



Euro Finmart Limited

Annual Report 2009-10



CONTENTS

1.	CORPORATE INFORMATION	1
2.	NOTICE	2
3.	ANNEXURE TO THE NOTICE	3
4.	DIRECTOR'S REPORT	4-5
5.	MANAGEMENT DISCUSSION & ANALYSIS REPORT	6-7
6.	CORPORATE GOVERNANCE	8-12
7.	CERTIFICATE PURSUANT TO CLAUSE 49 V OF THE LISTING AGREEMENT	13
8.	DECLARATION PURSUANT TO CLAUSE 49 I (D) (II) OF THE LISTING AGREEMENT	14
9.	AUDITOR CERTIFICATE ON CORPORATE GOVERNANCE	15
10.	AUDITOR'S REPORT	16
11.	ANNEXURE TO AUDITORS' REPORT	17-18
12.	BALANCE SHEET	19
13.	TRADING AND PROFIT & LOSS ACCOUNTS	20
14.	SCHEDULES	21-25
15.	BALANCE SHEET ABSTRACT AND GENERAL BUSINESS PROFILE	26
16.	CASH FLOW STATEMENT	27
17.	AUDITORS' CERTIFICATE	28
18.	ATTENDANCE SLIP, PROXY FORM	29

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Ashvarya Kumar Maheshwari	Director
Mr. Mahabir Parshad Gupta	Director
Mr. Rajbir Singh Makhni	Director
Mr. Sunil Kumar Gupta	Director

COMPLIANCE OFFICER

Heena Jain
Company Secretary

AUDITORS

M/s Krishan K. Gupta & Company
Chartered Accountants

BANKERS

Central Bank
Vijaya Bank
Bank of Baroda
HDFC Bank

REGISTRAR & SHARE TRANSFER AGENTS

Alankit Assignments Limited
Registrar & Share Transfer Agents

REGISTERED OFFICE

291, Anarkali Complex, Jhandewalan Extension,
New Delhi-110055

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 21ST ANNUAL GENERAL MEETING OF THE MEMBERS OF EURO FINMART LIMITED WILL BE HELD ON FRIDAY, THE 25TH DAY OF JUNE, 2010, AT 10:00 A.M AT 291, ANARKALI COMPLEX JHANDEWALAN EXTENSION, NEW DELHI-110055 TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as on 31st March, 2010, Profit & Loss Account for the period ended on that date and the Reports of the Board of Directors & Auditors thereon.
2. To appoint a Director in place of Mr. Mahabir Parshad Gupta who retires by rotation at this meeting and being eligible, offer himself for re-appointment.
3. To appoint auditors from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the Company and to fix their remuneration as may be decide by the Board.

SPECIAL BUSINESS

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

"RESOLVED THAT Mr. Sunil Kumar Gupta who was appointed by the Board of Directors as an additional Director of the Company with effect from **December 15, 2010** and who holds office upto the date of this Annual General Meeting in terms of Section 260 of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section 257 of the Act, proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

**By Order of the Board of Directors
For Euro Finmart Limited**

**-sd/-
Heena Jain
Company Secretary**

**Place : New Delhi
Date : 25.05.2010**

NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY FORM IS ENCLOSED. THE INSTRUMENT APPOINTING A PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. All documents referred to in the notice are open for inspection at the Registered Office of the Company between working hours on all working days upto the date of Annual General Meeting.
3. The Register of Members and the Share Transfer books of the Company will remain closed on **21st June 2010 to 26th June 2010** (both days Inclusive) for the purpose of Annual General Meeting.
4. Members/proxies should bring their copy of the Annual Report for reference at the meeting & also the attendance slip duly filled in for attending the meeting.
5. Members are informed that in case of joint holders attending the meeting, only such joint holder who is first in the order of names will be entitled to vote.
6. The communication address of our Registrar and Share Transfer Agent (RTA) is Alankit Assignments Limited having its Corporate Office at 2E/21, Alankit House, Jhandewalan Extension, New Delhi-110055
7. The members are requested to intimate changes if any, in their registered address to the Registrar & Share Transfer Agents for shares held in physical form & to their respective Depository participants for shares held in electronic form.

**ANNEXURE TO THE NOTICE
EXPLANATORY STATEMENT PURSUANT TO SECTION 173 OF THE COMPANIES ACT, 1956**

Item No.1

Mr. Sunil Kumar Gupta was appointed with effect from December 15, 2009, as an Additional Professional Non-Executive Director of the Company in terms of Section 260 of the Companies Act, 1956 ("the Act").

Mr. Sunil Kumar Gupta vacate his office at this Annual General Meeting pursuant to the provisions of Section 260 of the Act. Due notice under Section 257 of the Act has been received from a Member proposing Mr. Sunil Kumar Gupta appointment as Director of the Company. Mr. Sunil Kumar Gupta has filed requisite consent to act as a Director, if appointed. Mr. Sunil Kumar Gupta does not hold any shares in the Company.

None of the Directors of the Company, except Mr. Sunil Kumar Gupta is interested in the Resolution.

Your Directors recommend the Ordinary Resolution for the approval of the members.

**By Order of the Board of Directors
For Euro Finmart Limited**

-sd/-
Heena Jain
Company Secretary

Place : New Delhi
Date : 25.05.2010

DIRECTORS' REPORT

To
The Members,

Your directors take pleasure in presenting the 21st Annual Report and Audited Statement of Accounts of the Company for the period ended on 31st March 2010.

OVERVIEW

The company mainly indulged in business of stock broking and its allied matters & selling or buying or subscribing to or dealing in share and commodity trading business and its related correspondence activities. It also acting as advisers and consultants on all matters and problems relating to corporate, departments & services of Govt., Public, Local and other various authorities to corporate and other body corporate.

FINANCIAL RESULTS

The financial results of the Company for the period under review are summarized below. The previous figures in the financial statements have been regrouped, wherever necessary.

Particulars	For the Year ended 31st March, 2010 (Rs.)	For the 9 Months ended 31st March, 2009 (Rs.)
Sale / Operating income	5,95,66,350	2,28,240
Other Income	7,63,653	26,21,641
Total Income	6,03,30,003	28,49,881
Total Expenses	5,83,64,552	19,86,640
Profit/(Loss) before Tax	19,65,451	8,63,241
Provision for Taxation (net)	(2,77,200)	(9,032)
Profit/(Loss) after tax	16,88,251	8,54,209

OPERATIONS

During the year, company was engaged in expansion of business activity and indulges in processes to derive the synergies and optimize the use of available resources. Your directors wish to inform you that during the year company has well performed. Company Key focus areas are financial Services activities and sub broking activities. Your Directors pleased to inform you that after a long wait we get the approval from **Delhi Stock Exchange** regarding trading in shares and we also applied with **Bombay Stock Exchange** for the revocation of suspension of trading in shares and in near future we will get the approval from the same.

SHARE CAPITAL

During the financial year 2009-2010, there has been no increase in the Authorized Share Capital of the Company under review.

However, Your Board of Directors at its Meeting held on December 2, 2009 decided to reclassified the authorised share capital structure by division of existing 50, 00,000 shares of Rs. 10/- each into 49,00,000 6% Non Convertible Preference Shares of Rs. 10/-each and 1,00,000 equity shares of Rs. 10/- each and the same have been approved by the Members at the Extra Ordinary General Meeting held on December 30, 2009.

Your Board of Directors at its Meeting held on December 30, 2009 have approved the increase in paid up capital by allotting 49,00,000 6% Non Convertible Preference Shares for a value aggregating Rs. 49,00,0000 in preferential basis to non promoter group.

DIRECTORS

Your Board had appointed Mr. Sunil Kumar Gupta as an Additional Director of the Company in the category of Professional Director with effect from December 15, 2009. Mr. Sunil Kumar Gupta vacates his office at the ensuing Annual General Meeting and has filed requisite consent to act as a Director of the Company. Notice has been received from a Member of the Company under Section 257 of the Companies Act, 1956 for the appointment of Mr. Sunil Kumar Gupta as a Director of the Company.

Appropriate resolution seeking your approval to the appointment of Mr. Sunil Kumar Gupta as the Director of the Company is appearing in the Notice convening the 21st Annual General Meeting of the Company.

Mr. Mahabir Parshad Gupta, Directors retire by rotation at the ensuing Annual General Meeting of your Company and, being eligible, have offered themselves for the re-appointment.

Your Board has recommended their re-appointment.

PUBLIC DEPOSIT

During the year, your Company has not accepted any Deposits under Section 58A and Section 58AA of the Act, read with Companies (Acceptance of Deposits) Rules, 1975.

AUDITORS

Statutory Auditors M/s Krishan K. Gupta & Co., Chartered Accountants, Delhi, retire at the ensuing Annual General Meeting and, being eligible, offer himself for re-appointment.

DIVIDEND

The Board is of the view that the Company should take advantage of the tremendous growth potential. Accordingly, the directors do not recommend any dividend for the year ended March 31, 2010.

DIRECTORS RESPONSIBILITY STATEMENT PURSUANT TO SECTION 217(2AA) OF COMPANIES ACT, 1956

Pursuant to Section 217(2AA) of the Companies (Amendment Act), 2000, the Directors of your Company would like to inform the members that the Audited accounts for the Financial Year ended 31st March, 2010 are in full conformity with the requirement of the Companies Act 1956. The Directors further confirm that:

- i) in the preparation of the Annual Accounts, applicable accounting standards have been followed and proper explanation relating to material departures, if any, has been given.
- ii) the accounting policies are consistently applied and reasonable, prudent judgment and estimates are made so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year.
- iii) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) the Directors have prepared the Annual Accounts on a going concern basis.

PARTICULARS OF EMPLOYEES

The Directors hereby wish to place their appreciation for the efficient and loyal services rendered by the staff of the Company. The Company has not paid any remuneration attracting the provisions, of the Companies (Particulars of Employees) Rules, 1975 read with section 217(2A) of the Company Act, 1956. Hence, no information is required to be appended to this regard.

CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION, ADATATION AND INNOVATION

Since the Company does not own any manufacturing facility, the provision of Section 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules 1988, are not applicable.

FOREIGN EXCHANGE EARNINGS & OUTGO

There is no Foreign Exchange earnings and outflow during the year.

CORPORATE GOVERNANCE

The Company is proactive following the principles & practices of good corporate governance. The Company has taken adequate steps to ensure that the conditions of corporate governance as stipulated in Clause 49 of the Listing Agreements of the Stock Exchanges are complied with.

A separate report on Corporate Governance together with Auditors' Certificate on compliance is attached to this Annual Report as also a Management Discussion and Analysis statement.

ACKNOWLEDGEMENT

Your Board of Directors wishes their sincere thanks to Shareholders, Customers, Dealers, Bankers, Agencies and Business Associates who have extended their continued support.

On Behalf of the Board of Directors

-sd/-

Mahabir Parshad Gupta
Director

-sd/-

Sunil Kumar Gupta
Director

-sd/-

Heena Jain
Company Secretary

Place : New Delhi
Date : 25.05.2010

MANAGEMENT DISCUSSION & ANALYSIS REPORT

INDUSTRIAL SCENE

The Company primarily functions in Capital Market segments, viz Stock Broking and its allied matters and deals in sale and purchase of share and commodity and in addition we providing financial and corporate advisory services to corporates.

In recent months the global financial markets have undergone change beyond anything seen in recent decades. The government has taken a number of steps in recent months to revive the economy, including slashing interest rates, lowering factory levies and more than doubling the limit on foreign investment in corporate bonds. The financial services space is a rapidly growing one in India.

FINANCIAL OUTLOOK

In India Financial service industry is one of the fastest growing industries. According to the latest Central Statistical Organisation (CSO) data, financial services, banking, insurance and real estate sectors rose by 7.8 per cent in the third quarter of 2009-10.

Your Company intends to actively and aggressively pursue growth opportunities in the fast growing financial industry so as to retain most preferred choice. The company has started to deal and trading in Equity shares and in commodity. Your management is hopeful that during the current financial year the profits of the company would increase. Therefore, your management expects a better financial performance in the times to come.

OPPORTUNITIES

- Economy is still growing so huge opportunity available for growth and to expand area of operations.
- Growing Financial Services industry's share of wallet for disposable income.
- Regulatory reforms would aid greater participation
- Corporates looking at consolidation / acquisitions / restructuring opens out opportunities for the corporate
- advisory business

THREATS

- Execution risk
- Slowdown in global liquidity flows
- Increased intensity of competition from local and global players
- Unfavorable economic conditions

COMPANY'S OUTLOOK

Your company presently focus into new areas in financial & advisory services activities and engaged in the business of stock broking & selling or buying or subscribing to or dealing in shares and commodities business. It also started to act as adviser and consultant on all matters and problems relating to corporate, departments & services of Govt., Public, Local and other various authorities to corporates. Further your company has received approval from, Delhi Stock Exchange for Deposit based membership and in near future we will be act as member in coming financial year. Therefore the management expects a better performance in the future.

RISKS MANAGEMENT

We are engaged in sub broking and services activities business, to prevent from the risk events they are time to time identified, assessed, mitigated and monitored by the management separately.

Our risk management approach comprises of three key elements, which are as follows:

- **Risk Identification**

External and internal risk events, that must be managed and identified in the context of nature and its impact on business. These risk events are assessed by management and prioritized for development of risk mitigation.

- **Risk Mitigation**

This step comprises developing of a mitigation plan for the risks identified and to be treated on priority.

- **Risk Monitoring and Assurance**

Key risks are managed through a structure that cascades across the corporate and business. At the corporate level, management is responsible for the risk management process and reviewing the implementation and effectiveness of mitigation plans.

INTERNAL CONTROL SYSTEM

The Company has developed an internal control system and procedures to ensure efficient conduct of business and security of its assets. Management Information system has been developed through which production performance and financial dealings are monitored by management on regular basis.

HUMAN RESOURCES

The Company believes that in Service Sector the employees are the backbone of the Company. The Company is providing an equal opportunity to all the employees to utilise their full potential and grow with the organization.

CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Corporate Governance Philosophy of Euro Finmart Limited (Previously Known as Euro Gold Jewellery Limited) stems from its belief that the Company's business strategy, plans and decisions should be consistent with the welfare of all its stakeholders, including Shareholders, viewers etc. Good Corporate Governance practices enable a Company to attract financial and human capital and leverage these resources to maximize long-term shareholders' value, while preserving the interests of multiple stakeholders, including society at large.

Corporate Governance at Euro Finmart Limited is founded upon 4 pillars of Core Values viz., Transparency, Integrity, Honesty and Accountability. Your Company has laid strong foundation for making Corporate Governance a way of life by constituting a Board with a balanced mix of professionals of eminence and integrity from within and outside the business, forming a core group of top executives, inducting competent professionals across the organization and putting in place system, process and technology.

We believe that sound Corporate Governance is critical to enhance and retain stakeholders' trust. Accordingly we always seek to ensure that we attain our performance rules with integrity. Our Board exercises its fiduciary responsibilities in the widest sense of the term. Our disclosures always seek to attain best practices in international Corporate Governance. We also endeavor to enhance long term shareholders' value and respect minority rights in all our business decisions.

2. BOARD OF DIRECTORS

COMPOSITION OF THE BOARD

The Company is managed by well- qualified professionals. All directors including Non-Executive Directors are suitably qualified, experienced and competent. During the period Mr. Ashok Kumar Maheshwari has ceased the directorship of the company w.e.f. 2nd December, 2009 and Mr. Sunil Kumar Gupta is appointed as additional Director w.e.f. 15th December, 2009 as a non-executive Professional Director under review.

The majority of your Board, i.e. 3 (Three) out of 4(Four), are Independent Members and the Audit and Remuneration committees of the Board comprises of majority of Independent Directors.

At present, the Board consists of four members i.e., Mr. Ashvarya Kumar Maheshwari (**Promoter Director**), Mr. Mahabir Parshad Gupta (**Independent Director**), Mr. Rajbir Singh Makhni (**Independent Director**) & Mr. Sunil Kumar Gupta (**Professional Director**). The Independent Directors do not have any pecuniary relationships of transaction with the Company, promoters, management that may affect their judgment in any manner.

During the financial year under review **thirteen (13)** Board meetings were held on 2/04/2009, 30/04/2009, 26/05/2009, 1/06/2009, 20/07/2009, 31/10/2009, 12/11/2009, 2/12/2009, 13/12/2009, 30/12/2009, 5/01/2010, 5/03/2010 and 20/03/2010 and the attendance of each of the Director in the Board meetings is as follows:

S. No.	Name of the Director	Designation	No. of Board Meeting attended	Status of the Director
1	Ashvarya Kumar Maheshwari	Director	12	Promoter Director
2	Ashok Kumar Maheshwari*	Director	7	Promoter Director
3	Sunil Kumar Gupta	Director	4	Independent Director
4	Rajbir Singh Makhni	Director	10	Independent Director
5	Mahabir Parshad Gupta	Director	10	Independent Director

* ceased to be director w.e.f 02.12.2009

Brief Profile of all the Directors of the Company, including those to be appointed/re-appointed at the Annual General Meeting:

Mr. Ashvarya Kumar Maheshwari, Promoter Director:

He is the Promoter Director of M/s Euro Finmart Limited. The Visionary leadership of Mr. Maheshwari has created a multi divisional corporate which can boast of many firsts to its credits. He is having 20 years of experience in Consultancy and Advisory services related to Management & expertise in Corporate.

Mr. Ashok Kumar Maheshwari, Promoter Director:

A graduate from the University of Delhi has 20 year experience in the field of Gems & Jewellery. He started his business carrier as a diamond exporter in 1974 by forming a partnership firm, namely, Maheshwari Brothers. In 1985, an another firm, Maheshwari Gems, Was formed by his HUF for dealing in diamonds. Since 1974 he is managing the family business in Bombay.

Mr. Mahabir Parshad Gupta, Independent Director:

Mr. Mahabir Parshad Gupta, Aged about 62 yrs, BA, FCS having 30 yrs experience in the field of Secretarial and Finance Functions and serve as Finance Director in the Jindal Group of Company and Currently involved in the Advisory services related to Finance and Health care related Matters. As the Company enter into financial services sector the vast experience to Mr. Gupta will help to rebuild the image of the Company in financial services.

Rajbir Singh Makhni, Independent Director:

Mr. Rajbir Singh Makhni Aged about 52 yrs, having rich experience in the field of consultancy and liasoning matters with the Corporate. He is the Director of the Company since 2008. He is having 20 Years of rich experience in Stock & Commodity broking services. He is indulge in the regular business affair of the company. As the Company plan to get the membership of all the Major exchanges of the Country, the experience of Mr. Rajbir Singh Makhni help the company to enter into Broking Segment.

Sunil Kumar Gupta, Independent Director:

He is the B.Com, CA (inter) aged about 42 yrs having rich experience in the field of accounts and finance matters. He is looking after day to day finance matters of the Company and involve in the advisory services related to Restructuring, ROC, CLB and advisory matters related to account and taxation for the individuals as well as Corporate.

3. AUDIT COMMITTEE

To provide assistance to the Board of Directors of the Company, the Audit Committee was constituted. It consists of three members including Chairman namely Mr. Mahabir Parshad Gupta as Chairman, Mr. Rajbir Singh Makhni and Ashok Kumar Maheshwari. The Company Secretary is the Secretary of the Committee.

Due to cessation of Mr. Ashok Kumar Maheshwari the Committee was re-constituted on dated 13.12.2009 and now headed by Mr. Mahabir Parshad Gupta as Chairman, Mr. Rajbir Singh Makhni and Mr. Ashvarya Kumar Maheshwari.

Primary Objective

The Primary objective of the Audit Committee (the Committee) of the Company is to monitor and provide effective supervision of the management financial reporting process with a view to ensure accurate, timely and proper disclosure and transparency, integrity and quality of financial reporting. The role and powers of the Audit Committee is as set out in Clause 49 of the Listing Agreement(s) with Stock Exchanges and Section 292A of the Companies Act, 1956. The terms of reference of the Audit Committee are broadly as follows:

- Oversight of Company's financial reporting process and disclosure of its financial information.
- Review with the management, quarterly and annual financial statements.
- Review of related party transactions.
- Review of Company's financial and risk management policies.
- Review with the management, statutory and internal auditors, adequacy of internal control systems.
- Recommend to the Board the appointment, re-appointment and removal of the statutory auditor, fixation of their remuneration.
- Discussion with Statutory Auditors about the nature and scope of audit as well as post audit discussion to ascertain any area of concern and internal control weaknesses observed by the Statutory Auditors.
- Discussion of Internal Audit Reports with Internal Auditors and significant findings and follow up there on and in particular internal control weaknesses.

During the period under review, the Audit Committee met **five** times. The meetings were attended by all the members of the committee.

4. REMUNERATION COMMITTEE

The Remuneration Committee is headed by Mr. Rajbir Singh Makhni as the chairman of the Committee. The Remuneration Committee of the company comprises of three Directors consisting of Mr. Rajbir Singh Makhni, Mr. Ashok Kumar Maheshwari and Mr. Mahabir Parshad Gupta. The Company Secretary is the Secretary of the Committee.

Due to cessation of Mr. Ashok Kumar Maheshwari the Committee was re-constituted on dated 13.12.2009 and now headed by Mr. Rajbir Singh Makhni, Mr. Ashvarya Kumar Maheshwari and Mr. Mahabir Parshad Gupta.

All the members of the committee attended the meeting. As on date there are no directors who are drawing remuneration from the Company.

5. SHARE TRANSFER & SHAREHOLDERS/ INVESTORS GRIEVANCE COMMITTEE

The Share Transfer & Shareholders/ Investors Grievance Committee provide assistance to the Board of Directors in ensuring that the transfer of shares takes place within the stipulated period. The Committee is headed by Mr. Mahabir Parshad Gupta, to look after all matters pertaining to share transfers, transmissions, issuance of duplicate shares, transpositions etc & also to provide the shareholders of the company with additional assurance that sufficient information is being provided to enable them to form a reasoned opinion on the working of the company & to ensure speedy redressal of their grievances pertaining to share related issues. The Committee is consisting of members i.e. Mr. Mahabir Parshad Gupta, Mr. Rajbir Singh Makhni and Mr. Ashok Kumar Maheshwari. The Company Secretary is the Secretary of the Committee.

Due to cessation of Mr. Ashok Kumar Maheshwari the Committee was re-constituted on dated 13.12.2009 and now headed by Mr. Rajbir Singh Makhni, Mr. Sunil Kumar Gupta and Mr. Mahabir Parshad Gupta.

The Committee frames the policy & look into the redressal of shareholders & Investors grievances pertaining to:

- 1) Transfer of shares & its timeliness.
- 2) Transmission of Shares.
- 3) Issuance of duplicate shares.
- 4) Investors/ shareholders grievance(s) pertaining to all types of matters concerning their dealing with the Company with respect to their investment in the securities of the company, more specially pertaining to non-receipt of Annual Reports, delay in transfers, non-redressal of complaint, non-receipt of Annual Reports.

6. GENERAL BODY MEETING

Details of Annual General Meeting (AGM) for the last Three Years:

Description of Meeting	Date	Venue	Time	No. of Special resolution passed
20th AGM	20th August, 2009	291, Anarkali Complex, Jhandewalan Extn. New Delhi-55	10:00 A.M.	1
19th AGM	18th August, 2008	2E/16, Jhandewalan Extn, New Delhi-55	10:00 A.M.	1
18th AGM	29th Sept., 2007	Saket Cultural Club, New Delhi-17	11:00 A.M.	NIL

One **Extra Ordinary General Meeting** was held on 30th December, 2009 for reclassification of existing authorized capital by division of 50,00,000 (Fifty Lac) Equity Shares of Rs 10/- (Rupees Ten only) into 49,00,000 (Forty Nine lacs) 6% Non-Convertible Preference Shares of Rs 10/- (Rupees Ten only) each and 1,00,000 (One Lac) Equity Shares of Rs. 10 (Rupees Ten only) each. Further, 49,00,000 (Forty Nine Lacs), 6% Non-Convertible, Preference Shares of Rs. 10/- each fully paid up, were allotted to the Strategic Investors belonging to Non-promoter group.

7. DISCLOSURE

1. Related parties & transaction with them as required under Accounting Standard 18 (AS- 18) are furnished as item No.13 of Part B of Schedule 10 relating to Significant & Accounting Policies and Notes on Accounts attached to & forming part of Balance Sheet & Profit & Loss Account for the period ended 31.03.2010
2. There is no pecuniary relationship or transaction with Independent/Non executive Director.
3. None of transactions with any of any of related parties were in conflict with the interest of the Company.

8. MEANS OF COMMUNICATION

Complying with provision of the Listing Agreement, norms, Guidelines and Circulars etc. and Information like Quarterly Financial results and other significant developments in the Company has been made available from time to time to the press and had also been submitted to the Stock Exchanges to enable them to put them on their websites.

9. CEO/CFO CERTIFICATION

The Director has signed a certificate accepting responsibility for the financial statement and confirming the effectiveness of the internal control systems, as required in Clause 49 of the Listing Agreement with the Stock Exchanges, which is given separately herewith

10. SHAREHOLDERS' INFORMATION

Annual General Meeting	: 21st Annual General Meeting
Day Date	: Friday, 25th June, 2010
Location	: 291, Anarkali Complex, Jhandewalan Extension, New Delhi -110055
Time	: 10:00 A.M.

Date of Book Closure

From **21st June, 2010 to 26th June, 2010** (both days Inclusive) for the purpose of Annual General Meeting.

Listing on Stock Exchanges

- The Bombay Stock Exchange, Mumbai
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai.
- The Delhi Stock Exchange Association Ltd.
DSE House, 3/1, Asaf Ali Road, New Delhi.

Stock Code

ISIN No.	: INE914E01024
Scrip Code	: 531082 at Bombay Stock Exchange

Capital Structure

As on 31.03.2010, the Authorized Share Capital of the Company was Rs.5.00 Crores and paid up share Capital was Rs. 4,95,37,060/-consisting of 49,00,000 6% non- convertible preference shares of Rs. 10/- each and 53706 equity shares of Rs.10/- each. The shareholding pattern of the Company as on 31.03.2010 is as follows:

Category	No. of shares held	Percentage of Shareholding
A Promoter's Group		
1. Promoters - Indian Promoters	21286	39.63
- Foreign Promoters	444	00.83
2. Persons acting in concert		
Sub-Total	21730	40.46
B Non-Promoter's Holding		
3. Institutional Investors		
a. Mutual Funds and UTI	290	00.54
b. Banks, Financial Institutions, Insurance Companies (Central/ State Govt. Institutions/ Non-government Institutions)		
c. FIIs		
Sub- Total	290	00.54
4. Others		
a. Private Corporate Bodies	908	1.69
b. Indian Public	26628	49.58
c. NRIs	3950	7.36
d. OCBs	200	00.37
Any other (please specify)		
Sub-Total	31686	59.00
GRAND TOTAL	53706	100

Distribution of Shareholding – As on 31.03.2010

Shareholding of Nominal Value of Rs.	% to Total	No. of Shareholders	No. of Shares	Amount in Rs. 10/-	% to Total
1 to 100	95.77	1132	18946	189460	35.277
101 to 500	3.383	40	8496	84960	15.819
501 to 1000	0.085	1	660	6600	1.229
1001 to 5000	0.677	8	19394	193940	36.111
5001 to 10000	0.085	1	6210	62100	11.563
Total	100	1182	53706	537060	100

Market Price Data

The Company's equity shares are listed at **Bombay Stock Exchange (BSE)**, & **Delhi Stock Exchange Association Ltd. (DSE)**. In DSE till date no trading is commence so share price market data is not available and in BSE our security status is suspended so no current data shown at BSE site. However we applied with BSE regarding revocation of suspension of trading in shares and a near future we will get the trading approval.

*Source: www.bseindia.com

Dematerialisation of Shares

Company has entered into an agreement with **NSDL** whereby the shareholders have the option to dematerialize their shares with either of depositories.

Status of Issued Share Capital as on 31.03.2010

Total Issued Capital	No. of Shares	% of Total Capital
Demat Form	30820	57.39
Physical Form	22886	42.61
Total	53706	100

Registered office

291, Anarkali Complex, Jhandewalan Extension, New Delhi-110055

Registrar and Share Transfer Agent

Mr. Mahesh Jairath,

M/s Alankit Assignments Limited.

Alankit House

2E/21, Jhandewalan Extension,

New Delhi-110055

Phone: 011-42541234

Fax: 011 42541967

CERTIFICATE PURSUANT TO CLAUSE 49 V OF THE LISTING AGREEMENT

I, Mahabir Parshad Gupta, Director of the Company Certify to the Board that:

- a) I have reviewed Balance Sheet, the Profit and Loss Account and the Cash Flow statement for the period ended 31.03.2010 and that to the best of my knowledge and belief:
- I. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - II. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of my knowledge and belief, no transaction entered into by the company during the period which is fraudulent, illegal or volatile of the company's code of conduct.
- c) Further, I accept responsibility for establish and maintain internal controls for financial reporting and Accordingly, I have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and I have disclosed to the auditors and the Audit committee, wherever applicable:
- I. Deficiencies in the design or operation of the internal controls, if any of which I am aware and the steps have been taken or propose to take rectify these deficiencies.
 - II. Significant changes in the internal control over the financial reporting during the period;
 - III. Significant changes in accounting policies during the period and that the same have been disclosed in the notes to the financial statements;
 - IV. Instances of significant fraud of which I became and involvement therein, if any, of the management or an employee having a significant in the Company's internal control system.

**By Order of the Board of Directors
For Euro Finmart Limited**

**-sd/-
Mahabir Parshad Gupta
Director**

**Place : New Delhi
Date : 25.05.2010**

DECLARATION PURSUANT TO CLAUSE 49 I (D) (ii) OF THE LISTING AGREEMENT

In accordance with Clause 49 I (D) (ii) of the Listing Agreement with the Stock Exchanges, I hereby confirm that the Board Members and Senior Management of the Company have affirmed their compliance with the Code of Conduct as applicable to them for the financial year ended March 31, 2010.

**By Order of the Board of Directors
For Euro Finmart Limited**

**-sd/-
Mahabir Parshad Gupta
Director**

**Place : New Delhi
Date : 25.05.2010**

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,

The Members of
Euro Finmart Limited

We have examined the compliance of conditions of Corporate Governance by Euro Finmart Limited (Previously Known as "Euro Gold Jewellery Limited") ("The Company") for the period ended on 31st March 2010, 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 further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Krishan K. Gupta & Co.**
Chartered Accountants

-sd/-
(Krishan Kumar)
Proprietor
Membership No. 8311

Place : New Delhi
Date : 25.05.2010

AUDITORS' REPORT

To
The Members of
EURO FINMART LIMITED
(Earlier known as Euro Gold Jewellery Limited)
New Delhi.

We have audited the annexed Balance Sheet of **EURO FINMART LIMITED** (Earlier known as Euro Gold Jewellery Limited) as at March 31, 2010 and also the Profit & Loss Account of the company for the year ended on that date annexed thereto and Cash Flow Statement for the year ended on that date. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

1. We conducted our audit in accordance with Auditing Standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
2. As required by the Companies (Auditors' Report) Order 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure hereto a statement on the matters specified in paragraphs 4 and 5 of the said Order.
3. Further to our comments in the Annexure referred to in paragraph 2 above, we report that:
 - a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit:
 - b) In our opinion, proper books of account, as required by law, have been kept by the company, so far as appears from our examination of those books:
 - c) The Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account:
 - d) In our opinion the Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report comply with the mandatory Accounting Standards referred in sub-section (3C) of section 211 of the Companies Act, 1956:
 - e) On the basis of written representation, received from Directors as on March 31, 2010 and taken on record by the Board of Directors, we report that, none of the Directors is disqualified as on March 31, 2010 from being appointed as a Director in terms of section 274(1)(g) of the Companies Act, 1956.
 - f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the Significant Accounting Policies and other notes thereon give the information required by the Companies Act, 1956, in the manner so required and present a true and fair view, in conformity with the accounting principles generally, accepted in India.
 - i) In so far as it relates to Balance Sheet, of the state of affairs of the Company as at March 31, 2010:
 - ii) In so far as it relates to the Profit and Loss Account, of the profit of the Company for the year ended on that date: and
 - iii) In so far as it relates to the Cash Flow Statement, of the cash flow of the company for the year ended on that date.

For **Krishan K. Gupta & Co.**
Chartered Accountants

-sd/-
(Krishan Kumar)
Proprietor
Membership No. 8311

Place : New Delhi
Date : 25.05.2010

ANNEXURE TO AUDITORS' REPORT FOR THE YEAR ENDED MARCH 31, 2010
Referred to in Paragraph 2 of our report of even date

1. In respect of its fixed assets:
 - a. The company has maintained proper records, showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
 - b. As explained to us, the fixed assets have been physically verified by the management during the year in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
 - c. In our opinion, the company has not disposed off substantial part of fixed assets during the year and the going concern status of the Company is not affected.
2. In respect of its inventories:
 - a. As explained to us, inventories have been physically verified by the management at regular intervals during the year.
 - b. In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management 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 inventories. As explained to us, there were no material discrepancies noticed on physical verification of inventory, as compared to the book records.
3. In respect of loans, secured or unsecured, granted or taken by the company to/from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956:
 - a. On the basis of the records of the company, the followings are the particulars of loan taken by the company from companies, firms and other parties covered in the register maintained under section 301 of the Companies Act, 1956;

Name of Party	Relationship with Company	Maximum Amount Rs.	Year end Balance Rs.
Diwakar Commercials Pvt. Ltd.	Associate Company	53,23,148.00	NIL

- b. On the basis of the records of the company, the followings are the particulars of loan granted by the company to companies, firms and other parties covered in the register maintained under section 301 of the Companies Act, 1956;

Name of Party	Relationship with Company	Maximum Amount Rs.	Year end Balance Rs.
Diwakar Commercials Pvt. Ltd.	Associate Company	31,76,852.00	NIL

4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of inventory, fixed assets and also for the sale of goods. During the course of our audit, we have not observed any major weaknesses in internal controls.
5. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of inventory, fixed assets and also for the sale of goods. During the course of our audit, we have not observed any major weaknesses in internal controls.
6. In respect of transactions covered Under Section 301 of the Companies Act, 1956:
 - a. In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements, that needed to be entered into in the register maintained Under Section 301 of the Companies Act, 1956 have been so entered.
 - b. In our opinion and according to the information and explanations given to us, there are no transactions in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 aggregating during the year to Rs. 5,00,000 (Rupees Five Lacs only) or more in respect of any party.
7. In our opinion and according to the information and explanations given to us, the company has not accepted any deposits from the public.
8. In our opinion, the internal audit system of the company is commensurate with its size and nature of its business.
9. In our opinion and as per information given to us, the Central Government has not prescribed maintenance of Cost Records under section 209(1)(d) of the Companies Act, 1956 in respect of manufacturing activities, if any, of the company.

10. In respect of statutory dues:
 - a. In our opinion and according to the information and explanations given to us, the provisions of Provident Fund Act and Employees State Insurance Act not are applicable to the company.
 - b. In our opinion and according to the information and explanations given to us, the company has no disputed dues of Sales Tax, Income Tax, Customs Duty, Wealth Tax, Excise Duty/Cess Payable, which have not been deposited.
11. The Company has no accumulated losses and has not incurred cash losses during the financial year covered by our audit or in the immediate preceding financial year.
12. Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the company has not defaulted in repayment of dues to financial institutions, banks or debenture holders.
13. In our opinion and according to the information and explanation given to us, no loans and advances have been granted by the company on the basis of security by way of pledge of shares, debentures and other securities.
14. In our opinion and according to the information and explanation given to us, the company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore, clause 4(xiii) of the Companies (Auditor's Report) order 2003 is not applicable to the company.
15. In our opinion and according to the information and explanations given to us, the company has invested its funds in shares, debentures and other securities.
16. According to the information and explanations given to us, the company has not given any guarantees for loans taken by others from banks or financial institutions.
17. The company has not raised any new term loans during the year. There were no term loans outstanding at the beginning of the year, which could have been applied for the purposes for which they were obtained.
18. During the year, the company has made allotment of Preference Shares to parties and companies in the Register maintained Under Section 301 of the Companies Act, 1956.
19. The company has not raised any money by way of public issue during the year.
20. In our opinion and according to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year, that causes the financial statements to be materially misstated.

For **Krishan K. Gupta & Co.**
Chartered Accountants

-sd/-
(Krishan Kumar)
Proprietor
Membership No. 8311

Place : New Delhi
Date : 25.05.2010

BALANCE SHEET AS AT MARCH 31, 2010

	SCHEDULE	31st March 2010 (Rs.)	31st March 2009 (Rs.)
SOURCES OF FUNDS			
SHAREHOLDERS' FUNDS			
Share Capital	1	49,537,060	537,060
Reserve and Surplus	2	4,904,602	3,216,345
TOTAL		54,441,662	3,753,411
APPLICATION OF FUNDS			
FIXED ASSETS			
Gross Block	3	1,544,922	2,616,206
Less: Depreciation		(-) 1,501,829	(-) 2,470,575
NET BLOCK		43,093	145,631
INVESTMENTS	4	5,084,858	4,774,075
CURRENT ASSETS, LOANS & ADVANCES			
Inventories	5	16,029,374	---
Sundry Debtors		1,539,750	12,137,540
Cash and Bank Balances		13,862,415	207,637
Loans and Advances		14,601,597	167,312
		46,033,136	12,512,489
Less: CURRENT LIABILITIES & PROVISIONS	6	(-) 16,545	(-) 17,351,869
Net Current Assets / (Liabilities)		46,016,591	(-) 4,839,380
MISCELLANEOUS EXPENDITURE	7	3,297,121	3,673,085
(To the extent not written off or adjusted)			
TOTAL		54,441,663	3,753,411
Significant Accounting Policies and Notes to Accounts	13		

This is the Balance Sheet referred to in our report of even date

The Schedules referred to above form an integral part of the Balance Sheet

-sd/-

(K.K. GUPTA)

Prop. (M. No. 8311)

For and on behalf of

KRISHAN K. GUPTA & CO.

Chartered Accountants

For and on behalf of the Board of Directors

-sd/-

Mahabir Parshad Gupta
Director

-sd/-

Sunil Kumar Gupta
Director

-sd/-

Heena Jain
Company Secretary

Place : New Delhi

Date : 25.05.2010

TRADING AND PROFIT & LOSS ACCOUNT FOR THE YEAR ENDING MARCH 31, 2010

	SCHEDULE	31st March 2010 (Rs.)	31st March 2009 (Rs.)
INCOME			
Sales / Operating Income		59,566,350	228,240
Other Income	8	763,653	2,621,641
TOTAL		<u>60,330,003</u>	<u>2,849,881</u>
EXPENDITURE			
Raw Material Consumed / Operating Expenses	9	57,146,914	179,534
Establishment	10	371,760	273,264
Administrative & Other Expenses	11	364,363	775,337
Financial Expenses	12	5,395	607,060
Miscellaneous Expenditure Written Off	7	375,964	---
Depreciation	3	100,156	151,445
TOTAL		<u>58,364,552</u>	<u>1,986,640</u>
Profit / (Loss) before Taxation		1,965,451	863,241
Provision for Taxation		(-) 277,200	---
Provision for Fringe Benefit Tax		---	(9,032)
Profit / (Loss) after Taxation		1,688,251	854,209
Balance Brought Forward from Previous Year (Refer Schedule 2 Reserve & surplus)		854,207	(38,767,458)
Balance Carried Over to Balance Sheet		<u>2,542,458</u>	<u>(37,913,249)</u>

Significant Accounting Policies and Notes of Account 13

This is the Trading and Profit & Loss Account
Referred to in our report of even date

The Schedules referred to above form an integral
part of the Trading and Profit & Loss Account

-sd/-

(K.K. GUPTA)**Prop. (M. No. 8311)**

For and on behalf of

KRISHAN K. GUPTA & CO.**Chartered Accountants**

For and on behalf of the Board of Directors

-sd/-

Mahabir Parshad Gupta
Director

-sd/-

Sunil Kumar Gupta
Director

-sd/-

Heena Jain
Company Secretary

Place : New Delhi

Date : 25.05.2010

SCHEDULES

Schedules 1 to 13 annexed to and forming part of the accounts.

**31st March
2010 (Rs.)****31st March
2009 (Rs.)****SCHEDULE 1 - SHARE CAPITAL**

AUTHORISED CAPITAL

100000 (P.Y. 5000000) Equity Shares of Rs. 10/- each

1,000,000

50,000,000

4900000 - 6% Non Convertible Preference Shares of Rs. 10/- each

49,000,000

50,000,000**50,000,000**

ISSUED, SUBSCRIBED AND PAID UP

53706 (P.Y.3080700) Equity Shares of Rs. 10/- each fully paid up

537,060

30,807,000

4900000 - 6% Non Convertible Preference Shares of Rs. 10/- each Fully paid up

49,000,000

Less: 98% reduction in Share Capital

(-) 30,269,940

49,537,060**537,060****SCHEDULE 2 - RESERVES AND SURPLUS**

A. GENERAL RESERVE

Balance as per Last year

50,660

50,660

B. SHARE PREMIUM ACCOUNT

Balance as per Last year

2,311,482

13,373,500

Less: 98% reduction in Share Capital

(-) 11,062,018

2,311,482

2,311,482

C. PROFIT & LOSS ACCOUNT

Opening Balance

854,209

(-) 38,767,457

Add: Profit / (Loss) for the year

1,688,251

854,209

Add: 98% reduction in Share Capital

38,767,458

2,542,460

854,209

4,904,602**3,216,351****SCHEDULE 3 - OF FIXED ASSETS AS AT MARCH 31, 2010**

Straight Line Method

Particulars	Cost as on 01-04-2009	Additions After 30th Sep.	Sale during the year	Cost as on 31-03-2010	Depreciation upto 31-03-2009	Depreciation for the year	Adjustment for the year	Depreciation upto 31-03-2010	W.D.V. as on 31-03-2010	W.D.V. as on 31-03-2009
Furniture & Fixtures	1,454,428.00	---	---	1,454,428.00	1,357,130.00	92,936.00	---	1,450,066.00	4,360.00	97,298.00
Vehicles	1,071,284.00	---	1,071,284.00	---	1,068,901.00	---	1,068,901.00	---	---	2,383.00
Electric Installations	75,344.00	---	---	75,344.00	38,912.00	4,764.00	---	43,676.00	31,668.00	36,432.00
Computer	15,150.00	---	---	15,150.00	5,631.00	2,456.00	---	8,087.00	7,062.00	9,518.00
TOTAL	2,616,206.00	---	1,071,284.00	1,544,922.00	2,470,574.00	100,156.00	1,068,901.00	1,501,829.00	43,090.00	145,631.00

SCHEDULE 4 - INVESTMENTS (At Cost)**Quoted - Non Trade**

	Fully paid Equity Shares of Ceekay Daikin Ltd. (Previous Year 19,000 Shares)	---	2,626,817
10	Fully paid Equity Shares of PNB Gilts Ltd. (Market Value Rs. 240)	240	240
15000	Fully paid Equity Shares of Mahindra Satyam Computers Ltd. (Market Value Rs. 1,385,250)	1,245,001	1,245,001
1	Fully paid Equity Share of Reliance Industries Ltd. (Market Value Rs. 1,074)	2,017	2,017
		1,247,258	3,874,075

Non-Quoted - Non Trade

90000	Fully paid Equity Share of Genins India Ltd.	900,000	900,000
54400	Fully paid Equity Share of Atoll Vyapaar Pvt. Ltd.	163,200	---
193500	Fully paid Equity Share of Rasraj Marketing Pvt. Ltd.	387,000	---
30000	Fully paid Equity Share of Vikas Promotors Pvt. Ltd.	1,500,000	---
400000	Fully paid Equity Share of Pratishtha Images Pvt. Ltd.	400,000	---
48740	Fully paid Equity Share of Moonlite Technochem Pvt. Ltd.	487,400	---
		5,084,858	4,774,075

	31st March 2010 (Rs.)	31st March 2009 (Rs.)
SCHEDULE 5 - CURRENT ASSETS, LOANS AND ADVANCES		
Inventories (As per inventory taken, valued & certified by the Management) (At cost or market value, whichever is lower)		
Shares & Securities	<u>16,029,374</u>	---
Sundry Debtors (Unsecured, Considered Good for Recovery by the Management) Exceeding 6 Months	1,539,750	12,137,540
Others	---	---
	<u>1,539,750</u>	<u>12,137,540</u>
Cash and Bank Balances		
Cash in Hand	17,971	45,451
With Scheduled Banks in Current Account	3,844,444	162,186
Fixed Deposit with Vijaya Bank	10,000,000	---
	<u>13,862,415</u>	<u>207,637</u>
Loans and Advances (Unsecured, Considered Good for Recovery by the Management)		
Loans & Advances	13,857,092	---
Advances Recoverable in cash or in kind or for value to be received	744,505	167,612
	<u>14,601,597</u>	<u>167,612</u>
SCHEDULE 6 - CURRENT LIABILITIES & PROVISIONS		
Advance From Customers	---	17,323,884
Fringe Benefit Tax	---	9,032
Expenses Payable	16,545	18,953
	<u>16,545</u>	<u>17,351,869</u>
SCHEDULE 7 - MISCELLANEOUS EXPENDITURE		
(To the extent not written off or adjusted)		
Project Promotion Expenses	838,078	838,078
Less: Written Off (10%)	(-) 83,808	---
	754,270	---
Preliminary Expenses	86,554	86,554
Less: Written Off (20%)	(-) 17,311	---
	69,243	---
Share Issue Expenses	2,748,453	2,748,453
Less: Written Off (10%)	(-) 274,845	---
	<u>2,473,608</u>	---
	<u>3,297,121</u>	<u>3,673,085</u>
SCHEDULE 8 - OTHER INCOME		
miscellaneous income	---	2,583,141
* Interest Income	602,325	---
Profit on Sale of Assets	7,617	---
Dividend	153,711	38,500
	<u>763,653</u>	<u>2,621,641</u>

* Includes Income Tax Deducted at Source Rs. 60,233/-

	31st March 2010 (Rs.)	31st March 2009 (Rs.)
SCHEDULE 9 - RAW MATERIAL CONSUMED / OPERATING EXPENSES		
Stocks in Hand (Opening)	---	179,534
Purchases	73,176,288	---
	73,176,288	179,534
Less: Stocks in Hand (Closing)	(-) 16,029,374	---
	57,146,914	179,534
SCHEDULE 10 - ESTABLISHMENT		
Salary & Wages	347,198	273,264
Staff Welfare	24,562	---
	371,760	273,264
SCHEDULE 11 - ADMINISTRATIVE & OTHER EXPENSES		
Printing & Stationery	49,266	18,400
Communication Expenses	10,740	---
Travelling & Conveyance	---	126,566
Demat Charges	1,718	---
General Charges	1,025	1,608
Payment to Auditors'		
Audit Fee	16,545	
Taxation Matters	---	16,545
Fee & Subscription	252,241	175,012
Advertisement	10,828	984
Legal & Professional Charges	22,000	436,222
	364,363	775,337
SCHEDULE 12 - FINANCIAL EXPENSES		
Bank Charges	5,395	1,412
Interest	---	605,648
	5,395	607,060

SCHEDULE - 13: SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS FOR THE YEAR ENDING MARCH 31, 2010

A. ACCOUNTING POLICIES

- a) **Accounting Convention:** The accompanying financial statements have been prepared in accordance with the historical cost convention.
- b) **Fixed Assets:** These are stated at cost less Depreciation. Cost comprises purchase price, import duties, levies and any directly attributable cost of bringing the assets to its working condition for the intended use.
- c) **Depreciation:** The Depreciation on fixed assets is provided on prorata basis, from the date the assets have been installed and put to use on a Straight Line Method at the rates prescribed in Schedule XIV of the Companies Act, 1956.
- d) **Inventories:** The company holds inventories in the shape of shares and securities and the same have been verified by the management. The valuation of the same has been considered at cost or market value whichever is lower.
- e) **Retirement Benefits:** Provision for gratuity and leave encashment has not been made. The same will be dealt with as and when paid. However, the amount of gratuity liability as on 31-03-2010 comes to Rs. Nil (P.Y. Rs. Nil) and leave encashment comes to Rs. Nil (P.Y. Rs. Nil)
- f) **Investments:** Long Term Investments (Quoted & Unquoted) are stated at cost. Provision for appreciation/diminution in the book value of the investment have not been made since, in the opinion of the management, the same is temporary in nature.
- g) **Foreign Currency Transaction:** During the year, neither any outgo nor any inflow of foreign currency has taken place.
- h) **Prior Period Adjustments, Extra-Ordinary Items and Changes in Accounting Policies:** Prior period adjustments, Extra-Ordinary Items and changes in accounting policies having material impact on the financial affairs of the company are disclosed.
- i) **Contingent Liabilities:** No provision has been made in the accounts for liabilities, which are contingent in nature, but if material, the same are disclosed by way of Notes to Accounts.

B. NOTES TO ACCOUNTS

1. Figures of previous year have been regrouped or rearranged, wherever considered necessary to make them comparable with those of the current year.
2. Preliminary expenses incurred upto March 31, 1998 are amortized over a period of ten years and thereafter expenses incurred be amortized over a period of five years. However, Project Promotion Expenses and Share Issue Expenses under the head Miscellaneous Expenditure are being written off over a period of ten years in equal installments. These expenses have not been adjusted during in the past several years due to losses and keeping in view the current year profits, the same has been amortized during the year under report.
3. **MANAGERIAL REMUNERATION – NIL**
4. The Balances of Sundry Debtors, Loan & Advances and Advances Recoverable are subject to confirmation and therefore remain unconfirmed.
5. The information as required by para 3 & 4 of part II of Schedule VI of the Companies Act, 1956:
 - (A) **PARICULARS OF LICENCED/INSTALLED CAPACITY/PORDUCTION –** Since the company is trading in shares, securities and derivatives, the same is not applicable.
 - (B) **EARNING IN FOREIGN EXCHANGE**

	Current Year	Previous Year
F.O.B. Value of Exports	NIL	NIL

6. CONTINGENT LIABILITIES

	Current Year	Previous Year
Bank Guarantee, Counter guarantee for Guarantee issued by bank	NIL	NIL

7. CAPITAL COMMITMENTS

Estimated amount of contracts remaining to be executed on capital account and not provided for are Rs. Nil (P.Y. Rs. NIL).

8. PROVISION FOR TAXATION

Provision for taxation under Income Tax Act, 1961 has been made under the provisions of section 115-JB of Income Tax Act, 1961, relating to Minimum Alternative Tax (MAT).

9. BONUS

The Company has not provided any bonus for the year under report, the same shall be accounted for as and when paid.

10. Related Party disclosures as required by AS – 18 "Related Party Disclosures"

Key Management Personnel	Director	Mr. Mahabir Parshad Gupta
	Director	Mr. Sunil Kumar Gupta
	Director	Mr. Rajbir Singh Makhni
	Director	Mr. Ashvarya Kumar Maheshwari
Associate Companies		Diwakar Commercials Private Limited

Transactions with Related Parties

	Key Management Personnel		Associate Companies	
	Current Year (Rs.)	Previous Year (Rs.)	Current Year (Rs.)	Previous Year (Rs.)
Advance from Customer				
Opening Balance	---	---	37,33,148	64,33,148
Amount taken	---	---	94,00,000	27,00,000
Amount repaid/adjusted	---	---	1,31,33,148	37,33,148
Closing Balance	---	---	---	---
Loans & Advances (Assets)				
Opening Balance	---	---	---	---
Amount given (including accrued interest)	---	---	31,76,852	4,00,000
Amount received/adjusted (including accrued interest)	---	---	31,76,852	4,00,000
Closing Balance	---	---	---	---

11. ACCOUNTING FOR TAXES ON INCOME

As a matter of prudence, company is not recognizing the deferred tax asset/liability as provided by the Accounting Standard – 22.

12. During the year under report, name of the company has been changed to Euro Finmart Ltd. from Euro Gold Jewellery Ltd. and the same has been approved by the shareholders of the company and various statutory authorities. Also there is a change in the authorized share capital & paid up capital structure and the company has issued Preference Shares on preferential basis to various applicants belonging to non-promoter group.

SCHEDULES TO PROFIT & LOSS ACCOUNT AND BALANCE SHEET (Continued)
BALANCE SHEET ABSTRACT AND GENERAL BUSINESS PROFILE

1. Registration Details		
Registration No. 36860		State Code: 55
Balance Sheet		31st March, 2010
2. Capital Raised during the year (Amount in Rs. Lacs)		
Public Issue		Nil
Rights Issue		Nil
Bonus Issue		Nil
Private Placement		490.00
3. Position of Mobilisation and Development of Funds (Amount in Rs. Lacs)		
Total Liabilities		544.42
Total Assets		544.42
Sources of Funds		
Paid up Capital		495.37
Reserve & Surplus		49.05
Secured Loans		Nil
Unsecured Loans		Nil
Application of Funds		
Net Fixed Assets		0.43
Investments		50.85
Net Current Assets		460.17
Misc. Expenditure		32.97
Accumulated Losses		Nil
4. Performance of the Company (Amount in Rs. Lacs)		
Turnover (including Other income)		603.30
Total Expenditure		583.65
Profit Before Tax		19.65
Profit After Tax		16.88
Earning per share in Rs.		31.44
Dividend Rate %		Nil
5. Generic Names of Three Principal Products/Services of Company (as per monetary terms)		
Item Code No. (ITC Code)		0808
Product Description		Financial Service Sector
Item Code No. (ITC Code)		0714
Product Description		Service Sector - Others
Item Code No. (ITC Code)		NIL
Product Description		

For and on behalf of the Board of Directors

-sd/-
Mahabir Parshad Gupta
Director

-sd/-
Sunil Kumar Gupta
Director

-sd/-
Heena Jain
Company Secretary

Place : New Delhi
Date : 25.05.2010

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2010

	31st March 2010 (Rs.)	31st March 2009 (Rs.)
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax and Extraordinary Items	1,965,451	(-) 863,241
Adjusted for :		
Depreciation	100,156	151,445
Preliminary and Deferred Revenue Expenditure	375,964	---
Provision for Doubtful Debts	---	---
Profit on sale of Fixed Assets (Net)	(-) 7,617	---
Income Tax for earlier years	---	---
Operating Profit before working capital changes	<u>2,433,954</u>	<u>(-) 711,796</u>
Adjusted for :		
Current Assets	(-) 19,865,869	7,566,073
Current Liabilities	(-) 17,335,324	(-) 8,579,288
(Increase)/Decrease in Net Current Assets	<u>(-) 37,201,193</u>	<u>(-) 1,013,215</u>
Cash generated from Operations	(-) 34,767,239	(-) 301,419
Taxation	(-) 277,200	---
Income Tax for earlier years	---	---
Cash Flow before Extraordinary Items	(-) 35,044,439	(-) 301,419
Extraordinary Items	(-)---	(-) 9,049
Net Cash from operating activities	<u>(-) 35,044,439</u>	<u>(-) 310,468</u>
B CASH FLOW FROM INVESTING ACTIVITIES		
Addition to Investments (Net)	(-) 310,783	(-) 643,135
Investment in Subsidiary Company	---	---
Investment in Application Money	---	---
Purchase of Fixed Assets	---	---
Profit on Sale of Investments	---	---
Sale of Fixed Assets	10,000	---
Net Cash used in Investing Activities	<u>(-) 300,783</u>	<u>(-) 643,135</u>
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issue of Share Capital	49,000,000	---
Share and Bonds Premium	---	---
Loans borrowed (Net of Repayments)	---	---
Loans lent (Net of Repayments)	---	---
Deferred Expenditure	---	---
Dividend on Preference Share Capital	---	---
Dividend on Equity Share Capital (Including Dividend Tax)	---	---
Net Cash from Financing Activities	<u>49,000,000</u>	<u>---</u>
Net Increase/(Decrease) in cash and Cash Equivalent (A-B-C)	13,654,778	(-) 650,698
Cash and Cash equivalent at the beginning of the year	207,637	858,335
Cash and Cash equivalent at the close of the year	<u>13,862,415</u>	<u>207,637</u>

For and on behalf of the Board of Directors

-sd/-

Mahabir Parshad Gupta
Director

-sd/-

Sunil Kumar Gupta
Director

-sd/-

Heena Jain
Company SecretaryPlace : New Delhi
Date : 25.05.2010

AUDITORS' CERTIFICATE

We have verified the attached Cash Flow Statement of EURO FINMART LIMITED, NEW DELHI (Earlier known as Euro Gold Jewellery Limited) derived from the audited financial statements and the books of account maintained by the company for the years ended March 31, 2010 and March 31, 2009 and found the same to be in accordance therewith and also with the requirements of Clause 32 of listing agreements with Stock Exchange.

-sd/-

(K.K. GUPTA)

Prop.

(M. No. 8311)

For and on behalf of

KRISHAN K. GUPTA & CO.

Chartered Accountants

Place : New Delhi

Date : 25-05-2010

EURO FINMART LIMITED

Regd. Office: 291, Anarkali Complex, Jhandewalan Extension,
New Delhi-110055

**ATTENDANCE SLIP
21st ANNUAL GENERAL MEETING**

To be handed over at the entrance of the meeting venue.

Name of the attending member (In block letters) Mr./Mrs./Miss _____

Name of the proxy (in block letters to be filled in by Proxy attending instead of the member) _____

No. of shares held : _____ Ledger Folio No. : _____

DP Id No.* : _____ Client Id.* : _____

I hereby record my presence at the **TWENTY FIRST ANNUAL GENERAL MEETING** on Friday, the 25th day of June 2010, at 291, Anarkali Complex, Jhandewalan Extension, New Delhi -110055

Member's Signature

Proxy's Signature.

- Note: 1. Shareholders / proxies are requested to bring the attendance slip with them.
2. Additional/Duplicates attendance slips will not be issued the meeting hall.
*Applicable for investors holding share in electronics form.



EURO FINMART LIMITED

Regd. Office: 291, Anarkali Complex, Jhandewalan Extension,
New Delhi-110055

PROXY FORM

I/we _____ of _____ being a member/Members of **Euro Finmart**

Limited hereby Appoint _____ of _____ as my / our proxy to attend

and vote for me /us on my / our behalf at the **TWENTY FIRST ANNUAL GENERAL MEETING** on Friday, the 25th day of June 2010, at 291, Anarkali Complex, Jhandewalan Extension, New Delhi -110055, and at any adjournment thereof.

No. of Shares held: _____ Ledger Folio no. _____



Dp. Id No.* : _____

Client Id.* : _____

Signature:

Date :

Affix Rs.1
Revenue
Stamp

- Note: The Proxy, to be effective, should be deposited at the Company's Registered office not later than 48 Hours before the commencement of aforesaid meeting. Proxy need not be a member of the Company.
* Applicable for investors holding shares in electronic form.

BOOK POST
UNDER CERTIFICATE OF POSTING

To,

If undelivered, please return to

EURO FINMART LIMITED
Regd. Office: 291, Anarkali Complex,
Jhandewalan Extension, New Delhi-110055