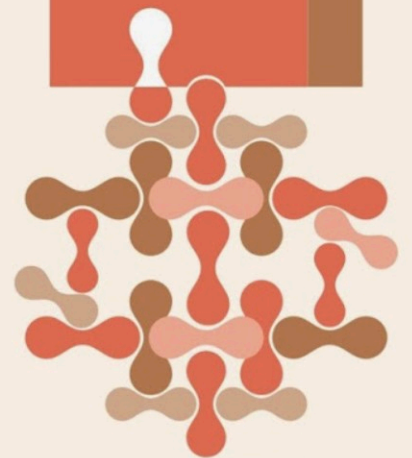




Fruition Venture Limited

**20th Annual Report
2013-14**



Corporate Information**Board of Directors**

- Narendar Nath Jain, Chairman
- Nitin Jain, Managing Director
- Sanhit Jain, Whole-Time Director
- Sanjeev Juneja, Independent Director
- Shilpa Jain, Independent Director
- Ravinder Kumar Jain, Independent Director

Compliance officer & Company Secretary

- Parul Bhargava

Auditors

- M/s P Aggarwal & Associates
Chartered Accountants
908, Arunachal, 19 Barakhamba Road, New
Delhi- 110 001

Bankers

- HDFC Bank Ltd, Mukherjee Nagar
New Delhi -110009
- Punjab National Bank, Mukherjee Nagar, Delhi - 110009

Registered Office

- 21-A, 3rd Floor Savitri Bhawan
Commercial Complex, Mukherjee Nagar, New Delhi- 110 009
Phone No. +91-011-27654949
Fax- +91-011-27654959
Email- id: info@fvl.co.in
Website: www.fvl.co.in

Stock Exchange

- BSE Limited
- The Delhi Stock Exchange Limited

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Managing Director's Vision

“Fruition Venture Ltd is investing in brand building and seeking new opportunities to enhance revenues and profits. Fruition Venture Ltd made good progress by working towards creating strong domestic brand. Strong domestic brands create much larger value since they create, capture and retain value within the country & help in achieving long term goal of creating sustainable economic value.

There are a number of strategies that we expect to implement during the current financial year.”

Nitin Jain
Managing Director
Fruition Venture Limited



NOTICE

Notice is hereby given that the 20th Annual General Meeting of the Members of the Company will be held on Tuesday, 30th September, 2014 at 10.30 A.M. at 21-A, 3rd Floor Savitri Bhawan, Commercial Complex, Mukherjee Nagar, New Delhi- 110 009 to transact the following business:

Ordinary Business:**Item no.1: Adoption of Financial Statements**

To receive, consider and adopt the audited financial statements of the Company for the year ended 31st March, 2014, including the audited balance sheet as at 31st March 2014 and Statement of Profit and Loss Account for the year ended on that date together with the Reports of the Auditors and Directors' thereon.

Item no. 2: Appointment of Director

To appoint a Director in place of Mr. Sanhit Jain (DIN 05338933), who retires by rotation and, being eligible, offers himself for re-appointment.

Item no. 3: Appointment of Auditors

To re-appoint the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next annual general meeting and to authorize the Board to fix their remuneration

The present Statutory Auditors M/s. P. Aggarwal & Associates, Chartered Accountants, New Delhi, are holding the office till the conclusion of the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment.

Special Business:**Item no. 4: Appointment of Mr. Ravinder Kumar Jain as an Independent Director**

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

"Resolved that pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013, and the Rules made thereunder read with Schedule IV to the Companies Act, 2013, Mr. Ravinder Kumar Jain (DIN 01147941), Director of the Company, in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 31st March, 2019 (not liable to retire by rotation).

Item no. 5: Appointment of Ms. Shilpa Jain as an Independent Director

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

"Resolved that pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013, and the Rules made thereunder read with Schedule

IV to the Companies Act, 2013, Ms. Shilpa Jain (DIN- 01148017), Director of the Company, in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 31st March, 2019 (not liable to retire by rotation).

Item no. 6: Appointment of Mr. Sanjeev Juneja as an Independent Director

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

“Resolved that pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013, and the Rules made thereunder read with Schedule IV to the Companies Act, 2013, Mr. Sanjeev Juneja (DIN- 02984880), Director of the Company, in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 31st March, 2019 (not liable to retire by rotation).

Item no. 7: Appointment of Mr. Nitin Jain as Managing Director

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

“Resolved that pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the members be and is hereby accorded to the appointment of Mr. Nitin Jain (DIN: 00861328) as Managing Director of the Company, for a period of 5 (Five) years with effect from 1st April, 2015, at a remuneration not exceeding Rs 40,000 (Rupees Forty Thousand) per month, whether paid as salary, allowance(s), perquisites or a combination thereof: Provided that the remuneration payable to Mr. Nitin Jain as Managing Director of the Company shall not exceed 5% of the net profits of the Company in respective financial year(s), calculated in terms of section 198 of the Companies Act, 2013.

Resolved further that payment towards the following statutory perquisites will not be included in the aforesaid remuneration:

- a. Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income-tax Act, 1961;
- b. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and
- c. Encashment of leave at the end of tenure.

Resolved further that the Nomination and Remuneration Committee of the Board of Directors of the Company be and is hereby authorized to fix such remuneration and to work out various components of the remuneration package as it may deem fit and proper within the overall limits of the remuneration as approved above.

Resolved further that the Board of Directors of the Company (including Nomination and Remuneration Committee) be and is hereby authorized to take all necessary steps to give effect to the aforesaid resolution.”

For and on Behalf of the Board
For **Fruition Venture Limited**
(Formerly Indo Websec Ltd)

Sd/-
Nitin Jain

Date: 20th August, 2014

Managing Director
DIN: 00861328

Place: Delhi

Address: 21-A, 3rd Floor, Savitri Bhawan,
Commercial Complex, Delhi – 110 009

Notes:

- A.** The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
- B. APPOINTMENT OF PROXY: A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF / HERSELF, AND THE PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY.THE INSTRUMENT APPOINTING THE PROXY, DULY COMPLETED, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE DULY COMPLETED AND SIGNED, NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM FOR THE AGM IS ENCLOSED.**
- C.** During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
- D. Corporate Members:** Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.
- E.** Members/Proxies attending the meeting are requested to bring their copy of Annual Report to the Meeting.
- F. Queries at the AGM:** Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least seven days prior to the date of AGM to enable the management to compile the relevant information to reply the same in the meeting.
- G. Book Closure:** The Register of Members and Share Transfer Books of the Company will remain closed on **Monday, 29th September, 2014 and Tuesday, 30th September, 2014** for the purpose of the Annual General Meeting.
- H.** All the documents, transfers, dematerialization requests and other communications in relation thereto should be addressed direct to the Company's Registrar and Transfer Agent, M/s RCMC Share Registry Private Limited at the address mentioned below: -

RCMC Share Registry Private Limited

B -106, Sector - 2 Noida (U.P.) - 201 301
Tel.0120- 4015880; Fax: - 0120- 2444346

I. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details to the Company.

J. Voting through Electronic means:

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services Limited (CDSL).

The procedure for the same is as under:

- (i) Log on to the e-voting website www.evotingindia.com.
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the name of the company "FRUITION VENTURE LIMITED" from the drop down menu and click on "SUBMIT"
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is

	Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for FRUITION VENTURE LIMITED on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

General Instructions: -

- The e-voting period commences on **Monday, 22nd September, 2014 (10.00 a.m. IST) and ends on Wednesday, 24th September, 2014 (6.00 p.m. IST)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd August, 2014 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once, the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- Since the Company is required to provide members the facility to cast their vote by electronic means, the shareholders holding shares either in physical form or in dematerialized form as on the cut-off date (record date) and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
- Ms. Jinu Jain, LL.B, ACS, Company Secretary in whole time practice of M/s R&D, Company Secretaries, 785, Pocket–E, Mayur Vihar Phase-2, Delhi 110 091, has been appointed as the Scrutinizer to scrutinize the e voting process in fair and transparent manner.
- The Scrutinizer shall within a period not exceeding three(3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two(2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- The voting rights of the shareholders shall be in proportion to their shares of paid up equity share capital of the Company as on the cut-off date.
- The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.fvl.co.in and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company on 30th September, 2014.
- In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
- **Inspection of Documents:** Documents referred to in the Notice etc., are open for inspection at the registered office of the Company at all working days except Saturdays between 11 A.M. and 2 P.M. up to the date of Annual General Meeting.
- The Annual Accounts of the company shall be available for inspection during business hours at our registered office and the same are also available at the website of the company.
- The information required to be provided under the Listing Agreement regarding the Directors proposed to be appointed/reappointed is given in the Corporate Governance Report.

**Explanatory statement pursuant to section 102 of the Companies Act, 2013
annexed to the notice**

Item no. 4, 5 & 6

The Company had, pursuant to the provisions of clause 49 of the Listing Agreements entered with the Stock Exchanges, appointed Mr. Ravinder Kumar Jain, Ms. Shilpa Jain and Mr. Sanjeev Juneja, as Independent Directors, in compliance with the requirements of the said clause.

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 Nominations and Remuneration Committee of the Board of Directors has recommended the appointment of Mr. Ravinder Kumar Jain, Ms. Shilpa Jain and Mr. Sanjeev Juneja as Independent Directors for a period of five years till 31st March, 2019.

Mr. Ravinder Kumar Jain, Ms. Shilpa Jain and Mr. Sanjeev Juneja have given a declaration to the Board that they meet the criteria of independence as provided under section 149(6) of the Act. In the opinion of the Board, each of these directors fulfil the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and they are independent of the management.

In compliance with the provisions of section 149 read with Schedule IV of the Act, the appointment of these directors as Independent Directors is now being placed before the Members for their approval.

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.

A brief profile of the Independent Directors to be appointed is given below:

Mr. Ravinder Kumar Jain

Mr. Ravinder Kumar Jain, aged 48 years, is a non executive promoter category Director of the Company. He is having more than two decades of rich experience in the field of financial market.

Ms. Shilpa Jain

- Ms. Shilpa Jain aged 42 years, is a non executive Independent Director of the Company. She is Master in Business Administration by qualification having more than 10 years of experience with various industries comprising.

Mr. Sanjeev Juneja

- Mr. Sanjeev Juneja, aged 36 years, is a non executive Independent Director of the Company. He is Graduate by qualification having more than 14 years experience.

The Board considers that continued association of Mr. Ravinder Kumar Jain, Ms. Shilpa Jain and Mr. Sanjeev Juneja would be of immense benefit to the Company.

Other details of the Independent Directors whose appointment is proposed at Item Nos. 4, 5 & 6 of the accompanying Notice, have been given in the annexure attached.

The Board recommends the resolution set forth in Item no. 4, 5 & 6 for the approval of the members.

None of the directors, key managerial personnel or their relatives, except Mr. Ravinder Kumar Jain, Ms. Shilpa Jain and Mr. Sanjeev Juneja, to whom the resolution relates, are interested or concerned in the resolution.

Item no. 7

Mr. Nitin Jain is the Managing Director and core promoter of the Company. His tenure as Managing Director will expire on 31st March, 2015. The Board of Directors recommends the re-appointment of Mr. Nitin Jain as Managing Director of the Company for a further period of five years.

- Mr. Nitin Jain, aged about 43 years, is a Bachelor of Commerce by qualification. He is having more than two decades of rich experience in the field of import, export and trading, share broking, share trading, financial planning etc.
- In view of the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 (corresponding to Sections 198, 269, 309 and any other applicable provisions of the Companies Act, 1956), the Board recommends the Ordinary Resolution set out at item no. 7 of the accompanying Notice for the approval of the Members.
- Except Mr. Nitin Jain, being an appointee, Mr. Narender Nath Jain (father of Mr. Nitin Jain) and Mr. Sanhit Jain (son of Mr. Nitin Jain) none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 7.

For and on Behalf of the Board
For **Fruition Venture Limited**
(Formerly Indo Websec Ltd)

Date: 20th August, 2014

Place: Delhi

Sd/-
Nitin Jain
Managing Director
DIN: 00861328
Address: 21-A, 3rd Floor, Savitri Bhawan,
Commercial Complex, Delhi – 110 001

DIRECTORS' REPORT**Dear Members**

Your Directors have pleasure in presenting the 20th Annual Report of your Company together with the Audited Annual Accounts for the financial year ended 31st March, 2014.

Financial Highlights

(Amount in Rs. Lacs)

Particulars	Financial Year ended	
	31 st March, 2014	31 st March, 2013
Total Income	2,153.60	6,925.75
Total Expenditure	2,151.32	6,893.54
Profit before tax	2.28	32.21
Provision for tax	0.53	9.86
Profit after tax	1.75	22.35
Transfer to Reserve	-	-
Paid-up Share Capital	400.00	315.00
Reserves and Surplus (excluding revaluation reserve)	(21.28)	(23.03)

Year in Retrospect

During the year under review, total income of the Company was Rs. 2,153.60 Lacs as against Rs. 6,925.75 lacs in the previous year. The Company was able to earn a profit after tax of Rs. 1.75 as against a profit Rs. 22.35 lacs in previous year. Your Directors are putting in their best efforts to improve the performance of the Company.

The detailed Management Discussion & Analysis Report is attached hereto with the Director's Report and should be read as part of this Directors Report.

Material Changes etc.

The Company had issued 8,50,000 equity shares of Rs. 10 each by way of preferential issue on 30th January, 2014. The shares were listed on Delhi Stock Exchange Ltd on 17th February, 2014 and trading approval was permitted on this shares w.e.f. 22nd March, 2014.

Except the aforesaid and save as mentioned elsewhere in this Report, no material changes and commitments affecting the financial position of the Company has occurred between the end of the financial year of the Company 31st March, 2014 and the date of this report.

Dividend

The Board of Directors of your Company has decided to retain and plough back the profits into the business of the Company, thus no dividend is being recommended for this year.

Governance

Your Company believes that the great organizations are built on the foundation of good governance practices. Corporate governance is all about effective management of relationship among constituents of the system, i.e. shareholders, management, employees, customers, vendors, regulatory and the community at large.

As stipulated under Clause-49 of the listing agreement, the Corporate Governance Report had been incorporated as Separate Section forming part of this Annual Report.

The compliance report on Corporate Governance and a certificate from M/s Jinu Jain, Company Secretaries regarding compliance of the conditions of Corporate Governance, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, is attached herewith and forms part of this Annual Report.

Certificate from Managing Director and Chief Financial Officer, inter alia, confirming the correctness of the financial statements, compliance with Company's Code of Conduct, adequacy of the Internal Control measures and reporting of matters to the Audit Committee in terms of Clause 49 of the Listing Agreement with the Stock Exchanges, is also enclosed as a part of the Annual Report.

Public Deposits

During the period under report, your Company did not accept any deposits from the public in terms of the provisions of section 58A of the Companies Act, 1956.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

- a. **Conservation of Energy:** Since the Company is not engaged in any manufacturing activity, issues relating to conservation of energy and technology absorption are not quite relevant to its functioning.
- b. **Export Activities:** There was no export activity in the Company during the year under review. The Company is not planning any export in the near future as well.
- c. **Foreign Exchange Earnings and Outgo:** There was no Foreign Exchange earnings and outgo during the year under review.
- d. Foreign Exchange Earnings **Nil**
Foreign Exchange Outgo **Nil**

Particulars of Employees

During the financial year under review, none of the Company's employees was in receipt of remuneration as prescribed under section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, and hence no particulars are required to be disclosed in this Report.

Directors

Except for the following changes, there were following changes in the composition of the Board of Directors of the Company subsequent to the last Directors' Report:

After the last Annual General Meeting, Mr. Hari Om Bhatia and Mr Harish Sabarwal ceased to be directors of the Company due to their resignations. Ms. Shilpa Jain and Mr. Ravinder Kumar Jain were appointed as independent Directors of the Company.

In accordance with the provisions of section 149 of the Companies Act, 2013 all the independent directors will be non rotational. Accordingly, the proposal for the same is placed in the ensuing annual general meeting of the Company. Mr. Sanhit Jain is liable to retire by

rotation and being eligible offer himself for re-appointment. Directors recommend their re-appointment.

Constitution of Committees

In terms of the applicable provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Company has constituted the following committees:

- Audit Committee**

Name of the Director	Category
Mr. Ravinder Kumar Jain - Chairman	Non-Executive Independent Director
Ms. Shilpa Jain	Non-Executive Independent Director
Mr. Nitin Jain	Executive Director

- Nomination and Remuneration Committee**

Name of the Director	Category
Mr. Sanjeev Juneja – Chairman	Non-Executive Independent Director
Ms. Shilpa Jain	Non-Executive Independent Director
Mr. Ravinder Kumar Jain	Non-Executive Independent Director

- Stakeholders Relationship Committee**

Name of the Director	Category
Mr. Sanjeev Juneja – Chairman	Non Executive Independent Director
Ms. Shilpa Jain	Non Executive Independent Director
Mr. Ravinder Kumar Jain	Non Executive Independent Director

Auditors

M/s P. Aggarwal & Associates, Chartered Accountants, Statutory Auditors of the Company hold office until the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. A certificate under Section 139 of the Companies Act, 2013 regarding their eligibility for the proposed re-appointment has been obtained from them. Your Directors recommend their re-appointment.

Auditors' Report

Comments made by the Statutory Auditors in the Auditors' Report are self-explanatory and do not require any further clarification.

Directors' Responsibility Statement

In terms of the provisions of section 217(2AA) of the Companies Act, 1956, and to the best of their knowledge and belief and according to the information and explanations obtained by them and save as mentioned elsewhere in this Report, the attached Annual Accounts and the Auditors' Report thereon, your Directors confirm that:

- in preparation of the annual accounts, the applicable accounting standards have been followed;
- the Directors have 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 as at 31st March, 2014 and of the profit of the Company for the year ended on that date;

- c. the Directors have taken proper and sufficient care for the 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 fraud and other irregularities; and
- d. The Directors have prepared the Annual Accounts on a going concern basis.

Stock Exchange Listing

The shares of the Company are listed on the Delhi Stock Exchange and BSE Ltd. The listing fee for the financial year 2013-14 has already been paid to both the Stock Exchanges.

Acknowledgement

Your Directors take this opportunity to place on record their sincere appreciation for the co-operation and assistance the Company has received from Banks and various Government Departments. The Board also places on record its appreciation of the devoted services of the employees, support and co-operation extended by the valued business associates and the continuous patronage of the customers of the Company.

For and on Behalf of the Board
For Fruition Venture Limited
(Formerly Indo Websec Ltd)

Date: 20th August, 2014
Place: Delhi

Sd/-
Nitin Jain
Managing Director
DIN: 00861328
Address: 21-A, 3rd Floor, Savitri
Bhawan, Commercial Complex
Delhi 110009

Sd/-
Sanhit Jain
Whole Time Director
DIN: 05338933
Address: E-3/16, Model Town, Part-2,
Delhi – 110 009

MANAGEMENT DISCUSSION AND ANALYSIS:**INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company strongly believes that Internal Control Systems are necessary for Good Corporate Governance and has in place an effective system of internal controls to ensure that all assets are properly safeguarded and protected and used optimally and financial transactions are reported accurately. Cautionary Statement Statements in this management discussion and analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ substantially or materially from those expressed or implied. Important developments that could affect the Company's operations include a downtrend in the industry - global or domestic or both, significant changes in political and economic environment in India, applicable statues, litigations etc.

DISCLOSURES BY MANAGEMENT TO THE BOARD:

All disclosures relating to financial and commercial transactions where Directors may have a potential interest are provided to the Board and the interested Directors do not participate in the discussions nor do they vote on such matters.

REPORT ON CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement a Report on Corporate Governance is given below:

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Our Company's philosophy on Corporate Governance envisages attainment of highest levels of accountability, transparency, responsibility and fairness in all aspects of its operations. Our business culture and practices are founded upon a common set of values that govern our relationships with customers, employees, shareholders, suppliers and the communities in which we operate. The Company believes that all its actions must serve the underlying goal of enhancing overall shareholder value on a sustained basis.

The Company is conscious of its responsibility as a good corporate citizen. The Company values transparency, professionalism and accountability.

2. BOARD OF DIRECTORS

The Company maintains an optimum combination of Executive, Non Executive and Independent Directors. The Board consists of total six (6) directors on 31st March, 2014, out of which three (3) are independent. Mr. Nitin Jain is the Chairman cum Managing Director of the Company and Mr. Sanhit Jain is the Whole Time Director. The Constitution of the Board as on 31st March 2014 was as follows:

Name	Designation	Category	No. of positions held in other Public Companies		
			Boar d	Committee	
				Memb ership	Chair mansh ip
Mr. Nitin Jain	Chairman & Managing Director	Promoter (Executive)	Nil	Nil	Nil
Mr. Sanhit Jain	Whole Time Director	Promoter (Executive)	Nil	Nil	Nil
Mr. Narender Nath Jain	Director	Promoter (Non-Executive)	Nil	Nil	Nil
Mr. Harish Sabharwal*	Director	Independent (Non Executive)	Nil	Nil	Nil
Mr. Sanjeev Juneja	Director	Independent (Non Executive)	Nil	Nil	Nil
Mr. Hari Om Bhatia*	Director	Independent (Non Executive)	Nil	Nil	Nil

***Mr. Hari Om Bhatia ceased to be Director w.e.f. 5th May, 2014 due to resignation.**

***Mr Harish Sabharwal ceased to be Director w.e.f. 19th August, 2014 due to resignation.**

Ms. Shilpa Jain was appointed as Independent Director w.e.f. 5th May, 2014. Her appointment as Independent Director of the Company is placed before the Members for consideration. The Board recommends the resolution for adoption by the members.

Mr. Ravinder Kumar Jain was appointed as Independent Director w.e.f. 19th August, 2014. Her appointment as Independent Director of the Company is placed before the Members for consideration. The Board recommends the resolution for adoption by the members.

Directors' Attendance Record

During the Financial Year 2013-14, Ten (10) meetings of the Board of Directors were held on 29th May, 2013, 24th June, 2013, 29th July, 2013, 14th August, 2013, 30th August, 2013, 7th October, 2013, 23rd October, 2013, 2nd January, 2014, 30th January, 2014 and 10th February, 2014. The Board was duly supplied with the agenda of the meetings incorporating all material information for facilitating meaningful and focused discussions at the meeting. The intervening period between the Board Meetings was well within the maximum time gap of four months as prescribed in clause 49 of the Listing Agreement. Details of attendance of Directors in the Board meeting during the financial year 2013-14 are as under:

Name of the Director	No. of Board Meeting	Attendance at the Board Meeting	Whether attended Last AGM
Mr. Nitin Jain	10	10	Yes
Mr. Sanhit Jain	10	10	Yes
Mr. Narender Nath Jain	10	10	Yes
Mr. Harish Sabharwal	10	5	Yes
Mr. Sanjeev Juneja	10	5	Yes
Mr. Hari Om Bhatia	10	5	Yes

Disclosure Regarding Appointment & Re-appointment of Directors in the ensuing AGM

Mr. Sanhit Jain, Whole Time Director who shall be retiring in this AGM, being eligible has offered himself for re-appointment. Further, Mr. Nitin Jain is being re-appointed as the Managing Director, Mr. Ravinder Kumar Jain, Ms. Shilpa Jain and Mr. Sanjeev Juneja are being appointed as the Independent Directors of the Company. Brief particulars of Mr. Sanhit Jain, Nitin Jain, Mr. Ravinder Kumar Jain, Ms. Shilpa Jain and Mr. Sanjeev Juneja are as follows:

Particulars	Mr. Sanhit Jain	Mr. Nitin Jain	Mr. Ravinder Kumar Jain	Ms. Shilpa Jain	Mr. Sanjeev Juneja
DIN	05338933	00861328	01147941	01148017	02984880
Father's Name	Mr. Nitin Jain	Mr. Narendar Nath Jain	Mr. Madan Lal Jain	Mr. Tarsen Kumar Jain	Mr. Madan Gopal Juneja
Date of Birth	25/03/1993	22/02/1970	18/11/1960	05/09/1971	11/05/1977
Address	E-3/16, Model Town, Part-2, Delhi-110009	21-A, 3 rd Floor, Savitri Bhawan, Commercial Complax, Delhi-110001	425/99, Sant Nagar Ludhiana-141001	H.No.153, Block-D, Kamla Nagar, New Delhi-110007	MD-4, Vishakha Enclave, Pitampura, Delhi-110088
Designation	Whole Time Director	Managing Director	Independent Director	Independent Director	Independent Director
Education	B.Sc(Hons.) in International Business & pursuing CFA Level 1	Bachelor of Commerce	Bachelor of Commerce	Independent Directors	Master in Business Administration
Experience	2 years	more than two decades of rich experience in the field of share broking, share trading, financial	more than two decades of rich experience in the field of financial market.	more than 10 years	more than 14 years

		planning etc.			
Companies in which holds Directorship*	Safety Access India Pvt. Ltd. ceased on 15.07.2014	Dugar Growth Fund Pvt. Ltd. M and ME Systems Pvt. Ltd.	NIL	Care First Telenet Pvt. Ltd.	New Millenium Realty Deals Pvt. Ltd.
Companies in which holds membership of committees	NIL	NIL	NIL	NIL	NIL
Shareholding in the Company (No. & %)	NIL	7,47,300 (18.68%)	NIL	NIL	NIL
Relationship with other Director	Mr. Sanhit Jain is son of Mr. Nitin Jain	Mr. Nitin Jain is son of Mr. Narender Nath Jain and father of Mr. Sanhit Jain a	NIL	NIL	NIL

*Indian Companies.

3. AUDIT COMMITTEE

(a) Terms of Reference

The Audit Committee has been constituted as per Section 292A and 177 of the Companies Act, 1956 and Companies Act, 2013 respectively to the extent applicable and the provisions of the Clause 49 of the Listing Agreement. The Audit Committee shall have the authority to investigate into any matter that may be prescribed and the matters listed below and for this purpose the Audit Committee shall have full access to information contained in the records of the Company and external professional advice, if necessary:

The terms of reference of the Audit Committee are:

1. Overseeing the company's financial reporting process and the disclosure of its financial information
2. Recommending to the Board, the appointment, re-appointment and replacement of the statutory auditor and the fixation of audit fees;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
5.
 - i. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956
 - ii. Changes, if any, in accounting policies and practices and reasons for the same

- iii. Major accounting entries involving estimates based on the exercise of judgment by Management
 - iv. Significant adjustments made in the financial statements arising out of audit findings
 - v. Compliance with listing and other legal requirements relating to financial statements
 - vi. Disclosure of any related party transactions
 - vii. Qualifications in the draft audit report.
6. Reviewing, with the management, the quarterly, half yearly and annual financial statements before submission to the board for approval;
 7. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 8. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 9. Discussion with internal auditors any significant findings and follow up there on;
 10. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
 11. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
 12. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors;
 13. Reviewing the functioning of the whistle blower mechanism, in case the same is existing;
 14. Review of management discussion and analysis of financial condition and results of operations, statements of significant related party transactions submitted by management, management letters/letters of internal control weaknesses issued by the statutory auditors, internal audit reports relating to internal control weaknesses, and the appointment, removal and terms of remuneration of the chief internal auditor; and
 15. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
 16. Review of utilization of proceeds from the Initial Public Offer.

(a) Composition

As on 31st March, 2013 the Audit Committee of the Company comprises of two Non-Executive independent directors and one Executive director i.e. Mr. Harish Sabharwal– as Chairman; Mr. Hari Om Bhatia and Mr. Nitin Jain as the Members of the Committee. On 5th May, 2014 Mr. Hari Om Bhatia was ceased to be director of the Company and accordingly also ceased to be the member of the Committee. Ms. Shilpa Jain was appointed as Director of the Company on 5th May, 2014.

The Audit Committee was reconstituted on 5th May, 2014 by which Ms. Shilpa Jain was inducted as a member of the Committee. The reconstituted committee comprises of two Non-Executive independent directors and one Executive director i.e. Mr. Harish Sabharwal– as Chairman; Ms. Shilpa Jain and Mr. Nitin Jain as the Members of the Committee.

On 19th August, 2014 Mr. Harish Sabharwal was ceased to be director of the Company and accordingly also ceased to be the member of the Committee. Mr. Ravinder Kumar Jain was appointed as Director of the Company on 19th August, 2014.

The Audit Committee was reconstituted on 19th August, 2014 by which Mr. Ravinder Kumar Jain was inducted as a member of the Committee. The reconstituted committee comprises of two Non-Executive independent directors and one Executive director i.e. Mr. Ravinder Kumar Jain – as Chairman; Ms. Shilpa Jain and Mr. Nitin Jain as the Members of the Committee.

(b) Attendance

The Committee met four (4) times during the Financial Year 2013-14 on the following dates: 29th May, 2013, 14th August, 2013, 23rd October, 2013 and 10th February, 2014. Details of attendance of Directors in the Audit Committee meeting are as under:

Name of the Director	Category	Attendance at the Audit Committee Meeting
Mr. Harish Sabharwal* - Chairman	Non-Executive Independent Director	All
Mr. Hari Om Bhatia*	Non-Executive Independent Director	All
Mr. Nitin Jain	Executive Director	All

**Mr. Hari Om Bhatia ceased to be member of the Committee w.e.f. 5th May, 2014 due to resignation.*

**Mr Harish Sabharwal ceased to be Director w.e.f. 19th August, 2014 due to resignation.*

The company secretary of the company acts as the secretary of the committee.

After the close of financial year the terms of reference of the Audit Committee was amended pursuant to the provisions of Section 177 of the Companies Act, 2013.

4. NOMINATION AND REMUNERATION COMMITTEE

(a) Composition & Terms of Reference

The Board of Directors at their meeting held on 20th August, 2014 has constituted the Nomination and Remuneration Committee in accordance with the provisions of Section 178 of the Companies Act, 2013 with following directors as its members:

Name of the Director	Category
Mr. Sanjeev Juneja - Chairman	Non-Executive Independent Director
Ms. Shilpa Jain	Non-Executive Independent Director
Mr. Ravinder Kumar Jain	Non-Executive Independent Director

Remuneration Policy of the Company

The remuneration policy of the Company is directed towards rewarding performance. The Managing Director and the Whole Time Directors of the Company are entitled for payment of Remuneration as decided by the Board and approved by the members as per the provisions of the Companies Act, 1956. Directors are also entitled for the sitting fee for attending Board/ Committee Meeting except the Managing Director and Whole Time Director. However all the Non-executive Directors of the Company have waived the sitting fee payable at present to them for attending Board/ Committee Meeting of the Company.

(b) Details of the Directors' Remuneration for the financial year ended 31st March, 2014

Name of Director	Sitting fees	Salaries & Perquisites and Allowances (In Rs.)	Commission, Bonus Exgratia	Total Amount (In Rs.)	No. of Shares held & %
Mr. Nitin Jain	-	4,80,000	-	4,80,000	7,47,300 (18.68%)
Mr. Sanhit Jain	-	3,00,000	-	3,00,000	-
Mr. Narender Nath Jain	-	-	-	-	5,50,601 (13.76%)
Mr. Harish Sabharwal*	-	-	-	-	-
Mr. Sanjeev Juneja	-	-	-	-	-
Mr. Hari Om Bhatia*	-	-	-	-	-

**Mr. Hari Om Bhatia ceased to be Director w.e.f. 5th May, 2014 due to resignation.*

**Mr Harish Sabharwal ceased to be Director w.e.f. 19th August, 2014 due to resignation.*

5. STAKEHOLDERS RELATIONSHIP COMMITTEE

Composition & Terms of Reference

The Company has constituted a "Stakeholders Relationship Committee" to look into redressal of Shareholder's / investors' complaints, to approve share transfer, share transmission etc. and to oversee all matters connected with the Shareholders.

As on 31st March, 2014 the Committee comprises of two non-executive independent directors and one non-executive non independent director namely– as Mr. Mr. Sanjeev Juneja Chairman; Mr. Hari Om Bhatia and Mr. Harish Sabharwal as the Members.

The Committee met twice (2) times during the Financial Year 2013-14 on the following dates: 18th June, 2013 & 7th October, 2013. Details of attendance of Directors in the Stakeholders Relationship Committee meeting are as under:

Name of the Director	Category	Attendance at the Stakeholders Relationship Committee Meeting
Mr. Sanjeev Juneja - Chairman	Non Executive Independent	All

	Director	
Mr. Hari Om Bhatia*	Non Executive Independent Director	All
Mr. Harish Sabharwal*	Non Executive Independent Director	All

**Mr. Hari Om Bhatia ceased to be Director w.e.f. 5th May, 2014 due to resignation.*

**Mr Harish Sabharwal ceased to be Director w.e.f. 19th August, 2014 due to resignation*

On 5th May, 2014 Mr. Hari Om Bhatia was ceased to be Director of the Company and accordingly also ceased to be the member of the Committee. Ms. Shilpa Jain was appointed as Director of the Company on 5th May, 2014.

The Company Secretary acts as the Compliance Officer of the Company for the purpose of Clause 47 of the Listing Agreements to look after the compliances under the Listing Agreement and other SEBI Rules & Regulations etc.

After the close of the financial year, the name of the committee was changed to Stakeholders Relationship Committee and further the terms of reference of the committee was amended pursuant to the provisions of Section 178 of the Companies Act, 2013.

Details of Investors' complaints received during the year 2013-14

No Investors' complaints were received during the year. The Company confirms that there were no shares pending for transfer as on March 31, 2014.

6. GENERAL BODY MEETINGS

A). Annual General Meetings: Particulars of past three Annual General Meetings of the Company:

Year	Date	Venue	Time	No. of Special Resolution(s) passed
2013	30.09.2013	White Waters, C-39, 1st Floor, Connaught Place, New Delhi-110001	09.30 A.M.	NIL
2012	20.09.2012	Mitraz Restaurant, F-14/7, Model Town Part-II, Delhi-110009	03.00 P.M.	4
2011	29.11.2011	Orion Lawns, Andherian More, Mehrauli Road, New Delhi	10.00 A.M.	NIL

Special Resolution passed during the last three Annual General Meeting.

Year	Date	Business passed
2013	30.09.2013	NIL
2012	20.09.2012	<ul style="list-style-type: none"> • To appoint Mr. Sanhit Jain as Whole Time Director • Re-issue of forfeited shares • Change of name of the Company from Indo Websec Ltd. to Fruition Venture Ltd. • Commencement of other objects under section

		149(2A) of the Companies Act, 1956.
2011	29.11.2011	• NIL

B) Special Resolution passed at the Extra-ordinary General Meeting

Year	Date	Venue	Time	No. of Special Resolution(s) passed
2014	28.01.2014	21-A, 3 rd Floor Savitri Bhawan, Commercial Complex Mukherjee Nagar, New Delhi – 110 009	11.00 A.M.	1

C). Postal Ballot: Nil**7. DISCLOSURES****(a) Related Party Transactions**

There are no materially significant related party transactions with its Promoters, the Directors or the Management, their Subsidiaries or Relatives etc., which may have potential conflict with the interest of the company at large.

(b) Non compliance by the Company, Penalties, Structures

There were no instances of non-compliance by the Company, penalties, structures imposed on the Company by the Stock Exchange or SEBI or any statutory authority on any matter related to capital markets during the last three years.

(c) Non mandatory requirements

The Company proposes to adopt the non-mandatory requirements including implementation of whistle blower policy given in Annexure-3 of Clause 49 of the listing agreement in due course of time.

8. CODE OF CONDUCT

The Board has formulated a code of conduct for the Board members and senior management of the Company. The same has also been posted on the website of the Company. All Board members and senior management personnel have affirmed their compliance with the code.

Declaration on compliance with code of conduct by the Chairman & Managing Director is annexed to this report.

Declaration on compliance with code of conduct by the Chairman & Managing Director:

The Board has formulated a code of conduct for the Board members and senior management of the Company.

It is hereby affirmed that all the Directors and senior management personnel have complied with the code of conduct framed by the Company and a confirmation to that effect has been obtained from the directors and senior management.

Sd/-
Nitin Jain
Chairman & Managing Director

9. MEANS OF COMMUNICATION

- (a) At present quarterly/ half-yearly reports are not being sent to each household of shareholders.
- (b) Besides communicating to the stock exchanges on which the company's shares are listed, the notices of the board meetings at which quarterly/half yearly results get approved are published in the following newspapers:

Particulars	Name of the Newspaper
English Newspapers in which quarterly/half yearly results were published	The Financial Express, Delhi
Vernacular Newspapers in which quarterly/half yearly results were published	Haribhoomi, Delhi

- Any website where displayed

Yes – www.fvl.co.in

- (c) The Management Discussion and Analysis forms a part of the Annual Report.

10. GENERAL SHAREHOLDERS INFORMATION

i) 20th Annual General Meeting:

Date & Day	30 th September 2014, Tuesday
Time	10:30 A.M.
Venue	21-A, 3rd Floor Savitri Bhawan, Commercial Complex Mukherjee Nagar, New Delhi- 110 009
Financial year	1 st April 2013 to 31 st March 2014

ii) Financial Calendar

Events	Tentative time frame
Financial Reporting for the quarter ending 30 th June, 2014	On or before 18 th July, 2014
Financial Reporting for the half year ending 30 th September, 2014	On or before 15 th November, 2014
Financial Reporting for the quarter ending 31 st December, 2014	On or before 15 th February, 2015
Financial Reporting for the year ending 31 st March, 2015	On or before 15 th May, 2015
Annual General Meeting for the year ending 31 st March, 2015	On or before 30 th September, 2015

iii) Dates of Book Closure

29th September, 2014 to

30th September, 2014
(Both days inclusive)

- iv) **Dividend Payment Date** Not applicable
- v) **Listing on Stock Exchanges:** At present the equity shares of the Company are listed on the following Stock Exchanges.

Name of Stock Exchanges	Stock Code	ISIN With NSDL & CDSL
BSE Limited	538568	INE836C01015
Delhi Stock Exchange Limited	7832	

- vii) **Market Price Data :** As there is no trading on Delhi Stock Exchange, the stock market data, pertaining to Monthly High and Low prices of Equity shares of the Company, during the previous financial year are not available. And the shares were listed on BSE Ltd on 15th July, 2014 and trading approval was permitted on this shares w.e.f. 30th June, 2014.

viii) Registrar and Share Transfer Agent & Share Transfer System

The company has appointed **M/s. RCMC Share Registry Private Limited**, as its Registrar and Share Transfer Agent to carry out the process of share transfer in physical form and also demat work of the Company.

The authority relating to share transfer has been delegated to the Stakeholders Relationship Committee. The Committee deals with various matters relating to share transfer through transfer agent of the Company. As per the arrangement with Transfer Agents, the list of valid transfers prepared by them in respect of share transfer cases and objections, if any, is placed before the Stakeholders Relationship committee of the company.

All correspondence with regard to share transfers and matters related therewith may directly be addressed to the Registrar and Share Transfer Agents at the address given below:

Particulars	RCMC Share Registry Private Limited
Contact Person	Mr. Rakesh Adhana
Address	B -106, Sector - 2 Noida (U.P.) - 201 301
Telephone No.	0120- 4015880
Fax No.	0120- 2444346
E mail	shares@rcmcdelhi.com

The Company's shares are traded on the Stock Exchanges compulsorily in Demat mode. Physical shares which are lodged with the Registrar & Transfer Agent or/ Company for transfer are processed and returned to the shareholders duly transferred within the time stipulated under the Listing Agreement subject to the documents being in order.

- ix) **Distribution of Shareholding as on 31st March 2014**

Share holding of nominal value	Share-Holders		Share Amount		
	Rs. (1)	Number (2)	% to total (3)	Rs. (4)	% to total (5)
Up to 5000		1074	59.04	2822130.00	7.06
5001-10000		425	23.36	3118990.00	7.80
10001-20000		225	12.37	2857870.00	7.14
20001-30000		21	1.15	530000.00	1.33
30001-40000		33	1.81	1135000.00	2.84
40001-50000		5	0.27	243000.00	0.61
50001-100000		17	0.93	1145000.00	2.86
100001 and above		19	1.04	28148010.00	70.37
Total		1819	100.00	40000000.00	100.00

- x) **Dematerialization of shares and liquidity:** The Company has admitted with both the Depositories namely National Security Depositories Ltd. (NSDL) or Central Depository Services Ltd. (CDSL). Any shareholder wishes to get their shares dematerialized, can get their shares demated.
- xi) There are no outstanding GDRs/ ADRs/ Warrants or any Convertible other Instruments as on the date.
- xii) **Plant Locations:** N.A.
- xiii) **Address for Correspondence:** The shareholders may send their communication grievances/ queries to the Registrar and Share Transfer Agents at their Address mentioned above or to the Company at:

Investor Relation Centre

FRUITION VENTURE LIMITED

21-A, 3rd Floor, Savitri Bhawan, Commercial Complex,

Mukharji Nagar, Delhi, 110009

Phone: 011-27654977

Fax: 011-27654959

E-mail: info@fvl.co.in

CEO/CFO Certification

We, Nitin Jain, Managing Director and Richa, Chief Financial Officer, responsible for the finance function certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year ended 31st March 2014 and that to the best of our knowledge and belief:
- these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - 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.
- (b) 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.

- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and they have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit committee
- (i) Significant changes in internal control over financial reporting during the year;
 - (ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) Instances of significant fraud of which they 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
For **Fruition Venture Limited**
(Formerly Indo Websec Ltd)

Date: 20th August, 2014
Place: Delhi

Sd/-
Nitin Jain
Managing Director
DIN: 00861328

Sd/-
Richa
Chief Financial Officer

CERTIFICATE OF COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE

To
The Members of
Fruition Venture Limited

We have examined the compliance of conditions of Corporate Governance by Fruition Venture Limited (hereinafter referred as "the Company") for the year ended March 31, 2014, as stipulated in clause 49 of the listing agreement of the said Company with the stock exchanges on Corporate Governance.

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.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement on Corporate Governance.

We further state that no investor grievance(s) are pending for a period exceeding one month against the Company as per the records maintained by the Investor's 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.

For **R&D**
Company Secretaries

Sd/-
Jinu Jain
Partner
ACS: 22076; C P No. :10379

Date: 20th August, 2014
Place: Delhi

IMPORTANT MESSAGE FROM CHAIRMAN



The financial year ended March 2014 was another successful year, where despite Challenging environment, our business grew well ahead of competition.

Several innovation were launched to meet the emerging needs and aspirations of our consumers.

We expanded our reach and further strengthened our services so that we can serve our consumers better with our services

Date :20thAugust, 2014

**Sd/-
Narendar Nath Jain
Chairman**

Independent Auditor's Report

To

The Members,
Fruition Venture Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **Fruition Venture Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and 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 the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") read with General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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. 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, 2014;
- b) In the case of the Profit and Loss Account, 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, 2003 ("the Order") as amended, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

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

a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books

c. the Balance Sheet, Statement of Profit and Loss, 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 referred to in subsection (3C) of section 211 of the Companies Act, 1956; read with General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013.

e. on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For P. Aggarwal & associates
Chartered Accountants
FRN: 03086N

Sd/
Pradeep Aggarwal
(Partner)
Membership No. : 081984
Place: New Delhi
Date: 29/05/2014

The Annexure referred to the Our Report of even date to the members of Fruition Venture Limited on the accounts of the company for the year ended 31st March, 2014.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

1.(a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.

(b) fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.

(c) As per information and explanations given to us, no fixed asset has been disposed during the year and therefore does not affect the going concern assumption.

2. (a) The company does not have any stock of raw materials, stores, spare parts, finished goods thus clause 2(a), (b), (c) of the order are not applicable.

3. According to the information and explanations given to us , the Company has neither granted nor taken any loans secured/ unsecured to/from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Accordingly, the provisions of clauses iii (a) to iii (g) of the order are not applicable to the Company.

4. In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of goods and services. In our opinion and according to the information and explanations given to us. there is no continuing failure to correct major weaknesses in the internal controls system.

5. a) As per our prima facie examination of the register maintained under section 301 of the Act, we are of the opinion that the transactions that need to be entered in the register in pursuance of Section 301 of the Act have been so entered.

b) In our opinion, each of these transactions has been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.

6. The Company has not accepted any deposits from the public covered under section 58A and 58AA of the Companies Act, 1956.

7. The Company has an internal audit system by its own staff, which in our opinion is commensurate with the size and nature of its business.

8. According to the information & explanation given by the management, The Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Act, in respect of activities carried on by the Company.

9. In respect of Statutory dues: -

(a)According to the information and explanations given to us by the Management and on the basis of the examination of the books of account carried out by us, the Company has been regular in depositing undisputed statutory dues including Income Tax, with the appropriate authorities, However Provident Fund, Investor Education and Protection Fund. Employees State Insurance and Sales Tax are not applicable to the company during the

year. There were no undisputed arrears of statutory dues outstanding as at 31st March, 2014 for a period of more than six months from the date they became payable. However, the Company has not made any provisions towards cess payable u/s 441A of the Companies Act, 1956, since the required notification has not been issued by the Central Government in this regard.

(b) According to the information and explanations given to us by the management and the records of the company examined by us there were no statutory dues which have not been deposited as at 31st March 2014 on account of dispute.

10. The accumulated losses of the company as at 31st March 2014 are less than 50% of its net worth. The company has not incurred cash loss during the current financial year covered by the audit and in the immediately preceding financial year.

11. Based on our audit procedures and on the information and explanations given 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 explanations 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. In our opinion, the Company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provision of this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.

14. In our opinion the company has maintained proper records of transactions and contracts in respect of dealing and trading shares, securities, debentures and other investments during the year and timely entries have been generally made there in. Shares, debentures and other investments have been held by the company in its own name.

15. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.

16. As per the books and records of the company examined by us the company has not taken any term loans.

17. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company as at 31st March, 2014, we report that no funds raised on short-term basis have been used for long-term investment by the Company.

18. Based on the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year.

19. The company has not issued any debentures during the year and therefore paragraph 4(19) of the Order is not applicable.

20. The Company has not raised any money by public issue during the year.

21. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year.

For P. Aggarwal & associates
Chartered Accountants
FRN: 03086N

Sd/
Pradeep Aggarwal
(Partner)
Membership No. : 081984
Place: New Delhi
Date: 29/05/2014

FRUITION VENTURE LIMITED

(FORMERLY KNOWN AS INDO WEBSEC LTD.)

CIN- L74899DL1994PLC058624

Regd. Off- 21-A, III Floor Mukherjee Nagar, Commercial Complex, Delhi-110009

Tel No. +91-11-27654949, Fax No. +91-11-27654959, Web : www.fvl.co.in , Email: info@unf.in

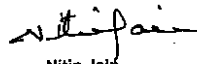
Balance Sheet as at 31 March, 2014

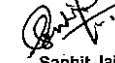
Particulars	Note No.	As at 31 March, 2014	As at 31 March, 2013
		Rs.	Rs.
A EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	3	4,00,00,000.00	3,15,00,000.00
(b) Reserves and surplus	4	-13,41,323.05	-15,16,275.19
sub total		3,86,68,676.95	2,99,83,724.81
2 Current liabilities			
(a) Trade Payables		3,00,71,776.94	6,03,20,754.30
(b) Other current liabilities	5	3,11,465.60	10,92,647.24
sub total		3,03,83,242.54	6,14,13,401.54
TOTAL(1+2)		6,90,41,919.49	9,13,97,126.35
B ASSETS			
1 Non-current assets			
(a) Fixed assets			
(i) Tangible assets	6	8,55,923.90	9,16,004.85
		8,55,923.90	9,16,004.85
(b) Non-current investments	7	1,44,25,663.08	1,44,25,663.08
(c) Deferred tax assets (net)	8	33,23,208.00	33,76,011.00
(d) Long-term loans and advances	9	16,500.00	16,500.00
		1,77,65,371.08	1,78,18,174.08
2 Current assets			
(a) Inventories	10	1,52,60,979.81	68,85,894.20
(b) Trade Receivable	11	3,02,14,308.70	2,18,75,484.00
(c) Cash and cash equivalents	12	36,84,345.40	49,62,516.22
(d) Short-term loans and advances	13	4,79,867.00	3,82,49,053.00
(e) Other current assets	14	7,81,123.60	6,90,000.00
		5,04,20,624.51	7,26,62,947.42
TOTAL		6,90,41,919.49	9,13,97,126.35
See accompanying notes forming part of the financial statements	1&2		

In terms of our report attached
For P. Aggarwal & Associates
Chartered Accountants FRN - 03086N


Pradeep Aggarwal
Partner
M.No. 081984

For and on behalf of the Board of Directors
For FRUITION VENTURE LIMITED


Nitin Jain
Managing Director
DIN: 00861328


Sanhit Jain
Authorized Signatory
Director
DIN: 05338933


Parul Bhargava
Company Secretary
PAN : AOEPB8117K


Richa
CFO
PAN : BQMPR4063F

Place : New Delhi
Date : 29.05.2014

FRUITION VENTURE LIMITED

(FORMERLY KNOWN AS INDO WEBSEC LTD.)

CIN- L74899DL1994PLC058824

Regd. Off:- 21-A, III Floor Mukherjee Nagar, Commercial Complex, Delhi-110009

Tel No. +91-11-27854949, Fax No. +91-11-27854959, Web : www.fvl.co.in , Email: info@fvl.in

Statement of Profit and Loss for the year ended 31 March, 2014

Particulars	Note No.	For the year ended	For the year ended
		31 March, 2014	31 March, 2013
		Rs.	Rs.
1 Revenue from operations	15	21,42,65,025.10	68,16,01,256.41
2 Other income	16	10,94,999.51	10,74,063.08
3 Total revenue (1+2)		21,53,60,024.61	69,25,75,319.49
4 Expenses			
(a) Purchase of Computer Parts	17a	20,77,90,404.00	65,83,28,131.00
(b) Purchase of Fabric	17a	19,46,640.00	2,90,72,950.00
(c) Purchases of stock of shares	17a	1,08,54,170.56	37,92,044.38
(d) Changes in inventories of stock-in-trade	17b	-83,75,095.81	37,76,480.71
(e) Employee benefits expense	18	14,89,074.00	15,92,936.00
(f) Finance costs	19	5,079.95	1,50,307.00
(g) Depreciation and amortisation expense	6	85,652.97	97,714.81
(h) Other expenses	20	15,78,433.60	15,34,601.08
Total expenses		21,51,32,269.47	68,93,54,148.08
5 Profit / (Loss) before exceptional and extraordinary items and tax (3 - 4)		2,27,755.14	32,21,171.41
6 Exceptional items		-	-
7 Profit / (Loss) before extraordinary items and tax (5 ± 6)		2,27,755.14	32,21,171.41
8 Extraordinary items		-	-
9 Profit / (Loss) before tax (7 ± 8)		2,27,755.14	32,21,171.41
10 Tax expense:			
(a) Current tax expense for current year		-	-
(b) (Less): MAT credit (where applicable)		-	-
(c) Current tax expense relating to prior years		-	-
Net current tax expense (a-b+c)		52,803.00	9,86,376.00
(d) Deferred tax		52,803.00	9,86,376.00
11 Income Tax adjustment of earlier years		-	2,096.00
12 Profit / (Loss) from operations (9 ± 10-11)		1,74,952.14	22,32,699.41
13 Profit / (Loss) for the year (12)		1,74,952.14	22,32,699.41
14.I Earnings per share (of "10/- each):			
(a) Basic			
(i) Continuing operations		0.04	0.71
(b) Diluted		0.04	0.71
(i) Continuing operations		0.04	0.71
14.II Earnings per share (excluding extraordinary items) (of "10/- each):			
(a) Basic			
(i) Continuing operations		0.04	0.71
(b) Diluted		0.04	0.71
(i) Continuing operations		0.04	0.71

See accompanying notes forming part of the financial statements

In terms of our report attached
For P. Aggarwal & Associates
Chartered Accountants FRN - 03085N

Pradeep Aggarwal
Pradeep Aggarwal
Partner
M.No. 081982

For the Board of Directors of FRUITION VENTURE LIMITED

Nitin Jain
Nitin Jain
Managing Director
DIN: 00861323

Parul Bhargava
Parul Bhargava
Company Secretary
PAN : AOEPP8117K

Richa
Richa
Director
DIN: 05338933

Richa
Richa
CFO
PAN : BQMPR4083F

Place : New Delhi
Date : 29.05.2014

FRUITION VENTURE LIMITED

(FORMERLY KNOWN AS INDO WEBSEC LTD)
 CMC-17/2002/1386/PL/0225/11

Regd. Off. : 21-A, III Floor, Mulherjee Nagar, Commercial Complex, Delhi-110009
 Tel No. +91-11-27854949, Fax No. +91-11-27854959, Web : www.fvco.in, Email info@fvco.in

Note	Particulars
1	<p>Corporate Information Company was originally incorporated on 8th May 1994 under registrar of companies, National Capital Territory of Delhi and Haryana as ORCAP SECURITIES LIMITED, subsequently on 1st May 2002 the name of company changed as INDO WEBSEC LIMITED; further on 27th Sep 2012 the name of said company was changed as FRUITION VENTURE LIMITED.</p> <p>Company have its registered office at 21-A, 3rd Floor Savitri Bhasin, Commercial Complex, Mulherjee Nagar, New Delhi, India -110009. Company are engaged in the business of shares stock, securities, finance broker and trading of computer, computer parts and all kind of fabrics.</p>
2	<p>Significant accounting policies</p> <p>2.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS: (i) In compliance with the accounting standards referred to in section 211(3C) and the order relevant provision of the companies act, 1956 to the extent applicable, the company follows the accrual system of accounting in general and the historical cost convention in accordance with the generally accepted Accounting Principles (GAAP).</p> <p>(ii) The preparation of accounting statements in conformity with GAAP requires the management to make assumption and estimates that effect the reported amounts of assets and liabilities and disclosure of contingent liabilities as at the date of the financial statements and amount of income and expenses during the period reported under the financial statements. Any revision to the accounting estimates are recognised prospectively when revised.</p> <p>(iii) All assets and liabilities have been classified as current and non current as per the companies' normal operating cycle and other criteria set out in the in the schedule VI to the companies Act 1956. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the company has ascertained its operating cycle as 12 months for the purpose of current & non current classification of assets and liabilities.</p>
2.2	<p>Use of estimates The preparation of the financial statements in conformity with Indian Accounting Standards requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (excluding contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.</p>
2.3	<p>Inventories Inventories are valued at the lower of cost (on FIFO basis) and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale, including octrol and other levies, transit insurance and receiving charges.</p>

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[Signature]



FRUITION VENTURE LIMITED

(FORMERLY KNOWN AS INDO HERBEO LTD.)
CIN: L74899DL1999PL000664

Regd. Off. : 21-A, III Floor, Mukherjee Nagar, Commercial Complex, Delhi-110009
Tel No. +91-11-27854949, Fax No. +91-11-27854957, Web : www.fv.co.in, Email info@fvf.in

Note 2 Significant accounting policies (contd.)

Note	Particulars
2.4	<p>Cash and cash equivalents (for purposes of Cash Flow Statement)</p> <p>Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.</p>
2.6	<p>Cash flow statement</p> <p>Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.</p>
2.6	<p>Fixed Assets and Depreciation</p> <p>Fixed Assets are recorded in the books of accounts at their original cost of acquisition. Depreciation has been provided on the straight-line method as per the rates prescribed in Schedule XIV to the Companies Act, 1956.</p>
2.7	<p>Revenue recognition</p> <p><u>Sale of goods</u> Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers. Sales exclude sales tax and value added tax.</p>
2.8	<p>Other income</p> <p>Interest income is accounted on accrual basis. Dividend income is accounted for when the right to receive it is established.</p>
2.9	<p>Investments</p> <p>Long-term investments (excluding investment properties), are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties.</p>
2.10	<p>Employee benefits</p> <p>No provision for gratuity and Leave Encashment on retirement has been made.</p>
2.11	<p>Others</p> <p>Previous years figures have been recast and regrouped wherever necessary.</p>

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FRUITION VENTURE LIMITED
 (FORMERLY KNOWN AS FICO FINANCE LTD.)
 CIN-1748991 (1999) LTD.

Regd. Off. : 21-A, III Floor, Mukherjee Nagar Commercial Complex, Delhi-110009
 Tel.No. +91-11-27654949, Fax No. +91-11-27654999, Web : www.Mco.in, Email info@unf.in

Note 2 Significant accounting policies (contd.)

Note	Particulars
2.12	<p>Earnings per share</p> <p>Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any), as adjusted for dividend, interest and other charges on convertible preference or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.</p>
2.13	<p>Taxes on Income</p> <p>Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.</p> <p>Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal Income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.</p> <p>Deferred tax is recognised as per Accounting Standard -22 issued by ICAI.</p>

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FRUITION VENTURE LIMITED

(FORMERLY KNOWN AS INDO WEBSEC LTD.)

CIN- L74899DL1994PLC058824

Regd. Off:- 21-A, III Floor Mukherjee Nagar, Commercial Complex, Delhi-110009

Tel No. +91-11-27654949, Fax No. +91-11-27654959, Web : www.fvl.co.in , Email: info@fvl.in

Note 3 Share capital

Particulars	As at 31 March, 2014		As at 31 March, 2013	
	Number of shares	Amount	Number of shares	Amount
(a) Authorised Equity shares of Rs.10 each with voting rights	4,000,000.00	40,000,000.00	4,000,000.00	40,000,000.00
(b) Issued Equity shares of Rs.10 each with voting rights	4,000,000.00	40,000,000.00	3,150,000.00	31,500,000.00
(c) Subscribed and fully paid up Equity shares of Rs.10 each with voting rights	4,000,000.00	40,000,000.00	3,150,000.00	31,500,000.00
(d) Subscribed but not fully paid up		-		-
(e) Par Value per Share		10.00		10.00
(f) Allotment money in arrears -By Directors		-		-
-By Others		-		-
Total	4,000,000.00	40,000,000.00	3,150,000.00	31,500,000.00

Note 3 Share capital

3a. Share capital reconciliation

Particulars				
Particulars	Opening Balance	Addition during the year	Deletion during the year	Closing balance
Issued Capital				
Equity shares with voting rights				
Year ended 31 March, 2014				
- Number of shares	3,150,000.00	850,000.00	-	4,000,000.00
- Amount (Rs.)	31,500,000.00	8,500,000.00	-	40,000,000.00
Year ended 31 March, 2013				
- Number of shares	3,150,000.00	-	-	3,150,000.00
- Amount (Rs.)	31,500,000.00	-	-	31,500,000.00
Subscribed and fully paid up				
Equity shares with voting rights				
Year ended 31 March, 2014				
- Number of shares	3,150,000.00	850,000.00	-	4,000,000.00
- Amount (Rs.)	31,500,000.00	8,500,000.00	-	40,000,000.00
Year ended 31 March, 2013				
- Number of shares	3,150,000.00	-	-	3,150,000.00
- Amount (Rs.)	31,500,000.00	-	-	31,500,000.00

Note:- The Company has only one class of equity shares having a par value of Rs. 10 each. Each shareholder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive the remaining assets of the company, after distribution of all preferential amounts. The distribution will be in the proportion to the number of equity shares held by the shareholders.

During the Financial Year 2013-14, the company has made allotment of 8,50,000 Equity Shares of Rs. 10 each on preferential allotment basis at par i.e the company has allotted 3,50,000 equity shares to Progressive Finlease Limited (Non Promoter) and 5,00,000 equity shares to Mansukh Securities & Finance Limited (Non Promoter).

Note 3 Share capital (contd.)

Particulars				
(i) Details of shares held by each shareholder holding more than 5% shares:				
Class of shares / Name of shareholder	As at 31 March, 2014		As at 31 March, 2013	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Nitin Jain	747,300.00	18.68%	797,300.00	25.31%
Narender Nath Jain	550,601.00	13.77%	550,601.00	17.48%
Progressive Finlease Limited	350,000.00	8.75%	-	-
Mansukh Securities & Finance Limited	500,000.00	12.50%	-	-



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FRUITION VENTURE LIMITED

(FORMERLY KNOWN AS INDO WEBSEC LTD.)

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Tel No. +91-11-27654949, Fax No. +91-11-27654959, Web : www.fvl.co.in , Email: info@unf.in

Note 4 Reserves and surplus

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rs.	Rs.
(a) Securities Premium Account		
Opening Balance	787,000.00	-
Add:- Premium on shares issued during the year	-	787,000.00
Less:- Utilised during the year	-	-
Closing Balance	787,000.00	787,000.00
(b) General Reserve		
Surplus-Opening balance	(2,303,275.19)	(4,535,974.60)
Add: Net Profit after tax transferred from Statement of Profit & Loss Account	174,952.14	2,232,699.41
Amount available for Appropriations	(2,128,323.05)	(2,303,275.19)
Less: Appropriations/transfers made during the year	-	-
Surplus-Closing balance	(2,128,323.05)	(2,303,275.19)
Total	(1,341,323.05)	(1,516,275.19)

Note 5 Other current liabilities

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rs.	Rs.
(a) Other payables		
(i) TDS Payable	11,923.00	4,629.00
(ii) Unpresented Cheques	251,718.60	992,291.99
(iii) Others Liabilities	47,824.00	95,726.25
Total	311,465.60	1,092,647.24



FRUITION VENTURE LIMITED
(FORMERLY KNOWN AS INDO WEBTEC LTD.)

CIN: L74899DL1994PLC058824
 Regd. Off. : 21-A, III Floor, Madhava Nagar, Commercial Complex, Delhi-110009
 Tel. No. - 431-511-2055/948, Fax No. - 431-511-2055/959, Web: www.M.vl.co.in, Email: info@fvrl.in

ota 6 Fixed assets

Tangible assets	Gross block			Accumulated depreciation and impairment				Net Block			
	Gross Block as at 1 April, 2013	Additions	Disposals	Gross Block as at 31 March, 2014	Provision as at 1 April, 2013	Depreciation / amortisation / expense for the year	Eliminated on disposal of assets	Other adjustments	Total as at 31 March, 2014	Balance as at 31 March, 2014	Balance as at 31 March, 2013
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
(a) Computers	3,68,967.00	-	-	3,68,967.00	3,37,970.00	12,296.00	-	-	3,50,266.00	18,701.00	30,997.00
(b) Partition & Fixtures	5,17,211.76	-	-	5,17,211.76	5,17,211.76	-	-	-	5,17,211.76	-	-
(c) Air Conditioner	2,15,187.00	-	-	2,15,187.00	10,486.56	13,621.34	-	-	24,107.90	1,81,079.10	2,04,700.44
(d) Furniture & Fixture	5,08,781.00	-	-	5,08,781.00	26,195.37	32,205.84	-	-	58,401.21	4,50,379.79	4,82,585.63
(e) Projector	1,33,000.00	-	-	1,33,000.00	16,243.31	21,559.30	-	-	37,802.61	95,197.39	1,16,756.69
(f) Printer	16,500.00	-	-	16,500.00	410.13	783.75	-	-	1,193.88	15,306.12	16,089.87
(g) CCTV Camera	28,500.00	-	-	28,500.00	1,393.81	1,804.05	-	-	3,197.86	25,302.14	27,106.19
(h) Camera Night Vision	6,000.00	-	-	6,000.00	189.38	379.80	-	-	569.18	5,430.82	5,810.62
(i) Access control Set	33,000.00	-	-	33,000.00	1,041.59	2,088.90	-	-	3,130.49	29,869.51	31,958.41
(j) Inverter	-	25,472.00	-	25,472.00	-	814.00	-	-	814.00	24,658.02	-
Total	18,27,146.76	25,472.00	-	18,52,618.76	9,41,141.91	85,552.97	-	-	9,85,894.88	8,55,923.90	9,16,004.85
Previous year	8,89,178.76	9,40,869.00	-	18,27,146.76	8,13,427.00	87,714.91	-	-	9,11,141.91	9,16,004.85	72,751.76

Gross value of assets (computers) fully depreciated 2,93,112.00
 Gross value of assets (Partition & Fixtures) fully depreciated 5,17,211.76

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FRUITION VENTURE LIMITED
(FORMERLY KNOWN AS INDO WEBSEC LTD.)

CIN-L74899DL1994PLC058824

Regd. Off. : 21-A, III Floor, Mukherjee Nagar, Commercial Complex, Delhi-110009

Tel No. +91-11-27654949, Fax No. +91-11-27654959, Web : www.fvl.co.in, Email info@unf.in

Note 7 Non-current investments

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rs.	Rs.
Investments (At cost):		
A. Investments- Quoted Securities		
(a) Investment in equity instruments -		
(i) of other entities		
-2500 shares of Rs18.20each in Oswal Chemicals Limited	45,500.00	45,500.00
-76000 shares of Rs.52.40 each in Paramount Communication Ltd.	39,82,427.48	39,82,427.48
-175157 shares of Rs. 27.50 each in Cosco (India) Ltd.	48,17,908.10	48,17,908.10
-250000 shares of Rs.22.09 Each in Netwo St Bro	55,79,827.50	55,79,827.50
	1,44,25,663.08	1,44,25,663.08
Total (A+B)	1,44,25,663.08	1,44,25,663.08
Less: Provision for diminution in value of investments	-	-
Total	1,44,25,663.08	1,44,25,663.08
Aggregate amount of quoted investments	1,44,25,663.08	1,44,25,663.08
Aggregate market value of listed and quoted investments	1,37,29,062.30	1,15,06,882.15

Note 8 Deferred Tax Asset

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rs.	Rs.
Deferred Tax Asset		
Difference between book balance and tax balance of fixed assets	-	78.00
Unabsorbed depreciation carried forward	3,28,376.00	3,28,376.00
Unabsorbed business losses	30,02,661.00	30,47,713.00
Tax effect of items constituting deferred tax assets	33,31,037.00	33,76,011.00
Deferred Tax Liability	7,829.00	-
Net Deferred Tax Asset	33,23,208.00	33,76,011.00



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Note 9 Long-term loans and advances

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rs.	Rs.
(a) Security deposits		
Secured, considered good	-	-
Unsecured, considered good	16,500.00	16,500.00
Doubtful	-	-
	16,500.00	16,500.00
Less: Provision for doubtful deposits	-	-
Total	16,500.00	16,500.00

Note 10 Inventories

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rs.	Rs.
(a) Stock-in-trade (Shares)	1,52,60,979.81	68,85,894.20
Total	1,52,60,979.81	68,85,894.20

Note 11 Trade receivables

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rs.	Rs.
Trade receivables outstanding for a period exceeding six months from the date they were due for payment.		
Secured, considered good	-	-
Unsecured, considered good	2,74,14,435	9,70,967
Doubtful	-	-
	2,74,14,435	9,70,967
Less: Provision for doubtful trade receivables	-	-
	2,74,14,435	9,70,967
Other Trade receivables		
Secured, considered good	-	-
Unsecured, considered good	27,99,874	2,09,04,517
Doubtful	-	-
	27,99,874	2,09,04,517
Less: Provision for doubtful trade receivables	-	-
	27,99,874	2,09,04,517
Total	3,02,14,309	2,18,75,484

Note 12 Cash and cash equivalents

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rs.	Rs.
(a) Balances with banks		
(i) In current accounts	36,39,502.80	48,99,331.62
(b) Cash on hand	44,842.60	63,184.60
Total	36,84,345.40	49,62,516.22

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FRUITION VENTURE LIMITED

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Note 13 Short-term loans and advances

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rs.	Rs.
(a) Security deposits		
Secured, considered good	-	-
Unsecured, considered good	4,59,440.00	-
Doubtful	-	-
Less: Provision for doubtful deposits	-	-
	4,59,440.00	-
(b) Loans and advances to employees		
Secured, considered good	-	-
Unsecured, considered good	12,000.00	2,500.00
Doubtful	-	-
Less: Provision for doubtful loans and advances	-	-
	12,000.00	2,500.00
(c) Prepaid expenses - Unsecured, considered good	8,427.00	8,427.00
(d) Others		
Secured, considered good	-	-
Unsecured, considered good	-	3,82,38,126.00
Doubtful	-	-
Less: Provision for other doubtful loans and advances	-	3,82,38,126.00
	-	3,82,38,126.00
Total	4,79,867.00	3,82,49,053.00

Note 14 Other current assets

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rs.	Rs.
(a) Advance tax F.Y 2012-13	600000	600000
(b) TDS F.Y 2012-13	90000	90000
(c) TDS F.Y. 2013-14	90000	-
(d) Cheque deposited but not cleared	1,124	-
Total	7,81,124	6,90,000.00

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Note 15 Revenue from operations

	Particulars	For the year ended	For the year ended
		31 March, 2014	31 March, 2013
		Rs.	Rs.
(i)	Sale of shares	24,31,414.76	47,93,733.76
	Total (a)	24,31,414.76	47,93,733.76
(ii)	Profit from Day Dealing	1,16,742.32	9,46,210.65
	Total (b)	1,16,742.32	9,46,210.65
(iii)	Trading in Electric Peripherals	208916994.02	66,25,05,777.00
	Total (c)	20,89,16,994.02	66,25,05,777.00
(iii)	Trading in Fabric	27,99,874.00	2,32,55,535.00
	Total (d)	27,99,874.00	2,32,55,535.00
	TOTAL (a)+(b)+(c)+(d)	21,42,65,025.10	69,15,01,256.41

Note: There is no opening and closing stock of Electric Peripherals and Fabric in the Financial year 2013-14 , the quantity purchased during the year has been sold out .

Note 16 Other income

	Particulars	For the year ended	For the year ended
		31 March, 2014	31 March, 2013
		Rs.	Rs.
(a)	Dividend income: Others	1,94,867.56	1,53,281.50
(b)	Profit from Future & Option	-	11,100.13
(c)	Discount & Rebate	72.00	9,680.00
(d)	Research Advisory Fees	9,00,000.00	9,00,000.00
(e)	Short & Excess	59.95	1.45
	Total	10,94,999.51	10,74,063.08

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FRUITION VENTURE LIMITED

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Note 17.a Purchase of traded goods

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Rs.	Rs.
Purchase of Shares	1,06,54,170.56	37,92,044.38
Purchase of Computer parts	207780404.00	658328131.00
Purchase of Fabric	1946640.00	20072950
Total	22,03,81,214.56	68,21,93,125.38

Note 17.b Changes in inventories of stock-in-trade

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Rs.	Rs.
<u>Inventories at the end of the year:</u>		
Stock of shares	1,52,60,979.81	68,85,894.20
stock of electronic peripherals and fabric	-	-
	1,52,60,979.81	68,85,894.20
<u>Inventories at the beginning of the year:</u>		
Stock of shares	68,85,894.20	1,06,61,354.91
stock of electronic peripherals and fabric	-	-
	68,85,894.20	1,06,61,354.91
Net (increase) / decrease	-83,75,085.61	37,75,460.71

Note 18 Employee benefits expense

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Rs.	Rs.
Salaries and wages	14,59,074.00	15,92,939.00
Total	14,59,074.00	15,92,939.00

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FRUITION VENTURE LIMITED

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Note 19 Finance costs

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Rs.	Rs.
(a) Interest expense on:		
(i) Borrowings	5,079.95	1,60,307.00
Total	5,079.95	1,60,307.00

Note 20 Other expenses

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Rs.	Rs.
Rent including lease rentals	4,27,248.00	2,02,248.00
Rates and taxes	-	16,000.00
Communication	21,745.00	37,742.42
Travelling and conveyance	54,681.00	9,795.00
Printing and stationery	10,870.00	47,952.00
Legal and professional	5,92,067.00	1,65,618.00
Payments to auditors (Refer Note (i) below)	44,944.00	44,944.00
Miscellaneous expenses	5,932.22	28,284.41
Electricity Expenses	85,240.00	81,672.06
Postage & Stamp Expenses	9,286.00	56,194.23
Office Expenses	12,800.00	69,876.00
Advertisement	40,501.00	30,677.00
Interest & Penalty	4,870.00	1,93,821.00
Share Transfer Expenses	26,968.00	28,031.78
Office Insurance	14,004.00	12,557.00
Freight Charges	7,000.00	24,842.00
Filing & Listing Fee	88,339.20	65,516.00
Security Transaction Tax(STT)	63,016.00	3,37,466.00
Meeting Expenses	15,358.00	7,910.00
Staff Welfare	39,619.00	64,928.00
Repair & Maintenance	10,170.00	5,056.00
Bank Charges & Interest	1,775.18	3,470.18
Total	15,76,433.60	15,34,601.08

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Notes:

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Rs.	Rs.
(i) Payments to the auditors comprises (net of service tax input credit, where applicable):		
As auditors - statutory audit	44,944.00	44,944.00
For management services	-	-
Total	44,944.00	44,944.00

In terms of our report attached
 For P. Aggarwal & Associates
 Chartered Accountants FRN - 03086N



Pradeep Aggarwal
Pradeep Aggarwal
 Partner
 M.No. 081984

For and on behalf of the Board of Directors
 FRUITION VENTURE LIMITED

Nitin Jain
 Nitin Jain Authorised Signatory Director
 Managing Director
 DIN: 00861328

Sanjit Datta
 Sanjit Datta Director
 DIN: 05338933

Parul Bhargava
 Parul Bhargava
 Company Secretary
 PAN: AOEPB8117K

Richa
 Richa
 CFO
 PAN: BQMPR4063F

Place : New Delhi
 Date : 29.05.2014

1000 No.	0.85	850.00	11711 No.	15.83	228745.12	1000 No.	0.85	850.00	0.55	550
22000 No.	21.97	483340.00				10238 No.	21.97	228046.33	20.8	211583.4
593554.00		6857434.20	683651 No.	2437414.78	1217496.00			18291189.28		15232519.81
talls of shares exchanged in the process of amalgamation										
1000 No.	8.75	8750.00	1000 No.	8.75	8750.00	35 No.	563.14	19710.00	1795.25	62837.25
300 No.	65.70	19710.00	300 No.	65.70	19710.00	13 No.	673.08	8750.00	1036.05	12462.65
35 No.	663.14	19710.00								19710.00
13 No.	673.08	8750.00								8750.00
594854 No.		6885894.2	683699 No.		51006 No.			2438874.76		15260979.81
		10682650.56						15315649.28		

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SCHEDULE OF FIXED ASSETS UNDER INCOME TAX ACT 1961 AS ON 31st MARCH 2014

PARTICULARS	W.D.V as on		Additions	Sales	Total	Rate	Depreciation	W.D.V as on
	1.4.2013	31.3.2014						
Computer	2,058.54	-	-	-	2,058.54	60%	1,235.12	823.42
Partition & Fixtures	85,563.02	-	-	-	85,563.02	10%	8,556.30	77,006.72
Air Conditioner	1,82,908.95	-	-	-	1,82,908.95	15%	27,436.34	1,55,472.61
Furniture & Fixture	4,57,902.90	-	-	-	4,57,902.90	10%	45,790.29	4,12,112.61
Projector	1,13,050.00	-	-	-	1,13,050.00	15%	16,957.50	96,092.50
Printer	14,025.00	-	-	-	14,025.00	15%	2,103.75	11,921.25
CCTV Camera	25,650.00	-	-	-	25,650.00	10%	2,565.00	23,085.00
Camera Night Vision	5,400.00	-	-	-	5,400.00	10%	540.00	4,860.00
Access control Set	29,700.00	-	-	-	29,700.00	10%	2,970.00	26,730.00
Inverter	-	11,072.00	14,400.00	-	25,472.00	15%	2,990.00	22,482.00
Total	9,16,258.41	11,072.00	14,400.00	-	9,41,730.41		1,11,144.31	8,30,586.10
Previous Year (Rs.)	1,00,216.37	-	9,40,968.00	-	10,41,184.37		1,24,925.96	9,16,258.41

COMPUTATION OF DEFERRED TAX

Assets as per Companies Act	8,55,923.90	
Assets as per IT Act	8,30,586.10	
Difference	25,337.79	7829.00 Liab
Unabsorbed Depreciation	10,62,705.00	328376.00
Unabsorbed Business Loss	97,17,350.14	3002661.00
Deferred Tax Asset @ 30.90% as on 31.03.2014	1,07,54,717.35	3323208.00
Deferred Tax Asset as on 31.03.2013	33,23,208.00	
Difference credited in P & L a/c	33,76,011.00	
	(52,803.00)	



Signature

FRUITION VENTURE LIMITED
(FORMERLY KNOWN AS INDOWEBSEC LTD.)
CIN- L74899DL1904PLC058024

Regd. Off:- 21-A, III Floor Mukherjee Nagar, Commercial Complex, Delhi-110009
Tel No. +91-11-27854949, Fax No. +91-11-27854959, Web : www.FV.co.in , Email: info@unf.in

Cash Flow Statement for the year ended 31 March, 2014

Particulars	For the year ended	For the year ended
	31 March, 2014	31 March, 2013
	Rs.	Rs.
A. Cash flow from operating activities		
Net Profit / (Loss) before extraordinary items and tax	2,27,755.00	32,21,171.00
<i>Adjustments for:</i>		
Depreciation and amortisation	65,553.00	67,714.91
Finance costs	5,060.00	1,60,307.00
Interest income	-	-
Dividend Income	-1,94,867.00	-1,53,281.50
Net (gain) / loss on sale of investments	-	-
Prior period Expenses	-	-
Amount W/o	0.00	-2,096.00
Net unrealised exchange (gain) / loss	0.00	-
Operating profit / (loss) before working capital changes	1,23,521.00	33,23,615.41
<i>Changes in working capital:</i>		
<i>Adjustments for (increase) / decrease in operating assets:</i>		
Inventories	-63,75,086.00	37,75,461.00
Trade Receivable	-63,36,825.00	-2,16,75,464.00
Other current assets	-91,124.00	-6,90,000.00
<i>Adjustments for increase / (decrease) in operating liabilities:</i>		
Trade payable & Other current liabilities	-3,10,30,159.00	6,12,50,060.94
Cash generated from operations	-4,77,11,673.00	4,57,83,853.35
Net cash flow from / (used in) operating activities (A)	-4,77,11,673.00	4,57,83,853.35
B. Cash flow from investing activities		
Purchase of Investment	-	-55,79,828.08
Interest received	-	-
- Others	-	-
Dividend received	-	-
- Others	1,94,868.00	1,53,281.50
Purchase of Fixed Asset	-25,472.00	-9,40,968.00
	1,69,396.00	-63,67,514.58
Cash flow from extraordinary items	-	-
Net cash flow from / (used in) investing activities (B)	1,69,396.00	-63,67,514.58
C. Cash flow from financing activities		
Interest Paid	-5,060.00	-1,60,307.00
Recovery of Short term loans given	3,62,83,328.00	-
Short term loans Paid	-4,94,140.00	-3,82,33,457.00
Call Money received (Equity Shares)	85,00,000.00	22,14,000.00
	4,62,64,108.00	-3,61,79,764.00
Cash flow from extraordinary items	-	-
Net cash flow from / (used in) financing activities (C)	4,62,64,108.00	-3,61,79,764.00
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	-12,78,171.00	32,36,574.77
Add: Cash and cash equivalents at the beginning of the year	49,62,516	17,25,941.00
Cash and cash equivalents at the end of the year	36,84,345.00	49,62,516.00
Reconciliation of Cash and cash equivalents with the Balance Sheet:		
Cash and cash equivalents as per Balance Sheet (Refer Note 19)	36,84,345.00	49,62,516.00
Less: Bank balances-not considered as Cash and cash equivalents as defined in		
Net Cash and cash equivalents (as defined in AS 3 Cash Flow Statements)		
Add: Current investments considered as part of Cash and cash equivalents (as	36,84,345.00	49,62,516.00
Cash and cash equivalents at the end of the year *		
* Comprises:		
(a) Cash on hand	44,843.00	63165.00
(b) Cheques, drafts on hand	-	-
(c) Balances with banks	36,39,503.00	48,99,351.00
See accompanying notes forming part of the financial statements		

In terms of our report attached
For P. Aggarwal & Associates
Chartered Accountants FRN - 03086N

For and on behalf of the Board of Directors
FOR FRUITION VENTURE LIMITED



P. Aggarwal
Partner
M.No. 081984
Place : New Delhi
Date : 29.05.2014

Nitin Jain
Managing Director
DIN: 00661928

Rishi
Authorized Signatory/Director
Director
DIN: 85338933

Parul Bhargava
Company Secretary
PAN : AOEPB8117K

Rishi
CFO
PAN: BQMPR4063F

FRUITION VENTURE LIMITED

(Formerly Indo websec Limited)

CIN: L74899DL1994PLC058824

Registered Office: 21-A, 3rd Floor Savitri Bhawan Commercial Complex, New Delhi- 110 009
Tel. No.: +91-11-27654949, Fax No. : +91-11-27654959, Web: www.fvl.co.in, Email: info@unf.in

PROXY FORM

L/F. No.

I/We.....residentof.....
.....
..... being a Member/Members of Fruition Venture Limited(Formerly Indo Websec Limited), hereby appoint Mr./ miss/Mrs.resident of.....or failing him/her, Mr./Miss/Mrs.....resident ofas my /our proxy to vote for me/us on my/our behalf at the Twenty Annual General Meeting of the Company to be held on Tuesday, 30th September, 2014 and at any adjournment thereof.

Signed this.....day of
.....2014.

Affix
1 Rupee
Revenue
Stamp

(Signature of the Shareholder)

Note : The proxy form completed and stamped must reach the Registered Office of the Company not less than 48 hours before the time for holding aforesaid meeting.

FRUITION VENTURE LIMITED

(Formerly Indo websec Limited)

CIN: L74899DL1994PLC058824

Registered Office : 21-A, 3rd Floor Savitri Bhawan Commercial Complex, New Delhi- 110 009
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ATTENDANCE SLIP

I / We hereby record my / our presence at the Twenty Annual General Meeting of the Company to be held at 21-A, 3rd Floor Savitri Bhawan, Commercial Complex, Mukherjee Nagar, New Delhi- 110 009.

L/F. No.

Name	Father's/Husband's/Company Representative Name	Signature

- Note :**
1. The Proxy need not be a Member.
 2. The Proxy Form signed across 1 Rupee Revenue Stamp should reach the Company's Registered Office at least 48 hours before the schedule time of the meeting.
 3. Attendance Slip not filled in properly will not be entertained.
 4. A Member of his proxy is requested to produce at the entrance of the Meeting hall, this Attendance Slip duly completed and signed by him in accordance with the specimen signature registered with the company, Zerox copy/torn attendance slip will not be accepted at the Entrance of the meeting hall.