

N. M. RAIJI & CO.
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AUDITORS' REPORT

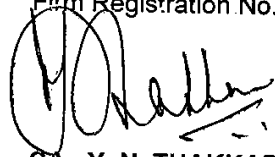
TO THE MEMBERS OF INNOVASSYNTH INVESTMENTS LIMITED

1. We have audited the attached Balance Sheet of **INNOVASSYNTH INVESTMENTS LIMITED**, as at 31st March, 2012, the Profit and Loss Account and Cash Flow Statement 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 the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956 and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us during the course of the audit, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order to the extent applicable.
4. Further to our comments in the Annexure referred to above, we report that:
 - (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;

N. M. RAIJI & CO.

- (ii) 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;
- (iii) The Balance Sheet and the Profit and Loss Account dealt with by this report are in agreement with the books of account;
- (iv) In our opinion, the Balance Sheet and Profit and 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;
- (v) On the basis of written representations received from the directors, as on 31st March, 2012, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2012 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956 on the said date;
- (vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the notes thereon give the information required by the Companies Act, 1956, 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 31st March, 2012; and
 - (b) In the case of the Profit and Loss Account, of the Loss for the year ended on that date;
 - (c) In the case of cash flow statement of the cash flows for the year ended on that date.

For **N. M. RAIJI & CO.**,
Chartered Accountants,
Firm Registration No.108296 W



CA. Y. N. THAKKAR

Partner,
Membership No. 33329

Place: Mumbai,
Dated: 15th May 2012

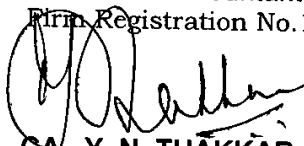
ANNEXURE TO THE AUDITORS' REPORT

(Referred to in paragraph 3 of our report of even date)

Clause No. 4 (i), 4(ii), 4(iv), 4(viii), 4(x), 4(xi), 4(xii), 4(xiii), 4(xv), 4(xvi), 4(xvii), 4(xix), 4(xx), of the Order is not applicable to the Company.

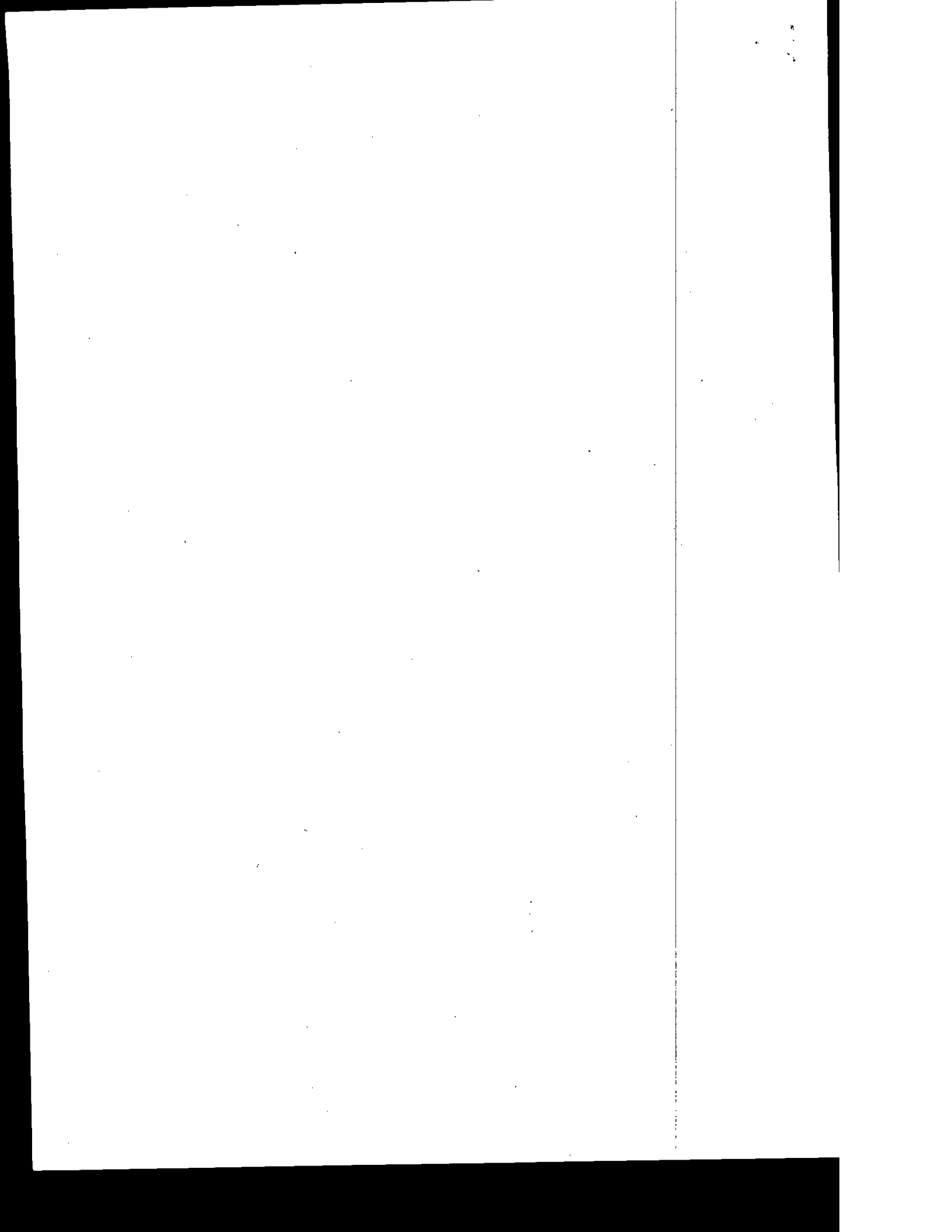
- i. The Company has neither granted nor taken any loans, secured or unsecured to Companies, firms or other parties listed in the Register maintained under Section 301 of the Companies Act, 1956. Accordingly, subclause (b), (c), (d), (f), and (g) of clause 4 (iii) of the Order is not applicable;
- ii. There are no transactions that need to be entered into the register maintained in pursuance of Section 301 of the Act ; consequently sub-clause 4(v)(b) is not applicable;
- iii. The Company has not accepted any deposits from Public;
- iv. The Company has an Internal Audit System commensurate with its size and nature of its business.
- v. (a) According to the records of the Company, and as per information and explanations given to us, the Company is generally regular in depositing with the appropriate authorities undisputed Statutory Dues of Tax Deducted at Source which is a Statutory Due to the Company. Based on our audit procedures, there are no arrears of Tax Deducted at Source which is remaining outstanding as at 31st March 2012 for a period of more than six months from the date they they became payable.
(b) According to the records made available to us and information and explanations given by the management, there are no dues of Income Tax / Sales Tax / Wealth Tax / Service Tax / Custom duty, on account of any dispute.
- vi. The Company has maintained proper records for dealing in shares, and timely entries have been made therein. The shares are held by the Company in its own name;
- vii. The Company has made preferential allotment of shares to companies, which are not covered in the register maintained under section 301 of the Companies Act, 1956.
- viii. According to the information and explanations given to us, no fraud on or by the Company, has been noticed or reported during the year.

For N. M. RAIJI & CO.,
Chartered Accountants,
Firm Registration No. 108296 W



CA. Y. N. THAKKAR
Partner.
Membership No. 33329

Place: Mumbai
Dated: 15th May 2012



INNOVASSYNTH INVESTMENT LIMITED

AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31ST MARCH, 2012

Rs. in Lacs

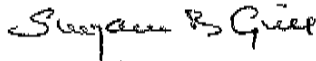
PART - 1						
SR. NO.	Particulars	3 Months ended	Preceding 3 months ended	Corresponding 3 months ended in previous year	Year to date figures for current period ended	Year to date figures for the previous year ended
		31.03.2012	31.12.2011	31.03.2011	31.03.2012	31.03.2011
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
1	a) Net Sales / Income from Operations (Excluding Branch Transfer) (Net of Excise Duty)					
	b) Other Operating Income					
	Total Income from operations (net)	0.00	0.00	0.00	0.00	0.00
2	Expenses					
	(Increase)/ Decrease in Stock in trade and Work in progress	-	-	-	-	-
	Consumption of raw materials	-	-	-	-	-
	Purchase of traded goods	-	-	-	-	-
	Employees Cost	-	-	-	-	-
	Depreciation	-	-	-	-	-
	Other Expenditure	0.20	3.06	0.39	13.27	9.04
	Custodial & Listing Fees	0.67	0.67	-	2.67	-
	Registrar and share Transfer agent fees	0.54	0.47	0.86	1.97	1.55
	Bank Charges	1.99	-	-	1.99	-
	Total Expenses	3.40	4.20	1.26	19.90	10.59
3	Profit / (Loss) from Operations before other income, finance costs and exceptional items (1 - 2)	(3.40)	(4.20)	(1.26)	(19.90)	(10.59)
4	Other Income	-	-	-	-	-
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 ± 4)	(3.40)	(4.20)	(1.26)	(19.90)	(10.59)
6	Finance Costs	-	-	-	-	-
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 ± 6)	(3.40)	(4.20)	(1.26)	(19.90)	(10.59)
8	Exceptional Items - Expenditure / (Income)	-	-	-	-	-
9	Profit / (Loss) from Ordinary Activities before tax (7 ± 8)	(3.40)	(4.20)	(1.26)	(19.90)	(10.59)
10	Tax Expense	-	-	-	-	-
11	Net Profit / (Loss) from Ordinary Activities after tax (9 ± 10)	(3.40)	(4.20)	(1.26)	(19.90)	(10.59)
12	Extraordinary items (Net of Tax expense Rs. Nil)	-	-	-	-	-
13	Net Profit / (Loss) for the period (11 ± 12)	(3.40)	(4.20)	(1.26)	(19.90)	(10.59)
14	Paid-up Equity Share Capital (Face Value Rs. 10/- each)	2427.80	2427.80	2387.80	2427.80	2387.80
15	Reserves Excluding Revaluation Reserves as per Balance Sheet of previous accounting year	-	-	-	-	2.20
16	Earning Per Share (before extraordinary items - not annualised)					
	(a) Basic	(0.01)	(0.02)	(0.01)	(0.08)	(0.04)
	(b) Diluted	(0.01)	(0.02)	(0.01)	(0.08)	(0.04)
17	Earning Per Share (after extraordinary items - not annualised)					
	(a) Basic	(0.01)	(0.02)	(0.01)	(0.08)	(0.04)
	(b) Diluted	(0.01)	(0.02)	(0.01)	(0.08)	(0.04)

Particulars	3 Months ended	Preceding 3 months ended	Corresponding 3 months ended in previous year	Year to date figures for current period ended	Year to date figures for the previous year ended
	31.03.2012	31.12.2011	31.03.2011	31.03.2012	31.03.2011
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
ARTICULARS OF SHAREHOLDING					
Public Share Holding					
- Number of Shares	16414922	16414922	16433608	16414922	16433608
- Percentage of Shareholding	67.61%	67.61%	68.82%	67.61%	68.82%
Promoter and Promoter Group Shareholding					
Pledged / Encumbered					
- Number of Shares	NIL	NIL	NIL	NIL	NIL
- Percentage of Shareholding (as a % of the total shareholding of promoter and promoter group)	NIL	NIL	NIL	NIL	NIL
- Percentage of Shares (as a % of total share capital of the Company)	NIL	NIL	NIL	NIL	NIL
Non - Pledged / Encumbered					
- Number of Shares	7863113	7863113	7444427	7863113	7444427
- Percentage of Shares (as a % of total shareholding of promoter and promoters group)	100.00%	100.00%	100.00%	100.00%	100.00%
- Percentage of Shares (as a % of total share capital of the Company)	32.39%	32.39%	31.18%	32.39%	31.18%

Notes:

- The Company operates only in one segment viz. investment. Hence the segment reporting as required by AS-17, issued by ICAI/Company (Accounting Standards) Rules 2006 is not applicable.
1. ICAI/Company (Accounting Standards) Rules 2006 is not applicable.
 2. The Company has no business except holding of 32% equity shares in Innovassynth Technologies (India) Limited. As there was no income during the period under review the Company has reported losses. (For information on Innovassynth Technologies (India) Limited visit website www.innovassynth.com)
 3. The figures for the quarter ended 31st March, 2012 are the balancing figures between Unaudited financial results for the three months ended 31st March, 2012 and the published Financial results for the nine months ended 31st December 2011.
 4. The figures of the previous quarter have been regrouped wherever necessary to confirm current period classification.
 5. Status of investors grievances for the quarter ended 31st March, 2012: Pending as at beginning of quarter: Nil. Received during the quarter: 3. Disposed off during the quarter: 3. Pending at the end of quarter: Nil
 6. The Statutory Auditors have conducted a Limited Review of the above financial results for the quarter ended 31st March, 2012

For Innovassynth Investments Limited



S.B. Ghia
Chairman & Managing Director

- 2 Annexure-IX of Clause 41 shall be substituted with the following, Viz.,
Clause 41 of the Listing Agreement For Companies (Other Than Bank)

Standalone Statement of Asset and Liabilities Particulars		Rs. in Lacs	
		As at 31 March, 2012	As at 31 March, 2011
		Rs.	Rs.
A	EQUITY AND LIABILITIES		
1	Shareholders' funds		
	(a) Share capital	2,427.80	2,387.80
	(b) Reserves and surplus	(39.51)	(19.61)
	(c) Money received against share warrants		
	Sub Total – Shareholders' fund	2388.29	2368.19
2	Share application money pending allotment		
3	Minority Interest		
4	Non-current liabilities		
	(a) Long-term borrowings	-	-
	(b) Deferred tax liabilities (net)	-	-
	(c) Other long-term liabilities	-	-
	(d) Long-term provisions	-	-
	Sub Total – Non Current Liabilities		
5	Current liabilities		
	(a) Short-term borrowings		19.00
	(b) Trade payables	0.79	
	(c) Other current liabilities	0.89	1.04
	(d) Short-term provisions		
	Sub Total – Current Liabilities	1.68	20.04
	TOTAL – EQUITY AND LIABILITIES	2389.97	2388.23
B	ASSETS		
1	Non-current assets		
	(a) Fixed assets	-	-
	(b) Goodwill on consolidation*	-	-
	(c) Non-current investments	2,385.01	2,385.01
	(d) Deferred tax assets (net)	-	-
	(e) Long-term loans and advances	-	-
	(f) Other non-current assets	-	-
	Sub Total – Non Current Asset	2385.01	2385.01
2	Current assets		
	(a) Current investments		
	(b) Inventories		
	(c) Trade receivables		
	(d) Cash and cash equivalents	4.97	3.22
	(e) Short-term loans and advances		
	(f) Other current assets		
	Sub Total – Non Current Asset	4.97	3.22
	TOTAL – ASSETS	2389.97	2388.23

* Applicable in the case of consolidated statement of assets and liabilities