

Five X Finance & Investment Ltd.

2nd ANNUAL REPORT FINANCIAL YEAR 2010-11

Regd. Off: E-109, Crystal Plaza, New Link Road, Andheri (w), Mumbai - 53



Five X Finance & Investment Ltd.

Regd.Off: E-109, Crystal Plaza, Link Road, Andheri (W), Mumbai – 53.
Tel. # (022) 61522222, Fax # 61522234 • E Mail: fivexfinance@gmail.com

NOTICE

NOTICE IS HEREBY GIVEN that the 2nd Annual General Meeting of the Company will be held on Tuesday 27th September, 2011 at the registered office of the Company situated at E/109, Crystal Plaza, New Link Road, Andheri (West) Mumbai 400 053 at 1.00 p.m. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Balance Sheet as at 31st March, 2011 and the Report of Directors and Auditor.
2. To appoint Mrs. Tanu Girraj Agarwal as Director of the company, who retires by rotation and, being eligible, offers herself for reappointment
3. To reappoint Auditor and to fix their remuneration.

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/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- 2) The Register of Members and the Transfer Book of the Company will remain closed from 19/09/2011 to 20/09/2011 (both days inclusive).
- 3) Members/Proxies should bring attendance slip duly filled in for attending the meeting. Members are also requested to bring their copies of Annual Report.
- 4) Printed copies of the Balance Sheet, Profit and Loss Account, Director's Report, the Auditor's Report and every other documents required by the law to be annexed or attached to the Balance Sheet for the period ended 31st March, 2011 are enclosed herewith.
- 5) Members seeking any information with regard to accounts are requested to write to the company at least one week in advance so as to enable the management to keep the information ready.
- 6) Proxies in order to be effective must be deposited duly stamped and signed at the Registered Office of the Company not less than 48 hours before the meeting.

REGISTERED OFFICE
E/109, Crystal Plaza,
New Link Road, Andheri (West)
Mumbai 400 053.
Place : - Mumbai
Date: 30th August, 2011

FOR AND ON BEHALF OF THE BOARD

Girraj Kishor Agrawal
Director



Five X Finance & Investment Ltd.

Regd.Off: E-109, Crystal Plaza, Link Road, Andheri (W), Mumbai – 53.
Tel. # (022) 61522222, Fax # 61522234 • E Mail: fivexfinance@gmail.com

DIRECTOR'S REPORT

To,
The Members,

Your Directors have pleasure in presenting the 2nd Annual Report together with the Audited Accounts of the Company for the period ended on 31st March 2011.

1. FINANCIAL RESULTS

The Company has commenced the revenue generation activity and has done well during the period under consideration. The Financial Highlights are as under:-

Particulars	(In Lacs)	
	F.Y. 2010-2011	F.Y. 2009-2010
Total Income	1278.53	-
Profit Before Tax	(0.27)	(2.32)
Profit After Tax	(0.90)	(2.32)

2. DIVIDEND

To strengthen the financial position of the Company, the directors do not recommend any dividend for the year under consideration.

3. DIRECTORS

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the Company Mrs. Tanu Girraj Agarwal retire by rotation at the ensuing Annual General Meeting and being eligible for re-appointment.

4. AUDITORS OBSERVATIONS

The observations of Auditors are explained where necessary in the appropriate notes to the accounts in this report.

5. AUDITORS

M/s. R. SONI & Co., Chartered Accountants, Mumbai, retire at conclusion of this ensuing Annual General Meeting. They have conveyed their consent to act as Auditors of the Company, if re-appointed. They have also confirmed that their appointment will be within the limits under section 224 (1B) of the Companies Act, 1956.

6. FIXED DEPOSITS

The Company has not accepted any deposit within the meaning of Section 58 A of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975.

7. PARTICULARS OF EMPLOYEES

None of the Employees of the Company qualifies for remuneration under Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 and hence no particulars are given.

8. STATUTORY INFORMATION

The particulars required under section 217 (1) (e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 relating to conservation of energy, technology absorption are not applicable to the Company and foreign exchange earnings and out go are NIL.

9. RESEARCH & DEVELOPMENT

No specific research and development were carried out during the year under review.

10. DEMERGER

Scheme of Arrangement and restructuring was between Octant Interactive Technologies Ltd (Demerged Company) and its shareholders and Creditors and Five X Finance & Investment Limited (Resulting Company).

The Management of both the companies had decided to de-merge, the Finance Division's Business of Octant Interactive Technologies Limited into a Separate Entity in the name and style of Five X Finance & Investment Limited.

The draft proposal suggested issuance of 4 Shares at Rs 10/- paid up each of de-merged undertaking for every 5 shares, held by shareholders in Octant Interactive Technologies resulting in 2,05,54,500 shares @ paid up value of Rs 10/-.

Subsequent the Company has received the final drawn up order from the Hon'ble Mumbai High Court on 26th November, 2010 and from the Hon'ble Andhra Pradesh High Court on 12th November, 2010 sanctioning the Composite Scheme of Arrangement and Octant Interactive Technologies Limited de-merged its Finance Division on appointed date 01/04/2010 to Five X Finance & Investment Limited.

Accordingly the initial capital comprising of 50000 equity shares of Five X Finance & Investment Limited, which was meant for incorporation of the company was cancelled/reduced and after cancellation/reduction of initial capital, the company's present issued and paid up capital is Rs. 205,544,000/- consisting 20,554,4000 equity shares of Rs. 10/- each.

11. DIRECTOR RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, with respect to Directors' Responsibility Statement, it is hereby confirmed:

- (i) That in the preparation of the accounts for the financial year ended 31st March 2011 the applicable accounting standards have been followed, along with proper explanation relating to all material departures.

- (ii) That they have, in the selection of the accounting policies, consulted the statutory auditors and have applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of financial year and of the profit of the Company for that period.
- (iii) They have taken proper and sufficient care to the best of their knowledge and ability 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) That the Directors have prepared the accounts for the financial year ended 31st March 2011 on a going concern basis.

12. FOREIGN EXCHANGE EARNINGS / OUTFLOW

During the year under review there has been no Foreign exchange Inflow & Outflow.

13. CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The particulars under the companies (Disclosure of Particulars in the Report of Board of Directors) Rules 1988, on conservation of energy and technology absorption are not applicable.

14. ACKNOWLEDGEMENTS

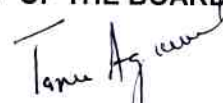
The Directors take this opportunity to place on record their gratitude for the continued support received from its Customers, Bankers. Your Directors also acknowledge with deep sense of appreciation the continued support from Shareholders.

The Directors also wish to convey their thanks and place on record their appreciation for the sincere efforts put in by the employees at all levels for the progress of the Company.

REGISTERED OFFICE
E/109, Crystal Plaza,
New Link Road, Andheri (West)
Mumbai 400 053.
Place : - Mumbai
Date: 30th August, 2011

FOR AND ON BEHALF OF THE BOARD


(Girraj Agrawal)
Director


(Tanu Agarwal)
Director



R. SONI & CO.

CHARTERED ACCOUNTANTS

545, Kalbadevi Road, 318, Bharat Photo House, 3 rd Flr, Marine Lines(E), Mumbai-400 002
E-mail : carrsoni@gmail.com / info@rsonica.com • Website : www.rsonica.com

AUDITORS REPORT

To

The Members

M/S. FIVE X FINANCE & INVESTMENT LIMITED

1. We have audited the attached Balance Sheet of **M/s Five X Finance & Investment Limited** as at 31st March 2011 and the Profit & Loss Account for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standard 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 test basis, evidence supporting the amounts and disclosure in the Financial Statements. An audit also includes assessing the accounting principles used and significant estimates made by the Management, as well as evaluating the over all Financial Statement presentation. We believe that our audit provides reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003, as amended, issued by Central Government of India in terms of sub section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraph 4 and 5 of the said order.
4. Further to our comments in the Annexure referred to above, we state that
 - a) We have obtained all the information and explanation which, to the best of our knowledge and belief, were necessary for the purpose of our audit.
 - b) In our opinion, proper books of accounts as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet and Profit & Loss Account dealt with by this report are in agreement with the books of accounts.
 - d) In our opinion, the Balance Sheet and Profit & Loss Account dealt with by this report comply with the Accounting Standards referred to in sub section (3C) of section 211 of the Companies Act, 1956.



- e) On the basis of written representation received from the directors, as on March 31, 2011 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on March 31, 2011 from being appointed as a Director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
- f) In our opinion and to the best of our information and according to the explanations given to us, subject to note 2 in schedule XI the said accounts give the information required by the Companies Act, 1956 in the manner so required and give true and fair view in conformity with the accounting principles generally accepted in India.
- (i) In the case of Balance Sheet, of the state of affairs of the company as at 31st March, 2011,
- (ii) In the case of the Profit & Loss Account, of the Loss for the year ended on that date.

For R. SONI & CO
Chartered Accountants



CA RAJESH SONI
Partner
M.No. 133240
FRN No. 130349W

Place: Mumbai
Date: 30th August, 2011.

**ANNEXURE TO THE AUDITOR'S REPORT ON THE ACCOUNTS FOR
THE YEAR ENDED 31ST MARCH, 2011**

(Referred to in paragraph 3 of Auditor's Report of even date on the financial statements as at and for the year ended 31st March,2011)

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 of any part of fixed assets during the year and the going concern status of the Company is not affected.
2. (a) As informed to us, the inventories have been verified by the management with the supportive evidence during the year. In our opinion the frequency of verification is reasonable.

(b) In our opinion, the procedures for physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.

(c) On the basis of our examination the records of inventory, we are of the opinion that Company is maintaining proper records of inventory. We are informed that no discrepancies were noticed on physical verification.
3. (a) The Company has granted loans, secured or unsecured, to two companies, covered in the register maintained under Section 301 of the Companies Act, 1956, total outstanding amount is Rs 2,86,50,000/-

(b) The Company has repaid unsecured loan, to one company covered in the register maintained under Section 301 of the Companies Act, 1956.
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 and fixed assets and for the sale of goods. In our opinion and according to the information and explanations given to us, there is no continuing failure to correct major weaknesses in internal control. According to the information and explanations given to us, we are of the opinion that the company has not entered into any contracts or arrangements referred to in section 301 of the Companies Act, 1956.



- 5 No deposits, within the meaning of Section 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and rules framed there under have been accepted by the Company.
- 6 In our opinion and according to information and explanation given to us, the company has adequate internal audit system commensurate with size of the Company and nature of its business.
- 7 According to the information and explanation given to us the maintenance of cost records has not been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956 for any of the activities of the company.
- 8 (a) The Company is regular in depositing undisputed statutory dues including Investor Education and Protection Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, cess and other material statutory dues applicable to the company with the appropriate authorities. No undisputed amounts payable in respect of the aforesaid statutory dues were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.

(b) According to the records of the Company, there are no dues of Income Tax, Sales Tax, Service Tax, Customs Duty, Wealth Tax, Excise Duty, cess which have not been deposited on account of any dispute.
- 9 The Company has accumulated losses as at 31st March, 2011 but does not exceed fifty percent of its net worth at the end of the financial year. The company has not incurred any cash losses during the financial year covered by our audit but a loss of Rs. 2,32,700/- during the immediately preceding financial year.
- 10 According to the records made available to us and information and explanations given to us by the management, the company has not taken any financial assistance from any financial institutions or banks. Accordingly Clause 4(xi) of Companies (Auditor's Report) Order, 2003 is not applicable.
- 11 According to the information given 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.
- 12 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.
- 13 The Company has maintained proper records of the transactions and contracts for dealing or trading in shares, securities, debentures and other investments and timely entries have been made therein. All shares, securities, debentures and other investment have been held by the



company, in its own name except to the extent of the exemption granted under section 49 of the Companies Act, 1956.

- 14 In our Opinion, and 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 during the year.
- 15 As per the information and records furnished to us, the Company has not accepted any term loans. Accordingly Clause 4(xvi) of the Companies (Auditor's Report) Order, 2003 is not applicable to the company.
- 16 According to the information and explanations given to us and on an overall examination of the balance sheet of the company, in our opinion, the funds raised on short-term basis have, prima facie, not been used for long-term investment.
- 17 During the financial year, the Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Act.
- 18 During the financial year, company had not issued any debenture. Accordingly Clause 4(xviii) of Companies (Auditor's Report) Order, 2003 is not applicable.
- 19 The Company has not raised any money by way of public issue during the year. Accordingly Clause 4(xx) of Companies (Auditor's Report) Order, 2003 is not applicable.
- 20 During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the management.

For R. SONI & CO
(Chartered Accountants)



CA RAJESH SONI
Partner
M. No. 133240
FRN No. 130349W

Place: Mumbai
Date: 30th August, 2011.

M/S. FIVE X FINANCE & INVESTMENT LIMITED
BALANCE SHEET AS ON 31.03.2011

PARTICULARS	SCH. NO.	AS ON 31.03.2011	AS ON 31.03.2010
<u>SOURCES OF FUND :</u>			
<u>SHAREHOLDER'S FUND:</u>			
Share Capital	I	205,544,000	500,000
Reserve & Surplus	II	25,269,024	(232,700)
Unsecured Loans	III	-	664,300
		-	
TOTAL		230,813,024	931,600
<u>APPLICATION OF FUNDS :</u>			
<u>FIXED ASSETS :</u>			
Gross Block	IV	428,932	-
Less : Accu. Depreciation		69,530	-
NET BLOCK		359,402	-
<u>CURRENT ASSETS LOANS & ADVANCES :</u>			
Cash & Bank Balance	V	224,906	3,300
Sundry Debtors	VI	1,500,000	-
Loans & Advances	VII	49,472,605	-
Closing Stock		175,131,616	
		226,329,127	3,300
Less : Current Liabilities & Provisions	VIII	68,191	500
NET CURRENT ASSETS		226,260,936	2,800
MISCELLANEOUS EXPENSES (to the extent not written off)	IX	1,032,600	928,800
DEFERRED TAX ASSETS		3,160,087	
TOTAL		230,813,024	931,600

**NOTES FORMING PART OF ACCOUNTS
AS PER OUR REPORT OF EVEN DATE
FOR R. SONI & CO
Chartered Accountants.**

**CA RAJESH SONI
PARTNER
M. NO. 133240**

Place : Mumbai

Date : 30th August, 2011



FOR AND ON BEHALF OF THE BOARD

**MR. G K AGRAWAL
(DIRECTOR)**

**MRS. TANU AGRAWAL
(DIRECTOR)**

M/S. FIVE X FINANCE & INVESTMENT LIMITED
PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31.03.2011

PARTICULARS	SCH. NO.	YEAR ENDED 31.03.2011	YEAR ENDED 31.03.2010
<u>INCOME :</u>			
Sales of Shares		127,694,858	-
Intrest on Loan		158,301	-
Closing Stock		175,131,616	-
		302,984,775	-
<u>EXPENDITURE :</u>			
Opening Stock		301,965,024	-
Administrative Expenses	X	661,900	500
Preliminary Expenses written off		316,200	232,200
		302,943,124	232,700
Net Profit Before Depreciation		41,652	(232,700)
Less : Depreciation		69,530	-
Net Profit After depreciation		(27,878)	(232,700)
<u>Less : Provision For Tax</u>			
Current Tax		-	
Deffered Tax		(62,392)	
Net Profit After Tax		(90,271)	(232,700)
Add : Profit B/fd. From earlier years		(232,700)	-
Amount Available for Appropriation		(322,971)	(232,700)
<u>Less : Appropriation</u>			
Proposed/ Interim Dividend		-	
Corporate Dividend Tax		-	-
Transfer to General Reserve		-	-
Balance Carried to Balance Sheet		(322,971)	(232,700)

NOTES FORMING PART OF ACCOUNTS
AS PER OUR REPORT OF EVEN DATE
FOR R. SONI & CO
Chartered Accountants.

CA RAJESH SONI
PARTNER

M. NO. 133240

Place : Mumbai

Date : 30th August,2011



XI

FOR AND ON BEHALF OF THE BOARD

MR.G K AGRAWAL
(DIRECTOR)

MRS. TANU AGRAWAL
(DIRECTOR)

M/S. FIVE X FINANCE & INVESTMENT LIMITED
SCHEDULES FORMING PART OF BALANCE SHEET
FOR THE YEAR ENDED 31ST MARCH, 2011

PARTICULARS	AS ON 31.03.2011	AS ON 31.03.2010
<u>SCHEDULE - I :</u>		
<u>SHARE CAPITAL :</u>		
<u>AUTHORISED :</u>		
2,10,00,000 Equity shares of Rs. 10/- each.	210,000,000	150,000,000
(Previous Year 1,50,00,000/-equity shares of Rs. 10/- per share)		
	<u>210,000,000</u>	<u>150,000,000</u>
<u>ISSUED, SUBSCRIBED & PAID UP :</u>		
2,05,54,400 Equity shares of Rs. 10/- per share	205,544,000	500,000
(Previous Year 50,000/-equity shares of Rs. 10/- per share)		
	<u>205,544,000</u>	<u>500,000</u>
TOTAL RS.		
<u>SCHEDULE - II :</u>		
<u>RESERVE & SURPLUS</u>		
Securities Premium	25,091,995	
Capital Reserve	500,000	
<u>Profit & Loss A/c as per last Balance Sheet</u>		
Add/(Less): Profit (Loss) for the year	(322,971)	(232,700)
	<u>25,269,024</u>	<u>(232,700)</u>
TOTAL RS.		
<u>SCHEDULE - III :</u>		
<u>UNSECURED LOANS</u>		
Unsecured Loans	-	664,300
	<u>-</u>	<u>664,300</u>



M/S. FIVE X FINANCE & INVESTMENT LIMITED

SCHEDULE -IV

SCHEDULE OF FIXED ASSETS

ASSETS	GROSS BLOCK		DEPRECIATION			NET BLOCK		
	AS ON 01.04.2010	ADD/(DED.) DURING THE YEAR	AS ON 31.03.2011	UPTO 31.03.2010	ADD./ (DED.) DURING THE YEAR	UPTO 31.03.2011	AS ON 31.03.2011	AS ON 31.03.2010
Computers		428,932	428,932	-	69,530	69,530	359,402	-
	-	428,932	428,932	-	69,530	69,530	359,402	-
PREVIOUS YEAR	-	-	-	-	-	-	-	-



M/S. FIVE X FINANCE & INVESTMENT LIMITED
SCHEDULES FORMING PART OF BALANCE SHEET
FOR THE YEAR ENDED 31ST MARCH, 2011

PARTICULARS	AS ON 31.03.2011	AS ON 31.03.2010
<u>SCHEDULE - V</u>		
<u>CASH & BANK BALANCES :</u>		
Balance with Scheduled Banks in Current Account	202,038	-
<u>Cash in Hand</u>	-	-
Cash	22,868	3,300
TOTAL RS.	224,906	3,300
<u>SCHEDULE - VI</u>		
<u>SUNDRY DEBTORS</u>		
Due For More Than Six Months	-	-
Others	1,500,000	-
TOTAL RS.	1,500,000	-
<u>SCHEDULE - VII</u>		
<u>LOANS & ADVANCES (Unsecured Considered Good)</u>		
Loans & Advances Recoverable In Cash Or In Kind Or For Value To Be Received	43,807,490	-
TDS Receivable	5,665,115	-
TOTAL RS.	49,472,605	-
<u>SCHEDULE - VIII</u>		
<u>CURRENT LIABILITIES & PROVISIONS :</u>		
Creditors for Expenses	68,191	500
<u>PROVISIONS:-</u>		
Provision for Tax	-	-
TOTAL RS.	68,191	500
<u>SCHEDULE - IX:</u>		
<u>MISCLLENOUS EXPENSES:-</u>		
Preliminary Expenses	1,348,800	1,161,000
Less:-Expenses Written Off	316,200	232,200
TOTAL RS.	1,032,600	928,800



M/S. FIVE X FINANCE & INVESTMENT LIMITED
SCHEDULES FORMING PART OF BALANCE SHEET
FOR THE YEAR ENDED 31ST MARCH, 2011

PARTICULARS	AS ON 31.03.2011	AS ON 31.03.2010
<u>SCHEDULE - X :</u>		
<u>ADMINISTRATIVE EXPENSES :</u>		
Adevertising Charges	19,675	
Audit Fee	16,545	500
Bank Charges	1,655	
Custodial Fees	181,623	
Electricity Exp.	7,460	
Office Rent	15,000	
Postage & Courer Exp.	4,760	
Printing & Stationery	13,400	
Professional Fees	15,206	
Roc Charges	3,125	
Salary Exp.	305,456	
Service Tax	12,569	
Share Transfer Charges	52,026	
Staff Welfare Exp.	3,450	
Stamp Duty	110	
Transaction Charges	9,840	
TOTAL RS.	661,900	500



ACCOUNTING POLICIES AND NOTES FORMING PART OF THE ACCOUNTS

SCHEDULE XI:

1. SIGNIFICANT ACCOUNTING POLICIES :

(a) Basis of Preparation of Financial Statements

The financial statements have been prepared on a going concern basis and on accrual basis, under the historical cost convention and in accordance with the generally accepted accounting principles, the accounting standards issued by the Institute of Chartered Accountants of India and provisions of the Companies Act, 1956, which have been adopted consistently by the Company.

(b) Use of Estimates

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

(c) Revenue recognition

Revenue from sale of goods is recognized when significant risk and rewards of ownership are transferred to the customers. Sales are net of sales return and trade discount.

(d) Fixed Assets

Fixed Assets are stated at their historical costs less depreciation and upon provision of Impairment Losses duly recognized as per the provisions of AS28 issued by the Institute of Chartered Accountants of India. Cost of Acquisition is inclusive of taxes and other incidental expenses up to date, the assets are put to use.

(e) Depreciation

Depreciation on Fixed Assets has been provided on WDV basis for the period of use at the rates prescribed in Schedule XIV to the Companies Act, 1956.

(f) Investments

Long term investments are stated at cost, Provision for diminution in the value of long term investments is made only if such decline is of a permanent nature.

(g) Inventories

Inventories are valued at cost or net realizable value whichever is lower.



(h) Retirement Benefits

Provision for retirement benefits to employees was not provided on accrual basis, which is not in conformity with Accounting Standard-15 issued by ICAI and the amount has not been quantified because actuarial valuation report is not available. However, in the opinion of the management the amount involved is negligible and has no material impact on the Profit & Loss Account.

(i) Foreign Currency Transactions

Foreign currency transactions are recorded at the rates of exchange prevailing on the date of transaction. Exchange differences, if any arising out of transactions settled during the year are recognized in the profit and loss account. Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated at the closing exchange rate on that date. The exchange difference, if any, is recognized in the profit and loss account and related asstes and liabilities are accordingly restated in the Balance Sheet. During the period under review company has not entered into any foreign currency transaction.

(j) Provision, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the Notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

(k) Deferred Tax

In accordance with AS-22 on "Accounting for taxes on income" issued by the Institute of Chartered Accountants of India, the Bank has recognized Deferred Tax Assets on such timing differences where there is a virtual certainty based on contracts and arrangements in place that such deferred tax assets can be reversed. Deferred Tax Assets have been recognized on unabsorbed depreciation to the extent of deferred tax liability arising on account of timing difference arising between book depreciation and tax depreciation.

2. NOTES TO ACCOUNTS:

1. Additional information pursuant to part II of Schedule VI of the Companies Act,1956 :

	<u>2010-2011</u> (Rs.)	<u>2009-2010</u> (Rs.)
i) <u>Payment to Directors :</u>		
Directors Remuneration	0	0
ii) <u>Payment to Auditors :*</u>		



Statutory Audit Fees	10000	500
Tax Audit Fees	5000	0
Other Matters	0	0
Total	15000	500
iii) <u>Earning in Foreign Exchange:</u>	NIL	NIL
iv) <u>Expenditure in Foreign Exchange:</u>	NIL	NIL
v) Quantitative detail of Closing Stock of Shares is enclosed in ANNEXURE "A".		
vi) Other information are either NIL or Not Applicable.		

*Excluding Service Tax

- Subsequent to the approval by the High Court of Mumbai and Andhra Pradesh, **Octant Interactive Technologies Ltd** de-merged its finance Division on appointed date 01/04/2010 to **Five X Finance & Investment Ltd**. At a ratio of 4:1 (4 Five X Finance and Investment Ltd shares of Rs. 10/- per share and 1 share of Octant Interactive Technologies Ltd of Rs. 10/- each for every 5 shares of Rs. 10/- per share of Octant Interactive Technologies Ltd). Accordingly in line with the scheme of Arrangement and restructuring all the assets and liabilities related to Finance Division of Octant Interactive Technologies Ltd has been transferred to Five X Finance & Investment Ltd.
- Balances of Loans and Advances, Sundry Creditors are subject to confirmation and reconciliation and consequential adjustments, if any.
- In the opinion of the Board & to the best of their knowledge & belief the value of realisation of current assets, loans & advances in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet & the provisions for all the loans & determined liabilities is adequate and not in excess of the amount.
- The computation of Earnings Per Share :

	<u>2010-2011</u> (Rs.)	<u>2009-2010</u> (Rs.)
Profit/ (Loss) Attributable to Equity Share Holders (After Tax)	(27878)	(232700)
Weighted Average Number of Equity Share (Nos.)	20604400	50000
Basic/ Diluted Earning Per Share	NIL	NIL
Face Value per Equity Share	10.00	10.00



6. Major Components of Deferred Tax Assets and Liabilities :

	<u>2010-2011</u>	<u>2009-2010</u>
	(Rs.)	(Rs.)
1) Deferred Tax Liability (On account of Depreciation)	62,392	NIL
2) Deferred Tax Asset On Account of Carry forward Losses	NIL	NIL
Deferred Tax Liability	62,392	NIL

7. Related Party Transaction :

List of Related Parties:

Key Management person

- 1 G.K .Agrawal
- 2 Saloni Agrawal
- 3 Tanu Agrawal

Listed Companies

- 1 Axon Infotech Ltd
- 2 Rockon Fintech Ltd.
- 3 Shree Nath Commercial & Finance Ltd.
- 4 Tilak Finance Ltd.
- 5 Banas Finance Ltd.

Unlisted Company

- 1 Kayaguru Health Solutions Pvt. Ltd.
- 2 Kayaguru Wellness Pvt. Ltd.
- 3 Kayaguru Insurance Pvt. Ltd.
- 4 Handful Investrade Pvt. Ltd.



Transaction with Related Parties:-

List of Related Party	Nature of Transaction	<u>2010-2011</u> (Rs.)	<u>2009-2010</u> (Rs.)
G.K. Agrawal	Rent Paid	15,000	Nil
Axon Infotech Ltd	Loan Given	1,40,00,000	Nil
	Loan Repayment	9,00,000	Nil
Tilak Finance Ltd	Advance received	60,00,000	Nil
	Repayment	60,00,000	Nil
Shree Nath Commercial & Finance Ltd	Share Purchased	59,50,000	Nil
	Advance received	2,00,000	
	Repayment	2,00,000	
	Loan Given	1,55,50,000	
Rockon Fintech Ltd.	Expenses paid by them	4,20,000	Nil
	Payment made to them	4,20,000	Nil
Kayagu Health Solutions Pvt. Ltd.	Investment made in Kayaguru Health Solutions P. Ltd.	6,60,00,000	Nil
Handful Investrade P. Ltd	Loan Received	Nil	6,64,300
	Loan Payment	6,64,300	Nil

8. Balance Sheet Abstract & Company's general business profiles as required by part IV of Schedule VI to the Companies Act, 1956 are enclosed.



9. As per information available with the Company, none of the creditors has confirmed that they are registered under the Micro, Small and Medium enterprises Development Act, 2006.

The company has no dues to Micro, Small and Medium Enterprises during the year ended March 31st, 2011 and March 31st 2010.

10. Segment Information :

The Company is engaged in single segment and there are no separate reportable segments as defined in AS-17.

11. Previous year's figures have been regrouped, rearranged and reclassified wherever necessary to conform to the current's classification/ presentation.

AS PER OUR REPORT OF EVEN DATE

For R. SONI & CO
Chartered Accountants


FOR AND ON BEHALF OF THE BOARD



CA RAJESH SONI
Partner

M.No. 133240
Place: Mumbai.
Date: 30th August, 2011.

Director


Girraj Kishor Agrawal

Director


Tanu Agrawal

M/S. FIVE X FINANCE & INVESTMENT LIMITED

ANNEXURE "B"

Balance Sheet Abstract And Company's General Business Profile

<u>I. Registration Details</u>	
i) Registration No.	: 201249
ii) State Code	: 11
iii) Balance Sheet Date	: 31.03.11
<u>II Capital Raised During the Year (Rs.)</u>	
i) Public Issue	: NIL
ii) Right Issue	: NIL
iii) Bonus Issue	: NIL
iv) Private Placement	: NIL
<u>III. Position of Mobilisation and Development of Fund (Rs.)</u>	
i) Total Liabilities	: 230,813,024
ii) Total Assets	: 230,813,024
<u>Sources of Funds</u>	
i) Paid up Capitals	: 205,544,000
ii) Reserve & Surplus	: 25,269,024
iii) Secured Loans	: -
iv) Unsecured Loans	: -
<u>Applications of Funds</u>	
i) Net Fixed Assets	: 359,402
ii) Deferred Tax Asset	: 3,160,087
iii) Investments	: -
iv) Net Current Assets	: 226,260,936
v) Miscellaneous Expense not w/off	: 1,032,600.00
<u>IV. Performance of Company (Rs.)</u>	
i) Turnover	: 302,984,775
ii) Total Expenditure	: 302,943,124
iii) Profit before tax	: (27,878)
iv) Profit after tax	: (90,271)
v) Basic/Diluted Earning Per Share	: NIL
vi) Dividend Rate	: NIL
<u>V. Generic Names of Three principle Products / Services of Company</u>	
<u>Product</u>	<u>Code No.</u>
i) Lease Financing	N. A.

FOR AND ON BEHALF OF THE BOARD


DIRECTOR

GIRRAJ KISHOR AGRAWAL


DIRECTOR

TANU AGRAWAL

Place : Mumbai

Date :30.08.2011

Five X Finance & Investment Ltd.

Regd. Off: E/109, Crystal Plaza, Andheri (west), Mumbai : 400053.

PROXY FORM

Reg. Folio NO _____ No. of Shares: _____
D.P. I. D* _____ Client ID* _____

I / we _____ of _____
Being a shareholder / shareholders of Five X Finance
Limited Hereby appoint _____ or failing
him/her _____ as my/ our proxy to attend and vote
for me / us and on my/ our behalf at the 2nd Annual General meeting of the Company to be
held on 27th September, 2011 at 1.00 P.M. and at any adjournment thereof.

Signed this _____ day of _____ 2011

Affix
Re. 1/-
Revenue
Stamp

Signature of the shareholder _____

Note: The Proxy form duly completed and signed must be deposited at the Registered office of the company not less than 48 hours before the time for holding the Meeting

*Applicable for shares held in electronic form.

Five X Finance & Investment Ltd.

Regd. Off: E/109, Crystal Plaza, Andheri (west), Mumbai : 400053.

ATTENDANCE SLIP
2nd Annual General Meeting

Reg.Folio NO. _____ No. of shares held _____

Name of the Attending Member _____

D.P.I.D* _____ Client
I.D.* _____

I/We hereby record my/our presence at the 2nd Annual General Meeting of the company at
Regd. Off: E/109, Crystal Plaza, Andheri (west), Mumbai : 400053.

Signature of the shareholder(s), / Proxy/ Representative _____

Note:

- 1) Member / proxy holder wishing to attend the meeting must bring the attendance slip to the meeting and hand over the same duly signed at the entrance.
- 2) Member/Proxy holder desiring to attend the meeting should bring his copy of the Annual Report for reference at the meeting.

BOOK POST

If undelivered please return to:

Five X Finance & Investment Ltd.
Regd. Off: E/109, Crystal Plaza,
Andheri (west), Mumbai : 400053.