



Nahta Jain & Associates

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Independent Auditor's Report

To the Members of **Superior Investment (India) Limited**

Report on the Financial Statements

We have audited the accompanying financial statements of Superior Investment (India) Limited ("the Company"), which comprises the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and 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.

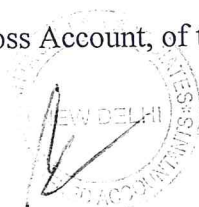
An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of 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:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- b) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and



Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003("the Order) issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 & 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - c) The Balance Sheet, Statement of Profit and Loss, dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet and Statement of Profit and Loss comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
 - e) On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - 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 nor 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 Nahta Jain & Associates
Chartered Accountants
FRN: 106801W


Abhishek Nahta
(Partner)
Membership No.: 513559

Place: New Delhi

Date: 26.5.2014

Annexure Referred To In Paragraph 5 Of Our Report Of Even Date On The Accounts Of Spin Investment (India) Limited For The Year Ended March 31, 2014

- (i) (a) The Company does not have any fixed assets; therefore this clause is not applicable.
- (ii) (a) The Company does not have any inventory; therefore this clause is not applicable.
- (iii) (a) As informed, the Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956 and hence clause (b) (c) and (d) are not applicable.
- (iv) 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.
- (v) (a) According to the information and explanations given to us, there are no contracts or arrangements that need to be entered into the register maintained under Section 301 of the Companies Act, 1956.
- (vi) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of section 58A, 58AA, or any other relevant provisions of the Companies Act, 1956 and the rules framed there under.
- (vii) The Company has a formal internal audit system commensurate with its size and nature of its business.
- (viii) According to the information and explanations given to us, the maintenance of cost records has not been prescribed by the Central Government under section 209(1)(d) of the Companies Act, 1956, for the products of the Company.
- (ix) (a) The Company is regular in depositing the undisputed statutory dues including income tax and any other statutory dues with the appropriate authority.
- (b) According to information and explanations given to us, no disputed amounts payable in respect of mentioned dues were in arrears, as 31st March, 2014 for a period of more than six months from the date they became payable. According to information and explanations given to us, there are no dues of Income Tax, Sales Tax, VAT, Wealth Tax, Service Tax, Excise Duty and Custom Duty that have not been deposited on account of any dispute.
- (x) The company has no accumulated losses at end of financial year. The company does not have any cash loss during the current and preceding financial year.
- (xi) In our opinion and according to the information and explanation given to us, the Company has not defaulted in repayment of dues to the financial institution or bank or debenture holders. As there are no loans or debentures, the question of repayment does not arise.
- (xii) According to the information and explanations given to us and based on the documents and records produced to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion, the company is not a chit fund or a nidhi mutual benefit/fund society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xiv) In respect of dealing/trading in shares, securities, debentures and other investments, in our opinion and according to the information and explanations given to us, proper records have been maintained of the transactions and contracts and timely entries have been made therein. The shares, securities, debentures and other investments have been held by the Company, in its own name.



- (xv) 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. Therefore, clauses 4(xv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xvi) The company has not obtained any term loan during the year and therefore, clause 4(xvi) of the Companies (Auditor's Report) Order, 2003 is not applicable to the company.
- (xvii) According to the information and explanations given to us and on an overall examination of the Balance Sheet and other records examined by us, the Company has not used funds raised on short term basis for long term investment.
- (xvii) The Company has not issued any debentures during the year and therefore clause 4(xviii) of the Companies (Auditor's Report) Order, 2003 is not applicable.
- (xix) The Company has not issued any debentures during the year. Accordingly, the provisions of clause (xix) of paragraph 4 of the said order are not applicable to the Company.
- (xx) The Company has not raised any money through a public issue during the year. Accordingly, the provisions of clause (xx) of paragraph 4 of the said Order are not applicable to the Company.
- (xxi) According to the information and explanation give to us, no fraud on or by the company has been noticed or reported during the course of our audit.

**For Nahta Jain & Associates
Chartered Accountants**


**Abhishek Nahta
Partner**

**Membership No. 513559
Firm Registration No. 106801W**

**Place: New Delhi
Date: 26.05.2014**

Superior Investment (India) Limited
Balance Sheet as at 31st March, 2014

S. No.	Particulars	Notes	Amount as at 31st March 2014		Amount as at 31st March 2013	
			Rs. Lacs	Rs. Lacs	Rs. Lacs	Rs. Lacs
	Equity & Liabilities					
I	Shareholder's Fund					
	(1) Share Capital	1	29.92		29.92	
	(2) Reserves and Surplus	2	411.82	441.74	363.33	393.25
II	Share Application Money Pending for Allotment					
IV	Current Liabilities					
	(1) Other Current Liabilities	3	8.51	8.51		0.22
	Total			450.25		393.47
	Assets					
I	Non Current Assets					
	(1) Non Current Investment	4		100.22		100.22
	(2) Deferred Tax Asset	5		3.46		-
II	Current Assets	6				
	(1) Current Investment		338.97		235.00	
	(2) Cash and Cash Equivalents		1.34		55.22	
	(3) Short Term Loans & Advances		3.22		-	
	(4) Other Current Assets		3.04	346.57	3.03	293.25
	Total			450.25		393.47
	Significant Accounting Policies and Notes to Accounts					

As per our report of even date

For Superior Investment (India) Limited

Nahta Jain & Associates
Firm Registration No.



Abhishek Nahta
Partner
Membership No.:

(Signature)
Director

(Signature)
Director

Date : 26.05.2014
Place : N. DELHI


Superior Investment (India) Limited
Profit & Loss A/c for the year ended on 31st March, 2014

S. No.	Particulars	Notes	Amount for the Year ended on 31/03/2014 Rs. Lacs	Amount for the Period ended on 31/03/2013 Rs. Lacs
I	Revenue From Operations			
	Other Income	7	50.61	44.80
	Total Revenue		50.61	44.80
II	Expenses			
	Other Expense	8	0.52	13.70
	Total Expense		0.52	13.70
III	Profit Before Exceptional and Extraordinary Items and Tax (I-II)		50.09	31.10
IV	(-) Exceptional Items		-	-
V	Profit Before Extraordinary Items and Tax (III-IV)		50.09	31.10
VI	(-) Extraordinary Items		-	-
VII	Profit Before Tax (V-VI)		50.09	31.10
VIII	Tax Expense			
	(I) Current Tax		(8.28)	(0.12)
	(II) Earlier Year Tax		-	-
	(III) Deferred Tax		3.46	-
	(IV) MAT Credit Entitlement		3.22	-
IX	Profit (Loss) for the Period Ended From Continuing Operations (VII-VIII)		48.49	30.98
X	Profit (Loss) From Discontinuing Operations		-	-
XI	Tax Expense of Discontinuing Operations		-	-
XII	Profit (Loss) From Discontinuing Operations After Tax (X-XI)		-	-
	Profit (Loss) For the Period (IX+XII)		48.49	30.98
XIII	Earning Per Equity Shares			
	(I) Basic		162.09	103.56
	(II) Diluted		162.09	103.56

As per our report of even date

For Superior Investment (India) Limited


Nahta Jain & Associates
Firm Registration No.


Abhishek Nahta
Partner

Membership No.:



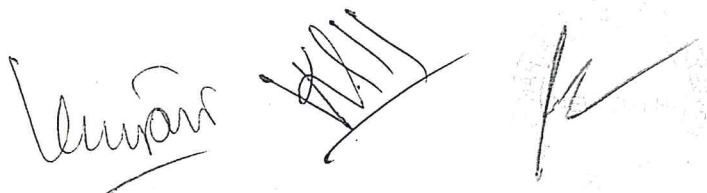

Director


Director

Date : 26.5.2014
Place : N. DELHI

Superior Investment (India) Limited
Notes Forming Part of Balance Sheet
As At 31st March, 2014

		As at 31st March, 2014 Rs. Lacs		As at 31st March, 2013 Rs. Lacs
Note 1 : Share Capital				
[A] Authorised Capital				
80,000 (Previous Year 80,000) Equity Shares of Rs 100/- each		80.00		80.00
20,000 (Previous Year 20,000) 11% Redeemable shares of Rs. 100/- each		20.00		20.00
[B] Issued, Subscribed & Paid Up Capital				
29,915 (Previous Year 29,915) Equity Shares of Rs 100/- each		29.92		29.92
		29.92		29.92
[C] Shares held by Holding/Ultimate Holding Company and/or their Subsidiaries/Associates				
	Nos.	Value (Rs.)	Nos.	Value (Rs.)
Modi Rubber Limited, the Holding Company	29,915.00	100.00	29,915.00	100.00
[D] Reconciliation of the shares outstanding				
	Nos.	Value (Rs.)	Nos.	Value (Rs.)
Equity shares at the beginning of the year	29,915.00	29.92	29,915.00	29.92
Movement During the Year	-	-	-	-
Equity shares at the end of the year	29,915.00	29.92	29,915.00	29.92
[E] Shareholder holding Equity Share more than 5%				
Name of Shareholder	No. of Shares	% of Holding	No. of Shares	% of Holding
Modi Rubber Limited	29,915.00	100.00	29,915.00	100.00
[F] Terms/Rights attached to the shares				
Equity Shares				
Each holder of Equity Share is entitled to one vote per share.				
Preference Shares				
Preference Shares shall rank in priority to the Equity Shares including arrears, if any. In the event of winding up of the Company, these shares shall not be entitled to any further participation in the profits of surplus assets of the company. Preference shares are entitled to one voter per share at the meeting of the company only in respect of resolutions directly affecting their rights.				
General Reserve				
At the Beginning of the Accounting Period		263.50		263.50
Addition During the Year		-		-
At the end of the Accounting Period		263.50		263.50
Surplus				
At the Beginning of the Accounting Period		99.83		68.85
Addition During the Year		48.49		30.98
At the end of the Accounting Period		148.32		99.83
		411.82		363.33



		As at 31st March, 2014 Rs. Lacs		As at 31st March, 2013 Rs. Lacs
Note 3: Current Liabilities:				
Other Current Liabilities:				
Expenses Payable	0.23	0.23	0.22	0.22
Short Term Provision				
Provision for Tax(Net of Taxes)	8.28	8.28	-	-
		8.51		0.22
Note 4: Non Current Investment				
Investment in Shares				
Long Term Investments In Shares/Bonds of Companies Quoted				
4400 (4400) Equity Shares of Housing Development Finance Corpo. Ltd. Of Rs. 2 each fully paid up		0.06		0.06
7417 (7417) - Tax Free, Secured, Redeemable, Non Convertible, Bonds of National Highway Authority of India of Rs. 1000/- each fully paid up for 10Years		74.17		74.17
2500 (2500) - Units of Prudential ICICI Technology Fund of Rs. 10/- each fully paid up		0.25		0.25
Unquoted				
96000 (96000) - Equity Shares of Modi Carpets Ltd. of Rs. 10/- each fully paid up		6.19		6.19
95000 (95000) - Equity Shares of Xerox India Ltd. of Rs. 10/- each full paid up		9.50		9.50
9000 (9000) - Equity Shares of Licensintorg Co. (I) Pvt. Ltd. of Rs. 10/- each fully paid up		9.00		9.00
11550 (11550) - Equity Shares of Kesha Processors Ltd. (Formerly known as Chic Creation(I) Ltd.) of Rs. 10/- each fully paid up		1.05		1.05
		100.22		100.22
Aggregate Value of Quoted Investments		74.48		74.48
Aggregate Market Value of Quoted Investments		113.31		110.75
Aggregate Value of Unquoted Investments		25.74		25.74
Note 5: Deferred Tax Asset				
Deferred Tax Asset	3.46	3.46	-	-
		3.46		-
Note 6: Current Assets				
Current Investment				
In Units of Mutual Funds Quoted				
3250000 (00) - Units of Reliance FHF XXVI Sr1(G)	325.00			

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12/02

746.034 (9097.404) - Units of Reliance Liquid Fund TP(G)	13.97	338.97	235.00	235.00
Cash & Cash Equivalents:				
Balance With Banks:				
<u>In Fixed Depsits</u>	-		-	
<u>In Current Accounts</u>	1.34		35.22	
Cheques, Drafts on Hand	-		20.00	
Cash in Hand	-	1.34	-	55.22
Short Term Loans & Advances:				
(1) MAT Credit Entitlement	3.22	3.22	-	-
Other Current Assets:				
(1)Interest Accrued But Not Due	3.04	3.04		3.03
		346.57		293.25

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Superior Investment (India) Limited
Notes Forming Part of Profit & Loss A/c
For the Year Ended on 31st March, 2014

	Year Ended 31st March, 2014	Period Ended 31st March, 2013
	Rs. Lacs	Rs. Lacs
Note 7: Other Income		
Interest on Tax Free Bonds	6.09	7.19
Interest Income other than Tax Free Bonds	-	1.04
Net Gain/Loss on Investments	43.97	-
Dividend Income	0.55	36.57
	50.61	44.80
Note 8: Other Expenses		
Administrative Expense:		
Bank Charges	0.01	0.01
Demat Charges	0.02	0.01
Fees & Taxes	0.09	0.25
Payments to the Auditors:		
Audit Fees	0.22	0.32
Tax Audit Fees	-	0.11
Out of Pocket Expense	-	0.05
Professional Charges	0.18	0.38
Debit/Credit Balances written off/back(net)	-	12.57
Grand Total	0.52	13.70

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Note 9: Earnings per Share	2013-14	Previous period
	Rs. Lacs	Rs. Lacs
(1)Net profit after tax as per statement of profit and loss account attributable to equity shareholders	48.49	30.98
(2)Weighted average number of Equity shares	29915	29915
(3)Basic and Diluted Earnings per share	162.09	103.56
(4)Face value per equity share	100	100

Note 10: Related Party Disclosures

(1)List of Related Party

Relationship	Name
Holding Company	Modi Rubber Limited
Fellow Subsidiary Company	Spin Investment(India) Limited
Key Management Personnel	Mr. Sanjiwan Shani(Director) Mr. Vijay Kumar Gupta(Director) Mr. Kamal Gupta(Director)
Company in Same Management	Uniglobe Mod Travels Private Limited Uniglobe Travel South Asia Private Limited Vinura Beverages Private Limited

(2) Transactions with Related Parties are as follows :-

	Current Year	Previous Period
	(Rs. Lacs)	(Rs. Lacs)
Loan Taken(Given) from/to related parties		
Modi Rubber Limited	0.00	150.00
	0.00	150.00
Repayment of Loan		
Modi Rubber Limited	0.00	3692.60
Loan Repaid		3692.60
Oustanding Balances at the Year End		
Loan Payable(Recievables) on Balance Sheet Date		
Modi Rubber Limited	NIL	NIL
Uniglobe Mod Travels Private Limited	NIL	NIL
Uniglobe Travel South Asia Private Limited	NIL	NIL
Vinura Benerages Private Limited	NIL	NIL

Note 11: (A) The Current Financial Period is for 12 months whereas the Previous year is for 18 months. Previous year figures are, therefore not comparable with those of the current financial period.

(B)Previous year figures have been rearranged and regrouped wherever considered necessary. Figures have been rounded off to nearest rupee.

Significant Accounting Policies and Notes to Accounts Schedules referred to above form an integral part of the Balance Sheet


As per our report of even date

**Nahta Jain & Associates
Chartered Accountants**

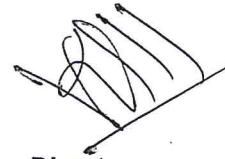
For Superior Investment (India) Limited



**Abhishek Nahta
Partner**



Director



Director

**Membership No. 513559
Firm Registration No. 106801W**

DATE: 26.5.2014

NOTE 12: Significant Accounting Policies & Notes to the Accounts

Statement of significant accounting policies

1. Basis of preparation of financial statements

The financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles ("GAAP") under the historical cost convention on accrual basis. GAAP comprises mandatory accounting standards as specified in the Companies (Accounting Standards) Rules, 2006 and the provisions of the Companies Act, 1956. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The Management evaluates all recently issued or revised accounting standards on an on-going basis.

2. Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent liabilities at the date of the financial statements and results of operations during the reported period end. Examples of such estimates includes provision for diminution in value of investments, provision for doubtful debts, future obligations under defined benefit obligations under employee retirement benefit plans, provision for income taxes and the useful lives of fixed and intangible assets. Although these estimates are based upon management's best knowledge of current events and actions, actual result could differ from these estimates.

3. Investments

- a) Long Term Investments are stated at cost. No provision is made for diminution in the value of investment unless it is of permanent nature.
- b) Current Investments are valued at Cost or Net releasable value, whichever is lower.

4. Revenue recognition

Income & Expenditure are recognized on accrual basis.

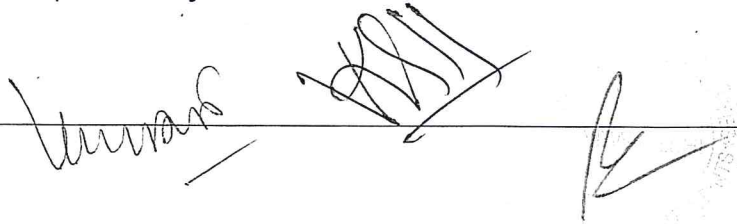
5. Provision for taxes

Tax expense comprises of current, deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act. Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax assets and liabilities are recognized for the future tax consequences of timing differences subject to consideration of prudence and are measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date.

6. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue.



For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares that could have been issued upon conversion.

7. Provisions , Contingent Liabilities and Contingent Assets

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

Contingent liability is disclosed in the case of:

- i) a present obligation from the past event when it is not probable that an outflow of resources will be required to settle the obligation;
- ii) a possible obligation, unless the probability of outflow is remote;

Contingent assets are not recognised in the financial statements.

**For Nahta Jain & Associates
Chartered Accountants**



**Abhishek Nahta
Partner
Membership No-513559**

**For and on behalf of Board of Directors of
Superior Investment (India) Limited**



Director



Director

Place: New Delhi

Date: 26.5.2014