



PHOENIX REAL TIME SERVICES LIMITED

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 21ST ANNUAL GENERAL MEETING OF THE MEMBERS OF PHOENIX REAL TIME SERVICES LIMITED WILL BE HELD ON WEDNESDAY THE 30TH DAY OF SEPTEMBER, 2015 AT 10.30 A.M. AT LOK KALA MANCH, 20 INSTITUTIONAL AREA, LODHI ROAD, NEW DELHI - 110003, TO TRANSACT THE FOLLOWING BUSINESS

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at March 31, 2015 and Profit & Loss Account for the period ended on that date and Auditors and Directors' report thereon.
2. To appoint a Director in place of Mr. P M Alexander (DIN:00050022), who retires by rotation and being eligible offers himself for re-appointment

3. Appointment of Auditors

To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:-

RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof), the appointment of M/s Pradip Bhardwaj & Co., Chartered Accountants (ICAI Firm Registration No. 013697C) which has been approved at the Annual General Meeting held on September 29, 2014 for a term of 3 years, i.e from the conclusion of 20TH Annual General Meeting until the conclusion of the 23RD Annual General Meeting, be and are hereby ratified for the financial year 2015 -2016 and the Board of Directors/Committee of the Board be and are hereby authorised to fix remuneration plus service tax, out of pocket expenses, travelling etc as may be agreed upon between the Board of Directors of the Company and the Auditors in connection with Statutory Audit and /or continuous audit under the Companies Act, 2013."

SPECIAL BUSINESS

4. To appoint Shri. Arun Kumar Sinha (DIN: 00925589) as an independent director and in this regard to consider and if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION**

"RESOLVED THAT pursuant to the provisions of section 149, 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and qualifications of directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) and clause 49 of the Listing Agreement,, Mr. Arun Kumar Sinha (DIN 00925589), a non-executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 01.10.2014 up to 30.09.2019."

5. To appoint Mrs. Rupali Chawla (DIN: 06895504) as an independent director and in this regard to consider and if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION**

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013, Ms Rupali Chawla, DIN: 06895504, who is eligible for appointment be and is hereby appointed as Director of the Company."

"RESOLVED FURTHER THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Act, The Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), Clause 49 of the Listing Agreement and in pursuance of General Circular No. 14/2014 dated June 9, 2014, Ms Rupali Chawla, DIN: 06895504, who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act, and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five years with effect from March 26, 2015."

6. Adoption of new set of Article of Associations of the Company and in this regard to consider and if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION**

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof), the Articles of Association of the Company be and are hereby altered by replacing all the existing regulations 1 to 49 with the new regulations 1 to 93, a copy of which is annexed to the explanatory statement, be and is hereby adopted as new regulations of the Articles of Association of the Company."



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“FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, any Director of the Company be and is hereby authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid Resolution along with filing of necessary E-forms with the Registrar of Companies, West Bengal.”

For and on behalf of the Board of Directors

Phoenix Real Time Services Limited

P.M. Alexander
DIN. 00050022
Chairman

Place : New Delhi

Date : 12.08.2015

NOTES:

- a) The Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013 in respect of the Special Business under item no 4 to 5 as stated above in annexed hereto.
- b) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The instrument appointing a proxy must be lodged at the Registered Office of the Company at least 48 hours prior to the time of the meeting.
- c) The register of members and shares transfer books of the Company will remain closed on 30/09/2015.
- d) All documents referred to in the accompanying notice are available for inspection at the registered office of the Company on all working days between 10.00 To 4.00 pm up to the date of this Annual General Meeting.
- e) Shareholders seeking any information with regard to accounts are requested to write to the Company at least 10 days before the date of Annual General Meeting, so as to enable the management to keep the information ready.
- f) You are aware that the provisions of Companies Act, 2013 have been made effective. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules issued thereunder. Companies can serve Annual Reports and other communication through electronics mode to those shareholders who have registered their email address either with Company or with the Depository. It is welcome move for the society at large as this will reduce paper consumption to a great extent and allow the shareholders to contribute towards a greener environment. This is golden opportunity for every shareholder of the company to contribute to the cause of Green Initiative. We therefore invite all our shareholders to contribute to the cause by filling up the form to receive communication from the Company in electronics mode. You can download the registration form from the website of the Company www.phoenixindia.com
- g) Members who have not registered their email address so far are requested to register their email address for receiving all communication including Annual Report, Notice, Circulars etc from the Company electronically.
- i) Members may note that the Notice of the 32nd Annual General Meeting and Annual Report for 2015 will also be available on the Company's website www.phoenixindia.com for their download. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making request for the same by post free of Cost.
- j) The Equity Shares of the Company were listed with the Stock exchange at Delhi and Jaipur. These stock exchanges are now non-operational/de-recognized or our shares not in their list as Listed Company. The Securities & Exchange Board of India (SEBI) vide circular No.CIR/MRD/DSA/18/2014 dated 22nd May, 2014 read with circular No.CIR/MRD/ DSA/05/2015 dated 17th April, 2015, inter-alia, stated that the companies exclusively listed on the non-operational/de-recognized stock exchanges which fail to obtain listing in any other nationwide stock exchange will cease to be listed companies and will be moved to the dissemination board. The Company is making necessary application to MCX or any Nationalised Stock Exchange for direct listing under the diluted norms applicable for companies exclusively listed on the existing nonoperational/de-recognized stock exchanges. Therefore, no annual listing fee for the year 2015-16 has been paid to the stock exchanges.
- k) Voting through Electronics means: Pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 is offering e-voting facility to its members. Detailed procedures are given in the enclosed letter.



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Details of Director (s) seeking appointment / re-appointment as required under Clause 49 of the Listing Agreement with Stock Exchange

Item No: 2

Mr. P M Alexander Director Who retires by rotation and, being eligible, offer for re-appointment at the Annual General Meeting. A brief resume of the said directors is given herein below.

Name of the Director : Mr. P.M. Alexander
Date of Birth : 14.11.1954
Date of appointment : 30.12.2005
Expertise in Specific Functional area : Public Relation
Qualification : Graduate

Sr. No	Names of the Companies/bodies/corporate/ firms/association of individuals	Nature of interest or concern/Change in interest or concern	No. of Share held	Date on which interest or concern arose / changed
1	Phoenix International Limited - Listed Company	Director	NIL	30.07.2008
2	Phoenix Real Time Services Limited - Listed Company	Director	NIL	30.07.2008
3	Yellow Velley Leasing & Finance Limited - Listed Company	Director	NIL	30.07.2008
4	Savare Trade Enterprises Limited - Listed Company	Director	NIL	30.07.2008
5	Phoenix Power Development Corporation Ltd	Director	NIL	30.07.2008
6	Phoenix Cement Limited	Director	NIL	30.07.2008
7	Phoenix International Finance Limited	Director	NIL	30.07.2008
8	Focus Energy Limited	Director	NIL	01.07.2008
9	Phoenix Industries Limited	Director	NIL	27.01.2004
10	OIL SEP ENGINEERS PRIVATE LIMITED	Director	5000	28.02.2011
11	Sasson Agencies (P) Limited	Director	NIL	30.07.2008
12	S P REGINA RESOURCES PRIVATE LIMITED	Director	5000	10.09.2010
13	Focus Offshore Services Private Limited	Director	NIL	30.07.2008
14	BPS TECH Services Pvt Ltd	Director	5000	18.02.2011

PROCESS FOR MEMBERS OPTING FOR E-VOTING

In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company will be providing members facility to exercise their right to vote on resolutions proposed to be considered at the ensuing Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL). The detailed procedure to be followed in this regard has been given in Annexure – A to the notice. The members are requested to go through them carefully.



EXPLANATORY STATEMENT

PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

As required by Section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all material facts relating to the business mentioned under Item No(s) 4 to 6 of the accompanying Notice

ITEM NO. 4:

The Company, pursuant to the provisions of clause 49 of the Listing Agreements entered with the Stock Exchanges, appoints Mr. Arun Kumar Sinha in compliance with the requirements of the clause 49 of Listing Agreement. Pursuant to the provisions of section 149 of the Companies Act 2013, which came in to effect from April 1, 2014, every listed public company is required to have at least one-third of the total number of directors as independent directors, who are not liable to retire by rotation.

The terms and conditions of appointment of the above Directors shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

The Board of Directors in their meeting held on 12th November, 2014 had Appointed Shri Arun Kumar Sinha as "Independent Director" of the Company for a period of 5 years from 1st October, 2014.

In compliance with the provisions of Section 149 read with Schedule IV of Companies Act, 2013 the appointment of Mr. Arun Kumar Sinha as an Independent Directors is now being placed before the Members for their approval.

Mr. Arun Kumar Sinha is an Independent Director of the Company and holding the position as such for more than Five Years in the Company.

As per the current provisions of company law and clause 49 of the Listing Agreement, independent directors are permitted to be appointed for a consecutive period of 5 years without being liable to retire by rotation. It is proposed to appoint Shri. Arun Kumar Sinha as independent directors under section 149 of the Companies Act, 2013 and clause 49 of the Listing Agreement to hold office for 5(Five) consecutive years for a term up to the conclusion of 35th Annual General Meeting of the company in the calendar year 2019.

Mr. Arun Kumar Sinha is not disqualified from being appointed as Directors in terms of section 164 of the Act and have given his consent to act as director. The company has received declarations from him that he meet with the criteria of independence as prescribed both under sub section (6) of section 149 of Companies Act, 2013 and under clause 49 of the Listing Agreement.

In the opinion of the Board, Mr. Arun Kumar Sinha fulfils the conditions for appointment as independent director as specified in the Companies Act, 2013 and the rules made thereunder and the Listing Agreement. He is independent of the management.

None of the Directors/Key Managerial Personnel of the Company/his relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at item No. 4 of the Notice.

The Board recommends the Ordinary Resolution set out at item No. 4 of the Notice for approval by the members.

Brief resume of Mr. Arun Kumar Sinha, nature of his expertise in specific functional areas and names of Companies in which they hold directorships and memberships / chairmanships of Board committees, shareholding and relationships between directors inter-se as stipulated under clause 49 of the Listing Agreement with the stock exchanges, are provided herein below.

Name	Mr. Arun Kumar Sinha
Director Identification number	(DIN) 00925589
Age	61 Years
Qualification	LLB
Expertise	Legal
Date of first Appointment	30.12.2005
Shareholding	NIL

List of Directorship held in other companies

Sr. No	Names of the Companies /bodies corporate/ firms/ association of individuals	Nature of interest or concern /Change in interest or concern	Share holding	Date on Which interest or concern arose /changed
1	Phoenix International Limited - Listed Companies	Director	NIL	30.12.2005
2	Phoenix Real Time Services Limited - Listed Companies	Director	NIL	30.12.2005
3	Yellow Valley Leasing & Finance Limited - Listed Companies	Director	NIL	30.12.2005
4	Savare Trade Enterprises Limited - Listed Companies	Director	NIL	30.12.2005
5	Phoenix Industries Limited	Director	NIL	26.05.2015



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ITEM NO. 5:

The Board of Directors in their meeting held on March 26, 2015 had Appointed Mrs Rupali Chawla as "Independent Director" of the Company for a period of 5 years commencing from March 26, 2015, subject to approval by the share holders of the Company under Schedule IV of the Companies Act, 2013.

As per the current provisions of Companies Act, 2013 and rules made thereunder and in accordance with the provision of clause 49 of the Listing Agreement, independent directors are permitted to be appointed for a consecutive period of 5 years without being liable to retire by rotation. It is proposed to appoint Mrs. Rupali Chawla as independent director under section 149 of Companies Act, 2013 and the rules made thereunder and clause 49 of the Listing Agreement to hold office for 5(Five) consecutive years for a term up to the conclusion of 37th Annual General Meeting of the company in the calendar year 2020.

Mrs Rupali Chawla is not disqualified from being appointed as Director in terms of section 164 of the Companies Act, 2013 and have given her consent to act as directors. The company has received declarations from Mrs. Rupali Chawla that she meet with the criteria of independence as prescribed both under sub section (6) of section 149 of Companies Act, 2013 and under clause 49 of the Listing Agreement.

In the opinion of the Board, Mrs. Rupali Chawla fulfils the conditions for appointment as independent director as specified in the Companies Act, 2013 and the Listing Agreement. Mrs. Rupali Chawla is independent of the management.

None of the Directors/Key Managerial Personnel of the Company/her relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at item No.5 of the Notice.

The Board recommends the Ordinary Resolution set out at item No.5 of the Notice for approval by the members.

Brief resume of Mrs. Rupali Chawla, nature of their expertise in specific functional areas and names of Companies in which they hold directorships and memberships / chairmanships of Board committees, shareholding and relationships between directors inter-se as stipulated under clause 49 of the Listing Agreement with the stock exchanges, are provided herein below.

Name	Mrs. Rupali Chawla
Director Identification number	(DIN) 06895504
Age	40 Years
Qualification	Graduate
Expertise	Laision
Date of first Appointment	26.03.2015
Shareholding	NIL

List of Directorship held in other companies

Sr. No	Names of the Companies/bodies corporate/ firms/ association of individuals	Nature of interest or concern /Change in interest or concern	No of Shares hold	Date on which interest or concern arose / changed
1	Phoenix International Limited - Listed Company	Additional Director	NIL	26.03.2015
2	Phoenix Real Time Services Limited - Listed Company	Additional Director	NIL	26.03.2015
3	Yellow Velley Leasing and Finance Limited- Listed Company	Additional Director	NIL	26.03.2015
4	Savare Trade Enterprises Limited - Listed Company	Additional Director	NIL	26.03.2015
5	Atlantic Corporate Consultant Private Limited	Additional Director	10,090	15.09.2014

ITEM NO. 6 :

The Articles of Association of the Company as currently in force was originally adopted when the Company was incorporated under the provisions of earlier Companies Act, 1956 and rules made thereunder .The references to specific sections of the Companies Act, 1956 in the existing Articles of Association may no longer be in conformity with the Companies Act, 2013. Considering that substantive sections of the Companies Act, 2013 which deal with the general working of the companies stand notified, it is proposed to amend the existing Articles of Association to align it with the provisions of Companies Act, 2013 including the Rules framed thereunder and adoption of specific sections from Table "F" to Schedule I to the Companies Act, 2013 which sets out the model articles of association for a company limited by shares.

The proposed new draft Articles of Association is being uploaded shortly on the Company's website at www.phoenixindia.com for perusal by the shareholders.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at item No.6 of the Notice.

The Board recommends the Special Resolution set out at item No.6 of the Notice for approval by the members.



Directors' Report

To,

The Members,

Your Directors have pleasure in presenting their 21st Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2015.

1. Financial summary or highlights/Performance of the Company (Standalone)

The Board's Report shall be prepared based on the stand alone financial statements of the company.

Particulars	Year Ended 31.03.2015	Year Ended 31.03.2014
Sales & Other Income	285630	188069
Profit / (Loss) before Depreciation	15883	10790
Less Depreciation	-	5700
Profit / (Loss) after Depreciation but before Extra Ordinary Items	15883	5090
Add: Extra Ordinary Items	-	-
Profit / (Loss) after Extra Ordinary Items – but before Tax	15883	5090
Less: Provision for Income Tax/ Fringe benefit Tax	1000	1600
Profit / (Loss) After Tax	7834	3490

2. Dividend

No Dividend was declared for the current year due to insufficient profit.

3. Reserves

The Board proposes do not propose to carry/transfer any amount to reserves..

4. Brief description of the Company's working during the year/State of Company's affair

Due to depressed Indian market and slowness in the economic development your company could not do much business.

5. Change in the nature of business, if any

There were no changes in the nature of business of the Company during the financial year ended on March 31st 2015.

6. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate on the date of this report

7. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

There were no orders passed by any regulatory authorities or courts against the Company during the Financial Year ending on March 31st 2015, which may impact the going concern status and company's operations in the near future.

8. Details in respect of adequacy of internal financial controls with reference to the Financial Statements.

The company has identified and documented all key financial controls whjich impact the financial statements, as part part of its Standing Operating Procedures (SOPs). The SOPs are designed for all critical processes across office where financial transaction are undertaken. The SOPs cover the standard processes, risks, key controls and each process is identified to process owner. The financial controls are tested for



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effectiveness through management ongoing monitoring and review and independently by the Internal Audit. In our view the Internal Financial Controls, effecting financial statements are adequate and operating effectively.

9. Details of Subsidiary

The Company does not have any Subsidiary Company

10. Deposits

The Company has neither invited nor accepted any deposits from the public during the period under review. Accordingly, no disclosures are required in this regard by the Company.

11. Statutory Auditors

The Auditors M/s. Mamraj & Co, Chartered Accountant (ICAI Firm Registration No. 0007536N), New Delhi, were appointed as Statutory Auditors for a period of 3 years from financial year 2014 to financial year 2017 at the Annual General Meeting (AGM) held on September 29, 2014. However in terms of provisions of provision of Section 139 (1) of Companies Act, 2013 and rules made thereunder, the appointment of Auditors is required to be rectified by the Members of the Company at every Annual General Meeting.

The Company has received a letter from auditor confirming that they are eligible for re-appointment as auditors of the Company under Section 139 of the Companies Act, 2013 and meet the criteria for appointment specified in Section 141 of the Companies Act, 2013.

Based on the recommendations of the Audit Committee and as per the provision of Section 139(1) of the Companies Act, 2013 and the Board of Directors of your Company proposes to rectify the appointment of M/s. Mamraj & Co, Chartered Accountant (ICAI Firm Registration No. 0007536N), as Statutory Auditors of the Company for the financial ending 2016.

12. Auditors' Report

The observation made in the Auditors' Report read together with relevant notes thereon are self explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

13. Share Capital

A) Issue of equity shares with differential rights

The Company has not issued any Equity Shares during the year under review.

B) Issue of sweat equity shares

The Company has not issued any Sweat Equity Shares during the year under review.

C) Issue of employee stock options

As the Company has not issued any Employee Stock Options during the year under review, hence there is nothing to disclose as required under rule 12 (9) of Companies (Share Capital and Debentures) Rules, 2014.

D) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

As the Company has not made provision of money for purchase of its own shares by Employee or by trustee for the benefit of employees during the year under review, hence there is nothing required to disclose the details as required under rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014

14. Listing of Shares

The Equity Shares of the Company were listed with the Stock Exchange at Kanpur and Calcutta. These Stock Exchange are now non operational / de-recognized. The Securities & Exchange Board of India (SEBI) vide circular No.CIR/MRD/DSA/18/ 2014 dated 22nd May, 2014 read with circular No.CIR/ MRD/DSA/05/2015 dated 17th April, 2015, inter-alia, stated that the companies exclusively listed on the non-operational/de-recognized stock exchanges which fail to obtain listing in any other nationwide stock exchange will cease to be listed companies and will be moved to the dissemination board. The Company is making necessary application to MCX or any Nationalised Stock Exchange for direct listing under the diluted norms applicable for companies exclusively listed on the existing non-operational / de-recognized stock exchanges.



15. Extract of the annual return

In accordance with the provisions of Section 134(3)(a) of Companies Act, 2013, and rules made thereunder an extract of the annual return in prescribed format is appended as **Annexure II** to the Board's report.

16. Conservation of energy, technology absorption and foreign exchange earnings and outgo

Your Company being a securities broking company has not consumed energy of any significant nature. The Company (Disclosure of particulars in the report of Board of Directors), Rules 1988 relating to conservation of energy and technology absorption do not apply and hence no disclosure is being made in this report.

The Company has not incurred or earned any foreign exchange during the year under review.

Since the Company does not fall under the list of industries, which should furnish this information in Form A annexed to the aforesaid Rules, the question of furnishing the same does not arise

17. Foreign exchange earnings and Outgo:

During the period under review there was no foreign exchange earnings or out flow.

18. Directors:

A) Appointment / Re-Appointment of Directors

Pursuant to the provisions of Section 152 of the Companies Act, 2013 and in accordance with the provision of Articles of Association of the Company, Mr. P M Alexander (DIN-00050022) Director of the Company, is liable to retire by rotation and being eligible offers himself for re-appointment. Necessary notice has been received from him under Section 160 of the Companies Act, 2013, proposing himself as candidate for appointment. The Board recommends his appointment.

Brief resume of the Director seeking appointment/re-appointment together with the nature of expertise, names of Companies in which they hold directorship alongwith their shareholding in the Company etc as stipulated under Clause 49 of the Listing Agreement are given in the annexure to Notice of Annual General Meeting

B) Changes in Directors and Key Managerial Personnel

There were no changes of Directors during the year under review.

C) Declaration by an Independent Director(s) and re- appointment, if any

The Independent Director(s) have submitted to the Board that they fulfil all the requirements as stipulated in Section 149 (6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and relevant rules.

D) Formal Annual Evaluation

Pursuant to the provisions of the Companies Act, 2013 the Board is required to carry out the annual evaluation of its own performance and that of its committees and Individual Directors. Then Nomination and Remuneration Committees of the Board is also required to carry out evaluation of every Director's performance. Accordingly your company has carried out the Performance Evaluation as required during the year under review.

For annual performance evolution of the Board as a whole, it's Committee(s) and individual Directors including the Chairman of the Board, the company has formulated a questionnaire to assist in evaluation of the performance. The tool takes the form of a series of assertion/question which should be awarded a rating on a scale of 1 to 5 by all the individual Directors. Every Director has to fill the questionnaire related to the performance of the Board, its Committees and individual Directors except himself. On the basis of the response to the questionnaire, a formal annual evaluation has been made by the Board of its own performance and that of its Committees and Individual Directors

19. Number of meetings of the Board of Directors

The Board of your Company met 5 times during the financial year ended 31.03.2015,



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20. Disclosure of Composition of Audit Committee

The Audit Committee consists of the following members :-

Mr. Arun Kumar Sinha	Chairman
Mr. Narender Kumar Makkar	Member
Mr. P M Alexander	Member

All members of the Audit Committee possess strong knowledge of accounting and financial management. The Internal Auditor and Statutory Auditors are regularly invited to attend the Audit Committee Meetings. The committee met four times during the year. The Board has accepted all recommendations of the Audit Committee made from time to time.

21. Nomination and Remuneration Committee

The Board has on the recommendation of the Nomination & Remuneration Committee laid down a Nomination & Remuneration policy for selection and appointment of the Directors, Key Managerial Personal and Senior Management and their remuneration

The composition of Nomination and Remuneration Committee comprises following members:-

Mr. Arun Kumar Sinha	Chairman
Mr. Narender Kumar Makkar	Member
Mr. P M Alexander	Member

22. Particulars of loans, guarantees or investments under section 186

No such loan, guarantee or investment were given / made during the financial year ended 31.03.2015

23. Particulars of contracts or arrangements with related parties:

No Related Party Transactions were entered into during the financial year 2014-15. All Related Party Transactions entered into in the past were on an arm's length basis and were in the ordinary course of business. There are no materially significant Related Party Transactions made by the Company with promoters, directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company

24. Managerial Remuneration:

The provisions of Rule 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 requiring particulars of the employees to be disclosed in the Report of Board of Directors are not applicable to the Company as none of the employees was in receipt of remuneration in excess of Rs.60 lacs per year during the financial year 2014-15.

25. Secretarial Audit Report

As required under section 204 (1) of the Companies Act, 2013 the Company has obtained a secretarial audit report. Certain observations made in the report with regard to non filing of some forms were mainly due to ambiguity and uncertainty of the applicability of the same for the relevant period. However, the company would ensure in future that all the provisions are complied to the fullest extent.

SECRETARIAL AUDIT:

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed Mrs. Ritu Aggarwal, Company Secretary in practice to undertake the Secretarial Audit of the Company. The Secretarial Audit report is annexed herewith as "**Annexure I**"

26. Corporate Governance Certificate

This is not applicable to the Company as per the SEBI Circular dated under reference no:-CIR/CFD/POLICY CELL/7/2014 as the Company paid up Share Capital does exceed Rs.10.00 Crore or Net Worth Rs.25.00 Crore as on the last day of the previous financial year.



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27. Risk management policy

Pursuant to section 134 (3) (n) of the Companies Act, 2013 & Clause 49 of the listing agreement, the company has constituted a business risk management committee. At present the company has not identified any element of risk which may threaten the existence of the company A statement indicating development and implementation of a risk management policy for the Company including identification therein of elements of risk, if any, which in the opinion of the Board may threaten the existence of the company.

28. Directors' Responsibility Statement

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) 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 the financial year and of the profit and loss of the company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) the directors, have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

29. Acknowledgements

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

For and on behalf of the Board of Directors

Phoenix Real Time Services Limited

Place : New Delhi
Date : 12.08.2015

P.M. Alexander
DIN. 00050022
Chairman



FORMING PART OF THE DIRECTOR'S REPORT

Information pursuant to Section 134 (3) (m) of the Companies Act, 2013 read with rule 8 of the Companies (Accounts) Rules 2014 in respect of Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo.

		Current Year	Previous Year
A.	CONSERVATION OF ENERGY		
	1. (a) Energy conservation measures undertaken	Nil	Nil
	(b) Proposed energy conservation measures	Nil	Nil
	2. Impact of measures on reduction of energy consumption and consequent impact on the cost of production of goods	Nil	Nil
	3. The details of energy consumption:		
	Power and Fuel consumption	Nil	Nil
	Consumption per unit of production	Nil	Nil
B.	TECHNOLOGY ABSORPTION, ADOPTION AND INNOVATION		
	1. Specific area in which R & D was carried out by the Company	Nil	Nil
	2. Benefits derived as a result of the above R&D	Nil	Nil
	3. Future plan of Action	Nil	Nil
	4. Expenditure on R & D	Nil	Nil
C.	FOREIGN EXCHANGE EARNING & OUTGO		
	a) Activities relating to exports: Initiatives taken to increase exports: Development of new export methods for products and services and export plans The Foreign exchange earning through exports were NIL during the year to UK. The efforts to broaden the export base to other countries are continuing.		
	b) The foreign Exchange Earning & Outgo during the period are as under:		
	Foreign Exchange Earning	Nil	Nil
	Foreign Exchange Outgo	Nil	Nil

CHAIRMAN AND DIRECTOR CERTIFICATION

We, Narender Makkar, Chairman, and P.M. Alexander, Director certify to the Board that:

We have reviewed financial statements and the cash flow statement for the financial year ended on 31st March, 2015, and that to the best of our knowledge and belief:

- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
 - (a) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
 - (b) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
 - (c) We have indicated to the auditors and the Audit committee:-
 - (i) significant changes, if any, in internal control over financial reporting during the year:
 - (ii) significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements:
 - (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

For and on behalf of the Board of Directors

PHOENIX REAL TIME SERVICES LIMITED

Place : **New Delhi**
Date : **12.08.2015**

P.M. Alexander
DIN. 00050022
Director

Narender Kumar Makkar
DIN. 00026857
Director

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2015**

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To

The Members
Phoenix Real Time Services Limited
3rd Floor, Gopala Tower
25 Rajendra Place
New Delhi - 110008

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Phoenix Real Time Services Limited ('the Company'). The secretarial audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2015 according to the provisions of -

- i. The Companies Act, 2013 and the Rules made under that Act;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made under that Act;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed under that Act;
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; and
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992.

I have also examined compliance with the applicable clauses of the Listing Agreements entered into by the Company with the Stock Exchanges in India.

I report that, during the year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines mentioned above.

I further report that, there were no actions/events in pursuance of:

- a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; and
- f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; requiring compliance thereof by the Company during the financial year and the Secretarial Standards issued by the Institute of Company Secretaries of India were not applicable during the year.

I further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, and based on the information provided by the Company, its officers and authorized representatives during the conduct of the audit, the Company is complying with the applicable general laws.

I further report, that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been review in this audit since the same have been subject to review by statutory financial audit and other designated professionals.



PHOENIX REAL TIME SERVICES LIMITED

I further report, that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

I further report, that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I report further, that during the audit period, there were no specific events / actions in pursuance of the above referred laws, rules, regulations, guidelines, etc. having a major bearing of the Company's affairs.

Date: 11.07.2015
Place: AGRA

Ritu Agarwal
ACS No. 21378, CP No. 12759

This Report is to be read with our letter of even date which is annexed as Appendix A and forms an integral part of this report.

APPENDIX A

To

The Members
Phoenix Real Time Services Limited
3rd Floor, Gopala Tower
25 Rajendra Place
New Delhi - 110008

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices, I followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date: 11.07.2015
Place: AGRA

Ritu Agarwal
ACS No. 21378, CP No. 12759



**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2015

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1	CIN	L74899DL1994PLC059073
2	Registration Date	5/17/1994
3	Name of the Company	Phoneix Real Time Services Limited
4	Category/Sub-category of the Company	
5	Address of the Registered office & contact details	3RD FLOOR GOPALA TOWER, 25 RAJENDRA PLACE DELHI - 110008 Phone :- 011 25747696
6	Whether listed company	YES
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	IN HOUSE

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

NOT APPLICABLE

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	NIL		
2			
3			

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S.N.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Nil	Nil	Nil	Nil	
2					
3					



PHOENIX REAL TIME SERVICES LIMITED

IV. SHARE HOLDING PATTERN

(Equity share capital breakup as percentage of total equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31 March 2014]				No. of Shares held at the end of the year [As on 31 March 2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1. Indian									
a) Individual/ HUF		20	20	0.00%		20	20	0.00%	0.00%
b) Central Govt			-	0.00%			-	0.00%	0.00%
c) State Govt(s)			-	0.00%			-	0.00%	0.00%
d) Bodies Corp.		3,833,250	3,833,250	74.80%		3,833,250	3,833,250	74.80%	0.00%
e) Banks / FI			-	0.00%			-	0.00%	0.00%
f) Any other			-	0.00%			-	0.00%	0.00%
Sub Total (A) (1)	-	3,833,270	3,833,270	74.80%	-	3,833,270	3,833,270	74.80%	0.00%
2. Foreign									
a) NRI Individuals			-	0.00%			-	0.00%	0.00%
b) Other Individuals			-	0.00%			-	0.00%	0.00%
c) Bodies Corp.			-	0.00%			-	0.00%	0.00%
d) Any other			-	0.00%			-	0.00%	0.00%
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	0.00%
TOTAL (A)	-	3,833,270	3,833,270	74.80%	-	3,833,270	3,833,270	74.80%	0.00%
B. Public Shareholding									
1. Institutions									
a) Mutual Funds			-	0.00%			-	0.00%	0.00%
b) Banks / FI			-	0.00%			-	0.00%	0.00%
c) Central Govt			-	0.00%			-	0.00%	0.00%
d) State Govt(s)			-	0.00%			-	0.00%	0.00%
e) Venture Capital Funds			-	0.00%			-	0.00%	0.00%
f) Insurance Companies			-	0.00%			-	0.00%	0.00%
g) FIs			-	0.00%			-	0.00%	0.00%
h) Foreign Venture Capital Funds			-	0.00%			-	0.00%	0.00%
i) Others (specify)			-	0.00%			-	0.00%	0.00%
Sub-total (B)(1):-	-	-	-	0.00%	-	-	-	0.00%	0.00%
2. Non-Institutions									
a) Bodies Corp.		563607	563607	11.00%		563607	563607	11.00%	
i) Indian			-	0.00%			-	0.00%	0.00%



Category of Shareholders	No. of Shares held at the beginning of the year [As on 31 March 2014]				No. of Shares held at the end of the year [As on 31 March 2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh		727,923	727,923	14.20%	727,923	727,923	727,923	14.20%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh			-	0.00%			-	0.00%	0.00%
c) Others (specify)									
Non Resident Indians			-	0.00%			-	0.00%	0.00%
Overseas Corporate Bodies			-	0.00%			-	0.00%	0.00%
Foreign Nationals			-	0.00%			-	0.00%	0.00%
Clearing Members			-	0.00%			-	0.00%	0.00%
Trusts			-	0.00%			-	0.00%	0.00%
Foreign Bodies – D R			-	0.00%			-	0.00%	0.00%
Sub-total (B)(2):-	-	1,291,530	1,291,530	25.20%	727,923	1,291,530	1,291,530	25.20%	0.00%
Total Public (B)	-	1,291,530	1,291,530	25.20%	727,923	1,291,530	1,291,530	25.20%	0.00%
C. Shares held by Custodian for GDRs & ADRs			-	0.00%				0.00%	0.00%
Grand Total (A+B+C)	-	5,124,800	5,124,800	100.00%	727,923	5,124,800	5,124,800	100.00%	0.00%
Grand Total (A+B+C)			-	249,000	100.00%	249,000	249,000	100.00%	0.00%

(ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Ajay Kalsi	10	0.00%	0	10	0.00%	0	0.00%
3	Narendra Aggarwal	10	0.00%	0	10	0.00%	0	0.00%
	Focus Energy Limited	3,173,220	61.92%	0	3,173,220	61.92%	0	0.00%
	Fitzroy Exports Private Limited	400,000	7.81%	0	400,000	7.81%	0	0.00%
	Vanguard Services Private Limited	10	0.00%	0	10	0.00%	0	0.00%
4	Phoenix International Finance Limited	260,030	5.07%	0	260,030	5.07%	0	0.00%



PHOENIX REAL TIME SERVICES LIMITED

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

NOT APPLICABLE

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year			NO CHANGE	0.00%		0.00%
	Changes during the year			NO CHANGE	0.00%		0.00%
					0.00%		0.00%
					0.00%		0.00%
	At the end of the year				0.00%		0.00%

(iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs)

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Charandeep Singh			41,700	0.00%	41,700	0.00%
2	Sudesh Madam			33,300	0.65%	33,300	0.65%
3	Sonal Madam			25,000	0.49%	25,000	0.49%
4	Ashok Kumar			25,000	0.00%	25,000	0.00%
5	Gopal Sonika			16,700	0.00%	16,700	0.00%
6	Nikunj Sonika			6,700	0.13%	6,700	0.13%
7	Rajesh Gupta			4,200	0.08%	4,200	0.08%
8	Forsight Finance Limited			4,000	0.00%	4,000	0.00%
9	Partha Sarthi Mandal			3,800	0.07%	3,800	0.07%
10	Chander Paul			3,500	0.07%	3,500	0.07%

(v) Shareholding of Directors and Key Managerial Personnel:

NOT APPLICABLE

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Name						
	At the beginning of the year			NIL HOLDING	0.00%		0.00%
	Changes during the year			NIL HOLDING	0.00%		0.00%
	At the end of the year				0.00%		0.00%
2	Name						
	At the beginning of the year				0.00%		0.00%
	Changes during the year				0.00%		0.00%
	At the end of the year				0.00%		0.00%

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

NOT APPLICABLE

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount				-
ii) Interest due but not paid				-
iii) Interest accrued but not due				-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
* Addition				-
* Reduction				-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount				-
ii) Interest due but not paid				-
iii) Interest accrued but not due				-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

NOT APPLICABLE

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

S. N.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount (Rs/Lac)
	Name		
	Designation		
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		-
2	Stock Option		-
3	Sweat Equity		-
4	Commission		-
	- as % of profit		-
	- others, specify		-
5	Others, please specify		-
	Total (A)	-	-
	Ceiling as per the Act		



PHOENIX REAL TIME SERVICES LIMITED

B. Remuneration to other Directors

S N.	Particulars of Remuneration	Name of Directors			Total Amount
					(Rs/Lac)
1	Independent Directors				
	Fee for attending board committee meetings				-
	Commission				-
	Others, please specify				-
	Total (1)	-	-	-	-
2	Other Non-Executive Directors				-
	Fee for attending board committee meetings				-
	Commission				-
	Others, please specify				-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial Remuneration				-
	Overall Ceiling as per the Act				

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
		Name			(Rs/Lac)
		Designation	CEO	CFO	CS
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				-
2	Stock Option				-
3	Sweat Equity				-
4	Commission				
	- as % of profit				-
	- others, specify				-
5	Others, please specify				-
	Total	-	-	-	-



VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

NOT APPLICABLE

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

NIL



INDEPENDENT AUDITOR'S REPORT

To the Members of Phoenix Real Time Services Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Phoenix Real Time Services Limited("the Company"), which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with Accounting principles generally accepted in India , including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgments and estimates that are reasonable and prudent, and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for the ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:.

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2015;
- (b) in the case of the Statement of Profit and Loss , of the profit for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act and on the basis of such checks of the books and records of the company as we considered appropriate and according to information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
 1. As required by section 143(3) of the Act, we report that:
 - (a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (b) in our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - (c) the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards notified under the Act read with the General Circular 8/2014 dated 4thApril, 2014 issued by the Ministry of Corporate Affairs ;
 - (e) on the basis of written representations received from the directors as on March 31, 2015 under section 164(2) of the Companies Act,2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of provisions of section 164(2) of the Companies Act,2013.



PHOENIX REAL TIME SERVICES LIMITED

- (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors), 2014, In our opinion and to the best of our information and according to the explanations given to us;
- (i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements,
 - (ii) the company has not entered into any long-term contracts including derivative contracts, requiring provision under applicable laws or accounting standards, for material foreseeable losses, and
 - (iii) There has been no delay in transferring the amounts, required to be transferred, to the Investor Education and Protection Fund by the company

For **Pradip Bhardwaj & Co.**
Chartered Accountants
FRN- 013697C

Place: Noida
Date: 26.05.2015

Pradip Bhardwaj
(Partner)
M.No: 500219



PHOENIX REAL TIME SERVICES LIMITED

ANNEXURE REFERRED TO IN PARAGRAPH '1' OF OUR AUDIT REPORT OF EVEN DATE TO THE MEMBERS OF PHOENIX REAL TIME SERVICES LIMITED

1. According to the information and explanations given to us, the company does not have Fixed assets hence Clause i of paragraph 3 of the Companies (Auditors Report) Order, 2015 is not applicable to the company.
2. The company does not have inventories hence Clause ii of paragraph 3 of the Companies (Auditors Report) Order, 2015 is not applicable to the company.
3. As per information and explanations provided to us, the company has not granted any loans, secured and unsecured to companies, firms or other parties covered in the register maintained under section 189 of Companies Act, 2013, Clause iii of paragraph 3 of the Companies (Auditor's Report) Order, 2015 are not applicable to the company.
4. According to the information and explanations given to us, there is adequate internal control system commensurate with the size of the company and the nature of its business for the sale of services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in the internal control procedures.
5. According to the information and explanations given to us, the company has not accepted any deposits in terms of directives issued by Reserve Bank of India and the provisions of section 73 to 76 or any other provisions of the Companies Act and the rules framed there under.
6. Maintenance of cost records under Section 148 (1) of the Companies Act, 2013 are not required to the company hence Clause vi of paragraph 3 of the Companies (Auditor's Report) Order, 2015 are not applicable to the company.
7. (a) According to the records of the company, the company is generally regular in depositing with appropriate authorities undisputed statutory dues as applicable to the company except income tax (like TDS of Rs.1600). According to the information and explanations given to us, no undisputed amounts payable in respect of Provident fund, employees state insurance, income tax, sales tax, wealth tax, service tax, customs duty, excise duty, Value added tax, cess and any other statutory dues were outstanding, as at 31.03.2015 for a period of more than six months from the date they become payable.
(b) In our opinion and according to the information and explanations given to us, no amount is required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act and rules made there under.
8. The Company has accumulated losses of Rs. 4,39,999/- at the end of financial year and its accumulated losses at the end of the financial years are less than fifty per cent of its net worth. The company has not incurred any cash losses during the current financial year and also immediately preceding financial year.
9. According to the information and explanations given to us, the company has not taken any loans from any financial institution or bank or debenture holder; hence no question of default in repayment arises. Clause ix of paragraph 3 of the Companies (Auditor's Report) Order, 2015 are not applicable to the company.
10. 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. Clause x of paragraph 3 of the Companies (Auditor's Report) Order, 2015 are not applicable to the company.
11. According to the information and explanations given to us, no term loans were obtained during the year under audit. Hence the provision of Clause (xi) of paragraph 3 of the Companies (Auditor's Report) Order, 2015 are not applicable to the company.
12. During the course of our examination of the books and records of the company in accordance with generally accepted accounting practices, no fraud on or by the company has been noticed or reported during the year covered by our audit.

For **Pradip Bhardwaj & Co.**
Chartered Accountants
FRN- 013697C

Pradip Bhardwaj
(Partner)
M.No: 500219

Place: New Delhi
Date: 26.05.2015



PHOENIX REAL TIME SERVICES LIMITED
CIN: L74899DL1994PLC059073
BALANCE SHEET AS AT 31st MARCH, 2015

PARTICULARS	Note No	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	46,174,250	46,174,250
(b) Reserves and Surplus	3	(439,999)	(422,437)
(2) Deferred Tax Liability		169	-
(2) Non-Current Liabilities			
(a) Other Long - Term Liabilities	4	3,000,129	29,93,893
(3) Current Liabilities			
(a) Other Current Liabilities	5	692,418	23,551
(b) Short - Term Provisions	6	5,480	7,880
TOTAL		49,432,447	48,777,137
II. Assets			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	7	-	25,396
(b) Long - Term Loans and Advances	8	67,500	67,500
(c) Non Current Investments	9	48,480,605	48,480,605
(d) Other Non Current Assets	10	-	-
(2) Current assets			
(a) Cash and Cash Equivalents	11	766,439	85,733
(b) Other current assets	12	117,903	117,903
TOTAL		49,432,447	48,777,137
Significant Accounting Policies	1		
Notes on financial statement	2 to 23		

As Per Our Report of Even Date

For Pradip Bhardwaj & Co.
Chartered Accountants
FRN: 013697C

For and on behalf of the Board of Directors

Pradip Bhardwaj
(Partner)
M.No.: 500219

P. M. Alexnder
Director
DIN No.: 00050022

Narender Kumar Makkar
Director
DIN No.: 00026857

Place : New Delhi
Date : 26-05-2015

PHOENIX REAL TIME SERVICES LIMITED

CIN: L74899DL1994PLC059073

PROFIT & LOSS ACCOUNT STATEMENT FOR THE YEAR ENDED 31ST MARCH 2015

PARTICULARS	Note No	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
I. Revenue from operations		-	-
II. Other Income	13	285,630	188,069
III. Total Revenue (I +II)		285,630	188,069
IV. Expenses			
Depreciation and amortization expense		-	5,700
Other expenses	14	269,747	177,279
Total Expenses (IV)		269,747	182,979
V. Profit before tax (III - IV)		15,883	5,090
VI. Tax Expense			
(1) Current tax		1,000	1,600
(2) Deferred tax Liability / (Asset)		169	-
VII. Profit after tax (V-VI)		6,880	3,490
VIII. Profit/(Loss) for the year		7,834	3,490
Earning per Equity Share	15		
Basic & Diluted		0.002	0.001
Significant Accounting Policies	1		
Notes on financial statement	2 to 22		

As Per Our Report of Even Date

For Pradip Bhardwaj & Co.
Chartered Accountants
FRN: 013697C

For and on behalf of the Board of Directors

Pradip Bhardwaj
(Partner)
M.No.: 500219

P. M. Alexnder
Director
DIN No.: 00050022

Narender Kumar Makkar
Director
DIN No.: 00026857

Place : New Delhi
Date : 26-05-2015

CASH FLOW STATEMENT FOR THE YEAR ENDING 31.03.2015

Particulars	For the Year Ended 31st March, 2014 (₹)	For the Year Ended 31st March, 2013 (₹)
A. Cash Flow from Operating Activities		
Net Profit /(Loss) before Tax	15,883	5,090
Adjustments for		
Depreciation	—	5,700
Interest (Net)	—	—
Operating profit before Working Capital Changes	15,883	10,790
Trade receivables & Other current assets	—	(18,800)
Changes in Stock in Trade	—	—
Trade Payables & other liabilities	666,467	(14,015)
Cash from Operating Activities	682,350	(22,025)
Less: Taxes paid	7,880	1,600
Net cash from operating activities	674,470	(23,625)
B. Cash flow from Investing Activities		
Purchase of Fixed Assets	—	—
Sale of Fixed Assets	—	—
Interest Received	—	—
Net Cash used in investing activities	—	—
C. Cash flow from Financing Activities		
Proceeds from unsecured	—	—
Repayment of Long Term Borrowing (Net)	6,236	23,625
Interest Paid	—	—
Net Cash from Financing Activities	6,236	23,625
Net Increases (Decreases) in cash and cash Equivalents	680,706	—
Cash and Cash Equivalent at the beginning	85,733	85,733
Cash and Cash Equivalent at the end of the Year	766,439	85,733

Notes:

- Cash Flow Statement has been prepared under the Indirect method as set out in Accounting Standard (AS 3): Cash Flow Statements
- Figures in brackets indicate outflows.
- Refer Note No. 12 for cash and cash equivalents as at year end.
- Previous year figures have been re-grouped and recasted wherever necessary to conform to current year classification.

As Per Our Report of Even Date

For Pradip Bhardwaj & Co.
Chartered Accountants
FRN- 013697C

For and on behalf of the Board of Directors

Pradip Bhardwaj
(Partner)
M.No.: 500219

P. M. Alexnder
Director
DIN No.: 00050022

Narender Kumar Makkar
Director
DIN No.: 00026857

Place : **New Delhi**
Date : **26-05-2015**



Notes - 1

SIGNIFICANT ACCOUNTING POLICIES

1. BASIS OF PREPARATION OF FINANCIAL STATEMENT

These financial statements are prepared in accordance with the Generally Accepted Accounting Principles (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013. The financial statements are prepared on accrual basis under the historical cost convention.

2. USE OF ESTIMATES

The preparations of financial statements in conformity with Generally Accepted Accounting Principles (Indian GAAP) requires judgments, estimates and assumptions to be made that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities on the date of financial statements and reported amounts of revenue and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known/materialised.

3. FIXED ASSETS / TANGIBLE ASSETS

Tangible Assets are stated at cost net of recoverable taxes, trade discount and rebates and include amount added on revaluation, less accumulated depreciation and impairment loss, if any. The cost of tangible assets comprises its purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use.

Projects under which assets are not ready for their intended use are disclosed under Capital Work-in-Progress.

4. DEPRECIATION

Depreciation on fixed assets is calculated on a straight-line basis using the rates arrived at based on useful lives as prescribed under Schedule II to the Companies Act 2013

5. IMPAIRMENT

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss is recognised in prior accounting period is reversed if there has been a change in the estimates of recoverable amount.

6. REVENUE RECOGNITION

Revenue is recognised only when risk and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operation include sale of goods and services. Sales include excise duty but exclude discounts, sales tax and all other charges.

7. RETIREMENT BENEFITS

- a) Gratuity provision made in respect of employees who have completed five years of services based on 15 days salary for each completed years
- b) Liability on account of Leave Encashment to employees is provided in accordance with the rules of the company at current encashable rate for the entire unvested leave.

NOTES TO ACCOUNTS

2. SHARE CAPITAL

Particulars	As at 31st March, 2015		As at 31st March, 2014	
	Nos of Share	Value (₹)	Nos of Share	Value (₹)
(a) Authorised Share Capital				
Equity Share @ ₹ 10/- each	6,000,000	60,000,000	6,000,000	60,000,000
TOTAL	6,000,000	60,000,000	6,000,000	60,000,000
(b) Issued and Subscribed Share Capital				
Equity Share @ ₹ 10/- each	5,124,800	51,248,000	5,124,800	51,248,000
TOTAL	5,124,800	51,248,000	5,124,800	51,248,000
(c) Fully Paid up Share Capital		51,248,000		51,248,000
Less: Allotment Money Receivable (other than Directors)		5,073,750		5,073,750
TOTAL		46,174,250		46,174,250
(d) Disclosure of Shareholding more than 5% shares:				
Name of the Shareholder	No. of Shares held	% age of Holding	No. of Shares held	% age of Holding
Focus Energy Limited	3,173,220	61.92%	3,173,220	61.92%
Fitzroy Exports India Pvt. Ltd.	400,000	7.81%	400,000	7.81%
Phoenix International Finance Ltd.	260,030	5.07%	260,030	5.07%
TOTAL	3,833,250	74.80%	3,833,250	74.80%
(e) Reconciliation of Shares Outstanding	Nos of Share	Value (Rs.)	Nos of Share	Value (Rs.)
Shares outstanding at the beginning of the year	5,124,800	51,248,000	5,124,800	51,248,000
Shares Issued during the year	—	—	—	—
Shares bought back during the year	—	—	—	—
Any other movement	—	—	—	—
Shares outstanding at the end of the year	5,124,800	51,248,000	5,124,800	51,248,000
3. RESERVE & SURPLUS				
Particulars	As at 31st March, 2015 (₹)		As at 31st March, 2014 (₹)	
Profit & Loss Account- Balance				
Opening Balance	(422,437)		(425,927)	
Net Profit for the Current Year	(25,396)		3,490	(422,437)
TOTAL	7,834	(439,999)		(422,437)
4. OTHER LONG-TERM LIABILITIES				
Particulars	As at 31st March, 2015 (₹)		As at 31st March, 2014 (₹)	
Unsecured, Considered good				
Payable to Related Parties		3,000,129		29,93,893
Payable to Others				—
TOTAL		3,000,129		29,93,893
5. OTHER CURRENT LIABILITIES				
Particulars	As at 31st March, 2015 (₹)		As at 31st March, 2014 (₹)	
Expenses Payable		29,483		23,551
Other Payable		662,575		—
TOTAL		692,418		23,551
6. SHORT TERM PROVISIONS				
Particulars	As at 31st March, 2015 (₹)		As at 31st March, 2014 (₹)	
Provision for Income Tax		5,480		7,880
TOTAL		5,480		7,880



PHOENIX REAL TIME SERVICES LIMITED

7. FIXED ASSETS (Amount in ₹)

PARTICULARS	GROSS BLOCK				DEPRECIATION					NET BLOCK	
	AS AT 1st APRIL, 2014	Additions for the Period	Sales /Transfer Adjustment	AS AT 31st MARCH, 2015	UP TO 31st MARCH, 2014	FOR THE YEAR	Adjustment with Retained Earning	Sales /Transfer Adjustment	TOTAL UP TO 31st MARCH, 2015	AS AT 31st MARCH, 2015	AS AT 31st MARCH, 2014
TANGIBLE ASSETS											
Furniture & Fixtures	48,765	–		48,675	48,765	–	–		48,765	–	–
Refrigerator	8,400	–		8,400	8,400	–	–		8,400	–	–
Office Equipments	120,000	–	–	120,000	94,604	–	25,396	–	120,000	–	25,396
Current Year	177,165			177,165	151,769	–	25,396		177,165	–	25,396
Previous Year	177,165			177,165	146,069	5,700			151,769	25,396	31,096

7 (a). Pursuant to the enactment of Companies Act 2013, the company has applied the estimated useful lives as specified in Schedule II. Accordingly the unamortised carrying value depreciated/amortised over the revised/remaining useful lives. Since the useful life Fixed Assets have already been expired before 01.04.2014, the written down value of is being Fixed Assets have been adjusted with the Retained Earnings.

8. LONG TERM LOANS & ADVANCES
(Unsecured, Considered Good)

	As at 31st March, 2015 (₹)	As at 31st March, 2014 (₹)
Security Deposits	40,000	40,000
Other Loan & Advance	27,500	27,500
TOTAL	67,500	67,500

9. NON CURRENT INVESTMENTS
(As Verified and Certified by Management)

Investment in Equity Instrument

Unquoted - Non Trade

	Nos of Share	Value (₹)	Nos of Share	Value (₹)
Fitzroy Exports Private Limited	27,000	29,433,105	27,000	29,433,105
Phoenix Cement Ltd.	20,000,000	19,047,500	20,000,000	19,047,500
TOTAL	20,027,000	48,480,605	20,027,000	48,480,605

Note : Aggregate cost of Unquoted Investment **484.81 Lacs**

10. OTHER NON CURRENT ASSETS

Long term Trade Receivable Doubtful Debts	1,158,833	1,158,833
Less : Provision for Doubtful Debts	(1,158,833)	(1,158,833)
TOTAL	–	–

11. CASH & CASH EQUIVALENTS

(i) Balances with Scheduled Banks		
In Current Accounts	739,670	58,964
(ii) Cash on hand	26,769	26,769
TOTAL	766,439	85,733

	As at 31st March, 2015 (₹)	As at 31st March, 2014 (₹)
12. OTHER CURRENT ASSETS		
Balance with Govt. Authority	117,903	117,903
TOTAL	117,903	117,903
13. OTHER INCOME		
Income from Professional Services	285,000	188,000
Miscellaneous Income	630	69
TOTAL	285,630	188,069
Particulars	As at 31st March, 2015 (₹)	As at 31st March, 2014 (₹)
14. OTHER EXPENSES		
Director Sitting Fees	16,000	16,000
Statutory Audit Fee	16,854	16,854
Advertisement Expenses	60,088	71,074
Listing Fees	22,639	22,472
Printing & Stationery	6,248	11,025
Postage & Courier Exp.	42,294	5,510
Filing Expenses	10,985	5,002
Legal & Professional fees	63,323	27,452
AGM Expenses	3,712	1,890
Bank Charges	719	-
E-Voting Charges	5,618	-
Registrar & Transfer Agent Exp.	10,955	-
Web Domain Charges	10,112	-
TOTAL	269,747	177,729
15. BASIC AND DILUTED EARNING PER SHARE		
Net Profit / (Loss) After Tax	7,834	3,490
Number of Equity Shares	5,124,800	5,124,800
Nominal Value of Equity Shares (<i>Rupees</i>)	10	10
Basic and Diluted Earning Per Share (<i>Rupees</i>)	0.002	0.001
The Company has not shown diluted earning per share because the Company has not issued any potential equity share .		
16. FIXED ASSETS		
As per estimation made by the management, remaining useful life of Office Equipment is NIL.		
17. SEGEMENTAL REPORTING		
Based on guiding principles given Accounting Standard (AS-17) "Segment Reporting", there are no separate reportable segments.		
18. PAYMENT TO AUDITORS		
Audit Fees	16,854	16,854
TOTAL	16,854	16,854



PHOENIX REAL TIME SERVICES LIMITED

19. RELATED PARTY DISCLOSURES

i) In accordance with the requirements of Accounting Standard (AS-18) on Related party Disclosures, the name of the related parties where control exist and/or with whom transactions have taken place during the year and description of relationships , as identified and certified by management are :-

(a) Key Managerial Personnel

- 1) Mr. Narender Makkar
- 2) Mr. Narendra Aggarwal
- 3) Mr. P.M. Alexander
- 4) Mr. Arun Kumar Sinha
- 5) Mrs. Rupali Chawla

(b) Enterprise under direct/Indirect common control / Enfluence:

- 1) Focus Energy Ltd.
- 2) Phoenix International Finance Ltd.

ii) The following transactions were carried out with related parties in the ordinary course of business

Particulars	Nature of Transaction	Value of Transaction	As at 31st March, 2015 (in ₹)	As at 31st March, 2014 (in ₹)
Focus Energy Limited	Services charges & Expenses paid	28,5000	2,801,876	795,640
Phoenix International Finance Ltd	Other Long-Term Liabilities	–	198,253	198,253
Mr. Arun Kumar Sinha	Director Sitting Fee	16,000	4,000	4,000

20. As per Accounting Standard (AS - 22) "Accounting for Taxes of Income" we are providing Deferred tax liability of Rs.169/-

21. Cash in hand at Rs. 26,769/- is as certified by the management.

22. Bank Balances and debit/credit balances of parties are subject to confirmation.

23. Figures for the previous year have been regrouped / rearranged wherever necessary to confirm to the classification adopted in the current year.

For Pradip Bhardwaj & Co.
Chartered Accountants
FRN: 013697C

Pradip Bhardwaj
(Partner)
M.No.: 500219

Place : **New Delhi**
Date : **26-05-2015**

For and on behalf of the Board of Directors

P. M. Alexnder
Director
DIN No.: 00050022

Narender Kumar Makkar
Director
DIN No.: 00026857

BOARD OF DIRECTORS

Mr. Arun Kumar Sinha, Independent Director
Mr. Narender Makkar, Director
Mr. Narendra Aggrawal Director
Mr. P.M. Alexander, Director
Mrs. Rupali Chawla, Independent Director

AUDITORS

M/s Pradip Bhardwaj & Co.
MZ-12A, Ansal Fortune Arcade,
Sector-18, Noida - 201301

REGISTERED OFFICE

3rd Floor, Gopala Tower
25, Rajendra Place,
Delhi-110008

PHOENIX REAL TIME SERVICES LIMITED

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21ST
ANNUAL REPORT
2014 – 2015

PHOENIX REAL TIME SERVICES LIMITED

CIN: L74899DL1994PLC059073

Regd. Office: 3RD FLOOR, GOPALA TOWER, 25, RAJENDRA PLACE, NEW DELHI - 110008