	92,78,583.00	71,75,000.00
Less: Provision for doubtful inter-corporate deposits	-	-
	92,78,583.00	71,75,000.00
(g) Others (Advance Recoverable in cash or kind)	-	-
Secured, considered good	-	-
Unsecured, considered good	3,11,79,548.00	3,09,63,715.00
Doubtful	-	-
	3,11,79,548.00	3,09,63,715.00
Less: Provision for other doubtful loans and advances	-	-
	3,11,79,548.00	3,09,63,715.00
Total Short Term Loans & Advances	4,41,58,206.04	4,13,47,430.04

@ Details of loans and advances to related parties has been given in accordance with the disclosure requirements contained in AS 18 *Related Party Disclosures* . (Refer Note Part C 15.07)

There are no Short Term Loans & Advances due from Directors, their relatives, companies/firms in which directors are interested except a security deposit of Rs. 70000/- given for rented office premise.



Notes forming part of the financial statements
Part B contd
Note 12 Revenue from operations

Sl.No.	Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
(a)	Sale of products (Refer Note (i) below)	26,83,05,844.67	21,15,25,088.51
(b)	Sale of services (Refer Note (ii) below)	21,43,843.00	24,01,804.98
(c)	Other operating revenues (Refer Note (iii) below)	35,51,095.07	24,60,443.57
		27,40,00,782.74	21,63,87,337.06
(d)	Less: Excise duty	-	-
	Total	27,40,00,782.74	21,63,87,337.06

Note	Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
(i)	Sale of products comprises:		
	<u>Manufactured goods</u>		
	Product	-	-
	Others	-	-
	Total - Sale of manufactured goods	-	-
	<u>Traded goods</u>		
	Product -Shares	26,83,05,844.67	20,95,13,788.51
	Product - Fabrics	-	20,11,300.00
	Others	-	-
	Total - Sale of traded goods	26,83,05,844.67	21,15,25,088.51
	Total - Sale of products	26,83,05,844.67	21,15,25,088.51
(ii)	Sale of services comprises :		
	Service - Software Development and Data Processing Charge:	-	13,63,800.00
	F&O	-	23,526.98
	Others- commission	6,43,843.00	10,14,478.00
	Professional Advisory Income	15,00,000.00	-
	Total - Sale of services	21,43,843.00	24,01,804.98
(iii)	Other operating revenues # comprise:		
	Interest income on Short Term Loans & Advances & FDRs	35,03,028.91	24,40,234.27
	Dividend	48,066.16	20,209.30
	Total - Other operating revenues	35,51,095.07	24,60,443.57

1. The company is NBFC and one of the main business activity is giving short term loans and advances and interest earned on such loans, advance & bank deposits is shown as other operating revenue.

2. The company is dealing in trading of shares and securites and dividend earned on such shares is shown as other operating revenue.

Note 13 Other income

	Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
(a)	Interest income	-	-
(b)	Dividend income:		
	from current investments	-	-
	from long-term investments	-	-
	MFs-others	-	24,810.57
(c)	Net gain on sale of Current Or Long Term Investments	-	-
(d)	Adjustments to the carrying amount of investments - reversal of reduction in the carrying amount of Current or Lon Term	-	-
(e)	Net gain on foreign currency transactions	-	-
(f)	Other non-operating income (net of expenses directly attributable to such income)	-	-
	Total	-	24,810.57



Notes forming part of the financial statements
Part B contd

Note 14.a Cost of materials consumed : Not Applicable		
Note 14.b Purchase of traded goods-		
Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
Traded good - Shares & expenses	26,76,35,329.78	20,80,22,847.70
Traded good - Fabrics	-	18,02,600.00
Other items	-	-
Total	26,76,35,329.78	20,98,25,447.70
Note 14.c Changes in inventories of finished goods, work-in-progress and stock-in-trade		
Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
<u>Inventories at the end of the year:</u>		
Finished goods	-	-
Work-in-progress	-	-
Stock-in-trade (Shares)	20,51,759.45	25,18,355.10
	20,51,759.45	25,18,355.10
<u>Inventories at the beginning of the year:</u>		
Finished goods	-	-
Work-in-progress	-	-
Stock-in-trade (Shares)	25,18,355.10	39,67,877.10
	25,18,355.10	39,67,877.10
Net (increase) / decrease	4,66,595.65	14,49,522.00
Notes-		
(i) Traded goods comprises of share and fabrics for garments.		
(ii) Stock in trade comprises of stock of shares and securities.		

Note 15 Employee benefits expense

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
Salaries and wages #	23,00,500.00	20,46,250.00
Staff welfare expenses **	19,483.00	43,231.25
Total	23,19,983.00	20,89,481.25
# Salaries and wages includes: Salaries, wages, bonus, compensated allowances and all other amounts payable to employees in respect of services rendered as per their employment terms under a contract of service / employment.		
** Staff welfare expenses include employees' medical expenses, cost of food provided during employments to the employees, etc.		



Notes forming part of the financial statements

Part B contd

Note 16 Finance costs

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
(a) Interest expense on:		
(i) Borrowings	-	-
(ii) Trade payables	-	-
(iii) Others		
- Interest on delayed / deferred payment of income tax/TDS	-	-
- Others (OD Limit against FDRs)	-	-
(b) Other borrowing costs	-	-
Total	-	-

Note 17 Other expenses

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
Advertisement	1,04,403.00	94,142.00
Annual Custody Fee	33,708.00	33,708.00
Annual Listing Fee	60,394.00	60,978.00
Loss & Rebate	1,905.50	29,208.00
Bank Charges	4,216.22	3,119.52
Books, Journals & Periodicals	20,894.00	11,605.00
Business Promotion	16,759.81	-
CIBIL's Fee	19,102.00	19,101.00
Communication-Telephone	24,756.90	19,218.26
Donation	1,20,000.00	-
Future & Option/Derivative Dealings (Loss)	4,40,209.26	-
Legal and professional *	2,08,756.00	1,05,900.00
News Paper	843.00	843.00
Office Expenses	46,380.00	31,458.00
Payments to auditors (Refer Note (i) below)	44,944.00	44,944.00
Postage & Courier	7,590.00	13,050.00
Power and fuel	69,770.00	65,746.00
Rent for Office Premises	90,000.00	90,000.00
Repairs and maintenance - Machinery	47,765.00	24,650.00
Repairs and maintenance - Others	4,240.00	13,126.00
Restoration Fee	-	1,57,304.00
Share Department Expenses	52,376.00	48,892.00
Stationery & Photo Stat Expenses	37,348.00	64,622.00
Travelling and conveyance	1,39,109.92	1,77,260.00
Total	15,95,470.61	11,08,874.78

Notes:

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
(i) Payments to the auditors comprises (net of service tax input credit, where applicable):		
As auditors - statutory audit	28,090.00	28,090.00
For taxation matters	16,854.00	16,854.00
Total	44,944.00	44,944.00

Payments for

- taxation matters include tax audit fees, certifications under the Income Tax Act, tax advisory services, etc.
- company law matters include certifications (e.g. certificate for buy-back of shares, etc.), company law advisory services



Notes forming part of the financial statements

PART C

Additional information to the financial statements

Note	Particulars		
1	Monies received against share warrants The company has not created, offered or issued any share warrants and not received any money against the same.		
2	Share application money pending allotment The company has not received any share application money which is pending for allotment.		
3	Contingent liabilities and commitments (to the extent not provided for)	As at 31 March, 2014	As at 31 March, 2013
(i)	Contingent liabilities		
	(a) Claims against the Company not acknowledged as debt #		
	1. Disputed income tax dues for A. Y. 1998-99	2,66,371.00	2,66,371.00
	2. Disputed income tax dues for A. Y. 2004-05	1,36,41,102.00	1,36,41,102.00
	(b) Guarantees	-	-
	(c) Other money for which the Company is contingently liable	-	-
	# The total disputed income tax liability is of Rs. 1551442/- and interest thereon for the assessment year 1998-99 out of which Rs. 1085071 has already been deposited by company under dispute with I.T. Department to avoid any coercive action against it. The said amount has been levied as income tax for the assesment year 1998-99 and the company has filed an appeal in CIT (A), New Delhi against the impugned order of the Assessing Officer which is pending as on date. There is another contingent liability of disputed income tax dues of Rs. 14651102/- (including protective demand) and interest thereon. The company has deposited Rs. 1435000/- towards the said demand under dispute to avoid coercive action by authorities. The said amount has been levied as income tax for the assesment year 2004-05 and the company has filed an appeal in ITAT, New Delhi against the impugned order of the Assessing Officer which is pending as on date. No Provision of said contingent liability has been made in books of account of the company.		
(ii)	Commitments	As at 31 March, 2014	As at 31 March, 2013
	(a) Estimated amount of contracts remaining to be executed on capital account and not provided for		
	Tangible assets	-	-
	Intangible assets	-	-
	(b) Uncalled liability on shares and other investments partly paid	-	-
	(c) Other commitments (specify nature)	-	-
4	Details of unutilised amounts out of issue of securities made for specific purpose Not applicable to the company.		
5	Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 Dues to Micro and Small Enterprises are nil on the basis of information collected by the Management. This has been relied upon by the auditors.		
6	Disclosure as per Clause 32 of the Listing Agreements with the Stock Exchanges Loans and advances in the nature of loans given to subsidiaries, associates and others and investment in shares of the Company of such parties are nil.		
7	Details on derivatives instruments and unhedged foreign currency exposures The derivative transaction were done under normal course of business. At the end of the financial year, there were no outstandings. There were no foreign currency dealings & exposures.		
8	Disclosure required in terms of Clause 13.5A of Chapter XIII on Guidelines for preferential issues, SEBI (Disclosure and Investor Protection) Guidelines, 2000 There was no preferential issue during the year ended 31 March 2014 as well as in the Previous Year ended 31.03.2013.		
9	Details of fixed assets held for sale No assets were held for sale neither on 31.3.2014 nor on 31.3.2013.		
10	Value of imports calculated on CIF basis Not applicable to the company.		
11	Expenditure in foreign currency No foreign currency expenditure in the company.		
12	Details of consumption of imported and indigenous items Not applicable to the company because it is not engaged in manufacturing activities.		
13	Earnings in foreign exchange @@: There were no earnings in foreign exchange.		
14	Amounts remitted in foreign currency during the year on account of dividend Not Applicable to the company.		



Notes forming part of the financial statements

Part C contd

Note 15 : Disclosures under Accounting Standards

15.01	Details of contract revenue and costs (AS-7) The company is a RBI approved NBFC and all revenues & expenses are accounted for on accrual basis. There were no construction related contracts.
15.02	Details of government grants (AS-12) The Company has not received any government grant either in the year ended 31.3.2014 or in the year ended 31.3.2013.
15.03	Details of amalgamations (AS-14) The company has neither floated/approved any scheme of amalgamations nor participated in any such scheme.
15.04	Employee benefit plans (AS-15) As per terms of employment, the employees are not entitled to any other benefit e.g. PF, Gratuity, Pension, etc except the annual salary and ex-gratia allowance paid for their work.
15.05	Details of borrowing costs capitalised (AS-16) There were no such borrowings neither in the year ended 31.3.2014 nor in the year ended 31.3.2013.
15.06	Segment information (AS-17) The segmentwise information for Income & Profits is as under but considering nature of business it is not possible to segregate assets segmentwise-

PARTICULARS	or the Year ended 31.03.2014	For the Year ended 31.03.2013
Segment Revenue		
(Sales/Income)		
Share Account & F&O	268305844.67	209513788.51
Textile Fabric Account	0.00	2011300.00
Future Option Trading	0.00	23526.98
Commission Income	643843.00	1014478.00
Interest Account	3503028.91	2440234.27
Software & Processing Charges and Professional Fee	1500000.00	1363800.00
Dividend	48066.16	45019.87
Total Income from Operations	274000782.74	216412147.63
Segment Results		
(Profit before Tax and Interest)		
Share Account	203919.24	41418.81
Textile Fabric Account	0.00	208700.00
Future Option Trading	-440209.26	23526.98
Commission Income	643843.00	1014478.00
Interest Account	3503028.91	2440234.27
Software & Processing Charges	1500000.00	1363800.00
Dividend	48066.16	45019.87
Total	5458648.05	5137177.93
Less : i) Interest	0.00	0.00
ii) Other Un-allocable Expenses	3531675.96	3266689.47
Total Profit before tax	1926972.09	1870488.46
Tax Expenses	608136.71	631407.81
Net Profit after tax	1318835.38	1239080.65



Notes forming part of the financial statements

Part C contd

Note 15 Disclosures under Accounting Standards (contd.)

Note	Particulars		
15.07	Related party transactions (AS-18)		
15.07.a	Details of related parties:		
	Description of relationship	Names of related parties	
	Mr. Anil Kumar Goel and Mr. Subodh Gupta are common directors	Divas Construction Co Pvt Ltd	
	Note: Related parties have been identified by the Management.		
	Details of related party transactions during the year ended 31 March, 2014 and balances outstanding as at 31 March, 2014:		
15.07.b	Particulars	Amount	Names of related parties
	<u>Payments</u>		
	Rent for Office Accomodation paid	90000 (90000)	Divas Construction Co Pvt
	<u>Balances outstanding at the end of the year</u>		
	Security Deposit	70000 (70000)	Divas Construction Co Pvt
	Note: Figures in bracket relates to the previous year		
15.08	Details of leasing arrangements (AS-19)		
	There were no lease agreements as per As-19 neither in the year ended 31.3.2013 nor in the year ended 31.3.2012.		
15.09	Earnings per share (AS-20)		
	Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	<u>Continuing operations/Total Operations</u>		
	Net profit / (loss) for the year from continuing operations	13,18,835.38	12,39,080.65
	Less: Preference dividend and tax thereon	-	-
	Net profit / (loss) for the year from continuing operations attributable to the equity shareholders	13,18,835.38	12,39,080.65
	Weighted average number of equity shares	53,11,800	53,11,800
	Par value per share	10	10
	Earnings per share from continuing operations - Basic	0.25	0.23



Notes forming part of the financial statements

Part C contd

Note 15 Disclosures under Accounting Standards (contd.)

Note	Particulars	As at 31 March, 2014	As at 31 March, 2013
15.10	Deferred tax (liability) / asset (AS-22)		
	Tax effect of items constituting deferred tax liability		
	On difference between book balance and tax balance of fixed assets	47,967.97	57643.26
	On expenditure deferred in the books but allowable for tax purpose:	-	-
	On items included in Reserves and surplus pending amortisation into the Statement of Profit and Loss	-	-
	Others	-	-
	Tax effect of items constituting deferred tax liability	47,967.97	57,643.26
	Tax effect of items constituting deferred tax assets		
	Provision for compensated absences, gratuity and other employee benefits	-	-
	Provision for doubtful debts / advances	-	-
	Disallowances under Section 40(a)(i), 43B of the Income Tax Act, 1961	-	-
	On difference between book balance and tax balance of fixed assets	-	-
	Unabsorbed depreciation carried forward	-	-
	Brought forward business losses	-	-
	Tax effect of items constituting deferred tax assets	-	-
	Net deferred tax (liability) / asset	(47,967.97)	(57,643.26)
	The Company has recognised deferred tax on difference in value of fixed assets as per Income Tax Laws and as per Companies Act.		
15.11	Discontinuing operations (AS-24)		
	The company has not discontinued any operations which it was carrying on in past as per its main business objects, except trading in Textile/Fabric.		
15.12	Details of research and development expenditure recognised as an expense (AS-26)		
	No specific expenditure has been incurred on research & development considering nature of business of the company. The company is mainly engaged in financial activities as NBFC and keeps incurring expenditure to upgrade technology from time to time.		
15.13	Interest in joint ventures (AS-27)		
	The company has no interest, right and sharing in any joint venture project		
15.14	Details of provisions (AS-29)		
	The Company has not made any provision for any contractual obligations and disputed liabilities because no such obligation or liability was pending at year end. However, disputed income tax liabilities are disclosed under contingent liabilities.		
16	Employee Stock Option Scheme		
	The company has never issued any ESOP and therefore, no disclosure is required to be made in this connection		
17	Note on Previous year's figures		
	Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.		
18	Tax Deducted at Source		
	Particulars	Figures as at 31.03.2014	Figures as at 31.03.2013
	Interest	207091	167577
	Software & Data Processing Charges	-	30647
	Commission	71644	113987
	Professional Fee	150000	-
In terms of our report attached. For UMESH AMITA & CO. Chartered Accountants FRN: 007238C (CA. UMESH GARG) Partner, M.No. 073517 Place : New Delhi. Date : 10.05.2014		For and on behalf of the Board of Directors VIJAY KUMAR SINHA SUBOADH GUPTA (Managing Director) (Director) DIN - 01089578 DIN - 00006243 CS. SHILPA VERMA (Company Secretary) Membership No. A-32810	



AUDITORS' REPORT

INDEPENDENT AUDITORS' REPORT

**TO THE MEMBERS OF
G.K. CONSULTANTS LTD.**

Report on the Financial Statements

We have audited the accompanying financial statements of **G.K. CONSULTANTS LTD.**, 302, G.K. House, 187-A, Sant Nagar, East of Kailash, New Delhi-110065 which comprises the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information on that date, annexed thereto.

Management Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:



- i. the Balance Sheet, of the state of affairs of the Company as at 31st March 2014;
- ii. the Statement of Profit & Loss, of the profit for the year ended on that date.
- iii. the Statement of Cash Flows, of the cash flows for the year ended on that date

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003, as amended by the Companies (Auditors Report) (Amendment) Order, 2004 (the "Order") issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956 (the "Act"), we enclose in the Annexure, a statement on the matters specified in paragraphs 4 and 5 of the said Order.
2. As required by section 227(3) of the Act, we report that-
 - (a) We have obtained all 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 accounts as required by law have been kept by the Company, so far as it appears from our examination of those books;
 - (c) The Balance sheet, Statement of Profit & Loss and Statement of Cash Flow dealt with by this report are in agreement with the books of account;
 - (d) In our opinion and to the best of our information and according to the explanations given to us, the financial statements, read together with the notes thereon, comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
 - (e) On the basis of written representations received from the directors, as on 31st March 2014, and taken on record by the board of directors, we report that none of the director is disqualified as on 31st March 2014 from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Act.
 - (f) Since the central government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 not has it issued any rules under the said section prescribing the manner in which such cess is to be paid, no cess is due and payable by the company.

FOR UMESH AMITA & CO
CHARTERED ACCOUNTANTS
ICAI FRN: 007238C

(CA. UMESH GARG)
PARTNER
MEM. NO. 073517
Place : Camp-NEW DELHI
Date : 10.05.2014



ANNEXURE REFERRED TO IN PARAGRAPH 1 UNDER “REPORT ON OTHER LEGAL & REGULATORY REQUIREMENTS” OF OUR AUDITORS’ REPORT OF EVEN DATE

Re: G.K. CONSULTANTS PVT. LTD.

1. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
(b) The Company has a programme for physical verification of its fixed assets by which all fixed assets are verified at reasonable intervals. No material discrepancies were noticed on such verification.
(c) No significant part of Fixed assets have been disposed off during the year.
2. (a) The inventory has been physically verified by management during the current year. In our opinion, the frequency of verification is reasonable.
(b) The procedures for the physical verification of inventory followed by management are reasonable and adequate in relation to the size of the company and the nature of its business.
(c) The Company has maintained proper records of inventory. No material discrepancies were noticed on physical verification of inventory.
3. In our opinion, and according to the information and explanations given to us, the company has neither granted nor taken any loans, secured or unsecured to/from companies, firms or other parties covered in the register maintained under section 301 of the Act.
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 nature of its business for the purchase of inventory and fixed assets. Further on the basis of our examination of the books and records of the Company and according to the information and explanations given to us, we have neither come across nor have been informed of any instances of major weaknesses in the aforesaid internal control procedure.
5. (a) In our opinion, and according to the information and explanations given to us, the Company has maintained register in pursuance to section 301 of the Companies Act, 1956 and necessary particulars are recorded therein.
(b) In our opinion, and according to the information and explanations given to us, the Company has made transactions covered u/s 301 at prevailing market prices.
6. According to the information and explanations given to us, the Company has not accepted any deposits from the public and consequently, the directives issued by the Reserve Bank of India and the provisions of Section 58A and 58AA of the Companies Act, 1956 and the rules framed there under are not applicable.
7. In our opinion, the Company has an internal audit system commensurate with its size and the nature of its business.
8. According to the information and explanations given to us, the Company is not required to maintain cost records under section 209(1)(d) of the Companies Act, 1956.
9. (a) According to the records of the company, there are no undisputed dues of sales tax, income tax, customs tax/wealth-tax, excise duty/cess, service tax which have not been deposited.
(b) According to the records of the company and as per explanations given to us, there are following disputed statutory dues of Income Tax and Interest thereon pending against the company. It is informed that the company has filed appeals before the concerned CIT (A), New Delhi & ITAT,



New Delhi against the said disputed demands which are pending as on date-

- Rs. 1551442/- and Interest thereon for the Asst. Year 1998-99 out of which company has deposited Rs. 1085071/- under dispute with the department.

- Rs 14651102/- (including protective demand) and Interest thereon for the Asst. Year 2004-05 out of which company has deposited Rs. 1435000/- under dispute with the department.

10. There are no accumulated losses at the end of the financial year and the Company has not incurred cash losses in the current financial year and in the financial year immediately preceding such financial year.
11. The Company has no dues pending towards financial institutions or banks.
12. According to the information and explanations given to us, the Company has granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company is not a chit fund/nidhi/mutual benefit fund/society.
14. In respect of the Company's dealing in shares, proper records have been maintained and timely entries have been made thereof. Since the principal business of the company consists of buying and selling of securities, the provisions of Section 49(1) of the Companies Act, 1956, regarding holding of investments in its own name are not applicable to it.
15. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
16. The Company has not taken any term loans and hence there is no need to comment on this clause.
17. According to the information and explanations given to us, the Company has not raised any short term funds and hence there is no need to comment on this clause.
18. The company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Act.
19. The Company has not issued any debentures and hence there is no need to comment on this clause.
20. The Company has not raised any money by public issues 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 explanation given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year nor have we been informed of such case by the management.

FOR UMESH AMITA & CO
CHARTERED ACCOUNTANTS
ICAI FRN: 007238C

(CA. UMESH GARG)
PARTNER
MEM. NO. 073517
Place : Camp-NEW DELHI
Date : 10.05.2014



	(ii) Stock on hire including hire charges under sundry debtors: (a) Assets on hire (b) Repossessed Assets	Nil Nil
	(iii) Hypothecation loans counting towards EL/HP activities (a) Loans where assets have been repossessed (b) Loans other than (a) above	Nil Nil
(5)	<u>Break-up of Investments :</u>	
	<u>Current Investments:</u>	
	2. <u>Quoted :</u>	
	(i) Shares : (a) Equity (b) Preference	20.52 Nil
	(ii) Debentures and Bonds	Nil
	(iii) Units of mutual funds	Nil
	(iv) Government Securities	Nil
	(v) Others (please specify)	Nil
	3. <u>Unquoted :</u>	
	(i) Shares : (a) Equity (b) Preference	Nil Nil
	(ii) Debentures and Bonds	Nil
	(iii) Units of mutual funds	Nil
	(iv) Government Securities	Nil
	(v) Others (please specify)	Nil
	<u>Long Term investments :</u>	
	4. <u>Quoted :</u>	
	(i) Shares : (a) Equity (b) Preference	40.00 Nil
	(ii) Debentures and Bonds	Nil
	(iii) Units of mutual funds	Nil
	(iv) Government Securities	Nil
	(v) Others (please specify)	Nil
	5. <u>Unquoted :</u>	
	(i) Shares : (a) Equity (b) Preference	14.00 Nil
	(ii) Debentures and Bonds	Nil
	(iii) Units of mutual funds	4.35
	(iv) Government Securities	Nil
	(v) Others (please specify)	Nil
(6)	Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances : Please see Note 2 below	



	Category	Amount net of provisions		
		Secured	Unsecured	Total
	1. Related Parties **			
	(a) Subsidiaries	Nil	Nil	Nil
	(b) Companies in the same Group	Nil	Nil	Nil
	(c) Other related parties	Nil	0.70	0.70
	2. Other than related parties	Nil	467.94	467.94
	Total	Nil	468.64	468.64
(7)	Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted): Please see note 3 below			
	Category	Market Value / Break up or fair value or NAV		Book Value (Net of Provisions)
	1. Related Parties **			
	(a) Subsidiaries	Nil		Nil
	(b) Companies in the same Group	Nil		Nil
	(c) Other related parties	Nil		Nil
	2. Other than related parties	54.86		78.87
	Total	Nil		Nil

** As per Accounting Standard of ICAI (Please see Note 3)

(8)	Other information	
	Particulars	Amount
(i)	Gross Non-Performing Assets	
	(a) Related parties	Nil
	(b) Other than related parties	Nil
(ii)	Net Non-Performing Assets	
	(a) Related parties	Nil
	(b) Other than related parties	Nil
(iii)	Assets acquired in satisfaction of debt	Nil

Notes:

- As defined in Paragraph 2(1)(xii) of the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998.
- Provisioning norms shall be applicable as prescribed in the Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998.
- All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, market value in respect of quoted investments and break up/fair value/NAV in respect of unquoted investments should be disclosed irrespective of whether they are classified as long term or current in column (5) above.

26TH ANNUAL GENERAL MEETING

G.K. CONSULTANTS LIMITED
(CIN : L74140DL1988PLC034109)

REGD. OFFICE: 302, G.K. HOUSE, 187A, SANT NAGAR, EAST OF KAILASH, NEW DELHI-110 065

ATTENDANCE SLIP

26th Annual General Meeting on 30th September, 2014 at 10.00 A.M.

Reg. Folio/DP & Client No:..... No. of Shares Held:.....

I certify that I am a Registered Shareholder/Proxy for the Registered Shareholder of the Company. I hereby record my presence at the 26th Annual General Meeting of the Company to be held on Tuesday, 30th September, 2014 at 10.00 A.M. at 301-302, G.K. House, 187A, Sant Nagar, East of Kailash, New Delhi-110 065 and at any adjournment thereof.

Member's Name :

Proxy's Name :

Member's/ Proxy's Signature

- Note :
1. Please fill this attendance slip and hand it over at the entrance of the Hall.
 2. Members/Proxy Holders/Authorised Representatives are requested to show their Photo ID Proof for attending the Meeting .
 3. Authorized Representatives of Corporate Member(s) shall produce proper authorization issued in their favour.

Form No. MGT-11

G.K. CONSULTANTS LIMITED
(CIN : L74140DL1988PLC034109)

REGD. OFFICE: 302, G.K. HOUSE, 187A, SANT NAGAR, EAST OF KAILASH, NEW DELHI- -110 065

PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rules 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the member (s) :

Registered Address :

E.Mail Id : Folio No./Client Id : DP ID.....

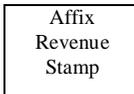
I/We,being the member(s) holding shares of the above named Company, hereby appoint

1. Name : Address:.....
.....E.mail ID:.....Signature:..... or failing him
2. Name : Address:.....
.....E.mail ID:.....Signature:..... or failing him
3. Name : Address:.....
.....E.mail ID:.....Signature:..... as

my/our Proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of the Company to be held on Tuesday, 30th September, 2014 at 10.00 A.M. at 301-302, G.K. House, 187A, Sant Nagar, East of Kailash, New Delhi-110 065 and at any adjournment thereof in respect of such Resolutions as are indicated below:

	Resolutions	Optional*	
		For	Against
	Ordinary Business		
1	To adopt the Audited Financial Results for the year ended 31st March, 2014		
2	To appoint a Director in place of Shri Anil Kumar Goel (DIN : 01050857) who retires by rotation and being eligible offers himself for re-appointment.		
3	To appoint CA. Akash Garg of M/s. Umesh Amita & Co., Chartered Accountants as Statutory Auditors of the Company and fixing their Remuneration.		
	Special Business		
4.	Re-appointment of Shri Brij Mohan Sharma as an independent Director of the Company for a period (5) years from 30 th September 2014, not liable to retire by rotation.		
5	Appointment of Shri Piyush Prakash (DIN : 02014796) as an independent Director of the Company for a period (5) years from 30 th September 2014, not liable to retire by rotation.		
6	Appointment of Mrs. Divya Malini Gupta(DIN :00006225) as a Director of the Company whose period of office shall be liable to determination by retirement by rotation.		
7	Appointment of Ms. Preety Tosh (DIN : 06961738) as an independent Director of the Company for a period (5) years from 30 th September 2014, not liable to retire by rotation.		

Signed this.....day of.....2014



Signature of Proxy holder(s)

Signature of Shareholder

- Note:**
1. This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
 2. For Resolutions,Explanatory Statements and Notes, please refer to the Notice of 26th Annual General Meeting of the Company.
 3. It is Optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the, 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
 4. Please complete all details including details of member(s) in the above box before submission.