

ANNUAL REPORT
OF
CORPORATE
MERCHANT
BANKERS
LIMITED
FOR YEAR 2012-2013

46
Registered Office: - 101, First Floor, N - 27,
South Extension Part - 1, New Delhi - 110049
Email: deepak@yadu.in

Certified True Copy
For Corporate Merchant Bankers Ltd.

Deepak
Director

CORPORATE INFORMATION

Board Of Directors

- | | |
|-----------------------|----------------------|
| ➤ Deepak Yadav | Director |
| ➤ Jaswant Singh Yadav | Director |
| ➤ Ramesh Chand Jain | Independent Director |

Statutory Auditors

- Anil Ajay & Company
G Block, SurajmalVihar,
Delhi – 110095
FRN : 088204

Banker

- Punjab National Bank

Listed With Stock Exchange

- Delhi Stock Exchange
Dse House, 3/1, Asaf Ali Road,
New Delhi-110002
- U. P. Stock Exchange Limited
14/113, Civil Lines,
Kanpur - 208001

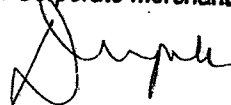
Compliance Officer

- Mr. Jaswant Singh Yadav - Director

Registered Office

Regd. Office :101, First Floor, N - 27,
South Extension Part - 1,
New Delhi - 110049
Email: deepak@yadu.in

For Corporate Merchant Bankers Ltd.



Director

Corporate Merchant Bankers Limited

101 First Floor, N-27, South Extension Part-1, New Delhi-110049

DIRECTORS REPORT

To
The Members,

The Directors of your company have pleasure in presenting their report together with the statements of Accounts for the year ended 31st March 2013.

1. FINANCIAL HIGHLIGHTS:

The financial results are summarized as under:	2012-13	2011-12
Profit before Depreciation	294353	116700
Less: Depreciation	<u>4932</u>	<u>23655</u>
Profit before Tax	289421	93045
Less: Provision for Tax/Deferred Tax	<u>134226</u>	<u>87825</u>
	155195	5220
Add: Deferred Tax	<u>1944</u>	<u>2157</u>
Profit after Tax	<u>157139</u>	<u>7377</u>

2. DIRECTORS

Pursuant to provisions of Section 256 of the Companies Act, 1956 and the Articles of Association of the Company, Mr. Jaswant Singh Yadav, Director of the company, retires by rotation at the ensuing Annual General Meeting, and being eligible, offers himself for re-appointment.

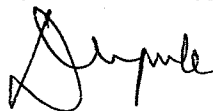
3. AUDITORS

M/s Anil Ajay & Company, Chartered Accountants, the retiring Auditors of the company from the end of this Annual General Meeting is eligible to be appointed as Statutory Auditors of the company till the next Annual General Meeting and to fix their remuneration.

4. PARTICULARS OF EMPLOYEES:

The company has not paid any remuneration attracting the provisions of Companies (Particulars of Employees) Rules, 1975 read with Section 217 (2A) of the Companies Act, 1956. Hence, no information is required to be appended to this report in this regard.

For Corporate Merchant Bankers Ltd.



Director

Corporate Merchant Bankers Limited

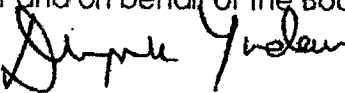
101 First Floor, N-27, South Extension Part-1, New Delhi-110049

NOTICE

NOTICE is hereby given that the Annual General Meeting of the Shareholders of CORPORATE MERCHANT BANKERS LIMITED will be held on Monday, 30TH September, 2013 at 10.30 A.M. at registered office of the Company: 101, First Floor, N-27, South Extension Part -1, New Delhi, to transact the following business:-


1. To receive, consider and adopt the Audited Balance Sheet as on March 31, 2013 and Profit & Loss Account for the year ended 31, March 2013 along with Director's and Auditors Report thereon.
2. To appoint director in place of Sh. Jaswant Singh Yadav, who retires by rotation, and being eligible offers him for re-appointment.
3. To appoint M/s. Anil Ajay and Company, Chartered Accountants, the retiring Auditor's as auditors of the Company from the end of this Annual General Meeting to the end of next Annual General Meeting and to fix their remuneration.

For and on behalf of the Board of Directors


Director

Date: 06.08.2013
Place: New Delhi

For Corporate Merchant Bankers Ltd.


Director

Corporate Merchant Bankers Limited

101 First Floor, N-27, South Extension Part-1, New Delhi-110049

5. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUT GO:

The Company has no activities relating to conservation of energy or technology absorption and foreign exchange earnings and outgo.

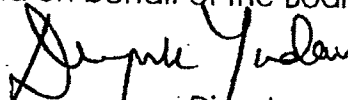
6. RESPONSIBILITY STATEMENTS (As required U/s 217(2AA) of the Companies Act, 1956)

In preparation of the Annual Accounts, the management has followed the applicable accounting standards and there is no material departure from Accounting Standards.

The management has selected such accounting policies and applied them consistently and made its judgements/estimates which are reasonable and prudent to give a true and fair view of the state of affairs of the Company as at 31st March 2013 and Profit and Loss Account of the company for the year ended on that date.

The management/Directors has taken proper and sufficient care for the maintenance of the adequate accounting records in accordance with the provisions of the act for the safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.


For and on behalf of the Board


Director

Dated: 06.08.2013

Place: New Delhi

For Corporate Merchant Bankers Ltd.


Director

MANAGEMENT DISCUSSION & ANALYSIS REPORT**INDUSTRY TRENDS AND BUSINESS ANALYSIS:**

For our Indian economy, this was a year of unfulfilled expectations owing to both domestic and external factors. This year's performance of the Indian Economy has been disappointing when compared with the trend. A belated policy rate cut by the RBI and subsequent cut in interest rates by commercial banks in the beginning of FY 2012 unlikely to reverse the deterioration in business sentiment by itself unless the policy interface with the business concerns becomes more alert and responsive than it seems to have been for the last two years.

The financial services space is a rapidly growing one in India. During this period competition has intensified with the entry of several new players with large brands and well capitalized balance sheets as well as smaller ones. The bigger challenge for players is to achieve sustained and consistent returns on their investments, while managing their growth trajectory.

India's Gross Domestic Product (GDP) is estimated to grow by 6.9% in FY 2011-12, after having grown at the rate of 8.4% in each of the two preceding years. A tight monetary policy which is impacted by investment and consumption growth, Fiscal conditions deteriorated during the year with key deficit indicators crossing the budget targets of FY 2011-12. Apart from sluggishness in tax revenues, Government's non-plan expenditure, particularly subsidies, increased sharply. The slippage in the fiscal deficit has added to inflationary pressures.

The Company is engaged in business activities as Non Banking Finance Company (NBFC). Non Banking Financial Companies (NBFCs) play a crucial role in broadening access to financial services, enhancing competition and diversification of the financial sector.

Banks and NBFCs compete for similar kinds of business. In spite of strong competition faced by the NBFCs, the inner strength of NBFCs viz local knowledge, credit appraisal skill, well trained collection machinery, close monitoring of borrowers and personalized attention to each client, are catering to the needs of small and medium enterprises in the rural and semi urban area.

OPPORTUNITIES & THREATS:

The performance of capital market in India has a direct correlation with the prospect of the economic growth and political stability. The recent steps by the Government of India to create Infrastructure for NBFC and to provide banking license for NBFCs is a positive signal. These opportunities have made the Industry highly competitive with the emergence of new category of systematically important NBFCs, along with existing local and Multinational players leading to tough competition within the industry.

With the globalization and electronic age, Indian stock market changed over the past decade. Nearly 100% of all the transactions are executed through electronic media online trading system. The developments of high tech and transparent markets with an increasingly wide geographic footprint have increased the number of trading venues offering diverse pools of liquidity.

Current elevated rates of inflation pose significant risks to future growth. With the attention of government focused in containing the inflation, the economic growth may see a deceleration with corporate turning in moderate growth.

SEGMENT - WISE OR PRODUCT WISE PERFORMANCE:

As per the requirement of the Corporate Governance, companies are required to show their performance as per segment wise but company operates only in one segment; hence segment wise performance is not applicable.

OUTLOOK AND PROSPECTS:

The Management of the company is very much optimistic about the growth of the organization with the focus on the productivity and the long term projects. Company need large fund for the working capital requirement and expansion but consequently the company is not in favor of taking the loan because of interest rate, long term procedure etc..

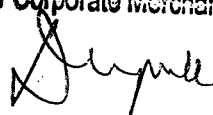
RISK AND CONCERNS:

As an NBFC, the Company is subjected to both external risk and internal risk. External risk due to interest rate fluctuation, slowdown in economic growth rate, political instability, market volatility, decline in foreign exchange reserves, etc. Internal risk is associated with your Company's business which includes deployment of funds in specific projects, retention of talented personnel, managing effective growth rate, changes in compliance norms and regulations, contingent liabilities and other legal proceedings. The Company recognizes the importance of risk management and has invested in people, process and technologies to effectively mitigate the above risks.

INTERNAL CONTROL SYSTEM AND ITS ADEQUACY:

The Company has an established sound internal control system which contributes to safeguarding the shareholder's investment and company's assets. A sound system of internal

For Corporate Merchant Bankers Ltd.



Director

Control facilitates the effectiveness and efficiency of operations, helps ensure the reliability of internal and external reporting and assists compliance with laws and regulations.

Our Company has in place adequate systems of internal control and the internal audits are being carried out, based on the scope approved by the Audit Committee of Directors (ACD). The company has an audit committee which regularly reviews the audit finding as well as the information security assurance services is also provided by independent external Professionals.

Based on their recommendations, the Company has implemented a number of measures both in operational and counting related areas apart from security related measures. All the above business control procedures ensure efficient use and protection of the resources and compliance with the policies, procedures and status.

DISCUSSION ON FINANCIAL PERFORMANCE:

As per the current statement of affairs of the company, the financial position of the company has not been as per the expectation of the company management. All though the Company has entered into many agreement in this financial year and has made investment.

CAUTIONARY STATEMENT:

Statement in the management discussion and analysis describing the company objective projection and estimates may be forward looking statement with the meaning of applicable securities laws and regulation. Actual result could differ materially from those expressed or implied.

**By the order of Board of Director
M/s CORPORATE MERCHANT BANKERS LIMITED**

**Sd/-
Deepak Yadav
Additional Director
DIN : 00223602**

**Sd/-
Jaswant Singh Yadav
Additional Director
DIN : 01207681**

Place: New Delhi
Date: 06/08/2013

For Corporate Merchant Bankers Ltd.



Director

REPORT ON CORPORATE GOVERNANCE

The objective of Corporate Governance is "Enhancement of long term shareholders value and ensuring the protection of rights of the shareholders" and your company reiterates its commitment to good Corporate Governance.

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

The Company policy on Corporate Governance is attainment of the highest levels of transparency, accountability and equity in all facets of its operations. Good Corporate Governance therefore, embodies both enterprise (performance) and accountability (conformance). This is based on preserving core values and ethical business conduct, commitment to maximize member value on a continuous basis while looking after the welfare of all the other stakeholders which is the primary Responsibility of the Board of Directors, Management and Employees. Our Board judiciously exercises its fiduciary responsibilities in a spirit of trust, transparency and fair play.

WHISTLE BLOWER POLICY

In terms of the Corporate Compliance Program, the Company has also formulated a 'Whistle Blower Policy' with an objective of encouraging the employees to raise any concern about Companies operations and working environment, including possible breaches of Companies policies and standards, values or any laws without fear of adverse managerial action being taken against such employees. It basically enables the employees to report their concerns which would be looked into and if found appropriate, would be fully investigated and acted upon.

BOARD OF DIRECTORS:

The Board provides leadership and strategic guidance, objectively reviews management decisions and exercises control over the company. Your company is maintaining the independence of the board and company has the independent and Non-Executive directors.

The Board meeting was held in every quarter to review the financial results and discuss other issues. Besides the mandatory meetings, board meetings were also held whenever required. For conducting a board meeting the directors are informed by giving a notice in advance and the agenda of the board meeting is also being dispatched with the notice. After discussing the agenda the members take decisions on the same.

The composition of Board during the year is as follows:

Name of the Director	Designation	No. of Board Meetings attended	Attendance at last AGM
Mr. Deepak Yadav	Chairman	7	Yes
Mr. Jaswant Singh Yadav	Member	7	Yes
Mr. Ramesh Chand Jain	Member	7	Yes

BOARD MEETINGS:

The Board meets at regular intervals to discuss and Company/business policy and strategy apart from other business. The Board / Committee meetings are pre and a tentative annual calendar of Board and Committee meetings is circulated to the Directors well in advance to facilitate them to plan their schedule and to ensure meaningful participation in the meetings. Every Director is free to suggest inclusion of items on the agenda. The Board meets at least once every quarter inter alia to review the quarterly results. Additional Meetings are held, when necessary. The Minutes of the proceedings of the Meetings of the Board of Directors are noted and the draft Minutes are circulated amongst the members of the Board for their perusal. Comments, if any, received from the Directors are also incorporated in the Minutes in consultation with the Chairman. The Minutes are approved by the members of the Board at the next Meeting. The Meetings of the Board are generally held at its Registered Office.

During the year 7 (Seven) Board Meetings have taken place on 10.05.2012, 12.07.2012, 24.08.2012, 02.09.2012, 10.10.2012, 10.01.2013 and 31.03.2013.

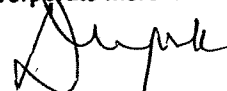
COMMITTEE OF DIRECTORS

The Board Committees play a crucial structure of the Company and have been constituted to deal with specific areas / activities which concern the Company and need a closer review. The Board Committees are set up under the formal approval of the Board to carry out clearly defined considered to be performed by members of the Board, as a part of good governance practice. The Board supervises the execution of its responsibilities by the Committees and action. The minutes of the meetings of all placed before the Board for review. The Board request special invitees to join the meeting, as appropriate.

The Board has constituted the following committees:

- _ Audit Committee
- _ Shareholder's /Investor Grievance Committee

For Corporate Merchant Bankers Ltd.



Director

AUDIT COMMITTEE:

The audit committee constituted as per clause 49 of the listing agreement. The audit committee reviews:

- a) The audit procedure and techniques
- b) With the management external and internal procedures
- c) The adequacy of internal control system.
- d) The company's financial reporting processes and ensures that the financial statements give a true and fair view of the affairs of the company.

It provides assistance to the board of Directors in fulfilling the Board's oversight responsibilities.

COMPOSITION AND MEETINGS OF AUDIT COMMITTEE:

As per the provisions of clause 49 of listing agreement, the audit committee met four times during the year 2012-13 to consider and adopt un-audited & audited quarterly Results of the company.

The Composition of audit committee is as follows:

<u>Name of the Director</u>	<u>Designation</u>	<u>No. of meetings held</u>	<u>No. of meetings attended</u>
Mr. Deepak Yadav	Chairman	4	4
Mr. Jaswant Singh Yadav	Member	4	4
Mr. Ramesh Chand Jain	Member	4	4

During the year four Audit Committee Meetings were held by giving advance notice to the members of Audit Committee to consider and adopt Quarterly Results of the company. The four meetings took place on 10.05.2012, 12.07.2012, 10.10.2012 and 10.01.2013.

ROLE AND RESPONSIBILITIES

The role of Audit Committee includes the review of following:

- Financial Reporting Process
- Draft Financial Results (Quarterly & Annual)
- Internal Audit Reports
- Record of related party transaction
- Reviewing the company's financial and risk management policies
- Management discussion and analysis of financial condition and results of operations
- Compliance with stock exchanges and legal requirement concerning financial statements
- Any other power which are specifically delegated by the board from time to time

The role of the Audit Committee includes recommending the appointment and removal of Statutory Auditor, discussion of Audit plan, fixation of Audit fees and also approval for payment of any other services.

SHAREHOLDERS'/INVESTORS' GRIEVANCES COMMITTEE:

The Shareholders/ Investors Grievances Committee are constituted for good corporate governance & speedy redress at of investor grievances.

The Composition of Shareholders/ Investors Grievances Committee as follows:

<u>Name of the Director</u>	<u>Designation</u>
Mr. Ramesh Chand Jain	Chairman
Mr. Jaswant Singh Yadav	Member
Mr. Deepak Yadav	Member

No complaints were received during the financial year ending 31st March 2013.

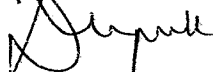
The roles and responsibilities of Shareholders/ Investors Grievances Committee are as follows:

ROLE AND RESPONSIBILITIES

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

- To monitor the process of expeditious transfer of shares or debentures.
- To monitor and review the shareholders complaints related to transfer of shares, non-receipt of Balance Sheet, non-receipt of declared dividend etc.
- To monitor and review from time to time the systems/ procedures relating to processing of transfer of shares, dematerialization/ re-materialization of share certificates, re-issued of share certificates against split, cancellation, consolidation and lost share certificates etc.
- To investigate any activity and seek information from any employee of the company, in discharging its duties.

For Corporate Merchant Bankers Ltd.



Director

- To obtain outside legal or professional services, if consider necessary.
- To fix the record date for the purposes as required under the Companies act and/or listing agreement.
- To consider and approve issue of duplicate share certificate in lieu of those reported lost, misplaced, torn, mutilated etc.
- Any other powers which are specifically delegated by the board from time to time.

COMPLIANCE OFFICER OF THE COMPANY:

Mr. Jaswant Singh Yadav
Director
New Delhi

PREVIOUS ANNUAL GENERAL MEETING:-

Year	Date	Venue	Time	S.R. Passed (If any)
2010	29.09.2010	101, First Floor, N - 27, South Extension Part - 1, New Delhi - 110049	11:00 a.m.	No
2011	30.09.2011	101, First Floor, N - 27, South Extension Part - 1, New Delhi - 110049	11:00 a.m.	No
2012	29.09.2012	101, First Floor, N - 27, South Extension Part - 1, New Delhi - 110049	10:00 a.m.	No

STATUTORY DISCLOSURES:-

No transactions of material nature have been entered into by the company with any of the promoters, directors, their related companies, firms, subsidiaries or relatives etc. that may have a potential conflict with interest of the Company.

The company has not been penalized, nor have any strictures been imposed by the Stock Exchanges, SEBI or any statutory authority, during the last three years, on any matter relating to capital market.

MEANS OF COMMUNICATIONS:

- The quarterly Audited / un-audited financial results are sent to Stock Exchanges where the Company's Shares are listed immediately after the Board Meetings.
- The notice of the AGM along with Annual Report is sent to the shareholders well in advance of the AGM.
- Any website : No
- Whether it also displays official news releases and Presentation made to institutional investors/analyst. N.A.
- Whether Management Decision and Analysis Report is a part of Annual Report: Yes

DISCLOSURES:

- The Board of Directors receives from time to time disclosures relating to financial and commercial transactions from key managerial personnel of the company where they and /or their relatives have personal interest. There are no materially significant related party transactions, which have potential conflict with the interest of the Company at large.
- The details of the Related Party Transactions are placed before & reviewed by the Company's Audit Committee.
- The Company has complied with the requirements of the Stock Exchanges/ Securities and Exchange Board of India/Statutory Authorities on all matters relating to capital markets, during the last three years.
- Pursuant to the provisions of sub-clause V of the revised Clause 49 of the Listing Agreement with the Stock Exchanges, the Director has issued a certificate to the Board, for the Financial Year ended March 31st, 2013.

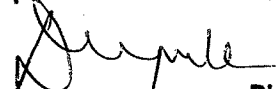
RISK MANAGEMENT:

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

SHAREHOLDER INFORMATION**1. ANNUAL GENERAL MEETING**

Date : 30th September, 2013
Time : 10:30 a.m.
Venue : 101, First Floor, N - 27, South Extension, Part - 1, New Delhi- 11004

For Corporate Merchant Bankers Ltd.


Director

2. TENTATIVE FINANCIAL CALENDAR

Financial Year - 1st April 2013 to 31st March 2014

<u>Financial Period</u>	<u>Reporting Date</u>
First Quarter ending 30 th June 2013	August 2013
Half Year ending 30 th September 2013	November, 2013
Third Quarter ending 31 st December 2013	February, 2014
Quarter & Year ending 31 st March 2014	May, 2014

3. Date of Book Closure

- 26th September 2013 to 30th September 2013 (Both Days Inclusive).

4. LISTING OF SECURITIES: At present the equity shares of the Company are listed on:

- Delhi Stock Exchange
- U. P. Stock Exchange

5. ISIN No. for Demat: The Company has not got its equity shares dematerialized.

6. Registered Office or Address of Correspondence

Shareholders can send their Correspondence at their registered office at 101, First Floor, N – 27, South Extension, Part – 1, New Delhi- 110049

7. Share Transfer System

At present the Company does have the in house share transfer system.

8. AFFIRMATION AND DISCLOSURE:

All the members of the Board and the Committee have a potential conflict with the interest of the Company at large.

All the details relating to financial and commercial transactions where Directors may have pecuniary Interest are provided to the Board and the interested Directors neither participate in the discussion nor do they vote on such matters. There were no materially significant related party transactions, pecuniary transaction or relationships between the Company and its Directors for the financial year ended 31st March, 2013 that may have a potential conflict with the interests of the Company at large.

All details relating to financial and commercial transactions where Directors may have a pecuniary interest are provided to the Board and the interested Directors neither participate in the discussion nor do they vote on such matters.

9. DECLARATION:

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

10. DECLARATION BY THE DIRECTOR UNDER CLAUSE 49 OF THE LISTING AGREEMENT REGARDING ADHERENCE TO THE CODE OF CONDUCT:

In accordance with Clause 49 sub-clause I (D) of the Listing Agreement with the Stock Exchanges, I hereby confirm that, all the Directors and the Senior Management personnel of the Company have affirmed compliance to their respective Codes of Conduct, as applicable to them for the Financial Year ended March 31, 2013.

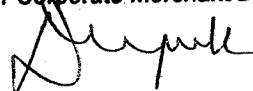
By the order of Board of Director
M/s CORPORATE MERCHANT BANKERS LIMITED

Sd/-
Deepak Yadav
Additional Director
DIN : 00223602

Sd/-
Jaswant Singh Yadav
Additional Director
DIN : 01207681

Place: New Delhi
Date: 06/08/2013

For Corporate Merchant Bankers Ltd.



Director

Auditor's Report

To the members of CORPORATE MERCHANT BANKERS LIMITED

(I) Report on Financial Statements :

We have audited the accompanying financial statements of CORPORATE MERCHANT BANKERS LIMITED. ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss for the year then ended, and a summary of significant accounting policies and other explanatory information.

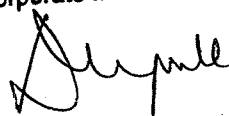
(II) Management Responsibility :

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance 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.

(III) Auditors 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.

For Corporate Merchant Bankers Ltd.



Director



(IV) 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, 2013;
- (b) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and

(V) 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 and 5 of the Order.

(2) As required by section 227(3) of the Act, we report that:

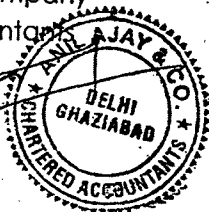
- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
- c) 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, 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, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, 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 Anil Ajay & Company

Chartered Accountants

FRN:

Anil Mittal
(Partner) M. No.



Place : Ghaziabad

Date : 06.08.2013

For Corporate Merchant Bankers Ltd.

Director

ANNEXURE

Referred to in paragraph 3 of our report of even dated for the audit year ended 31.3.2013

- (i) (a) The company has maintained proper records showing full particulars including quantitative details and situations of fixed assets.
- (b) All the fixed assets have been physically verified by the management during the year. In our opinion, It is reasonable having regard to the size of the company and the nature of its business. No material discrepancies were noticed on such verification.
- (c) During the year, the company has not disposed off any substantial part of fixed assets, hence it does not affect the going concern status of the company.
- (ii) As the company is not having any inventory hence maintenance of records and verification of inventory is not required.
- (iii) (a) During the year the company has not granted any fresh loan to parties covered in the register maintained under section 301 of the Companies Act 1956. However year end balance of such loans amounts to Rs. 42.16 lakhs.
- (b) The terms and conditions on which such loans were granted are not prima facie prejudicial to the interest of the company.
- (c) The parties are also regular in repayment of principal amount as stipulated.
- (d) There is no overdue amount of more than one lakh rupees for recovery of principal and interest.
- (e) The company has not taken any loan secured or unsecured during the year from companies, firms or other parties covered in the register maintained u/s 301 of the companies Act, 1956.
- (f) The rate of interest and other terms and conditions with regards to loan taken from companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956 are not, prima facie, prejudicial to the interest of the company as no loan had been taken by the company.
- (g) As none of the loan was taken by company, hence regularity in repayment of loans and/or interest are not applicable.



For Corporate Merchant Bankers Ltd.

A handwritten signature in black ink, appearing to be 'S. P. Singh'.

Director

- (iv) In our opinion and according to the information and explanations given to us, there are internal control procedures commensurate with the size of the company and the nature of its business. However during the year no purchase of inventory, fixed assets was made however it is adequate control and with regard to the sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls.
- (v) (a) According to the information and explanations given to us, we are of the opinion that the transaction that need to be entered into 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, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of rupees five lakhs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- (vi) In our opinion and according to the information and explanations given to us, the company has not accepted deposits from the public covered under provisions of sections 58A and 58AA of the Companies Act, 1956 and Companies Acceptance of Deposits Rules, 1975. No order has been passed by the Company Law Board.
- (vii) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- (viii) The Central Government has not prescribed maintenance of cost records under Section 209(1) of the Companies Act, 1956.
- (ix) The company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, wealth tax, custom duty, excise duty, cess and other material statutory dues applicable to it.
- (x) In our opinion the company is not having any accumulated losses.
- (xi) In our opinion, and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution, bank.



For Corporate Merchant Bankers Ltd.

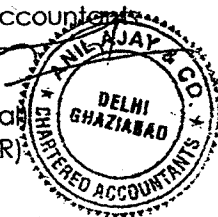
Director

- (xii) As per information given to us the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (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 our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xv) As per information given to us the company has not given any guarantees for loans taken by others from banks or financial institutions hence not prejudicial to the interest of the company.
- (xvi) No term loan was taken, hence this clause is not applicable.
- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that the no funds raised on short-term basis have been used for long-term investment. No long-term funds have been ultimately used to finance short-term assets except permanent working capital.
- (xviii) The company has not made any allotment of preferential shares.
- (xix) According to the information and explanations given to us, during the period covered by our audit report, the company had not issued any debentures.
- (xx) During the year covered by our report company has not raised any money by public issues.
- (xxi) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

Place : Delhi
Date : 06.08.2013

For Anil Ajay & Company
Chartered Accountants

(Anil Mittal)
(PARTNER)



For Corporate Merchant Bankers Ltd.

A handwritten signature in black ink.

Director

CORPORATE MERCHANT BANKERS LIMITED

Balance Sheet as at 31st March 2013

PARTICULARS	Note Number	As At 31.03.2013	As At 31.03.2012
<u>EQUITY & LIABILITIES</u>			
1) Shareholder's Fund			
a) Share Capital	2	330000000	330000000
b) Reserves & Surplus	3	432062	274923
2) Non Current Liabilities			
a) Deferred Tax Liability (Net)	-	0	0
3) Current Liabilities			
b) Other Current Liabilities	4	36000	50500
Total Rs.		33468062	33325423
<u>ASSETS</u>			
4) Non Current Assets			
a) Fixed Assets			
Tangible Assets	5	14967	19899
b) Non current Investment	6	26966290	25975000
c) Deferred Tax Assets (Net)	-	2384	440
5) Current Assets			
a) Trade Receivable	7	2781358	2781358
b) Cash & Cash Equivalent	8	204033	341351
c) Short Term Loans & Advances	9	3499030	4207375
Total Rs.		33468062	33325423

(0)

The accompanying 'Notes' Forms integral part of the Financial Statements.

As per our report of even date.
For Anil Ajay & Company,
Chartered Accountants

(Anil Mittal)
(Partner)
Place :- Delhi
Date :- 06.08.2013



For CORPORATE MERCHANT BANKERS LIMITED

(Director)

 (Director)

For Corporate Merchant Bankers Ltd.

Director

CORPORATE MERCHANT BANKERS LIMITED

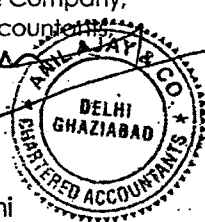
Statement of Profit and Loss Account for the year ended 31.03.2013

PARTICULARS	Note. Number	For the year ended 31.3.2013	For the year ended 31.3.2012
I) Other income	10	417256	240000
II) Total Revenue		417256	240000
III) Expenses:			
a) Employee Benefits Expenses	11	86400	84000
b) Depreciation and Amortization Expenses	5	4932	23655
c) Other Expenses	12	36503	39300
IV) Total Expenses		127835	146955
V) Profit/Loss before exceptional and extraordinary items and tax (II-IV)		289421	93045
VI) Exceptional items / Extra Ordinary Items		-	-
VII) Profit/Loss before tax		289421	93045
VIII) Tax expenses:			
(a) Earlier year Tax		0	(55,200)
(b) Current Year Tax		-134226	(32,625)
(c) Deferred Tax		1944	2,157
IX) Profit/Loss for the year		157139	7377
X) Earning per equity share: (Basic)		0.048	0.002

The accompanying 'Notes' Forms integral part of the Financial Statements.

As per our report of even date.
For Anil, Ajay & Company,
Chartered Accountants

(Anil Mittal)
(Partner)



Place :- Delhi

Date :- 06.08.2013

For CORPORATE MERCHANT BANKERS LIMITED

[Signature]
(Director)

[Signature]
(Director)

For Corporate Merchant Bankers Ltd.

[Signature]
Director

CRPORATE MERCHANT BANKERS LIMITED

NOTE-2: SHARE CAPITAL

Particulars	As At 31.03.2013		As At 31.03.2012	
	Number	Amount	Number	Amount
<u>Authorised :</u> Equity shares of Rs. 10/- each	7000000	70000000	7000000	70000000
<u>Issued, Subscribed and Fully Paid up</u> Equity shares of Rs.10/- each	3300000	33000000	3300000	33000000
Total Rs		33000000		33000000

Other Informations :

2.1). Details of Shares held by those shareholders whose holding is more than 5% of equity shares is as given below:

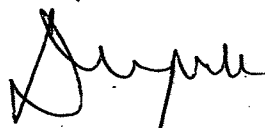
Name of Shareholder	As At 31.03.2013		As At 31.03.2012	
	Number of Shares held	% of Share Holding	Number of Shares held	% of Share Holding
BHAVNA YADAV	177000	5.36%	177000	5.36%
COSMOS INDUSTRIES LIMITED	1979580	59.99%	1979580	59.99%
DEEPAK YADAV	308500	9.35%	308500	9.35%

2.2) There is no change in share capital as compared to previous year, hence no reconciliation is given.

2.3) Neither any share was issued as bonus shares nor any share was bought back by the company.



For Corporate Merchant Bankers Ltd.

 - Director

CORPORATE MERCHANT BANKERS LIMITED**NOTE-3 : RESERVES & SURPLUS**

Particulars	As At 31.03. 2013		As at 31.03.2012	
Profit & Loss Account				
As per Last Balance Sheet	274923		267546	
ADD: Profit/Loss for the Year	157139	432062	7,377	274923
Total .Rs		432062		274923

NOTE-4 : OTHER CURRENT LIABILITIES

Particulars	As at 31.03. 2013	As at 31.03.2012
(d) Other Payable (specifying nature)		
Statutory Remittances	36000	50500
Total Rs.	36000	50500



For Corporate Merchant Bankers Ltd.

Director

FIXED ASSETS

NOTE-5

CORPORATE MERCHANT BANKERS LIMITED

DESCRIPTION	Gross Block			Accumulated Depreciation and Impairment				Net Block	
	Balance as at 01.04.2012	Additions	Disposals	Total	Balance as at 01.04.2012	Depreciation/Amortisation Expenses for the year	eliminated on Disposal of assets	Balance as at 31.3.2013	Balance as at 31.3.2012
Owend Assets									
Furniture & Fixtures	55,850	-	-	55,850	43,247	2281	-	10322	12,603
Computers	122,900	-	-	122,900	116,630	2508	-	3762	6,270
Office equipment	5,375	-	-	5,375	4,349	143	-	883	1,026
Total Rs.	184,125	-	-	184,125	164,226	4932	-	14967	19899
Previous Year	184,125	-	-	184,125	140,571	23,655	-	19899	43554

Notes:-

- 7.1) The company has neither acquired any assets through 'business combination' nor 'other adjustments'. There is no effect on account of foreign currency exchange difference.
7.2) Neither any assets is held for sales nor any assets has been revalued so far.
7.3) There is no impact on depreciation as none of the asset is held for sale.
7.4) Impairment loss is not recognised in statement of profit & loss account hence impact if any has not been taken in accumulated depreciation and impairment.



For Corporate Merchant Bankers Ltd.

[Signature] Director

CORPORATE MERCHANT BANKERS LIMITED**NOTE 6 : NON CURRENT INVESTMENT**

Particulars	31.03.2013	31.03.2012
Investments (At Cost)		
<u>Others Investments</u>		
Investment in Share Application Money : (pending for allotment)	26966290	25975000
Total Rs.	26966290	25975000
Aggregate amount of Quoted investments	0	0
Aggregate market value of listed and quoted investment	0	0
Aggregate value of listed but not quoted investments	0	0
Aggregate amount of unquoted investments	26966290	25975000

NOTE-7 : TRADE RECEIVABLES

Particulars	31.03.2013	31.03.2012
<u>Unsecured but Considered Good</u>		
(ii) Outstanding for a period exceeding six months (from the date they are due for payment)	2781358	2781358
	2,781,358	2,781,358

Notes:-

7.1) Short terms trade receivables due from directors etc. are :

Particulars	31.03.2013	31.03.2012
Directors	-	-
Other Officers of the company	-	-
firms in which any director is a partner	-	-
Private Companies in which any director is a director or member	-	-



For Corporate Merchant Bankers Ltd.

[Signature]

Director

CORPORATE MERCHANT BANKERS LIMITED

NOTE-8 : CASH & CASH EQUIVALENTS

Particulars	As at 31.03. 2013	As at 31.03. 2012
<u>(A) Cash & Cash Equivalents</u>		
(a) Balance with Banks		
(i) Scheduled In current a/c	40697	40697
(b) Cash on hand	163336	300654
Total Rs.	204033	341351

Notes:-

- 8.1) There is no earmarked balance with any bank, hence no such disclosure is made for it.
8.2) There is no margin money deposit against the bank guarantees.
8.3) There is no repatriation restriction with regards to any cash or bank balance shown above.

NOTE-9 : SHORT TERM LOANS & ADVANCES

Particulars	As at 31.03. 2013	As at 31.03. 2012
<u>(b) Other Loans & Advances</u>		
(Unsecured Considered Good)		
(i) Sundry Advances	3,591,530	4,216,000
(ii) Advance Tax / TDS (Net of Provision)	(92,500)	(8,625)
Total Rs.	3499030	4207375

Short Term loans & advances due from Directors etc are:

Particulars	As at 31.03. 2013	As at 31.03. 2012
Directors	0	0
Other Officers of the company	0	0
firms in which any director is a partner	0	0
Private Companies/Trust in which any director is a director or member	3,591,530	4,216,000



For Corporate Merchant Bankers Ltd.

Director

CORPORATE MERCHANT BANKERS LIMITED

NOTE-10 : OTHER INCOMES

Particulars	For the year ended 31 March 2013	For the year ended 31 March 2012
Other Income	0	0
Interest	417256	240000
Total Rs.	417256	240000

NOTE-11 : EMPLOYEE BENEFIT EXPENSES

Particulars	For the year ended 31 March 2013	For the year ended 31 March 2012
(a) Salaries and Wages	86400	84000
Total Rs.	86,400	84,000

NOTE-12 : OTHER EXPENSES

Particulars	For the year ended 31 March 2013	For the year ended 31 March 2012
Accounting Charges	6000	6000
Advertisement	980	850
Legal & Professional	5500	9500
Other Miscellaneous Expenses	1603	1140
Payments to the auditors	12500	12500
Printing & Stationary	525	475
Rent, Rates & Taxes	4000	3500
Travelling & Conveyance	5445	5335
	36503	39300



For Corporate Merchant Bankers Ltd.

A handwritten signature in black ink, appearing to be 'S. Singh' or similar, written over the printed name 'Director'.

Director

CORPORATE MERCHANT BANKERS LIMITED

LIST OF STATUTORY REMITTANCES		
	31.03.2013	31.03.2012
PARTICULARS	31.03.2013	31.03.2012
Audit Fees Payable	25000	37500
Legal Expenses Payable	11000	13000
AMOUNT (RS.)	36,000	50,500

LIST OF SUNDRY DEBTORS		
	31.03.2013	31.03.2012
SNG Exim private limited	2,781,358	2,781,358
	2,781,358	2,781,358

LIST OF OTHER LOANS & ADVANCES		
	31.03.2013	31.03.2012
SV Education	3,591,530	4,216,000
	3,591,530	4,216,000



For Corporate Merchant Bankers Ltd.

A handwritten signature in dark ink, appearing to be "S. Gupta", written over the printed name "Director".

Director

CORPORATE MERCHANT BANKERS LIMITED

DEPRECIATION CHART (AS PER INCOME TAX) FOR A.Y. 2013-2014

DESCRIPTION	W.D.V. AS ON 31.03.2012	ADDITION		DELETION	TOTAL	DEPRECIATION	W.D.V. AS ON 31.03.2013
		I PERIOD	II PERIOD				
<u>10% BLOCK</u> Furniture & Fixtures ,	20,805	-	-	-	20,805	2,081	18,725
<u>15% BLOCK</u> Equipments	230	-	-	-	230	35	196
<u>60% BLOCK</u> Computers	5,844	-	-	-	5,844	3,506	2,338
TOTAL Rs.	26,880	-	-	-	26,880	5,621	21,258



For Corporate Merchant Bankers Ltd.

A handwritten signature in black ink, appearing to read "S. Gupta", written over the printed name "Director".

Director

CORPORATE MERCHANT BANKERS LIMITED
CASH FLOW STATEMENT FOR YEAR ENDED 31ST MARCH 2013
PURSUANT TO CLAUSE 32 OF THE LISTING AGREEMENT

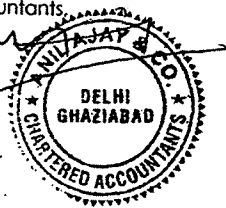
PARTICULARS		For the year ended 31.3.2013	
(A) Cash Flow From Operating Activities :-			
Net Profit before Tax & Extraordinary Items		157,139	
Depreciation	4,932	4,932	
Operating Profit (before Working Capital Changes)		162,071	
Adjustment For :-			
Trade & Other Receivable	-	-	
Inventories	-	-	
Deferred Tax Liability	(1,944)	-	
Trade Payables	(14,500)	(16,444)	
Extraordinary item	-	-	
Interest Received	-	-	
Net Cash from Operating Activities			145,627
(B) Cash Flow From Investing Activities :-			
Increase in Investments	(991,290)		
Decrease in Loan Given to SV	708,345		
Decrease in Investments	-		
Purchase of Fixed Assets	-		(282,945)
(C) Cash Flow From Financing Activities :-			
Proceeds from Issue of Share Capital	-		
Proceeds from Short Term Borrowings	-		
Proceeds from Long Term Borrowings	-		
Interest Paid	-		
Net Increase / Decrease in Cash & Cash Equivalents [(A) + (B) + (C)]			(137,318)
Opening Balance of Cash & Cash equivalents			341,351
Closing Balance of Cash & Cash equivalents			204,033

As per our report of even date.

For CORPORATE MERCHANT BANKERS LIMITED

For Anil Ajay & Company,
Chartered Accountants.

(Anil Mittal)
(Partner)



[Signature]
(Director)

[Signature]
(Director)

Place :- Delhi

Date :- 06.08.2013

For Corporate Merchant Bankers Ltd.

[Signature]
Director

CORPORATE MERCHANT BANKERS LIMITED

CALCULATION OF DEFERRED TAX LIABILITY AS ON 31ST MARCH 2013

W.D.V As Per Companies Act	14,967
Less: W.D.V As Per Income Tax Act	21,258
	<u>(6,291)</u>

Deferred Tax liability
due to difference in
Depreciation @ 30.90% (1,944)

Deferred Tax Assets (440)
as on 31.3.2012

Net Deferred Tax Assets (2,384)



For Corporate Merchant Bankers Ltd.

A handwritten signature in black ink, appearing to be "S. Gupta", written over a horizontal line.

Director

CORPORATE MERCHANT BANKERS LIMITED

Note 1 :

ACCOUNTING POLICIES

(FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2013 PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE)

1.1) Accounting Conventions

The financial statement of the company have been prepared in accordance with 'Indian GAAP' to comply with Accounting Standards Notified under the Companies (Accounting Standards) Rules 2006 and the relevant provisions of the companies Act 1956. The Financial Statements have been prepared on 'Accrual Basis' under the historical cost convention. The Accounting policies adopted in preparation of Financial Statements are consistent with those followed in previous year.

The Ministry of corporate Affairs issued a revised form of Schedule-VI on 28.02.2011, applicable from 01.04.2011 for the preparation & presentation of financial statements. The adoption of this revised Schedule-VI, does not impact the recognition and measurement of different items for preparation of the Financial Statements. However it has significant impact on presentation & disclosures made in Financial Statements. The accounting policies applied by the Company are consistent with those used in the previous period, except where a newly issued accounting standards is initially adopted or a revision to an existing accounting standards requires a change in the accounting policy hitherto in use.

1.2) Use of Estimates

The preparation of financial statements is in conformity with 'Indian GAAP' which requires the management to make estimates and exemptions considered in the reported amounts of the 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 & reasonable. Further results could differ due to use of such estimate with the actual results. In such circumstances the estimates are recognised in the periods in which the results are materialised and/or known.

1.3) Fixed Assets & Depreciation including Amortisation

(a) Tangible Fixed Assets are stated at cost less accumulated depreciation and impairment loss if any. The cost of assets comprise of purchase price and directly attributable cost of bringing the assets to working condition for its intended use. Subsequent expenditure related to fixed assets is capitalised only if such expenditure increases the capacity of the plant.

(b) Depreciation of Fixed Assets have been provided on written down value method at the rates specified in Schedule XIV of the Companies Act, 1956 on pro-rata basis. Depreciation on fixed assets purchased during the year whose cost does not exceed Rs. 5000 is provided in full.

1.4) RECOGNITION OF OTHER INCOMES

Interest income is accounted on accrual basis however dividend income is accounting for when the right to receive is established.

1.5) FOREIGN CURRENCY TRANSACTIONS AND TRANSLATIONS

There is no foreign currency transactions & translations

1.6) EMPLOYEE'S BENEFITS : There is no employee benefit during the year.

1.7) BORROWING COST:

Borrowing cost includes interest, amortisation of ancillary cost incurred and exchange difference arising from foreign currency borrowings. Borrowing cost allocated to and utilised for qualifying assets upto the date of capitalisation shall be treated as cost of assets.

1.8) SEGMENT REPORTING:

The enterprise does not deal in multiple products / services and do not operate in different geographical areas hence is not exposed to different risk & returns and accordingly the said AS 17 is not applicable to the company thereby disclosure required in above AS are not required to be given.

For Corporate Merchant Bankers Ltd.

Director



1.9) EARNING PER SHARE (EPS):

Basic earning per share is computed by dividing the profit after tax by the weighted average number of equity share outstanding during the year. Diluted earning per share is not applicable to the company.

1.10) TAXES ON INCOME

(a) Current Tax : It is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of Income Tax Act 1961

(b) Deferred tax: It is recognized on timing difference, being the differences between the taxable income and the accounting income that originate in one period and is capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and tax laws as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax asset 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.

1.11) PROVISIONS AND CONTINGENCIES

(a) Provisions : These are recognised when the company has a present obligation as a result of past events and it is probable that an outflow of the resources will be required to settle the obligations in respect of which a reliable estimation can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimates required to settle the obligations at the balance sheet date. These are being reviewed at each balance sheet date and adjusted to reflect the current best estimates.

(b) Contingencies: These are recognised at the time of preparation of financial statement.

For Anil, Ajay & Company
Chartered Accountants

(Anil Mittal)
(PARTNER)



(DIRECTOR)

(DIRECTOR)

PLACE : Delhi
DATE : 06.08.2013

For Corporate Merchant Bankers Ltd.

A handwritten signature in black ink, appearing to be "S. Gupta".

Director

CORPORATE MERCHANT BANKERS LIMITED
 Regd. Office: 101, First Floor, N - 27, South Extension Part - 1, New Delhi - 110049

PROXY FORM

I/We _____ of _____
 Company hereby appoint _____ of _____ being member/members of the above named _____ or failing him/her _____ as my/our Proxy to vote for me/us behalf at the Annual General Meeting of the Company to be held on Monday the 30th September, 2013 at 10:30 a.m. at 101, First Floor, N - 27, South Extension Part - 1, New Delhi - 110049 and at any adjourned meeting thereof.

Signed this _____ day of _____ 2013.

Signature _____

Regd. Folio _____

DP. Id. No.* _____

Client Id No.* _____

No. of Shares _____

Address _____

Affix
Revenue Stamp

Note: The form should be signed across the stamp as per specimen signature registered with the Company. The proxy form must reach the Registered Office of the Company not less than 48 hours before the time fixed for holding the aforesaid meeting.

Tear Here

CORPORATE MERCHANT BANKERS LIMITED
 Regd. Office: 101, First Floor, N - 27, South Extension Part - 1, New Delhi - 110049

ATTENDANCE SLIP

Regd. Folio No. _____

DP. Id. No.* _____

Client Id No.* _____

Mr./Ms. _____

Father's/Husband's Name _____

I certify that I am a registered Shareholders/Proxy for the registered Shareholder of the Company.

I hereby record my presence at the Annual General Meeting of the Company at 101, First Floor, N - 27, South Extension Part - 1, New Delhi - 110049 at 10:00 a.m. on Monday the 30th September, 2013.

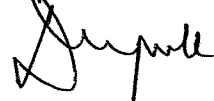
Members'/Proxy's Name in BLOCK Letters _____

Members'/Proxy's Signature _____

- Note: 1) Please fill in this attendance slip and hand it over at the entrance of the Meeting Hall.
 2) Member's Signature should be in accordance with the specimen signature registered with the Company.
 3) Please bring your copy of the Annual Report for reference at the Meeting.

* Applicable for investors holding shares in electronic form.

For Corporate Merchant Bankers Ltd.



Director