



**Provestment Services
Limited**

17th Annual Report 2010-11

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BOARD OF DIRECTORS	MR. PRAVEEN BHATIA :	WHOLE TIME DIRECTOR
	MR. VINOD RALHAN :	DIRECTOR
	MR. GAURAV BHATIA :	DIRECTOR
	MR. ANIL LAKHANI :	DIRECTOR
	Mr. GURDEV SINGH VEDI :	DIRECTOR
COMPLIANCE OFFICER	MRS. DEEPIKA RAJPUT	
AUDITORS	M/s AHUJA ARUN & Co. Chartered Accountants 412, Deepshikha Building, Rajendra Place, New Delhi- 110 008	
BANKERS	PUNJAB & SIND BANK IFB, Connaught Place, New Delhi	
REGISTERED OFFICE	Building No. 5, First Floor, Pusa Road, W.E.A. Karol Bagh, New Delhi - 110 005	
CORPORATE OFFICE	B-4/148C, Safdarjung Enclave, New Delhi-110 029	

CONTENTS	
	<i>Page Number</i>
Notice	2
Director's Reports	5
Corporate Governance & Shareholder Information	9
Management Discussion & Analysis	16
Auditor's Report	18
Balance Sheet	21
Profit and Loss Account	22
Schedules forming Part of the Balance Sheet and Profit and Loss Account	23
Balance Sheet Abstract and Company's General Business Profile	31
Cash Flow Statement	33

SEVENTEENTH ANNUAL REPORT – 2010-2011

NOTICE

Notice is hereby given that the 17th Annual General Meeting of the Company will be held on Friday, the 30th day of September, 2011 at 10:00 A.M. at the Corporate Office of the Company at B- 4/148 C, Safdarjung Enclave, New Delhi- 110 029 for transacting the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Accounts for the financial year ended on 31st March, 2011 and the reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Shri Vinod Ralhan, who retires by rotation and being eligible offers himself for re-appointment
3. To appoint Statutory Auditors for the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, to fix their remuneration and to authorize them also to conduct audit of accounts of the Company's branches.

SPECIAL BUSINESS

4. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:
“**RESOLVED THAT** subject to the provisions of Section(s) 198, 269, 309, 310, 311 and all other applicable provisions of the Companies Act, 1956 ('the Act') read with Schedule XIII to the said Act, and subject to such other approvals, as may be required, the Company hereby approves the appointment of Mr. Praveen Bhatia as Whole Time Director of the Company for a period of three years effective from 02nd August, 2011 on the following terms and conditions, which has been approved by the Remuneration Committee at their meeting held on August 02, 2011 and that the Company be and is hereby authorized to pay Mr. Praveen Bhatia remuneration as is set out in the explanatory statement annexed hereto with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment in accordance with the limits specified in Schedule XIII and other applicable provisions of the Companies Act, 1956 or any amendments thereto and as may be agreed to from time to time.”
5. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:
“**RESOLVED THAT** Mr. Gurdev Singh Vedi, who was appointed as an Additional Director of the Company with effect from August 02, 2011 at the meeting of the Board of Directors of the Company and who holds office upto the date of this Annual General Meeting in terms of Section 260 of the Companies Act, 1956, be and is hereby appointed as Director of the Company and in respect of whom the Company has received a Notice in writing, proposing his candidature for the office of Director, under Section 257 of the Companies Act, 1956 and who is eligible for appointment to the office of Director, be and is hereby appointed as Director of the Company.”

By the order of the Board

Place : New Delhi
Dated : 18.08.2011

Sd/-
(Deepika Rajput)
Company Secretary

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT TO BE A MEMBER OF THE COMPANY. PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A BLANK FORM OF PROXY IS ENCLOSED.
2. The Register of Members of the Company will remain closed from Friday, 23rd September, 2011 to Friday, 30th September, 2011(both days inclusive).
3. M/s Beetal Financial & Computer Services (P) Ltd., Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi-110 062 is registrar and Share Transfer Agent for physical shares of the Company. M/s Beetal Financial & Computer Services (P) Ltd is also the depository interface of the Company with both NSDL and CDSL.



PROVESTMENT SERVICES LIMITED

4. Shareholders are requested to notify change in their address along with PIN CODES, to the Company at its Registered Office quoting their Folio Numbers.
5. Shareholders, who are holding shares in identical order of name in more than one folio, are requested to write to the Company enclosing their share certificates to enable the Company to consolidate their holding in one folio.
6. Members are requested to bring their copy of Annual Report. No extra copy would be available for distribution at the meeting.
7. Shareholders/ Proxy are requested to produce at the entrance the attached admission slip duly completed and signed, for admission to the meeting hall.
8. Members who are holding Company's shares in dematerialized form are requested to bring details of their Depository Account Number for identification
9. The members intending to seek any information on Annual Accounts at the meeting are requested to kindly inform the Company at least 10 days before the date of the meeting.
10. No Hand bags/ Parcels of any kind be allowed inside the meeting hall. The same will have to be deposited outside the Meeting hall on the counter provided, at the shareholders'/ proxies' own risks.

ANNEXUE TO NOTICE: EXPLANATORY STATEMENT PURSUANT TO SECTION 173 (2) OF THE COMPANIES ACT, 1956

Explanatory Statement Pursuant to Section 173(2) of the Companies Act, 1956

ITEM No. 4

Board of Directors at their meeting held on August 02, 2011 have subject to the shareholders' approval and provision of the articles of association of the Company, appointed Mr. Praveen Bhatia as Whole-Time Director for a period of three years w.e.f August 02, 2011 on the terms and conditions as set out in the Resolution. As per the provisions of the Section 269 and other applicable provisions, if any, of the Companies Act, 1956 read with Schedule XIII, approval of the members of the Company is required for the appointment of Mr. Praveen Bhatia as Whole-Time Director of the Company.

The remuneration payable to and the terms of appointment of Mr. Praveen Bhatia during the tenure of his appointment for a period of three years will comprise of salary, allowances and perquisites, the aggregate monetary value of such salary, allowances, and perquisites being limited to Rs.1,25,000/- per month.

He shall be entitled for the yearly increment on salary within the range of 10% to 20%, as may be decided by the Board of Directors.

The perquisites and allowances payable to Mr. Praveen Bhatia, subject to aforesaid limits will include the company's contribution to provident fund, Superannuation or annuity fund, gratuity and such other perquisites and / or allowances within the amount specified above. The said perquisites and allowances shall be evaluated wherever applicable as per the Income-tax Act, 1961 or any rules thereunder (including any statutory modifications(s) or re-enactment thereof, for the time being in force). In addition he shall be entitled to encashment of leave at the end of the tenure as per rules of the company.

The terms and conditions set for appointment and payment of remuneration herein and / or in the agreement may be altered and varied from time to time by the board as it may at its discretion, deem fit within the overall ceiling fixed herein.

The board or any committee thereof is entitled to revise the salary, allowances and perquisites payable to the whole-time director of the company at any time such that the overall remuneration payable shall not exceed the aggregate amount of Rs.1,25,000/- as specified above.

The aforesaid agreement may be terminated by either party (company or the whole-time director) by giving three months prior notice of termination in writing to the other party.

Your directors recommend the resolution for your approval.

Mr. Praveen Bhatia is interested in the resolution, which pertains to his appointment and / or remuneration payable to him. Save and except the above, no other director of the company is in any way concerned or interested, in this resolution.

SEVENTEENTH ANNUAL REPORT – 2010-2011

ITEM NO. 5

In order to broad base the Board of Directors, Mr. Gurdev Singh Vedi, was appointed as an Additional Director of the Company w.e.f. August 02, 2011. In terms of Section 260 of the Companies Act, 1956, he holds office as a Director until the conclusion of ensuing Annual General Meeting. As required under Section 257 of the Act, the Company has received a notice from the member of the company signifying his intention to propose his appointment as a Director of the Company. Looking to his vast experience, it will be in the best interest of the Company to appoint him as a Director.

The Directors recommend the said resolution for your approval.

None of the Directors except Mr. Gurdev Singh Vedi is interested in the said resolution.

By the order of the Board

Place : New Delhi
Dated : 18.08.2011

Sd/-
(Deepika Rajput)
Company Secretar



PROVESTMENT SERVICES LIMITED

DIRECTORS' REPORT

Dear Members,

PERFORMANCE:

Your Directors have pleasure to present the 17th Annual Report along with audited accounts of the Company for the period ended 31st March '2011.

FINANCIAL DATA

(In Rs.)

	Current Year (2010-2011)	Previous Year (2009-2010)
Profit before Depreciation	8325665	7161209
Less: - Depreciation	1530433	1430816
Profit/(Loss) before Tax	6795232	5730393
Less: - Provision for tax	1520026	1439977
Less: Prior Period Taxes	0	100000
Less: Deferred Tax	387684	419467
Profit/(Loss) after provisions	4887522	3801193
Opening Balance	11907000	9605807
Transfer to General Reserve	1500000	1500000
Profit/(Loss) carried to the Balance Sheet	15294522	11907000

REVIEW OF PERFORMANCE

During the year 2010-11, your Company recorded profit before tax of Rs.67.95 Lacs (previous year Rs 57.30 lacs) representing a growth of 18.58% where as Profit after Tax recorded a growth of 28.57% which is quite remarkable achievement inspite of global slow down phase.

DIVIDEND

The Directors in view of the current scenario to carry out the future plans it is necessary to conserve the resources. Your directors are of the opinion of retaining the profits for the year within the Company, and thus have not recommended any dividend for the year ended 31st March 2011.

DIRECTORS

In accordance with the provisions of The Companies Act, 1956 and Articles of Association of the Company Shri Vinod Ralhan retire by rotation at the ensuing Annual General Meeting and is eligible for reappointment. However, Mr. Arvind Kumar Narang, Wholtime Director, has resigned from the Directorship of the Company w.e.f. 02.08.2011.

DIRECTORS' RESPONSIBILITY STATEMENT

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

- (i) That in the preparation of the annual accounts for the financial year ended 31st March 2011 the applicable accounting standards had been followed and no material departure have been made from the same;
- (ii) That the directors had selected such accounting policies and 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 the year under review;

SEVENTEENTH ANNUAL REPORT – 2010-2011

- (iii) That Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) That Director has prepared the annual accounts for the financial year ended 31st March, 2011 on a 'going concern' basis.

FIXED DEPOSITS

The Company has not accepted any deposit covered by Companies (Acceptance of Deposit) Rules, 1975.

DEMATERIALIZATION OF EQUITY SHARES

The company's equity shares are available for trading in the Depository system of both the National Securities Depository Limited (NSDL) and the central Depository Services (India) Limited (CDSL). The International Security Identification Number (ISIN) allotted by NSDL and CDSL to the company is **INE438C01010**. The Demat status of the Company as on March 31, 2011 is as under:-

Particulars	No of Shares	Percentage
Electronic Mode		
NSDL	3073559	60.23
CDSL	228518	04.47
Total Demat Holding	3302077	64.70
Physical Mode	1800923	35.30
Total Shares	51,03,000	100.00

CORPORATE GOVERNANCE

Your Company has successfully implemented the mandatory provisions of Corporate Governance in accordance with the provisions of Clause 49 of the Listing Agreement of the Stock Exchanges. Separate Report on Corporate Governance and Management Discussion & Analysis are included in the Annual Report and Certificate dated 18.08.2011 of the Auditors of your Company confirming the compliance of conditions of Corporate Governance is also annexed thereto.

PARTICULARS OF EMPLOYEES

There was no employee in respect of whom information is required to be given pursuant to section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975 as amended up-to-date.

AUDITORS

Ahuja Arun & Co. ,Chartered Accountants, the existing auditors of the Company retire at the conclusion of this Annual General Meeting and being eligible, offer themselves for re-appointment. Your Directors recommend their re-appointment. The Company has received audit report from Ahuja Arun & Co., Chartered Accountants and your directors do not observe any adverse remark therein.

INDUSTRIAL RELATIONS

During the year under review, your Company had amicable and pleasant industrial relations at all levels of the Organization.

SUBSIDIARY COMPANY

There was no Subsidiary Company during the year under review.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO:

The information required under Section 217 (1) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 are not applicable.



PROVESTMENT SERVICES LIMITED

THE YEAR IN RETROSPECT

PROFOREX MONTHLY NEWS LETTER:

We are pleased to inform that amongst all RBI authorized Full Fledged Money Changers operating in India your Company is the first ones to start a newsletter on foreign exchange in the year 2003 which has completed 8 years of presence in the professional and corporate arena.

2500 copies of this newsletter is presently circulated to all business segments such as exporters, MNC's, professional organizations, traders, travel agents, Government organizations and other corporate and has gained substantial recognition. Going further we intend to share our views and analysis to all existing corporate and top management personnel.

PACKAGING EXHIBITIONS:

Your Company specializes in arranging end to end travel services for Packaging Exhibitions for clients engaged in the packaging industry along with potential clients who wish to enter in this Industry. These Exhibitions include Canton Fair in China, Pack Expo in USA, Inter Pack in Germany.

WEBSITE REVAMP:

Your company with a view to strengthen its brand image and also offer its prospective customers ease of navigation, had revamped its website, www.provestment.net and the website now neatly categorizes various businesses carried out by your company.

BSE INDONEXT LISTING:

Your company with a view to offer marketability and liquidity for the shareholders, Exchange has granted its principal approval for trading of 51,03,000 fully paid up equity shares of the Company under BSE Indonext Segment. Hence, the listing of shares at BSE INDONEXT SEGMENT has been started from 10th day of June, 2011.

TRAVEL INDUSTRY: A RETROSPECT

The recent global financial meltdown is definitely going to have an impact on the Indian economy as well and the tourism is usually a casualty in such troubled times. However, the Indian domestic and outbound travel industry still remains strong and is expected to tide over the crisis period much better. We have no doubts that given the proper importance and direction, the tourism and hospitality industry has the potential to emerge as the single largest employer in the country in the coming years.

But regardless of these hindrances, India remains packed with potential and easily the most tantalising platform for travel e-commerce growth.

FUTURE TRENDS IN INDIAN TRAVEL INDUSTRY

- Travel is the largest e-commerce category in India.
- Dynamic Packages by tour and travel agents will be one of the growth drivers for the industry this year.
- The industry is anticipating an increase in corporate travel for 2011-12, which would be a welcome boost in customer demand for the hospitality and travel sectors.
- In India, religious travel is not a niche it is akin to leisure travel.
- In 2011-12, India will surely maintain and strengthen its positioning as a world tourism destination, thanks to the government and tourism initiatives like 'Incredible India' and other such campaigns.

EXPANSION IN TRAVEL VERTICAL

Your Company realized the need for having all travel related services to cater to all types of clients and to improve more top line and bottom line of the Company. With this objective in mind, the Company has started FIT division (Free Independent Travel), GIT Division (Group Incentive Tours) along with specialized services to Corporate Clients. This has been very effective and the Company has added reputed Corporate Clients such as Educomp Group, A2Z Group and others.

ONLINE TRAVEL PORTAL:

Your Company has realized the importance of Online travel portal for the convenience of the customers to book Air Tickets at their comfort and even pay online. The travel portal www.proyatra.com is on the final stage of testing and we hope to launch the same very soon.

SEVENTEENTH ANNUAL REPORT – 2010-2011

NEW BRANCHES:

Your Company has obtained Licence from Reserve Bank of India to open four branches at Indira Puram (Ghaziabad), Jalandhar, Amritsar and Indore. We are pleased to inform that two branches namely Indira Puram and Amritsar are operational as of now. The other two branches would be operational very soon. These branches would focus on all travel needs at local level with complete professional support from Head Office at New Delhi.

FOREX BUSINESS:

Your Company is an RBI approved Foreign Exchange dealer and has been doing handsome business in currency conversion for clients. We wish to provide single window service to our clients which includes Air Tickets-both domestic and International, Currency Conversion, Visa Assistance. Your Company is planning to offer sub dealership to travel agents in religious cities which attract lot of foreign tourists.

OVERSEAS OFFICES:

The Company has been planning to open offices in overseas countries to promote the travel business. The Company is in advanced stages of talks with interested concerns in USA for opening of your company's first overseas office. This would enable interactions with the suppliers directly and offer best rates for hotels, transport and cruise for the Indian tourist traveling abroad.

ACKNOWLEDGEMENTS:

The Directors acknowledge with appreciation, the co-operation and assistance received from the Government, Banks, Authorities and other Business Constituents and arcade during the year.

The Directors wish to place on record their appreciation of the contribution made by employees, customers and suppliers for their continuous support given by them to the Company at all levels during the period under report.

**On behalf of the Board
FOR PROVESTMENT SERVICES LIMITED**

**Sd/-
(DEEPIKA RAJPUT)
COMPANY SECRETARY**

**Sd/-
(ANIL LAKHANI)
DIRECTOR**

**Sd/-
(PRAVEEN BHATIA)
WHOLETIME DIRECTOR**

**Date: 18.08.2011
Place: New Delhi**



PROVESTMENT SERVICES LIMITED

CORPORATE GOVERNANCE REPORT

(Pursuant to clause 49 of the Listing Agreement entered into with the stock exchanges)

1. The Company's Philosophy on code of Corporate Governance

Corporate Governance, it is basically relates to the principles of integrity, fairness, equity, transparency, accountability & Commitment to values. Good governance practices stem from the culture and mindset of the organization. The Company believes that good Corporate Governance practices should be enshrined in all activities of the Company. This would ensure efficient conduct of the affairs of the Company and help the Company achieve its goal of maximizing value for all its stakeholders.

The Company recognizes that good Corporate Governance is a continuing exercise and reiterates its commitment to pursue highest standards of Corporate Governance in the overall interest of all the stakeholders.

2. Board of Directors

Composition as on March 31, 2011

The company's policy is to maintain optimum combination of Executive and Non-Executive Directors. The Board consists of 5 Directors, out of which 3 are Independent Directors. The Chairman of the Company is a Whole-time Director. The Composition of the Board is in conformity with Clause 49 of the Listing Agreement entered into with the Stock Exchanges.

Name	Category	No. of Directorships held in other Public Limited Companies	No. of Board Committee position held in other Public Limited Companies	
			Chairman	Member
Mr. Arvind Kumar Narang	Executive, Whole Time Director	–	–	–
Mr. Anil Lakhani	Non-Executive Independent Director	–	–	–
Mr. Gaurav Bhatia	Non-Executive Independent Director	–	–	–
Mr. Praveen Bhatia	Non-Executive Professional Director	–	–	–
Mr. Vinod Ralhan	Non-Executive Professional Director	–	–	–

3. Board Meetings

The Board held 16 (Sixteen) Meetings during the year 2010-2011 on 15.05.2010, 28.06.2010, 01.07.2010, 17.07.2010, 13.08.2010, 23.08.2010, 26.08.2010, 01.09.2010, 19.09.2010, 12.11.2010, 13.12.2010, 17.12.2010, 31.01.2011, 04.02.2011, 11.02.2011, 31.03.2011.

Attendance of Directors at Board Meetings and at the Annual General Meeting

Name of the Director	No. of Board Meetings Attended	Whether Attended the Last AGM
Mr. Arvind Kumar Narang	15	Yes
Mr. Praveen Bhatia	12	Yes
Mr. Vinod Ralhan	16	Yes
Mr. Anil Lakhani	14	Yes
Mr. Gaurav Bhatia	13	Yes

The Board ensures compliance of all laws applicable to the Company and takes steps to rectify non-compliances, if any.

4. BOARD COMMITTEES

The Board of Directors has constituted following committees namely:

SEVENTEENTH ANNUAL REPORT – 2010-2011

(i) Audit Committee

The Audit Committee has been constituted as per Section 292A of the Companies Act, 1956 and the guidelines set out in the Listing Agreements with the Stock Exchanges. The terms of the reference of the Audit Committee are as per the guidelines set out in the Listing Agreement with Stock Exchanges that inter-alia include the overview of the Company's financial reporting processes, review of quarterly, half-yearly and annual financial statements, review of adequacy of internal control systems, review of financial and risk management policies and review of significant finding and adequacy of internal control system etc.

Composition and Attendance

During the year 2010-2011, 5 (Five) Meetings of the Audit Committee were held on 15.05.2010, 17.07.2010, 13.08.2010, 12.11.2010 and 11.02.2011.

Name of the Member	Category	No. of Meeting Attended
Mr. Praveen Bhatia (Chairman)	Non-Executive Professional	5
Mr. Vinod Ralhan	Non-Executive Professional	5
Mr. Anil Lakhani	Non-Executive Independent	5

The Members of the Audit Committee have requisite knowledge in the field of finance, Accounts and Management. Minutes of each Meeting of Audit Committee are placed and discussed before the Board of Directors. The representative of Statutory Auditors attends the meetings of audit Committee.

Mrs. Deepika Rajput acted as Secretarial Officer of the Committee during the year.

(ii) Remuneration Committee

The terms of reference of Remuneration Committee are as per the Guidelines set out in the Listing Agreement with the Stock Exchange(s), falling under the category of non-mandatory requirements of Corporate Governance that inter alia includes formulation and recommendation to the Board from time to time, a remuneration structure for the Whole-time Members of the Board.

Composition of Remuneration Committee

Name	Category
Mr. Praveen Bhatia	Non-Executive Professional
Mr. Vinod Ralhan	Non-Executive Professional
Mr. Anil Lakhani	Non-Executive Independent

Meetings and Attendance during the year

One meeting of the above constituted Remuneration Committee was held during the year.

Remuneration Policy

The Remuneration Committee determines and recommends to the Board, the remuneration of the Directors and the same is subject to the approval of Members.

The key components of the Company's Remuneration policy are:-

- Remuneration will be a major driver of performance.
- Remuneration will be transparent, fair and simple to administer.
- Remuneration is determined in accordance with experience and nature of responsibilities.
- Remuneration will be fully legal and tax compliant.

At present, the Company is paying remuneration to its Whole Time Director and sitting fees to its Non-Executive Directors and other Directors.

The detail of service contract of Whole Time Director of the Company is as under:



PROVESTMENT SERVICES LIMITED

Name	Date of Appointment	Tenure	From	To
Mr. Praveen Bhatia	02nd August, 2011	3 years	02nd August, 2011	01st August, 2014

- Notice period as per Company's Rules.
- No severance Fee and stock is payable.

(iii) Shareholders/Investors' Grievance Committee:

The Company is having share transfer committee. It deals with matters related to share transfer/transmission, issue of duplicate share certificate, approving of split and consolidation requests and address of shareholders and investors grievance in relation to transfer of shares, non-receipt of annual report etc.

The terms of reference of shareholders/Investors' Share Transfer Committee are as under:

- Approval of requests received for transfer/transmission of shares including dematerialization/ rematerialization of securities.
- Approval of requests received for issue of duplicate certificates.
- Rejection of requests for share transfers, wherever applicable.
- Redressal of serious complaints received from shareholders/investors on non-receipt of shares after transfer in the physical form, complaints on Non-receipt of Balance Sheet, dividend etc

Composition of Shareholders/Investors' Share Transfer Committee

Name	Category
Mr. Praveen Bhatia	Non-Executive Professional
Mr. Vinod Ralhan	Non-Executive Professional
Mr. Anil Lakhani	Non-Executive Independent

Mrs. Deepika Rajput, Company Secretary, was the Compliance Officer during the year.

Details of Complaints received during the year:

Nature of Complaint	2010-2011
	Received Cleared Pending
Non receipt of Share Certificate duly transferred	-
Non-receipt of Annual Report	-

5. (a) General Body Meetings:

The Last three Annual General Meetings were held as per the details given below:

Year	Date	Day/Time	Venue
2007-2008	30.09.2008	Tuesday 11:00 A.M.	B-4/148C, Safdarjung Enclave, New Delhi- 110 029
2008-2009	30.09.2009	Wednesday 11:00 A.M.	B-4/148C, Safdarjung Enclave, New Delhi- 110 029
2009-2010	30.09.2010	Thursday 11.00 A.M.	B-4/148C, Safdarjung Enclave, New Delhi- 110 029

(b) Postal Ballot

During the year ended 31st March, 2011, no resolution was passed by the Company's shareholders requiring voting by postal ballot. At the ensuing Annual General Meeting also, there is no resolution proposed to be passed through postal ballot.

SEVENTEENTH ANNUAL REPORT – 2010-2011

6. Disclosures

(a) Disclosure on materially significant related party transactions, pecuniary or business relationship with the Company

There have been no materially significant related party transactions that may have potential conflict with the interests of the Company or its associates, with any of the directors or their relatives during the year 2010-2011. However, a detailed disclosure on Related Party Transactions has been made at in the Notes to Accounts appearing under (Significant Accounting Policies and Notes to Accounts) forming part of Balance Sheet.

(b) Details of non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchange(s) or SEBI or any Statutory Authority on any matters related to Capital Market:

No penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority, on any matter related to capital markets during the last 3 years.

(c) Whistle Blower Policy:

The Company has formulated a policy known as 'Whistle Blower Policy' to allow and encourage our employees to bring to the Management's Notice (Audit Committee) directly, without necessarily informing their superiors about suspected unethical behavior, malpractice, wrongful conduct, fraud, violation of the Company's policies including code of conduct, violation of law or questionable accounting or auditing matters by an employee/director in the Company without fear of reprisal. The Company further undertakes that it has not denied any personal access to the Audit committee of the Company in respect of matters involving alleged misconduct/malpractice/unethical behavior and that it has provided protection to 'Whistle Blowers' from unfair termination and other unfair or prejudicial employment practices.

(d) Details of compliance with the mandatory requirements and adoption of non-mandatory requirements of Clause 49:

The Company has complied with the mandatory requirements and is in process of adopting non-mandatory requirements of Clause 49, wherever feasible.

(e) Risk Management

The Executive Management controls risk through means of a properly defined framework.

(f) Code of Conduct:

The Board of Directors of your Company has laid down the Code of Conduct for all Board Members and Senior Management of the Company, which delineates the principles governing the conduct of employees including Directors, with all the stakeholders of the Company. The code covers transparency, legal compliances, concern of occupational health, safety and environment, a gender friendly work place and Philosophy of leading by personal examples.

All Board Members and Senior Management of your Company ensure the compliances with these principles.

The Board is responsible for ensuring that these principles are communicated to, understood and observed by all the employees. Compliance of the code is subject to the review by the Board supported by the Audit Committee of the Board.

(g) Disclosures regarding appointment or re-appointment of Directors

In accordance with the provisions of the Companies Act, 1956 and Articles of Association of the Company, Mr. Vinod Ralhan, Director of the Company will retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment as Director of the Company.

Mr. Vinod Ralhan is a C.A. having a vast experience in the field of management & consultancy and in financial Services.

(h) CEO/CFO Certification

A certificate from the Chief Executive Officer and the Chief Financial Officer on the financial statements of the Company was placed before the Board.



PROVESTMENT SERVICES LIMITED

7. Means of Communication

1. Quarterly Results	Quarterly Results are announced within a 45days of the end of the respective quarter, which are normally published in The Pioneer (English) and Hariboomi (Hindi)
2. Any website, where displayed	Yes, at Company's website and also results are being sent to all the Stock Exchanges, where the shares of the Company are listed for putting in their own website.
3. Whether it also displays official news releases and the presentations made to Institutional Investors or to the Analysts	Not Applicable
4. Whether Management Discussion & Analysis is a part of Annual Report	Yes
5. Whether Shareholder Information section forms part of Annual Report	Yes

8. General Shareholder Information

(a) Date, Time and Venue of Annual General Meeting:

The Company will hold its 17th Annual General Meeting on Friday, the 30th September, 2011 at 10.00 A.M. at the Corporate Office of the Company at B- 4/148 C, Safdarjung Enclave, New Delhi- 110 029

(b) Financial Calendar (tentative and subject to change)

The Company expects to announce the unaudited quarterly results for the year 2011-2012 as per the following schedule.

Financial Reporting for the Quarter ending June 30, 2011	August, 2011
Quarterly Limited Review Report for the Quarter ended on June 30, 2011	August, 2011
Financial Reporting for the Quarter ending September, 2011 and Half-year Results.	November, 2011
Quarterly Limited Review Report for the Quarter ended on September 30, 2011	November, 2011
Financial Reporting for the Quarter ending December 31, 2011	February, 2012
Quarterly Limited Review Report for the Quarter ended on December 31, 2011	February, 2012

The Audited Results of the Company for the year 2011-2012 will be announced on or before 31st July, 2012 which will include the results of the fourth quarter of the year 2011-2012.

(c) Date of Book Closure

The Company's Register of Members and Share Transfer Book will remain closed from Friday, the 23rd September, 2011 to Friday, the 30th September, 2011 (both days inclusive).

(d) Dividend Payment Date

The Board of Directors has not recommended any dividend for the financial year 2010-2011.

(e) Listing on Stock Exchanges

The Equity shares of the Company as on March 31, 2011 were listed on The Delhi Stock Exchange Association Limited, Delhi, Jaipur Stock Exchange, Jaipur and The Ahmedabad Stock Exchange, Ahmedabad. The Company confirms that it has paid Annual Listing Fees due to all the 3 stock exchange for the year 2010-2011.

(f) Stock Code

The Delhi Stock Exchange Association Limited, Delhi	:	9251
Jaipur Stock Exchange, Jaipur	:	959
The Ahmedabad Stock Exchange, Ahmedabad	:	45612

SEVENTEENTH ANNUAL REPORT – 2010-2011

(g) Registrar and Transfer Agents for shares held in Physical as well as Depository mode:

M/s Beetal Financial and Computer Services Private Limited
 99, Madangir, 3rd Floor, Behind LSC,
 Near Dada Harsukhdas Mandir,
 New Delhi-110 062
 Ph:011-29961281-87
 E-mail: beetal@beetalfinancial.com

(h) Stock Market Data

Company's Equity shares are not traded during the financial year 2010-2011. However Company's Equity shares are now being traded w.e.f. 10.06.2011 at BSE Indonext segment.

(i) Share Transfer System

The Board has delegated the power of share transfer to Shareholders/Investors' Share Transfer Committee. The Committee holds meeting fortnightly to consider all matters concerning transfer and transmission of Shares.

(j) Distribution and Shareholding Pattern as on 31st March, 2011

Range of Equity Shares (Rs.)	No. of Shareholders % of Total		Amount (in Rs.) % of Total	
Up to 5000	370	40.79	17,84,700	3.50
5001 – 10000	339	37.38	27,76,000	5.44
10001 – 20000	69	7.61	12,17,500	2.39
20001 – 30000	15	1.65	3,76,000	0.74
30001 – 40000	6	0.66	2,04,700	0.40
40001 - 50000	16	1.76	7,26,000	1.42
50001 – 100000	21	2.32	19,19,000	3.76
0100001 and above	71	7.83	4,20,26,100	82.35
Total	907	100.00	5,10,30,000	100.00

Shareholding Pattern of the Company as on March 31, 2011:

	Category	Nos. of Shares held	Percentage of Holding
A.	Promoter and Promoter Group		
	1. Indian Promoters	1276050	25.01
	2. Foreign Promoters	-	-
	Sub Total	1276050	25.01
B.	Public Shareholding		
	1. Institutional Investors		
	- Mutual Funds & UTI	-	-
	- Banks, Financial Institutions, Insurance Companies	-	-
	- Central Government/State Government(s)	-	-
	- Foreign Institutional Investors	-	-
	2. Non-Institutional Investors		
- Bodies Corporate	1956180	38.33	
- Individuals/HUFs	1870770	36.66	
	Sub Total	3826950	74.99
	Total	51,03,000	100.00



PROVESTMENT SERVICES LIMITED

(k) Dematerialization of Securities

The Company's Shares are available for trading in the Depository System both at National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL). The International Security Identification Number (ISIN) allotted by NSDL and CDSL to Company is INE438C01010.

(l) Liquidity of shares

The Equity shares of the Company are traded on BSE Indonext Segment w.e.f. 10.06.2011.

(m) Outstanding GDRs/ADRs/Warrants or any other Convertible Instrument

Company has not issued any GDRs/ADRs/Warrants or any other convertible instruments which likely to have impact on Equity Share Capital of the Company.

(n) Name and Designation of Compliance Officer:

Mrs. Deepika Rajput, Company Secretary

(o) Address for Correspondence

The shareholders may address their communications/suggestions/grievances/queries to:

Mrs. Deepika Rajput, Company Secretary

Provestment Services Limited

Building No.5, First Floor, Pusa Road, W.E. A. Karol Bagh,
New Delhi-110 005

Phone:011-47177000(30 Lines) Fax-011-47177077

Email:deepika@provestment.net

Website: www.provestment.net

SEVENTEENTH ANNUAL REPORT – 2010-2011

MANAGEMENT DISCUSSION AND ANALYSIS REPORT FOR THE YEAR ENDED 31ST MARCH 2011

Financial Review

Provestment Services Limited has to its credit Full Fledged Money Changer Licence and Ticketing business and has shown satisfactory financial and operating performance during the period under review i.e.2010-2011.

Resources and Liquidity

During the year, the Company relied upon internal and retained resources. The liquidity position of the Company was comfortable during the period.

Industry Scenario

During the year value of Dollar is again upward trend. The Foreign Exchange business and Tour and Travel in the private Sector in India is represented by a mix of few large Companies with Nation wide presence and a large number of small and medium size Companies with regional focus. These Companies provide a variety of services.

The increased penetration of the Banking Sector in all segments in financial sector industry have generally reduced business opportunities for FFMC's.

PSL has not been much affected by these factors due to the fact that it has been catering to core retail clients by carrying on very attractive, convenient and innovative methods of financing.

Opportunities

With the globalization of economy and continuous growth in the GDP of the Country, the growth prospects for small and medium business enterprises have also prospered. In future the same trend is likely to continue. PSL is well placed to identify retail clients and to provide them with convenient servicing.

Challenges

The entire Foreign Exchange Sector faces competitive pressure from the Banking Sector which has excess to lower cost of financing. The spreads in the forex business have also narrowed down considerably.

Outlook

PSL plans to foray into other consultancy services and registered as recruitment agent in India so as to broad base its clientele.

Risks and Concerns

PSL is exposed to risks like volatility in the Indian Economy, falling interest rates, competition from the Banking Sector, volatile economic cycle, market risks, credit risk, and failure of many FFMC during the past few years. PSL manages these risks by maintaining a conservative financial profile and by following prudent business and risk management practices.

Adequacy of Internal Control

PSL has proper and adequate internal controls to assure that all activities are monitored and controlled against any unauthorized use or disposition of assets and that all the transactions are authorized, recorded, reported and monitored correctly. The Company works in a fully computerized environment and all its operations including accounts and MIS are electronic.

PSL ensures adherence to all internal control policies and procedures as well as compliance with all regulatory guidelines.

An Audit Committee has been formed to review and strengthen the adequacy of internal control.

On behalf of the Board
FOR PROVESTMENT SERVICES LIMITED

Sd/-
(DEEPIKA RAJPUT)
COMPANY SECRETARY

Sd/-
(ANIL LAKHANI)
DIRECTOR

Sd/-
(PRAVEEN BHATIA)
WHOLETIME DIRECTOR

Date: 18.08.2011
Place: New Delhi

AHUJA ARUN & CO. Chartered Accountants

412, Deepshikha, Rajendra Place.
New Delhi-110008 Fax: 011-41538586
Ph: 011-41537977, 41537988
N-4/14, DLF Qutab Enclave, Phase-II
Gurgaon-122002, Phone: 0124-4362991
e-mail: mail@aaco.in Website: www.aaco.in

AUDITORS' CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE FOR THE YEAR ENDING 31ST MARCH 2011 UNDER CLAUSE 49 OF THE LISTING AGREEMENT.

To

The Members of
Provestment Services Limited.

We have examined the Compliance of the Conditions of Corporate Governance by Provestment Services Limited for the year ended on 31st March 2011 as stipulated in Clause 49 of the Listing Agreement of the said Company with the stock exchange, with the relevant records and documents maintained by the Company, furnished to us for our review and the report on Corporate Governance as approved by the Board of Directors.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

On the basis of our review and according to the information and explanations given to us, the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement with the Stock Exchange have been complied with in all material respect by the Company.

We state that no investor grievance is pending for a period exceeding one month against the Company as per records maintained by the Shareholders/Investor Grievance Committee.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Delhi
Date: 18.08.2011

**FOR AHUJA ARUN & Co.
Chartered Accountants**

Sd/-
ARUN AHUJA
Partner

AHUJA ARUN & CO. Chartered Accountants

AUDITORS' REPORT

To
The Members,
Provestment Services Limited,
5, Pusa Road, First Floor,
New Delhi-110005

412, Deepshikha, Rajendra Place.
New Delhi-110008 Fax: 011-41538586
Ph: 011-41537977, 41537988
N-4/14, DLF Qutab Enclave, Phase-II
Gurgaon-122002, Phone: 0124-4362991
e-mail: mail@aaco.in Website: www.aaco.in

- 1) We have audited the attached Balance Sheet of Provestment Services Limited as at 31st March 2011, and also the Profit and 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 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 the 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 (Auditors' Report) Order, 2003 issued by the Central Government of India in terms of sub section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 & 5 of the said order.
- 4) Further to our comments in the Annexure referred to above, we report 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, profit and loss account and cash flow statement dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the accounts comply with the accounting standards referred to in section 211 3C of Companies Act, 1956.
 - e) On the basis of written representations received from the Directors, as on 31st March, 2011 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 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 explanation given to us, the said Balance Sheet and Profit and Loss Account, together with 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:
 - I) In the case of the 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 profit for the year ended on that day.
 - III) In the case of the Cash Flow Statements, of the cash flows for the year ended on that date.

Place: New Delhi
Date: 18/08/2011

(CA. Arun Ahuja)
Partner For Ahuja Arun & Co.
Chartered Accountants
M No.089709, FRN-012985N



PROVESTMENT SERVICES LIMITED

AHUJA ARUN & Co. CHARTER ACCOUNTANTS
412, Deepshikha, Rajendra Place.
New Delhi-110008 Fax: 011-41538586
Ph: 011-41537977, 41537988
N-4/14, DLF Qutab Enclave, Phase-II
Gurgaon-122002, Phone: 0124-4362991
e-mail: mail@aaco.in Website: www.aaco.in

Annexure to the Auditors' Report (Year 2010-2011)

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
(b) All the assets have been physically verified by the management during the year. There is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
(c) During the year, the company has disposed off vehicle for Rs. 0.85 lacs, but the same does not affected the concept of going concern of the company.
2. (a) The inventory of Foreign Currencies, Shares and Securities has been physically verified at reasonable intervals by the management.
(b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
(c) On the basis of our examination of the records of inventory, we are of the opinion that the company is maintaining reasonable proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.
3. i) According to information and explanation given to us, during the year the company has not granted any loans, secured or unsecured to firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. However, during the year the company has applied shares worth Rs 1054.30 lacs in five companies covered in the register maintained under section 301 of the Companies Act 1956. Due to non allotment of shares, the company received refund of share application money amounting Rs. 921.30 lacs. As at the close of year, the share application money pending allotment with these companies amounting Rs. 133.00 Lacs.
ii) According to information and explanation given to us, the company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956.
4. In our opinion and according to the information and explanation given to us, there are adequate internal control system commensurate with the size of the company and the nature of its business with regard to purchases of inventory (currency, shares & securities), fixed assets and with regard to the sale of inventory (currency, shares & securities). During the course of our audit, no major weakness has been noticed in the internal controls.
5. (a) Based on the audit procedures applied by us and according to the information and explanation provided by the management, we are of the opinion that the particulars of contracts or arrangements that need to be entered into the register maintained under Section 301 have been so entered.
(b) According to the information and explanation given to us, the transactions made in pursuance of contracts or arrangements entered in the registers maintained under Section 301 and exceeding the value of five lac rupees 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.
6. According to the information and explanation given to us, the company has not accepted deposits from the public during the year covered by our audit report in respect to provisions of sections 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975.

SEVENTEENTH ANNUAL REPORT – 2010-2011

7. In our opinion , the company has an internal audit systems commensurate with the size of the company and nature of its business.
8. The rules made by the Central Government for the maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956 not applicable to the Company.
9. According to the information and explanation given to us, no undisputed amounts payable in respect of income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess were outstanding, as at 31st March, 2011 for a period of more than six months from the date they become payable.
10. The Company does not have any accumulated losses. The Company has not incurred any cash losses during the financial year covered by our audit and the immediately preceding financial year.
11. According to the information and explanation given to us by the management, we are of the opinion that the company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
12. According to the information and explanation 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.
13. The company is not a chit fund or a nidhi /mutual benefit fund / society, therefore, the clause 4 (xiii) of the Order is not applicable to the company
14. The Company is maintaining reasonable proper records of the transactions and contracts for dealing or trading in Shares, Securities or Debentures and other investments. As per information and explanations given to us, the Shares, Securities or Debentures and other instruments have been held by the Company in its own name.
15. According to the information and explanation given to us, the company has not given any guarantee for loans taken by others from bank or financial institutions.
16. The company has taken ODP limit against assets of the company from Punjab & Sind Bank. The opening and closing balances outstanding amounting Rs. 2.42 crores and Rs. 3.13 crores respectively.
17. In our opinion and according to the information and explanation given to us, the funds raised on short-term basis have not been used for long-term investments and vice versa.
18. We are informed that the company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.
19. The company has not issued debentures and hence requirement of reporting regarding creation of securities or charges in respect of debentures issued does not arise.
20. During the financial year covered by our audit, the company has not raised any money by way of public issue.
21. Based upon the audit procedures performed and as per information and explanation given by the management, we report that no fraud on or by the company has been noticed or reported during the course of our audit.

Place: New Delhi
Date: 18/08/2011

(CA. Arun Ahuja)
Partner For Ahuja Arun & Co.
Chartered Accountants
M No.089709, FRN-012985N



PROVESTMENT SERVICES LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2011

PARTICULARS	SCH NO.	AS AT 31.03.2011	AS AT 31.03.2010
SOURCES OF FUNDS			
SHARE HOLDERS FUND			
a) Share Capital	1	51,030,000	51,030,000
b) Reserve & Surplus	2	18,294,522	13,407,000
LOAN FUNDS			
	3	33,091,185	25,310,407
DEFERRED TAX LIABILITY (NET)	4	1,998,078	1,610,394
	TOTAL	104,413,785	91,357,801
APPLICATION OF FUNDS			
A) FIXED ASSETS			
a) Gross Block	5	49,747,982	48,591,880
b) Less : Depreciation		5,641,445	4,746,147
c) Net Block		44,106,537	43,845,734
B) CURRENT ASSETS, LOAN & ADVANCES			
a) Inventories	6	31,485,135	34,512,010
b) Sundry Debtors		25,859,149	14,223,000
c) Cash & Bank Balance		2,041,105	1,585,713
d) Loan & Advances		18,063,599	5,043,457
e) Others		2,729,019	2,572,144
	TOTAL	80,178,007	57,936,324
Less : Current Liabilities & Provision	7		
(a) Current Liabilities		18,068,714	8,806,928
(b) Provisions		1,802,045	1,617,328
NET CURRENT ASSETS		60,307,247	47,512,067
	TOTAL	104,413,785	91,357,801
Significant Accounting Policies	12		
Notes Forming Parts of Accounts	13		

Notes: The Schedule referred to above form an integral part of the Balance Sheet

FOR PROVESTMENT SERVICES LIMITED

As Per Our Report of even date attached

Praveen Bhatia
(Director)

Anil Lakhani
(Director)

Deepika Rajput
(Company Secretary)

(C.A Arun Ahuja)
Partner

Date : 18-08-2011
Place : New Delhi

M No.-089709,FRN-012985N
for and on behalf of
AHUJA ARUN & CO.
Chartered Accountants

SEVENTEENTH ANNUAL REPORT – 2010-2011

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2011

PARTICULARS	SCH NO.	For the Year 2010-11	For the Year 2009-10
I. Operating Income			
a) Turnover		368,134,608	316,876,924
b) Professional Income		5,930,001	6,207,011
c) Interest & other Misc. Income		5,416,389	4,047,021
d) Profit (Loss) on sale of Inventory-Shares	8	14,604	22,013
e) Accretion (Decretion) in Inventory-Currency	9	(1,335,223)	1,163,260
f) Profit on Sale of Fixed Asset		74,394	–
TOTAL	(A)	378,234,773	328,316,229
II. Expenditure			
a) Purchases		352,433,627	305,323,618
b) Personnel, Administrative & Other Expenses	10	12,114,538	10,632,123
c) Financial Charges	11	5,360,944	5,031,567
d) Loss on sale of fixed Assets		–	167,711
e) Depreciation	5	1,530,433	1,430,816
TOTAL	(B)	371,439,542	322,585,836
Profit for the year before tax	(A-B)	6,795,232	5,730,393
Provisions			
Current Tax		(1,520,026)	(1,409,732)
Prior Period Taxes		–	(100,000)
Deferred Tax		(387,684)	(419,467)
Profit After Tax		4,887,522	3,801,194
Add: Balance of Profit & Loss Account brought forward		11,907,000	9,605,807
Amount Available for Appropriation		16,794,522	13,407,000
Transfer to General Reserve		1,500,000	1,500,000
Balance in profit & loss account carried forward		15,294,522	11,907,000
Earning per Share		0.96	0.75

Note : The Schedule referred to above form an integral part of the Profit & Loss Account.

FOR PROVESTMENT SERVICES LIMITED

As Per Our Report of even date attached

Praveen Bhatia
(Director)

Anil Lakhani
(Director)

Deepika Rajput
(Company Secretary)

(C.A Arun Ahuja)
Partner

Date : 18-08-2011
Place : New Delhi

M No.-089709,FRN-012985N
for and on behalf of
AHUJA ARUN & CO.
Chartered Accountants



PROVESTMENT SERVICES LIMITED

SCHEDULES FORMING PART OF BALANCE SHEET

	AS AT 31.03.2011	AS AT 31.03.2010
SCHEDULE-1 : SHARE CAPITAL		
AUTHORISED CAPITAL		
52,50,000 Equity Shares of Rs. 10/- each (Previous year : No Change)	52,500,000	52,500,000
ISSUED SUBSCRIBED AND PAID UP		
51,03,000 Equity Shares of Rs. 10/- each (Previous year no change)	51,030,000	51,030,000
	51,030,000	51,030,000
SCHEDULE-2 : RESERVE & SURPLUS		
General Reserve	3,000,000	1,500,000
Profit & Loss Account	15,294,522	11,907,000
	18,294,522	13,407,000
SCHEDULE-3 : LOANS		
SECURED LOAN		
From- Punjab & Sind Bank ODP Loan	31,360,507	24,289,926
Vehicle Loans (Against hyp. of vehicles)	1,730,678	1,020,481
	33,091,185	25,310,407
SCHEDULE-4		
DEFERRED TAX LIABILITY (NET)		
Deferred Tax Liabilities arising on account of timing deference.	1,998,078	1,610,394
	1,998,078	1,610,394

SEVENTEENTH ANNUAL REPORT – 2010-2011

SCHEDULE-5 : FIXED ASSETS

Particulars	RATE	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		Cost As on 01.04.2010	Addition during the period	Sale/Adj. during the Year	Total as on 31.03.2011	Depre- ciation as on 01.04.2010	Depreciation during the Period	Depreciation Adjust. during the Period	Total As on 31.03.2011	As on 31.03.2011	As on 31.03.2010
OFFICE BUILDING (C.P)	1.63%	2,223,221	-	-	2,223,221	215,447	36,239	-	251,685	1,971,536	2,007,774
OFFICE BUILDING (NOIDA)	1.63%	10,032,000	-	-	10,032,000	382,129	163,522	-	545,650	9,486,350	9,649,871
OFFICE BUILDING (PUSA ROAD)	1.63%	27,205,122	-	-	27,205,122	709,443	443,443	-	1,152,887	26,052,235	26,495,679
PLANT & MACHIN-ERY	4.75%	1,501,545	-	-	1,501,545	625,087	71,323	-	696,410	805,135	876,458
COMPUTER	16.21%	1,079,026	280,403	-	1,359,429	675,986	193,043	-	869,030	490,399	403,040
VEHICLES	9.50%	4,216,449	1,507,240	645,741	5,077,948	1,637,663	481,910	635,135	1,484,438	3,593,510	2,578,786
SCOOTER	9.50%	112,269	-	-	112,269	34,169	10,666	-	44,834	67,435	78,100
OFFICE/FURNI-TURE & FIXTURE	6.33%	1,522,549	-	-	1,522,549	389,312	96,377	-	485,689	1,036,860	1,133,237
LIFT	4.75%	129,349	-	-	129,349	2,003.14	6,144	-	8,147	121,202	127,346
OFFICE EQUIP-MENTS	4.75%	570,350	14,200	-	584,550	74,907	27,766	-	102,674	481,876	495,443
TOTAL		48,591,880	1,801,843	645,741	49,747,982	4,746,147	1,530,433	635,135	5,641,445	44,106,537	43,845,733
PREVIOUS		47,020,518	2,071,882	500520	48,591,880	3,468,140	1,430,816	152,809	4,746,147	43,845,734	43552378



PROVESTMENT SERVICES LIMITED

	AS AT 31.03.2011	AS AT 31.03.2010
SCHEDULE-6		
CURRENT ASSETS, LOAN & ADVANCES		
a) INVENTORIES		
<i>(As taken valued and certified by the Management)</i>		
i) Stock of Shares, Securities & Others	31,065,348	32,757,000
(For Quoted: Market Value)		
(For Unquoted & others : Cost)		
ii) Foreign currency Stock	419,787	1,755,010
(at prevailing bank mean rate)	31,485,135	34,512,010
b) SUNDRY DEBTORS		
<i>(Unsecured Consider Good)</i>		
Debt Outstanding for the period		
above six month	–	25,916
below six month	25,859,149	14,197,084
	25,859,149	14,223,000
c) CASH & BANK BALANCE		
Cash in hand	601,063	264,106
Bank Balance in scheduled Banks	768,363	686,719
Term Deposit	671,679	634,888
	2,041,105	1,585,713
d) LOAN AND ADVANCES		
<i>(Unsecured considered good)</i>		
Share Appl. Money (Pending Allotment)	15,390,000	2,890,000
Advances recoverable in cash or in kind or for value to be received	2,673,599	2,153,457
	18,063,599	5,043,457
e) OTHERS		
Security Deposits	178,132	85,067
Income Tax (TDS)	2,550,887	2,487,077
	2,729,019	2,572,144

SEVENTEENTH ANNUAL REPORT – 2010-2011

	AS AT 31.03.2011	AS AT 31.03.2010
SCHEDULE-7		
CURRENT LIABILITIES & PROVISIONS		
(a) Current Liabilities		
Sundry Creditors - Expenses & Others (As certified by the management)	18,068,714	8,806,928
(a)	18,068,714	8,806,928
(b) Provisions		
Provision for Income Tax	1,520,026	1,409,732
Provision for Gratuity	282,019	207,596
(b)	1,802,045	1,617,328
TOTAL (a+b)	19,870,759	10,424,257

SCHEDULE-8

PROFIT (LOSS) SALE OF INVENTORY (Shares)

Shares, Securities

Opening Balance		32,757,000	27,166,000
Equity Share Purchased		7,333,736	14,091,000
Equity Share Sales		40,090,736	41,257,000
Closing Balance	a	31,050,744	32,734,987
Closing Valuation of Inventories (Ref. Schedule 5 as certified by management)	b	31,065,348	32,757,000
Profit (Loss) on sale of Inventory-Shares	b-a	14,604	22,013

SCHEDULE-9

Accretion (Decretion) in Inventory (Currency)

Foreign Currency (Money Changing Business)

Opening Stock	1,755,010	591,750
Closing Stock	419,787	1,755,010
Accretion (Decretion)	(1,335,223)	1,163,260



PROVESTMENT SERVICES LIMITED

SCHEDULE-10

ADMINISTRATIVE & OTHER EXPENSES

Auditors Remuneration				
–For Audit Fee	40,000	–	37,078	–
–For Tax Audit fees & other Services	15,150	55,150	12,922	50,000
Advertisement Exp		221,531		94,029
Agm Expenses		67,633		56,650
Board Sitting Fees		210,000		157,500
Books & Periodicals		4,367		2,357
Business Promotion		260,227		0
Commission Paid		154,354		94,800
Computer Repair And Maintances		96,992		117,816
Conveyance & Vehicle Running & Maintenance Expenses		1,009,430		940,126
Director Remuneration		120,000		120,000
Electricity Expenses		279,839		260,190
Filling Fees		1,530		2,272
Insurance		281,432		288,625
Legal & Professional & Secretarial exp.		2,175,643		2,401,024
Loss on Sale of Shares (speculative)		38,191		0
Misc. Expenses		72,499		26,286
Office Expenses		342,760		310,941
Pf Contribution (Employer)		67,990		60,928
Postage & Courier		25,485		24,162
Printing & Stationery		254,528		324,755
Provision for gratuity		74,423		21,636
Rebate & Discount		444,670		156,812
Rent & Taxes -Office		227,370		447,575
Salaries		4,303,091		3,523,292
Short & Excess		0		25,568
Staff Welfare		503,971		244,321
Subscription & Membership Fee		71,459		191,303
Telephone & Communication Expenses		701,433		649,223
Travelling Exp.		48,539		39,933
		12,114,538		10,632,123

Schedule 11

FINANCIAL CHARGES

Bank Charges & Processing Charges	423,762	459,770
Interest Paid On Vehicles Loans	160,717	122,848
Bank Interest	4,776,464	4,448,949
	5,360,944	5,031,567

SEVENTEENTH ANNUAL REPORT – 2010-2011

Schedule 12:

SIGNIFICANT ACCOUNTING POLICIES

1. Nature of Operations :

PROVESTMENT SERVICES LIMITED is engaged in dealing of Air Ticketing, Foreign Exchange, shares and providing Professional Services.

2. Significant Accounting Policies.

Set out hereunder are the significant accounting policies adopted by the company in the preparation of the accounts for the year ended 31st March, 2011. There is no material change in accounting policies of the Company

a) Basis of Accounting:

The accounts of the Company are prepared under the historical cost convention and in accordance with the applicable accounting standards issued by the Institute of Chartered Accountants of India and relevant provisions of the Companies Act, 1956 except where otherwise stated. There is no material change in the accounting policies of the company as compared to the previous year.

b) Fixed Assets and Depreciation:

Fixed Assets are stated at historical cost less depreciation. Depreciation is provided on fixed Assets on Straight Line Method at the rates prescribed in Schedule XIV of the Companies Act, 1956.

c) Inventories:

Inventories are valued as follows:

a. For Stock-In-Trade (Equity Shares)

-Unquoted Share at cost.

-Quoted Share at cost or market price whichever is lower.

b. Stock-In-Trade (foreign currency) of money changing business.

-Valued at prevailing Bank Mean Rate at close of the year.

d) Revenue Recognition:

Mercantile system of accounting is followed.

e) Contingent Liabilities:

Contingent Liabilities are determined on the basis of available information and if any disclosed by way of notes to the accounts.

f) Insurance/ Claims

The company covers all the normal risks on the basis of cost for the fixed assets and Inventories. The premium pertaining to the year is charged against the revenue of the year.

Insurance claims lodged by the company will be adjusted as and when the final amount will be determined by the Insurance Companies

SCHEDULE -13

Notes On Accounts:

a) Previous year figures :

The previous year's figures have been reworked, regrouped, rearranged and reclassified wherever considered necessary to make their classification comparable with that of the current year.



PROVESTMENT SERVICES LIMITED

b) Secured Loans:

- i) ODP Loans & Term Loan from Punjab & Sind Bank is secured against all current & fixed assets. Further the above loan is guaranteed by two directors of the company and corporate guarantees of M/s Chaitali Exports Pvt Ltd.
- ii) The vehicle loans are secured by way of hypothecation of vehicles.

c) Provision of Income Tax:

Provision of Rs. 15, 20,026/- on account of Income Tax has been made for the year.

d) Deferred Tax

Deferred tax resulting from timing difference between book profit and tax profit is accounted for at the current tax rate without surcharge and in compliance with the Accounting Standard 22 "Accounting for Taxes on Income" issued by The Institute of Chartered Accountants of India. Deferred Tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the profit and loss account in the year of change. Deferred tax assets and deferred tax liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities.

e) Related Party Disclosures as prescribed by Accounting Standard 18 of issued by the Institute of Chartered Accountant of India. "As per Annexure A"

f) In the opinion of the Board the Current Assets, loans & Advances have a value on realization in the ordinary course of business at least equal to the amount at which they have been stated in the balance sheet.

g) Auditors Remuneration

Auditor's Remuneration	Year Ended March 31, 2011	Year Ended March 31, 2010
Statutory Audit Fee	40,000	37,078
For Tax Audit Fees & Other Services	15,150	12,922
Out of Pocket Expenses	NIL	NIL
Total	55,150	50,000

h) Directors Remuneration u/s 198 and place of profit u/s 314

	Year Ended March 31, 2011	Year Ended March 31, 2010
Payment to Whole Time Director		
Salary to Mr. Arvind Narang	1,20,000	1,20,000
Consultancy/Professional Charges to CA. Praveen Bhatia, Chartered Accountant.	18,00,000	10,20,000
Total	19,20,000/-	11,40,000/-

i) Balances in parties' accounts whether in debtors, creditors, share application money pending allotment and loans & advances are subject to confirmations.

j) Contingent Liabilities:

- i) Estimated amount of Contracts remaining to be executed on capital account and not provided for - Rs. Nil
- ii) Claims against the company not acknowledged as debts-Rs. Nil.
- iii) The company's bankers have given a Bank Guarantee for Rs. 20.00 Lac in favour of IATA and margin held by Bank Rs. 2 Lac.

k) Provision for Gratuity and ESI.

The company has been advised that the provision of ESI Act is not applicable to the Company. Provisions of Rs. 74,423/- has been made on account of Gratuity for the year.

SEVENTEENTH ANNUAL REPORT – 2010-2011

- l) As no manufacturing activities were carried out during the year, information required under para 3 and 4 of part 11 of schedule VI of Companies Act, 1956 is not given.
- m) Stock of investment in shares made in other company and Foreign Currency “As per Annexure B”.
- n) Earnings Per Share

Particulars	Period Ended March 31, 2011	Period Ended March 31, 2010
Profit / (Loss) after tax (Rs.) – A	48,87,522	38,01,193
Number of Equity Shares at the end of the period – B	51,03,000	51,03,000
Nominal value of Equity Shares (Rs.)	10/-	10/-
Basic/Diluted Earnings Per Share (Rs.) – A/B	0.96	0.75

Signatories are schedules 1 to 13

FOR PROVESTMENT SERVICES LIMITED

As Per Our Report of even date attached

Praveen Bhatia
(Whole Time Director)

Anil Lakhani
(Director)

Deepika Rajput
(Company Secretary)

(C.A Arun Ahuja)
Partner

Date : 18-08-2011
Place : New Delhi

M No.-089709,FRN-012985N
for and on behalf of
AHUJA ARUN & CO.
Chartered Accountants



PROVESTMENT SERVICES LIMITED

PART IV

A. BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I REGISTRATION DETAILS

Registration No. 58964	
Balance Sheet	State Code 55(Referred Code List-I)
Date 31.03.2011	

II CAPITAL RAISED DURING THE YEAR (AMOUNT IN RUPEES)

Public Issue	Right Issue
NIL	NIL
Bonus Issue	Private Placement
NIL	NIL

III POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS

(AMOUNT IN RUPEES)

Total Liabilities	Total Assets
10,44,13,785	10,44,13,785

Source of Funds

Paid up Capital	Reserves & Surplus
5,10,30,000	1,82,94,422
Secured Loans	Deferred Tax Liability
3,30,91,185	19,98,078

APPLICATION OF FUNDS

Net Fixed Assets	Investments
44,106,537	NIL
Net Current Assets	Miscellaneous Expenditure
60,307,247	NIL

IV PERFORMANCE OF COMPANY (AMOUNT IN RUPEES)

Turnover	Total Expenditure
379,569,996	372,774,764
Profit Before Tax	Profit After Tax
6,795,232	4,887,522
Earning per Share	Dividend rate %
0.96	NIL

SEVENTEENTH ANNUAL REPORT – 2010-2011

V GENERIC NAMES OF THREE SERVICES OF COMPANY

(As per monetary terms)

Item Code No. : —

(ITC Code) : —

Product : —

Description : Money Changer, Travel Agency and Deals in Shares & Foreign Currencies & Consultancy Services

Note: Signatories are Schedule 1 to 13

FOR PROVESTMENT SERVICES LIMITED

As Per Our Report of even date attached

Praveen Bhatia
(Whole Time Director)

Anil Lakhani
(Director)

Deepika Rajput
(Company Secretary)

(C.A Arun Ahuja)
Partner

Date : 18-08-2011
Place : New Delhi

M No.-089709,FRN-012985N
for and on behalf of
AHUJA ARUN & CO.
Chartered Accountant



PROVESTMENT SERVICES LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2011

Particular	Year 2010-2011 Amount in Rupees
Cash Flow from Operating Activities	
Net Profit after tax before extra ordinary item	4,887,522
Adjustment for	
Depreciation	1,530,433
Loss on sale of vehicle	–
Interest Paid	5,360,944
Interest Received	(62,953)
Operative loss before working capital changes	11,715,946
Adjustment for : Trade & Other Receivable	(24,813,166)
Inventory	3,026,875
Trade Payable	9,446,502
Cash Generated from Operation	(623,843)
Interest Paid	(5,360,944)
Cash Flow Before Extraordinary Item	(5,984,787)
Extraordinary Item / Misc.Exp.	313,292
Cash Flow from Operating Activities	(5,671,495)
Less: Purchase of fixed Assets	(1,801,843)
Add: Sales of Fixed Assets	85,000
Add: Interest received	62,953
Net Cash from investing Activities	(7,325,385)
Cash Flow from Financing Activities	
Proceeds from Long Term Borrowing	7,780,778
Issue of share capital	–
	455,392
Net increase in Cash and Cash Equivalents	455,392
Cash & Cash Equivalents as at 31/03/2010	1,585,713
Cash & Cash Equivalents as at 31/03/2011	2,041,105

By order of the Board
(PRAVEEN BHATIA)
Whole Time Director

SEVENTEENTH ANNUAL REPORT – 2010-2011

ATTENDANCE SLIP

Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand over at the entrance of the meeting hall. I hereby my presence at the 17th Annual General Meeting of the company held on Friday, 30th September, 2011 at 10.00 A.M. at B-4/148C, Safdarjung Enclave, New Delhi-110029.

Full Name of the Shareholder

(In Block Letters)

Folio No.-----

Signature of the shareholder

Full Name of the Proxy

Signature of the Proxy

PROXY FORM

Regd. Folio No. ----- of Share held ----- I/We-----

of-----in the district of-----above name company hereby appoint-----of
-----of-----as my/our behalf at the Tenth annual general meeting of the company to be held on Friday, 30th
September, 2011 at 10.00 A.M. at B-4/ 148C, Safdarjung Enclave, New Delhi-110029.

Signed this -----day of -----2011

Signature-----

Affix Revenue Stamp

Note : This form on order to be effective should be duly stamped, completed and signed and must be deposited at the registered office in the company, not less than 48 hours before the meeting. This proxy need not be member of the company.



**PROVESTMENT
SERVICES LIMITED**

**SEVENTEENTH ANNUAL REPORT
2010-2011**