



*Amit Securities Limited*

**AMIT SECURITIES LIMITED**

**TWENTY FIRST ANNUAL REPORT**

**2012-2013**

**Board of Directors :**

|                           |  |
|---------------------------|--|
| Mr. Arun Jain             | : Managing Director (upto 30.05.2013)      |
| Mr. Hemant Sharma         | : Managing Director (w.e.f. 30.05.2013)    |
| Mr. Shirish Agrawal       | : Director (Independent)                   |
| Mr. Vishnu Kumar Gupta    | : Director (independent upto 22.09.2012)   |
| Mr. Vinit Gupta           | : Director (Independent)                   |
| Mr. Anoop Vasudeo Agrawal | : Director (Independent w.e.f. 24.12.2012) |

**Audit Committee :**

|                           |                                |
|---------------------------|--------------------------------|
| Mr. Shirish Agrawal       | : Chairman (w.e.f. 22.09.2012) |
| Mr. Vishnu Kumar Gupta    | : Chairman (Upto 22.09.2012)   |
| Mr. Vinit Gupta           | : Member                       |
| Mr. Anoop Vasudeo Agrawal | : Member (w.e.f. 24.12.2012)   |

**Remuneration Committee:**

|                           |                                |
|---------------------------|--------------------------------|
| Mr. Shirish Agrawal       | : Chairman (w.e.f. 22.09.2012) |
| Mr. Vishnu Kumar Gupta    | : Chairman (Upto 22.09.2012)   |
| Mr. Vinit Gupta           | : Member                       |
| Mr. Anoop Vasudeo Agrawal | : Member (w.e.f. 24.12.2012)   |

**Investors Committee:**

|                           |                                |
|---------------------------|--------------------------------|
| Mr. Shirish Agrawal       | : Chairman (w.e.f. 22.09.2012) |
| Mr. Vishnu Kumar Gupta    | : Chairman (Upto 22.09.2012)   |
| Mr. Vinit Gupta           | : Member                       |
| Mr. Anoop Vasudeo Agrawal | : Member (w.e.f. 24.12.2012)   |

**Auditors :**

M/S M. Mehta & Co.  
Chartered Accountants, 11/5, South Tukoganj  
Indore (M.P.) 452001

**Registrar and Transfer Agent**

M/s Ankit Consultance Pvt. Ltd.  
60, Electronic Complex, Pardeshipura,  
Indore (M.P.) Phone: 07312551745  
Email: [ankit4321@yahoo.com](mailto:ankit4321@yahoo.com)

**Bankers :**

Bank of India  
HDFC Bank Ltd.

**Registered Office :**

308,D-Wing, Karen Co-op. Housing Society Ltd,  
Opp CIF, Near BMC Garden, Yaari Road Versova  
Andheri(w) Mumbai 400061

**Head Office and Address for Correspondence**

2, Shivaji Nagar, Indore 452003  
Phone: 0731-3091700,3091748  
Fax: 0731-3091740  
Email: [amitltd@yahoo.com](mailto:amitltd@yahoo.com)



## *Amit Securities Limited*

**NOTICE** is hereby given that the 21<sup>st</sup> Annual General Meeting of the Members of **AMIT SECURITIES LIMITED** will be held at the Registered Office 308,D-Wing, Karen Co-op. Housing Society Ltd, Opp CIF, Near BMC Garden, Yaari Road Versova Andheri (w) Mumbai 400061 on Monday, the 12<sup>th</sup> August 2013 at 3.00 P.M. to transact the following businesses:

### **I. ORDINARY BUSINESS :**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2013 and the Statement of Profit and Loss and Cash Flow Statement Account for the financial year ended 31<sup>st</sup> March 2013 and report of the Directors and Auditors thereon on that date.
2. To appoint a Director in place of Shri Vineet Gupta who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint the Auditors and to fix their remuneration and in this regard to pass with or without modification the following resolution as an **Ordinary Resolution**:

**RESOLVED THAT** M/s M Mehta & Co, Chartered Accountant (FR.No.000957C) be and is hereby appointed as Auditors of the Company, to hold office from conclusion of this annual general meeting until the conclusion of the next annual general meeting of the Company on such remuneration as shall be fixed by the Board of Directors.

### **II. SPECIAL BUSINESS BY ORDINARY RESOLUTION:**

4. To consider and if thought fit, to pass with or without modification(s) if any, the following **Ordinary Resolution**:

**RESOLVED THAT** Pursuant to the provisions of section 257 of the Companies Act, 1956, Shri Anoop Vasudeo Agarwal, who was appointed as an Additional Director of the Company by the Board pursuant to the provisions of the Section 260 of the Companies Act, 1956 and in respect of him a notice received for proposing his candidature for the office of the directors of the Company be and is hereby as a Director of the Company.

### **BY SPECIAL RESOLUTION :**

5. To consider and if thought fit, to pass with or without modification(s) if any, the following **Ordinary Resolution**:

**RESOLVED THAT** Pursuant to the provisions of section 257 of the Companies Act, 1956, Shri Hemant Sharma, who was appointed as an Additional Director of the Company by the Board pursuant to the provisions of the Section 260 of the Companies Act, 1956 and in respect of him a notice received for proposing his candidature for the office of the directors of the Company be and is hereby as a Director of the Company.

6. To consider and if thought fit, to pass with or without modification(s) if any, the following **Special Resolution**:

**RESOLVED THAT** the pursuant to the provisions of Section 198, 269, 302 and 309 of the Companies Act, 1956, read with Schedule XIII thereto and other applicable provisions if any, of the Companies Act, 1956 (including any statutory modification of re-enactment thereof, for the time being in force), approval of the members of the company be and is hereby appointed for appointment of Mr. Hemant Sharma as the Managing Director of the company for the period of 3 years with effect from 30<sup>th</sup> May, 2013 without any remuneration.



**RESOLVED FURTHER THAT** Mr.Hemant Sharma, Managing Director shall also be entitled for the reimbursement of actual entertainment, traveling, boarding and lodging expenses incurred by him in connection with the Company's business and such other benefits/ amenities and other privileges, as may from time to time, be available to other Senior Executives of the Company.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things and to decide break up of his remuneration within the permissible limits in its absolute discretion as may considered necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto in order to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company.

**By Orders of the Board**

**Place: Indore**  
**Date: 30/05/ 2013**

**HEMANT SHARMA**  
**MANAGING DIRECTOR**

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. The Company has already notified closure of Register of Members and Share Transfer Books from 8<sup>th</sup> August 2013 to 12<sup>th</sup> August 2013 (both days inclusive) for the purpose of the AGM.
3. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend, the Company or its Registrar and Transfer Agent cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates, such changes are to be advised only to the depository participant of the members.
4. (a) Members are requested to notify immediately any change of address;
  - i) To their Depository Participants (DPs) in respect of their electronic share accounts; and
  - ii) To the Company to its Share Transfer Agents in respect of their physical share folios, if any.(b) In case the mailing address on this Annual Report is without the PINCODE, members are requested to kindly inform their PINCODE immediately.  
(c) Non-resident Indian Shareholders are requested to inform Share Transfer Agents immediately:
  - i) Change in the residential status on return to India for permanent settlement.
  - ii) The particulars of NRE Account with Bank in India, if not furnished earlier.
5. Relevant documents referred to in the accompanying notice are open for inspection at the Registered office of the Company on all working days, except Saturdays between 11.00 A.M. to 1.00 P.M.
6. Members who are holding shares in identical order of names in more than one folio are requested to send to the Company the details of such folios together with the share certificates for consolidating their holdings in one folio. The share certificates will be returned to the members after making requisite changes thereon.



7. Members desires of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the Meeting so that the information required may be made available at the Meeting.
8. The Company has connectivity from the CDSL & NSDL and equity shares of the Company may also be held in the Electronic form with any Depository Participant (DP) with whom the members/ investors having their depository account. The ISIN for the Equity Shares of the Company is INE137E01014. In case of any query/difficulty in any matter relating thereto may be addressed to the Share Transfer Agents Ankit Consultancy Pvt. Ltd., 60, Electronic Complex, Pardeshipura, Indore (M.P.) 452010.
9. As per the provisions of the Companies Act, 1956, facility for making nominations is now available to INDIVIDUALS holding shares in the Company. The Nomination Form-2B prescribed by the Government can be obtained from the Share Transfer Agent or may be downloaded from the website of the Ministry of Company affairs.
10. The SEBI has mandated the submission of PAN by every participant in securities market, members holding shares in electronic form are therefore, requested to submit the PAN to their depository participant with whom they are maintaining their Demat Accounts. Members holding shares in physical form can submit their PAN details to the Company's Share Transfer Agent, M/s Ankit Consultancy Pvt. Ltd.
11. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliance by the Companies and has issued circulars stating that service of notice/ documents including annual report can be sent by email to its members. To support these green initiative of the government in full measures, members who have not registered their email address, so far are requested to register their email address, in respect of electronic holdings with the CDSL/NSDL. Members who hold shares in physical form are requested fill the appropriate column in the members feedback form and register the same with Ankit Consultancy Pvt. Ltd.
12. Pursuant to the Clause No.49 of the Listing Agreement, profile of the Directors proposed for appointment/re-appointment being given in a statement containing details of the concerned Directors is attached hereto:

**STATEMENT REGARDING THE DIRECTORS PROPOSED FOR APPOINTMENT**

| Name and Designation                 | Age / Years | Qualification | Expertise/ Experience           | Date of Appointment | Other Directorships | No. of Shares Held & % |
|--------------------------------------|-------------|---------------|---------------------------------|---------------------|---------------------|------------------------|
| Mr. Vineet Gupta                     | 34 years    | MBA           | Trading & Marketing 15 years    | 21.12.1996          | 1                   | Nil                    |
| Mr. Anoop Vasudeo Agarwal, Director  | 37 years    | MBA           | Marketing 5 years               | 24.12.2012          | Nil                 | Nil                    |
| Mr. Hemant Sharma, Managing Director | 44 years    | B.Com         | Office & Administration 6 years | 30.05.2013          | Nil                 | Nil                    |



**ANNEXUERE TO THE NOTICE**

**Explanatory Statement u/s 173(2) of the Companies Act, 1956.**

**ITEM NO.4:**

Shri Anoop Vasudeo Agarwal was appointed by the Board at their meeting held on 24/12/2012 as the Additional Director of the Company. Your directors propose to appoint him as a director of the Company in the ensuing annual general meeting.

Except Shri Anoop Vasudeo Agarwal, none of the directors of the company is concerned or interested in this Resolution.

**ITEM NO.5 & 6:**

Shri Hemant Sharma was appointed as an additional director and upon the recommendation of the Remuneration Committee, he was further appointed as the Managing Director of the Company w.e.f. 30/05/2013 for a period of three years, in accordance with the provisions of Schedule XIII of the Act, without any remuneration.

This should be considered also as an abstract of the terms of the appointment of Shri Hemant Sharma as Managing Director of the Company and a memorandum as to the nature of the concern or interest of the Directors in the said appointment as required u/s 302 of the Companies Act, 1956.

Your Board seeks approval of the members as set out in the Item No. 5 & 6 of the notice.

Except Mr. Hemant Sharma, none of the Directors of the Company is concerned or interested in the above said resolution.

**BY ORDER OF THE BOARD**

**Place: Indore**  
**Date: 30<sup>th</sup> May, 2013**

**HEMANT SHARMA**  
**MANAGING DIRECTOR**



**DIRECTORS REPORT**  
**DIRECTORS' REPORT**  
**AND**  
**MANAGEMENT DISCUSSION AND ANALYSIS**

Dear Members,

Your Directors are delighted to present 21<sup>st</sup> Annual Report of the Company together with the Audited Accounts for the year ended 31<sup>st</sup> March, 2013.

**FINANCIAL RESULTS:** (Rs. In Lacs)

| <b>Particulars</b>   | <b>31.03.2013</b> | <b>31.03.2012</b> |
|--|-------------------|-------------------|
| Revenue from operation   | 438.60            | 143.77            |
| Total Expenses   | 430.02            | 140.73            |
| <b>Profit before Interest, Depreciation &amp; Tax (EBIDTA)</b> | <b>8.58</b>       | <b>3.04</b>       |
| Less: Financial Cost   | 0.02              | 0.03              |
| Less: Depreciation   | 0.11              | 0.15              |
| <b>Profit before Tax</b>                                       | <b>8.45</b>       | <b>2.86</b>       |
| Less: (a) Current Tax  | 4.00              | 2.24              |
| (b) Deferred Tax   | -0.01             | 0.01              |
| (c) Relating to previous year                                  | -0.08             | 0.00              |
| <b>Net Profit for the year</b>                                 | <b>4.54</b>       | <b>0.61</b>       |
| Add: Surplus brought forward from previous year                | 151.51            | 150.90            |
| <b>Surplus Carried to Balance Sheet</b>                        | <b>156.05</b>     | <b>151.51</b>     |
| Paid up Equity Share Capital                                   | 732.73            | 732.73            |
| Earning per share (Rs.10/- each) Basic & Diluted (in Rs.)      | 0.06              | 0.01              |

**DIVIDEND:**

**In view of the inadequacy of the profits, your directors do not recommend any dividend during the year (Previous year Nil) and proposes to conserve the resources for the working requirement to maximise the worth of the company and its stakeholders.**

**OPERATIONAL REVIEW:**

In the financial year 2012-13, the company continued its strong growth with consistent performance. Total revenue (including other income) increased by 205.08% to Rs. 438.61 lacs as against Rs. 143.77 lacs for the previous year. Profit after tax for the year under review increased by 644.26% as compared to previous year. The company has Profit after tax of Rs. 4.54 Lacs as against Rs.0.61 Lacs in the corresponding previous year.

**FIXED DEPOSITS:**

Your Company has not accepted any public deposit within the meaning of provisions of the directions and Rules issued by Reserve Bank of India, since the Company is NBFC, the provisions of section 58A, 58AA of the Companies Act, 1956 and rules made there under not applicable to the Company.



**CORPORATE GOVERNANCE:**

Your Company firmly believes and adopts the highest standard of practice under Corporate Governance. A separate section on corporate governance and a certificate from Auditors of the Company regarding compliance of the conditions of corporate governance as stipulated under clause 49 of the listing agreement with the stock exchanges form part of this annual report.

**DIRECTORS:**

The Board consists of executive and non-executive Directors including independent Directors who have wide and varied experience in different disciplines of corporate functioning.

Mr. Vishnu Kumar Gupta, has resigned from the Board of the Company w.e.f 22/09/2012 and Mr. Arun Jain has also resigned from the Board and the office of the Managing Director w.e.f 30/05/2013. The Board places its sincere appreciation for the valuable guidance received from Shri Vishnu Kumar Gupta and Mr. Arun Jain, during their tenure as the directors of the Company.

Mr. Vineet Gupta, retires by rotation and being eligible offers himself for reappointment.

**The Board of directors have appointed Shri Anoop Vasudeo Agarwal, as an additional director w.e.f 24/12/2012 and Mr. Hemant Sharma was also appointed as an additional director and further as the Managing Director of the Company w.e.f 30/05/2013. Your directors recommend to pass necessary resolutions as set out in the notice of the annual general meeting for confirming their appointment as a normal Directors and to appoint Mr. Hemant Sharma as the Managing Director of the Company.**

**DIRECTORS RESPONSIBILITY STATEMENT:**

In accordance with the provisions of section of 217(2AA) of the Companies Act, 1956, your Directors state that:

- In the preparation of accounts, the applicable accounting standards have been followed.
- Accounting policies selected were applied consistently. Reasonable and prudent judgments and estimates were made so as to give a true and fair view of the state of affairs of the Company as at the end of March 31, 2013 and the profit of the Company for the year ended on that date.
- Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities.
- The annual accounts of the Company have been prepared on a going concern basis.

**AUDITOR:**

M/s. M. Mehta & Co., Chartered Accountants, (Firm Registration No. 000957C) the statutory Auditors of the Company has to vacate their office at the close of this Annual General Meeting and is eligible for re-appointment. The Company has received confirmation from the Auditors that their re-appointment would be within the limits prescribed under section 224(1B) of the Companies Act, 1956. The Audit Committee of the Board has recommended their re-appointment. The necessary resolution is being placed before the shareholders for approval.

**AUDITORS' REPORT:**

The report of the auditors of the Company and notes to the accounts are self explanatory and therefore do not call for any further comments and may be treated as adequate compliance of section 217(3) of the Companies Act, 1956.



**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, PARTICULAR OF EMPLOYEES AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Information as required under section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of the Board of Directors) Rules 1988 are not applicable to the Company as it has no manufacturing activities as such.

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT :**

**A. Business overview and future outlook.**

The year 2012-13 has shown improvement in the secondary capital market however, the primary market was very poor and there were no new financial activities or good opportunity for new investment by the Company. The Company has made its investment mostly in the unlisted unquoted securities, therefore there was no impact as such on the Company's investment activities.

**B. Industry Structure and Developments**

Non-Banking Finance Companies are the important entities engaged in the field of finance and investment, which is the primary business of your company. Interest rates are highly sensitive to many factors beyond the Company's control, including the monetary policies of the RBI, deregulation of the financial sector in India, domestic and international economic and political conditions, inflation and other factors. As a result, interest rates in India have historically experienced a relatively high degree of volatility. The availability of efficient financial services has been a key driver of business growth and profitability

**C. Opportunities and Risk Management**

The company is in the process of implementing strategies to capitalize available opportunities. Financial conditions had improved sharply across the world and risk perceptions had turned more favorable. The company is consolidating its resources, which would be used for committing capital for future business activities. The company will keep examining and pursuing these new opportunities for growth. The company regularly monitors liquidity and interest risk. Inflation has remained a major source of concern in the economy for more than a year. The overall inflation rate has remained at double digit levels for the past few months. The behaviour of inflation will also be a major concern for monetary authorities. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed with both Management (Board) Committee and Audit Committee.

**D. Outlook**

The economic and financial situation is recovering slowly. The strengthening of the economic and financial recovery will help to sustain the higher growth rate. Focus on investment in the next fiscal year is likely to render India an attractive market that is well positioned to take advantage of both structural and cyclical gains while its strong domestic base is likely to limit the impact of external stress on growth dynamics and returns. Since the capital flows are expected to be moderate, they should not pose any problem to the management. The economic and financial scenario offers immense opportunities for it to grow in scale and reach coupled with value creation.

**E. Internal Control**

The company has in place adequate internal control systems commensurate with the size and nature of its business. These ensure that all corporate policies are strictly adhered to an absolute transparency is followed in accounting and all its business dealings. The internal control is designed to ensure that financial and other records are reliable for preparing financial information and other reports, and for maintaining regular accountability of the Company's assets. The Company maintains a system of internal control, including suitable monitoring procedures and the adequacy of the same has been reported by its auditors in their report as required under the Companies (Auditor's Report) Order, 2003.





The company ensures adherence to all internal control policies and procedures. The Audit Committee reviews adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations including those relating to strengthening of the Company's risk management policies and systems

**F. Cautionary Statement**

Statements in the Management Discussion and Analysis Report describing the Company's objectives projections, estimates, expectations or predictions & contains forward looking statement within the meaning of applicable rules and regulations. It contains forward looking statements which are made in good faith based on the information available at the time of its approval. It is believed that the expectations reflected in these statements are reasonable but they may be affected by a number of risks and uncertainties that are inherent in any forward looking statement which could cause actual results to differ materially from those either expressed or implied in the statement depending on circumstances

**G. ACKNOWLEDGEMENTS:**

Your Directors place on record their gratitude to the Bankers, for the assistance and co-operation and encouragement they extended to the Company. Your Directors also wish to place on record their sincere thanks and appreciation for the continuing support and unstinting efforts of Investors, Customer, Vendors and Employees in ensuring an excellent all around operational performance.

**By Order of the Board**

**Place: INDORE**

Dated: 30<sup>th</sup> May, 2013

**Hemant Sharma**

(Chairman & Managing Director)



**Annexure to the Directors' Report:**

**REPORT OF CORPORATE GOVERNANCE COMPLIANCE WITH CLAUSE 49 OF THE LISTING AGREEMENT**

**1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:**

The Company has been committed to healthy corporate governance practices. Being a value driven organization, the Company's corporate governance practices and disclosures have been duly complied with the statutory and regulatory requirements of the Companies Act, 1956, Securities and Exchange Board of India Act, 1992, together with all the rules and regulations framed there under and the provisions of the listing Agreement and all other applicable laws. The Company's corporate governance policies and practices are in accordance with the provisions of Clause 49 of the Listing Agreement and has complied with all the mandatory requirement as applicable to the Company.

In addition to that the Company has also complied with non-mandatory requirements as given in Annexure – I D, except of submission of half yearly results to the shareholders, training to the Board members and mechanism for evaluation of non executive directors.

**2. BOARD OF DIRECTORS:**

**(a) Constitution of the Board of Directors.**

The Company is having whole-time executive Chairman and Managing Director, who discharge his duties and obligations under the superintendence and control of the Board of Directors of the Company. In the Board of Directors as on 31<sup>st</sup> March 2013 of the Company, the majority of the directors are independent and non-executive having varied and rich experience.

**Details of the directors are as under:**

| Director                   | Executive/Independent       | No. of outside directorship held |
|----------------------------|-----------------------------|----------------------------------|
| Mr. Vineet Gupta           | Independent Director        | 1                                |
| Mr. Shirish Agrawal        | Independent Director        | 1                                |
| *Mr. Vishnu Kumar Gupta    | Independent Director        | 0                                |
| @ Mr. Arun Jain            | Executive/Managing Director | 0                                |
| #Mr. Anoop Vasudeo Agarwal | Independent Director        | 0                                |
| \$Mr. Hemant Sharma        | Executive/Managing Director | 0                                |

\* Mr. Vishnu Kumar Gupta resigned and ceased to be the director w.e.f 22/09/2012

@ Mr. Arun Jain, has resigned from the office of the Director and the Managing Director of the Company w.e.f. 30<sup>th</sup> May, 2013.

# Mr. Anoop Vasudeo Agarwal, was appointed as an additional director w.e.f 24/12/2012.

\$ Mr. Hemant Sharma has been appointed as the Additional Director and further as the Manafging Director of the Company w.e.f 30/05/2013.

**(b) Details of director reappointment/seeking appointment:**

Mr. Vineet Gupta who is liable to retire by rotation, Mr. Anoop Vasudeo Agarwal, was appointed as an additional director w.e.f 24/12/2012 and Mr. Hemant Sharma was appointed as the Additional Director and further as the Managing Director w.e.f 30/05/2013 are proposed for appointment at the forthcoming annual general meeting.



**(c) Dates of the Board Meetings and Attendance Record of the Directors:**

During the financial year 2012-2013 **Seven (7)** meetings of the Board of directors were held. The following table gives the attendance record of all the directors at the Board Meetings.

| Name of the director | Mr. Vishnu Kumar Gupta | Mr. Vineet Gupta | Mr. Shirish Agrawal | Mr. Anoop Vasudeo Agarwal | Mr. Arun Jain | Mr. Hemant Sharma |
|----------------------|------------------------|------------------|---------------------|---------------------------|---------------|-------------------|
| 30/05/2012           | Leave                  | Yes              | Yes                 | N.A                       | Yes           | N.A               |
| 30/07/2012           | Leave                  | Yes              | Yes                 | N.A                       | Yes           | N.A               |
| 31/07/2012           | Leave                  | Yes              | Yes                 | N.A                       | Yes           | N.A               |
| 22/09/2012           | Yes                    | Yes              | Yes                 | N.A                       | Yes           | N.A               |
| 31/10/2012           | N.A                    | Yes              | Yes                 | N.A.                      | Yes           | N.A               |
| 24/12/2012           | N.A                    | Yes              | Yes                 | N.A.                      | Yes           | N.A               |
| 30/01/2013           | N.A                    | Leave            | Yes                 | Yes                       | Yes           | N.A               |

**3. AUDIT COMMITTEE:**

As a measure of good Corporate Governance and to provide assistance to the Board of Directors and to meet the requirement of section 292A of the Companies Act, 1956 and the Clause 49 of the Listing Agreement and in fulfilling the Board's overall responsibilities, an Audit Committee consisting of only independent directors is continuously functioning since its formation. The Audit Committee inter-alias has all the powers and played its role in terms of the Clause 49 of the Listing Agreement:

**(a) Composition of the Audit Committee:**

The Audit Committee of the Company was constituted comprising of the following independent directors:

| S. No. | Name                        | Designation          | Position in Committee |
|--------|-----------------------------|----------------------|-----------------------|
| 1.     | * Mr. Shrish Agrawal        | Independent Director | Chairman /Member      |
| 2.     | **Mr. Vishnu Kumar Gupta    | Independent Director | Chairman/Member       |
| 3.     | Mr. Vineet Gupta            | Independent Director | Member                |
| 4.     | ***Mr Anoop Vasudeo Agarwal | Independent Director | Member                |

\* Appointed as the Chairman of the Audit Committee w.e.f. 22/09/2012

\*\* Mr. Vishnu Kumar Gupta, he ceased to be the member as well As the Chairman of the Audit w.e.f 22/09/2012.

\*\*\*Mr. Anoop Vasudeo Agarwal, was appointed as a member of the Committee w.e.f. 24/12/2012.

**(b) Meetings and Attendance during the year:**

| Name of the Director<br>Date of Meetings | Mr. Vishnu Kumar Gupta | Mr. Vineet Gupta | Mr. Shirish Agrawal | Mr. Anoop Vasudeo Agarwal |
|--|------------------------|------------------|---------------------|---------------------------|
| 29/05/2012                               | Yes                    | Yes              | Yes                 | N.A                       |
| 30/07/2012                               | Yes                    | Yes              | Yes                 | N.A.                      |
| 30/10/2012                               | NA                     | Yes              | Yes                 | N.A.                      |
| 29/01/2013                               | NA                     | Yes              | Yes                 | Yes                       |



**4. SHAREHOLDERS’/INVESTORS’ GRIEVANCE COMMITTEE:**

**(a) Brief description of terms of reference:**

The Company has a ‘Shareholders Grievance & Transfer Committee’ at the Board level to look into the redressing of shareholders and investor’s complaints like:

- (i) Transfer of Shares, transmissions and delay in confirmation in D-mat of shares;
- (ii) Non-receipt of Annual Report, etc.
- (iii) Non-receipt of the dividend warrants.

**(b) Composition of Shareholders Grievance and Transfer Committee:**

| S. No. | Name                         | Designation | Position in committee |
|--------|------------------------------|-------------|-----------------------|
| 1.     | *Mr. Shrish Agrawal          | Director    | Chairman /Member      |
| 2.     | **Mr. Vishnu kumar Gupta     | Director    | —                     |
| 3.     | Mr. Vineet Gupta             | Director    | Member                |
| 4.     | ***Mr. Anoop Vasudeo Agrawal | Director    | Member                |

\*Mr. Shirish Agrawal was appointed as the Chairman of the Committee w.e.f. 22/09/2012

\*\* Mr. Vishnu Kumar Gupta ceased to be the member and Chairman of the Committee w.e.f 22/09/2012.

\*\*\*Mr. Anoop Vasudeo Agarwal, was appointed as the member of the committee w.e.f 24/12/2012.

**(C) Meetings and Attendance during the year:**

| Name of the Director<br>Date of Meetings | Mr. Vishnu Kumar Gupta | Mr. Vineet Gupta | Mr. Shrish Agrawal | Mr. Anoop Vasudeo Agrawal |
|--|------------------------|------------------|--------------------|---------------------------|
| 18/04/2012                               | Yes                    | Leave            | Yes                | NA                        |
| 28/07/2012                               | Yes                    | Leave            | Yes                | N.A.                      |
| 29/10/2012                               | NA                     | Yes              | Yes                | N.A.                      |
| 28/01/2013                               | NA                     | Yes              | Yes                | Yes                       |

**(D) Status of the investors/shareholders complaints**

- (i) Number of complaints received during the year : 1
- (ii) Number of complaints solved during the year : 1
- (iii) Number of complaints pending at the end of the year : NIL

The Company has authorised to implement transfer, transmission and D-mat of Shares to the Share Transfer Agent and to resolve the relating problems as professional agency. The Committee meets only on specific nature of complaints not resolved within a period of 14 days from the date of its receipts.

**5. REMUNERATION/COMPENSATION COMMITTEE:**

**(a) Brief description of terms of reference:**

The terms of reference of the Committee are to review and recommend compensation payable to the executive directors. The Committee also ensures that the compensation policy of the Company provides for performance-oriented incentives to management.

**(b) Composition of the Committee:**

| S. No. | Name                        | Designation | Position in committee |
|--------|-----------------------------|-------------|-----------------------|
| 1.     | *Mr. Shirish Agrawal        | Director    | Chairman              |
| 2.     | Mr. Vineet Gupta            | Director    | Member                |
| 3.     | **Mr. Anoop Vasudeo Agrawal | Director    | Member                |



\* Mr Shrish Agrawal was appointed as the Chairman of the Remuneration Committee w.e.f 22/09/2012.

\*\* Mr. Anoop Vasudeo Agarwal, was appointed as the member of the committee w.e.f 24/12/2012

**(C) Meetings and Attendance during the year:**

| Name of the Director<br>Date of Meetings | Mr.Vineet Gupta | Mr.Shrish Agrawal | Mr. Anoop Vasudeo Agrawal |
|--|-----------------|-------------------|---------------------------|
| 30/03/2013                               | Leave           | Yes               | NA                        |

**(d) Remuneration of Executive and non executive Directors:**

The Company has not paid any remuneration or sitting fee to any of its directors during the year 2012-13.

**6. GENERAL MEETINGS;**

The last three Annual General Meeting of the Company were held at the registered office of the Company on the following dates and times:

| Session | Date       | Time       | Location of the Meeting   | No. of Special business transacted |
|---------|------------|------------|---|------------------------------------|
| 2011-12 | 30/08/2012 | 03:00 P.M  | 1 <sup>st</sup> Floor,Swadshi Market, 316 Kalbadevi Road, Mumbai (MH)400002 | —                                  |
| 2010-11 | 30/09/2011 | 03.00 P.M. | — DO —  | —                                  |
| 2009-10 | 30/09/2010 | 03.00 P.M. | — DO —  | —                                  |

The Chairman/Member of the Audit Committee was also present at the Annual General Meeting.

No resolutions were passed through postal ballot, during the year 2012-13

**7. DISCLOSURES:**

The Board of directors of the Company do hereby state and confirm that:

- (i) There are no material significant related party transactions made by the Company with its promoters, directors or the management, their subsidiaries or relatives that may have potential conflict with the interests of Company at large. The register of contracts containing transactions in which directors are interested is placed before the Board regularly for its approval.
- (ii) During the last three years there were no penalties, strictures imposed on the Company by Stock Exchanges or SEBI or any Statutory Authority, on any matter related to capital markets.

**8. WHISTLE-BLOWER POLICY:**

We have established a mechanism for employee to report concerns about unethical behavior, actual or suspected fraud, or violation of our code of conduct or ethics policy. The mechanism also provides for adequate safeguard against victimization of employee who avails of the mechanism and also provides for direct access to the Chairman of the audit committee in exceptional cases. We further affirm that during the financial year 2012-13, no employee has been denied access to the audit committee.

**9. CODE OF CONDUCT:**

1. The Company has in place a code of conduct for prevention of insider trading.
2. The Board has lay down a code of conduct for all Board members and senior management of the company. The code of conduct has been posted on the notice Board/website of the company and all Board members and senior management personnel have affirmed compliance with the code on an annual basis.



**10. MEANS OF COMMUNICATION:**

The quarterly, half yearly and full year results are published in Nav Shakti (Marathi) and Free Press (English). These are not sent individually to the shareholders. There were no presentations made to the institutional investors or analysts.

The Management Discussion and Analysis Report forms part of the Directors Report.

**11. GENERAL INFORMATION TO SHAREHOLDERS & INVESTORS:**

(i) Date, Time and Venue of Annual General Meeting : 12<sup>th</sup> August 2013 at 3.00 P.M.  
at the Registered Office of the Company.

- (ii) Financial Calendar: April 2013 to March 2014  
Result for the quarter ended 30.06.2013 before 14<sup>th</sup> August, 2013  
Result for the quarter ended 30.09.2013 before 14<sup>th</sup> Nov., 2013  
Result for the quarter ended 31.12.2013 before 14<sup>th</sup> Feb., 2014  
Result for the quarter ended 31.03.2014 before 14<sup>th</sup> May, 2014
- (iii) Board meeting for consideration of Annual Accounts : 30<sup>th</sup> May, 2013
- (iv) Posting of Annual Report : before 18<sup>th</sup> July, 2013
- (v) Last date for receipt of Proxy : 10<sup>th</sup> August, 2013
- (vi) Dates of Book Closure : 8<sup>th</sup> August, 2013 to 12<sup>th</sup> August 2013  
(both days inclusive)
- (vii) Listing on Stock Exchanges : The Bombay Stock Exchange Limited
- (viii) Stock Code (BSE) : 531557
- (ix) D-mat ISIN No. for CDSL and NSDL : INE137E01014
- (x) No. of Shareholders on 31.03.2013 : 1337

(xi) Stock Market Data:

The monthly High and Low stock quotations during the financial year ended 31<sup>st</sup> March 2013 on BSE are as under (Source the Website: bseindia.com)

| Month      | High (Rs) | Low (Rs) | Total Number of Trades | Total No. of Shares Traded |
|------------|-----------|----------|------------------------|----------------------------|
| Apr-2012   | 9.85      | 9.00     | 6                      | 207                        |
| May-2012   | 15.75     | 10.30    | 24                     | 1193                       |
| Jun-2012   | 18.85     | 10.50    | 39                     | 3676                       |
| July-2012  | 20.80     | 11.00    | 24                     | 849                        |
| Aug-2012   | 19.50     | 19.40    | 6                      | 41                         |
| Sep-2012   | 19.40     | 19.40    | 2                      | 20                         |
| Oct-2012   | 20.35     | 20.30    | 2                      | 15                         |
| Nov-2012   | 20.10     | 20.10    | 1                      | 5                          |
| Dec-2012   | 19.90     | 19.90    | 1                      | 1                          |
| Jan- 2013  | 19.50     | 19.50    | 1                      | 5                          |
| Feb-2013   | 18.55     | 18.55    | 2                      | 70                         |
| March-2013 | *         | *        | *                      | *                          |

\* There was no trading in the month of March, 2013



(xiii) Share Transfer System:

Shareholders/Investors' Grievance Committee also approves share transfers and meets at frequent intervals. The Company's Share Transfers Agent Ankit Consultancy Pvt. Ltd. Process these transfers. Share transfers are registered and returned within a period of 15 days from the date of receipt, if the documents are clear in all respects. In cases where shares are transferred after sending notice to the transferors, in compliance of applicable provisions, the period of transfer is reckoned from the date of expiry of the notice.

(xiv) Dematerialisation/Rematerialisation:

The shares of the company are traded in dematerialised form. As on 31<sup>st</sup> March, 2013, the Company's 71,00,000 shares are held by shareowners in dematerialised form, aggregating 36.17 % of the Equity Share Capital.

No. of shares in physical, NSDL and CDSL as on 31<sup>st</sup> March, 2013:

|                      |   |           |
|----------------------|---|-----------|
| (a) In physical Form | : | 45,31,800 |
| (b) In CDSL          | : | 64,407    |
| (c) in NSDL          | : | 25,03,793 |

(xv) Distribution of shareholding pattern as on 31<sup>st</sup> March' 2013

| Shareholding of Nominal Value of Rs. | No. of shareholder | Share holding % | Shares Amount in Rs. | Share holding % |
|--------------------------------------|--------------------|-----------------|----------------------|-----------------|
| Up to1000                            | 1055               | 78.91           | 970570               | 1.37            |
| 1001-2000                            | 54                 | 4.04            | 100850               | 0.14            |
| 2001-3000                            | 17                 | 1.27            | 45660                | 0.06            |
| 3001-4000                            | 19                 | 1.42            | 73090                | 0.10            |
| 4001-5000                            | 67                 | 5.01            | 332430               | 0.47            |
| 5001- 10000                          | 61                 | 4.56            | 513850               | 0.72            |
| 10001-20000                          | 16                 | 1.20            | 244100               | 0.34            |
| 20001-30000                          | 8                  | 0.60            | 195410               | 0.28            |
| 30001-40000                          | 3                  | 0.22            | 105490               | 0.15            |
| 40001-50000                          | 0                  | 0.00            | 0                    | 0.00            |
| 50001-100000                         | 3                  | 0.22            | 225000               | 0.32            |
| 100000-Above                         | 34                 | 2.54            | 68193550             | 96.05           |
| <b>Total</b>                         | <b>1337</b>        | <b>100.00</b>   | <b>71000000</b>      | <b>100.00</b>   |

(xvi) Categories of Shareholders as on 31<sup>st</sup> March, 2013:

| S. No. | Categories        | No. of Shares held | % of Share holding |
|--------|-------------------|--------------------|--------------------|
| 1      | Indian promoters  | 4497300            | 63.34              |
| 2      | Foreign promoters | 00                 | 00                 |
| 3      | Institutions      | 00                 | 00                 |
| 4      | Bodies Corporate  | 62875              | 0.89               |



## Amit Securities Limited

|              |  |                |               |
|--------------|--|----------------|---------------|
| 5.           | Individual SHs holding nominal sh. Cap up to Rs. 1 Lakh        | 271304         | 3.82          |
| 6.           | Individual SHs holding nominal sh. Cap in excess of Rs. 1 Lakh | 2268455        | 31.95         |
| 7.           | NRI Clearing Members   | 00             | 0.00          |
| 8.           | NRI/OCBs   | 66             | 0.00          |
| <b>Total</b> |  | <b>7100000</b> | <b>100.00</b> |

The company has forfeited 568200 equity shares, which are not included in above.

(xvii) Details of the promoter's shares : NIL  
under pledge.

(xviii) Details of shares credited in the : There were no instance for returning the undelivered  
suspense account shares therefore, no shares were credited in the escrow  
account as per Clause 5(a) of the Listing Agreement.

(xix) Address for Communication:

Shareholders should address their correspondence to the Company's Share Transfer Agent Ankit Consultancy Pvt. Ltd., Plot No.60, Electronic Complex, Pardeshi Pura, Indore (M.P.) and may also contact at the Corporate & Head office of the Company.

(xx) Location of Registered office : 308,D-Wing, Karen Co-op. Housing Society Ltd,  
Opp CIF, Near BMC Garden, Yaari Road Versova  
Andheri(w) Mumbai 400061  
Phone: 0731-3091700,3091748  
Fax: 0731-3091740  
Email:amitltd@yahoo.com

(xxi) Location of Corporate Office & : 2, Shivaji Nagar, Indore (M.P.) 452003  
Address for correspondence

**By Order of the Board**

**Place: INDORE**

Dated: 30<sup>th</sup> May, 2013

**Hemant Sharma**  
**Chairman & Managing Director**

### MANAGEMENT RESPONSIBILITY STATEMENT

The financial statements are in full conformity with the requirements of the Companies Act, 1956 and the Accounting Standards issued by the Institute of Chartered Accountants of India. The Management of Company accepts responsibility for the integrity and objectivity of these financial statements, as well as, for estimates and judgments relating to matters not concluded by the year-end. The management believes that the financial statements for the year 2012-13 reflect fairly the form and substance of transactions and reasonably presents the Company's financial condition, and results of operations. To ensure this, the Company has installed a system of internal controls, which is reviewed, evaluated and updated on an ongoing basis. Our internal auditors have conducted periodic audits to provide reasonable assurance that the Company's established policies and procedures have been followed. However, there are inherent limitations that should be recognized in weighing the assurances provided by any system of internal controls. These financial statements have been audited by M/s. M. Mehta & Co., Chartered Accountants, Statutory Auditors of the Company.

**Place: Indore**

**Date: 30<sup>th</sup> May, 2013**

**HEMANT SHARMA**  
**(MANAGING DIRECTOR)**





**DECLARATION**

This is to confirm that all the members of the Board of Directors and the Senior Management personnel have affirmed compliance with the Code of Conduct, applicable to them as laid down by the Board of Directors in terms of clause 49(1)(D)(ii) of the Listing Agreement entered into with the Stock Exchanges, for the year ended March, 31, 2013 .

**Place: Indore**  
**Date: 30<sup>th</sup> May, 2013**

**HEMANT SHARMA**  
**(MANAGING DIRECTOR)**

**CERTIFICATE OF STATUTORY AUDITORS**  
**ON CLAUSE 49 OF THE LISTING AGREEMENT WITH THE STOCK EXCHANGES**

**To**  
**The Board of Directors**  
**Amit Securities Limited**

We have examined the compliance of conditions of Corporate Governance procedures as stipulated in Clause 49 of Listing Agreement entered into by the Company with the Stock Exchanges, for the financial year beginning 1<sup>st</sup> April 2012 and ending on 31<sup>st</sup> March 2013.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is either an audit or an expression of opinion on the financial statements of the Company.

We have conducted our review on the basis of the relevant records and documents maintained by the Company and furnished to us for review and the information and explanations given to us by the Company. Based on such review, in our opinion, the Corporate Governance Report of the Company, referred to above, reflects on a fair basis the status of compliance by the Company with the Clause 49 of the Listing Agreement of the Stock Exchanges, relating to Corporate Governance, for the FY 2012-13 and that no investors grievances is pending for a period exceeding one months against the Company as per the records mentioned by the Share Transfer Agent of the Company.

We further state that such compliance is neither an assurance or 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, M.MEHTA & CO.**  
**CHARTERED ACCOUNTANTS**

**Place: Indore**  
**Date: 30<sup>th</sup> May, 2013**

**NITIN BANDI**  
**(PARTNER)**  
Firm Reg. No. 000957C  
M.No. 400394



**INDEPENDENT AUDITOR'S REPORT  
To the Members of  
AMIT SECURITIES LTD.**

We have audited the accompanying financial statements of Amit Securities Limited which comprise the Balance Sheet as at March 31, 2013, 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**

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position and financial performance in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the companies Act, 1956 ("the Act"). 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, 2013 and
- (b) In the case of the Statement of Profit and Loss, of the Profit for the year ended on that date.
- (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") 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 and 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;
- e. On the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

**Annexure to the Auditors' Report of Amit Securities Ltd.**

**for the year ended 31st March, 2013, (Referred to in paragraph above)**

1.
  - a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - b. As explained to us, the management has carried out physical verification of fixed assets during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of physical verification of fixed assets is reasonable.
  - c. In our opinion, substantial parts of the Fixed Assets have not been disposed off during the year by the company.
2.
  - a. Physical verification has been conducted by the management during the current year at reasonable intervals in respect of securities held by the Company as Stock.
  - b. In our opinion, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
  - c. The Company has maintained proper records of inventory. The discrepancies noticed on verification between physical stocks and book stock were not material and the same have been properly dealt with in the books of account.
3. The company has not taken / granted any Loans from / to companies & parties covered in the register maintained u/s 301 of the Companies Act, hence paragraph 4(iii) of the Order are not applicable.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business, with regard to purchase of inventory and fixed assets and for the sale of goods. During the course of our audit, no major weaknesses have been noticed in the internal control system.
5.
  - a. In our opinion and according to the information and explanations given to us, the particulars of the transactions that need to be entered into the Register maintained in pursuance of section 301 of the Companies Act, 1956 have been so entered.
  - b. According to the information and explanation given to us there are no transaction made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 aggregating during the year to Rs. 5,00,000/- or more have not been made by the Company during the year.
6. The Company has not accepted any deposits from public during the year, hence provisions of section 58 (A) and 58(AA) of the Companies Act, 1956 and the directives issued by R.B.I. in respect of NBFC Companies are considered not to be applicable for the year under audit.



7. In our opinion, the company has an internal audit system, which is commensurate with the size and nature of its business.
8. As explained to us, that the Central Government has not prescribed the maintenance of cost records by the company under section 209(I)(d) of the Companies Act, 1956.
9.
  - a. According to the records of the Company, the Company has been regular in depositing undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Wealth Tax, Custom Duty, Excise Duty, Cess and any other statutory dues with the appropriate authorities. According to information and explanation given to us, there are no undisputed arrears of statutory dues which have remained outstanding as at 31st March, 2013 for a period of more than six months from the date they became payable.
  - b. As at 31<sup>st</sup> March 2013 according to the records of the company and the information and explanations given to us, there are no dues on account of Income Tax, Sales Tax and other matters that have not been deposited on account of any dispute.
10. The Company does not have any accumulated losses as at 31st March, 2013. The Company has not incurred any cash losses during the financial year covered by our audit and in the immediately preceding financial year also.
11. The Company does not have any dues to a financial institution or bank or debenture holders.
12. According to the information and explanation given to us the Company has not granted any loan and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore the provisions of clause 4(xiii) of the order are not applicable to the company.
14. According to the information and explanations given to us the company has maintained proper records in respect of transactions and contracts and timely entries have been made therein. The Share, Securities, debentures and the other securities have been held by the company in its own name.
15. The Company has not given any guarantee for loans taken by others from bank or financial institutions.
16. The Company has not obtained any term loans during the year.
17. According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that the Company has utilised the long term funds towards long term investment purpose only.
18. The Company has not made any preferential allotment of shares during the year to parties and companies covered in the Register maintained under section 301 of the Companies Act, 1956.
19. The Company has not issued any debenture during the year.
20. The Company has not made any public issue during the year.
21. According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

PLACE : INDORE  
Dated : 30 May 2013

For M. Mehta & Company  
Chartered Accountants

CA Nitin Bandi  
(Partner)  
M.No. 400394  
Firm Regn. No. 000957C

**BALANCE SHEET AS AT 31ST MARCH 2013****(In Rs.)**

| <b>PARTICULARS</b>                 | <b>Note No</b> | <b>31st March 2013</b> | <b>31st March 2012</b> |
|------------------------------------|----------------|------------------------|------------------------|
| <b>I. EQUITY AND LIABILITIES</b>   |                |                        |                        |
| <b>(1) SHARE HOLDERS FUNDS:</b>    |                |                        |                        |
| (a) Share Capital                  | 2              | 7,32,72,800            | 7,32,72,800            |
| (b) Reserves and Surplus           | 3              | 2,56,05,221            | 2,51,50,832            |
|                                    |                | 9,88,78,021            | 9,84,23,632            |
| <b>(2) Non-Current Liabilities</b> |                |                        |                        |
| (a) Deferred tax liabilities (Net) | 4              | 3,301                  | 4,204                  |
|                                    |                | 3,301                  | 4,204                  |
| <b>(3) Current Liabilities</b>     |                |                        |                        |
| (a) Short-term provisions          | 5              | 1,18,003               | 293                    |
| (b) Current Liabilities            | 6              | 64,185                 | 33,028                 |
|                                    |                | 1,82,188               | 33,321                 |
| <b>Total</b>                       |                | <b>9,90,63,510</b>     | <b>9,84,61,157</b>     |
| <b>II. Assets</b>                  |                |                        |                        |
| <b>(1) Non-current assets</b>      |                |                        |                        |
| (a) Fixed assets                   | 7              |                        |                        |
| (i) Tangible assets                |                | 25,578                 | 37,558                 |
| (b) Non-current investments        | 8              | 8,31,91,356            | 8,32,03,367            |
| (c) Long term loans and advances   | 9              | 3,95,761               | 3,97,631               |
|                                    |                | 8,36,12,695            | 8,36,38,556            |
| <b>(2) Current assets</b>          |                |                        |                        |
| (a) Inventories                    | 10             | 2,12,887               | 2,12,887               |
| (b) Cash and cash equivalents      | 11             | 1,91,988               | 3,23,457               |
| (c) Short-term loans and advances  | 12             | 1,50,45,940            | 1,42,86,257            |
|                                    |                | 1,54,50,815            | 1,48,22,601            |
| <b>Total</b>                       |                | <b>9,90,63,510</b>     | <b>9,84,61,157</b>     |

**Summary of Significant Accounting Policies****1**

The Accompanying Notes 2-31 are integral part of the Financial Statement.

As per our report of Even Date

**FOR M. Mehta & Company****For and on Behalf of the Company**

(Chartered Accountants)

Firm Regn No. 000957C

CA NITIN BANDI

PARTNER  
Memb. No. 400394Hemant Sharma  
Managing DirectorShirish Agrawal  
Director

PLACE: INDORE

DATE: 30-05-2013



**PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013**

(In Rs.)

| <b>PARTICULARS</b>   | <b>Note No</b> | <b>31st March 2013</b> | <b>31st March 2012</b> |
|--|----------------|------------------------|------------------------|
| <b>Revenue :</b>   |                |                        |                        |
| Revenue from operations (Gross)  | 13             | 4,38,60,797            | 1,43,76,648            |
| <b>Total Revenue</b>   |                | 4,38,60,797            | 1,43,76,648            |
| <b>Expenses :</b>  |                |                        |                        |
| Purchase of Stock-in-Trade   | 14             | 4,20,42,928            | 1,31,35,781            |
| Changes in inventories   | 15             | 0                      | 0                      |
| Employee benefit expense   | 16             | 3,85,482               | 4,21,335               |
| Other expenses   | 17             | 5,73,825               | 5,15,553               |
| <b>Total Expenses</b>  |                | 4,30,02,235            | 1,40,72,669            |
| <b>Earnings Before Finance Cost, Tax, Depreciation and amortization Expenses</b> |                | 8,58,562               | 3,03,979               |
| Financial costs  | 18             | 1,519                  | 3,348                  |
| Depreciation and amortization expense  | 7              | 11,980                 | 14,488                 |
| <b>Profit before tax</b>   |                | 8,45,063               | 2,86,143               |
| Tax expense :  | 19             | 3,90,674               | 2,25,624               |
| <b>Profit for the year</b>   |                | 4,54,389               | 60,519                 |
| <b>Earning per equity share of Rs. 10/- each (in Rs.)</b>                        | <b>22</b>      |                        |                        |
| (1) Basic  |                | 0.06                   | 0.01                   |
| (2) Diluted  |                | 0.06                   | 0.01                   |

**Summary of Significant Accounting Policies**

**1**

The Accompanying Notes 2-31 are integral part of the Financial Statement.

As per our report of Even Date

**For M. Mehta & Company**  
(Chartered Accountants)  
Firm Regn No. 000957C

**For and on Behalf of the Company**

CA NITIN BANDI  
PARTNER  
Memb. No. 400394

Hemant Sharma  
Managing Director

Shirish Agrawal  
Director

PLACE: INDORE  
DATE: 30-05-2013



**CASH FLOW STATEMENT FOR THE YEAR 2012-2013**

| <b>CASH FLOW FROM OPERATING ACTIVITIES</b>                      | <b>31st March<br/>2013</b> | <b>31st March<br/>2012</b> |
|---|----------------------------|----------------------------|
| Net Profit before taxation and extraordinary item               | 8,45,063                   | 286143                     |
| <u>Adjustment for :</u>   |                            |                            |
| Depreciation  | 11,980                     | 14488                      |
| Diminution in Value of Investment                               | 12,011                     | 0                          |
| Operating Profit before Working Capital Changes                 | 8,69,054                   | 300631                     |
| Increase / Decrease in Inventory                                | 0                          | 0                          |
| Increase / Decrease in Loans and Advances                       | -7,57,813                  | -77395                     |
| Increase / Decrease in Trade Payables                           | 31,157                     | - 4173                     |
| Cash generated from Operations                                  | 1,42,398                   | 219063                     |
| Income Tax  | -2,73,867                  | -2,24,616                  |
| <b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>                  | <b>-1,31,469</b>           | <b>- 5553</b>              |
| <b>CASH FLOW FROM INVESTING ACTIVITIES</b>                      |                            |                            |
| Sale of investment  | 0                          | 2788                       |
| Interest received   | 0                          | 0                          |
| Miscellaneous expenditure                                       | 0                          | 0                          |
| Purchase of Fixed Assets  | 0                          | - 28100                    |
| Sale of Asset   | 0                          | 0                          |
| <b>NET CASH FLOW FROM INVESTING ACTIVITIES</b>                  | <b>0</b>                   | <b>- 25312</b>             |
| <b>CASH FLOW FROM FINANCING ACTIVITIES</b>                      |                            |                            |
| Amount of Secured Loan raised/ repaid                           | 0                          | 0                          |
| Unsecured Loan Repaid / Raised                                  | 0                          | 0                          |
| Interest Paid   | 0                          | 0                          |
| Corporate tax on dividend                                       | 0                          | 0                          |
| Dividend Paid   | 0                          | 0                          |
| <b>NET CASH FLOW FROM FINANCING ACTIVITIES</b>                  | <b>0</b>                   | <b>0</b>                   |
| <b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>                | <b>-1,31,469</b>           | <b>- 30865</b>             |
| <b>Cash and Cash Equivalents at the beginning of the period</b> | <b>3,23,457</b>            | <b>354322</b>              |
| <b>Cash and Cash Equivalents at the end of the period</b>       | <b>1,91,988</b>            | <b>323457</b>              |

1. Figures in minus represents Cash outflows
  2. Cash & Cash equivalents represents Cash & Bank Balances only
- As per our report of Even Date

**For M. Mehta & Company**  
(Chartered Accountants)  
Firm Regn No. 000957C

**For and on Behalf of the Company**

CA NITIN BANDI  
PARTNER  
Memb. No. 400394

Hemant Sharma  
Managing Director

Shirish Agrawal  
Director

PLACE: INDORE  
DATE: 30-05-2013



## Significant Accounting Policies

### Basis of Preparation

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory accounting standards as prescribed by the Companies (Accounting Standards) Rules, 2006, the provisions of the Companies Act, 1956 and guidelines issued by the Securities and exchange board of India (SEBI). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

### 1. Accounting Policies

#### a. Use of Estimates

The preparation of the financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Although these estimates are based on management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future period.

#### b. Tangible Fixed Assets

Fixed assets are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard performance. All other expenses on existing fixed assets, including day to day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

#### c. Depreciation

Depreciation on Fixed Assets are provided for in accordance with Schedule XIV of the Companies Act 1956 on Straight Line Method. In respect of Additions made during the year, Depreciation is charged on prorata basis from the date of Addition.

#### d. Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

All investments are usually measured at cost.

Current investments are carried in the financial statements at lower of the cost and fair value determined in on and individual investment basis. Long term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the Investments.





e. Provisions & Contingent Liability

The Company recognized a provision when there is a present obligation as a result of past event, and a reliable estimate can be made of the amount of the obligation. Provisions are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

f. Inventories

Stock In Trade of Shares is Valued at Cost on Fifo Basis

g. Income Tax

Tax expenses comprise current and deferred tax.

Current tax comprises Company's tax liability for the current financial year as well as additional tax paid, if any, during the year in respect of earlier years on receipt of demand from the authorities. For computation of taxable income under the Income Tax Act, 1961, accrual basis of accounting has been adopted and consistently followed by the Company. Deferred tax assets and liabilities are computed on the timing differences at the Balance Sheet date using the tax rate and tax laws that have been enacted or substantially enacted by the Balance sheet date. Deferred tax assets are recognized based on management estimates of reasonable certainty that sufficient taxable income will be available against which such deferred tax assets can be realized. Unrecognized deferred tax assets of earlier years are re-assessed and recognized to the extent that it has become reasonably certain that future taxable income will be available against which such deferred tax assets can be realized.

h. Retirement and Employee Benefits

The Company has Defined Benefit plans namely leave encashment and gratuity for all employees which is accounted for by the Company on payment Basis.

i. Revenue Recognition

Revenues are recognized to the extent that it is probable that economic benefit will flow to the Company and revenue can be reliably measured. It is accounted for net of trade discounts.

j. Earning Per Share

Earnings per Share (EPS) are computed on the basis of net profit after tax for the year. The number of shares used in computing basic EPS is weighted average number of shares outstanding during the year. The diluted EPS is calculated on the same basis as basic EPS, since there are no dilutive equity shares.

k. Cash Flow Statement

Cash flows are reported using the indirect method, whereby net profit/ (Loss) before tax is adjusted for the effects of transactions of a non-cash nature. The cash flows from regular revenue generating, investing and financing activities of the Company are segregated.



**Notes to the Accounts for the year Ended 31st March 2013**

|   | 31.03.2013  | 31.03.2012  |
|---|-------------|-------------|
| <b>2. SHARE CAPITAL</b>   |             |             |
| <b>a. Particulars</b>   |             |             |
| <u>Authorized Share Capital</u>                                 |             |             |
| 80,00,000 Equity Shares (Prev. Year 80,00,000) of Rs. 10/- Each | 8,00,00,000 | 8,00,00,000 |
|   | 8,00,00,000 | 8,00,00,000 |
| <u>Issued, Subscribed and Paid Up Capital</u>                   |             |             |
| 71,00,000 Equity Shares (Prev. Year 71,00,000) of Rs. 10/- Each | 7,10,00,000 | 7,10,00,000 |
| Shares Forfeited  | 22,72,800   | 22,72,800   |
|   | 7,32,72,800 | 7,32,72,800 |

**b. Reconciliation of Shares outstanding at the beginning and at the end of the year**

|                                    | 2012-13     |               | 2011-12     |               |
|------------------------------------|-------------|---------------|-------------|---------------|
| <b>Equity Shares</b>               | <b>Nos.</b> | <b>Amount</b> | <b>Nos.</b> | <b>Amount</b> |
| At the Beginning of the Year       | 71,00,000   | 7,10,00,000   | 71,00,000   | 7,10,00,000   |
| Issued during the year             | 0           | 0             | 0           | 0             |
| Outstanding at the end of the year | 71,00,000   | 7,10,00,000   | 71,00,000   | 7,10,00,000   |

**c. Terms / Rights Attached to Shares**

**i. Equity Shares**

The Company has only one class of Equity shares having a par value of 10/ Each holder of equity shares is entitled to one vote per share.

The Company declares and pays dividends in Indian rupees if any.

During the Year Ended 31st March 2013 the amount per share dividend recognized as distributions to equity shareholders was Rs. NIL (For 31st March 2012 was Rs. NIL)

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**d. Details of Shareholders holding more than 5% shares in the Company**

| <b>Name of the Share holders</b> | <b>31.03.2013</b> |          | <b>31.03.2012</b> |          |
|----------------------------------|-------------------|----------|-------------------|----------|
|                                  | <b>Nos.</b>       | <b>%</b> | <b>Nos.</b>       | <b>%</b> |
| Shailendra Engg. Co. Pvt. Ltd.   | 24,81,700         | 35       | 24,81,700         | 35       |
| Smt. Mradula Mittal              | 11,84,600         | 17       | 7,21,500          | 10       |
| Anil Kumar Mittal                | 0                 | 0        | 4,63,100          | 7        |
| Anil Kumar Mittal HUF            | 6,51,000          | 9        | 6,51,000          | 9        |

(In Nos.)

**e. Shares Forfeited**

|                           |           |           |
|---------------------------|-----------|-----------|
| Amount Originally Paid up | 22,72,800 | 22,72,800 |
|---------------------------|-----------|-----------|

**3. RESERVE & SURPLUS**

**a. Securities Premium Reserve**

|                                   |             |             |
|-----------------------------------|-------------|-------------|
| Balance as per Last Balance Sheet | 1,00,00,000 | 1,00,00,000 |
| Closing Balance                   | 1,00,00,000 | 1,00,00,000 |



**Notes to the Accounts for the year Ended 31st March 2013**

|  | 31.03.2013                | 31.03.2012                |
|--|---------------------------|---------------------------|
| <b>b. Profit &amp; Loss Account</b>  |                           |                           |
| Balance as per last Balance Sheet  | 1,51,50,832               | 1,50,90,313               |
| Add Profit For the Year  | 4,54,389                  | 60,519                    |
|  | <u>1,56,05,221</u>        | <u>1,51,50,832</u>        |
| <b>Total Reserve &amp; Surplus</b>   | <b><u>2,56,05,221</u></b> | <b><u>2,51,50,832</u></b> |
| <b>4. DEFERRED TAX ASSETS / LIABILITIES</b>  |                           |                           |
| Deferred Tax Assets  | 0                         | 0                         |
|  | <u>0</u>                  | <u>0</u>                  |
| Deferred Tax Liabilities   |                           |                           |
| Depreciation   | 3,301                     | 4,204                     |
|  | <u>3,301</u>              | <u>4,204</u>              |
| <b>Net Deferred Tax Asset / Liabilities</b>  | <b><u>-3,301</u></b>      | <b><u>- 4,204</u></b>     |
| <b>5. SHORT TERM PROVISIONS</b>  |                           |                           |
| Provision for Income Tax (Net of Advance Tax)  | 1,18,003                  | 293                       |
|  | <u>1,18,003</u>           | <u>293</u>                |
| <b>6. OTHER CURRENT LIABILITIES</b>  |                           |                           |
| other Payables including Statutory Dues and Expenses Payable   | 64,185                    | 33,028                    |
|  | <u>64,185</u>             | <u>33,028</u>             |
| <b>7. FIXED ASSETS</b>   |                           |                           |
| As per Attached Sheet  | <u>25,578</u>             | <u>37,558</u>             |
| <b>8. NON CURRENT INVESTMENTS</b>  |                           |                           |
| <b>a. Trade Investments</b>  |                           |                           |
| <b>Un-Quoted, Long Term Investment in Equity Instruments Fully Paid Up (At Cost)</b>                           |                           |                           |
| 2400 Shares of Alokik Estate & Finvest Pvt. Ltd. of Rs. 100/-  | 12,00,000                 | 12,00,000                 |
| 1800 Shares of Anuroop Estate And Finvest Pvt. Ltd. of Rs. 100/-   | 9,00,000                  | 9,00,000                  |
| 45000 Shares of Arpit Share & Securities Pvt. Ltd. of Rs. 10/-   | 18,00,000                 | 18,00,000                 |
| 210000 Shares of AVA Mettalics Pvt. Ltd., of Rs. 10/- (Including 120000 Bonus Shares received during the year) | 9,00,000                  | 9,00,000                  |
| 350000 shares of Mittal Udyog Indore Pvt. Ltd. of Rs. 10/-   | 1,75,00,000               | 1,75,00,000               |
| 550 Shares of Mradula Estate & Finvest Pvt. Ltd. of Rs. 100/-  | 2,75,000                  | 2,75,000                  |
| 400 Shares of Radius Estate & Finvest Pvt. Ltd. of Rs. 100/-   | 2,00,000                  | 2,00,000                  |
| 2200 Shares of Saikripa Trade & Investment Pvt. Ltd. of Rs. 100/-  | 11,00,000                 | 11,00,000                 |
| 17000 Shares of Saket Securities & Investment Pvt. Ltd. of Rs. 10/-  | 8,50,000                  | 8,50,000                  |
| 1300 Shares of Vanity Estate & Finvest Pvt. Ltd. of Rs. 100/-  | 6,50,000                  | 6,50,000                  |
| 70000 Shares of Orange Infrabuild Pvt. Ltd. of Rs. 10/-  | 1,05,00,000               | 1,05,00,000               |
| 50000 Shares of Padam Buildmart Pvt. Ltd. of Rs. 10/-  | 75,00,000                 | 75,00,000                 |
| 49500 Shares of Akashdeep Finbuild Pvt. Ltd. of Rs. 10/-   | 49,50,000                 | 0                         |
| Akasdeep Finbuild Pvt. Ltd. Share Application Money  | 1,00,000                  | 50,50,000                 |



## Amit Securities Limited

### Notes to the Accounts for the year Ended 31st March 2013

|  | 31.03.2013         | 31.03.2012         |
|--|--------------------|--------------------|
| <b>Quoted Long Term Investment in Equity Instruments Fully Paid Up (At Cost)</b>             |                    |                    |
| 217 Shares of Reliance Power Limited of Rs. 10/-   | 61,200             | 61,200             |
|  | <u>4,84,86,200</u> | <u>4,84,86,200</u> |
| <b>Unquoted Investment in Preference Shares (At Cost) Fully Paid Up</b>                      |                    |                    |
| 44000 Shares of Saikripa Trade and Investment Pvt. Ltd. of Rs. 100/-                         | 44,00,000          | 44,00,000          |
| 39000 Shares of Mradula Estate & Finvest Pvt. Ltd. of Rs. 100/-                              | 39,00,000          | 39,00,000          |
| 8900 Shares of Radius Estate & Finvest Pvt. Ltd. of Rs. 100/-                                | 8,90,000           | 8,90,000           |
| 30630 Shares of Babson Allos Pvt. Ltd. of Rs. 100/-  | 30,63,000          | 30,63,000          |
| 2250000 Shares of Mittal Udyog Indore Pvt. Ltd. of Rs. 10/-                                  | 2,25,00,000        | 2,25,00,000        |
|  | <u>3,47,53,000</u> | <u>3,47,53,000</u> |
| Gross Total of Investments   | 8,32,39,200        | 8,32,39,200        |
| Less : Provision in Diminution in value of Investments                                       | 47,844             | 35,833             |
| Total Value of Investments   | <b>8,31,91,356</b> | <b>8,32,03,367</b> |
| Aggregate amount of Quoted Investment  | 61,200             | 61,200             |
| Aggregate amount of Market Value   | 13,356             | 25,367             |
| Aggregate amount of Un-Quoted Investment   | 8,31,78,000        | 8,31,78,000        |
| <b>9 LONG TERM LOANS &amp; ADVANCES</b>  |                    |                    |
| <b>a. Unsecured Considered good</b>  |                    |                    |
| Security Deposits  | 20,193             | 30,193             |
| Income Tax Refund Recievable   | 3,75,568           | 3,67,438           |
|  | <u>3,95,761</u>    | <u>3,97,631</u>    |
| <b>10. INVENTORIES</b>   |                    |                    |
| <b>a. Stock in Trade of Shares (Trading Activity)</b>  | 2,12,887           | 2,12,887           |
|  | <u>2,12,887</u>    | <u>2,12,887</u>    |
| <b>b. All Inventories Valued at Cost of Net Realizable Value whichever is lower.</b>         |                    |                    |
| <b>11. CASH &amp; CASHEQUIVALENTS</b>  |                    |                    |
| Cash in Hand   | 24,530             | 10,014             |
| Balance with Bank  | 1,67,458           | 3,13,443           |
| <b>Total of Cash &amp; Cash Equivalents</b>  | <b>1,91,988</b>    | <b>3,23,457</b>    |
| <b>12. SHORT TERM LOANS &amp; ADVANCES</b>   |                    |                    |
| Unsecured Considered good  |                    |                    |
| <b>a. Capital Advances</b>   | 0                  | 35,00,000          |
| <b>b. Prepaid Expenses</b>   | 11,236             | 11,030             |
| <b>c. Unsecured Loans to Parties and Individual considered good</b>                          | 1,50,34,704        | 1,07,75,227        |
|  | <u>1,50,45,940</u> | <u>1,42,86,257</u> |
| <b>b. No Loans &amp; Advances have been given to the Director / Officers of the Company.</b> |                    |                    |



## *Amit Securities Limited*

### Notes to the Accounts for the year Ended 31st March 2013

|   | 31.03.2013         | 31.03.2012         |
|---|--------------------|--------------------|
| <b>13. REVENUE FROM OPERATIONS</b>          |                    |                    |
| Sale of Products (Traded Goods)             | 4,26,57,667        | 1,33,56,458        |
| Interest Income                             | 12,02,399          | 10,20,190          |
| Dividend                                    | 731                | 0                  |
|   | <b>4,38,60,797</b> | <b>1,43,76,648</b> |
| Details of Traded Goods                     |                    |                    |
| Aluminium Utensils                          | 4,26,57,667        | 1,33,56,458        |
|   | <b>4,26,57,667</b> | <b>1,33,56,458</b> |
| <b>14. PURCHASE OF STOCK IN TRADE</b>       |                    |                    |
| Aluminium Utensils                          | 4,20,42,928        | 1,31,35,781        |
|   | <b>4,20,42,928</b> | <b>1,31,35,781</b> |
| <b>15. CHANGES IN INVENTORY</b>             |                    |                    |
| Opening Stock of Inventories                |                    |                    |
| Stock in Trade (Trading Activity)           | 2,12,887           | 2,12,887           |
|   | <b>2,12,887</b>    | <b>2,12,887</b>    |
| Less : Closing Stock of Inventory           |                    |                    |
| Stock in Trade (Trading Activity)           | 2,12,887           | 2,12,887           |
|   | <b>2,12,887</b>    | <b>2,12,887</b>    |
|   | <b>0</b>           | <b>0</b>           |
| Details of Inventories                      |                    |                    |
| Shares of Equity Shares of Listed Companies | 2,12,887           | 2,12,887           |
|   | <b>2,12,887</b>    | <b>2,12,887</b>    |
| <b>16. EMPLOYEE BENEFIT EXPENSES</b>        |                    |                    |
| Salaries & Wages                            | 3,79,080           | 4,15,345           |
| Staff Welfare Expenses                      | 6,402              | 5,990              |
|   | <b>3,85,482</b>    | <b>4,21,335</b>    |
| <b>17. OTHER EXPENSES</b>                   |                    |                    |
| Advertisement Expenses                      | 69,976             | 30,796             |
| Conveyance Expenses                         | 0                  | 2,352              |
| Legal & Professional Charges                | 1,08,955           | 78,890             |
| Listing Fees                                | 91,798             | 1,20,665           |
| General Expenses                            | 17,985             | 17,525             |
| Postage                                     | 19,183             | 11,865             |
| Printing & Stationery                       | 13,290             | 11,400             |
| Professional Tax                            | 5,000              | 5,000              |



**Notes to the Accounts for the year Ended 31st March 2013**

|   | <b>31.03.2013</b> | <b>31.03.2012</b> |
|---|-------------------|-------------------|
| Registrar Fees & Expenses                 | 69,462            | 61,768            |
| Rent                                      | 83,000            | 1,21,250          |
| Facility Charges                          | 15,000            | 0                 |
| Telephone Expenses                        | 20,552            | 16,303            |
| Travelling Expenses                       | 21,769            | 5,200             |
| Computer Expenses                         | 0                 | 2,850             |
| Round Off Accounts                        | 0                 | 17                |
| Auditor Remuneration                      | 25,844            | 26,884            |
| Diminution in Values of Shares            | 12,011            | 2,788             |
|   | <b>5,73,825</b>   | <b>5,15,553</b>   |
| Details of Payment to Auditors            |                   |                   |
| As Auditor                                |                   |                   |
| Audit Fee                                 | 15,000            | 15,000            |
| Tax Audit Fee                             | 5,000             | 5,000             |
| Limited Review                            | 3,000             | 4,000             |
| Service Tax                               | 2,844             | 2,884             |
|   | <b>25,844</b>     | <b>26,884</b>     |
| <b>18. FINANCIAL COST</b>                 |                   |                   |
| Bank Charges                              | 1,519             | 3,348             |
|   | <b>1,519</b>      | <b>3,348</b>      |
| <b>19. TAX EXPENSES</b>                   |                   |                   |
| <b>a. Income Tax</b>                      |                   |                   |
| Current Year                              | 4,00,000          | 2,25,000          |
| Excess / Short Provision of Previous Year | – 8,423           | – 384             |
| Less : MAT Credit Entitlement             | 0                 | 0                 |
|   | <b>3,91,577</b>   | <b>2,24,616</b>   |
| <b>b. Deferred Tax</b>                    |                   |                   |
|   | – 903             | 1,008             |
|   | <b>3,90,674</b>   | <b>2,25,624</b>   |

**20. RELATED PARTY DISCLOSURE**

**a. Names of Related Parties and Related Party Relationship**

| Name of Related Party | Relation              |
|-----------------------|-----------------------|
| Arun Kumar Jain       | Key Managerial Person |



**Notes to the Accounts for the year Ended 31st March 2013**

**31.03.2013      31.03.2012**

b. The details of the related party transactions entered into by the Company

Particulars

Revenue Transactions

Key Management Person

Reimbursement of Expenses

5,260

24,775

**21. SEGMENT REPORTING**

a. Identification of Segments

The Operation of Company relates to Only one business segment of carrying Investments and Trading of Shares and Advances, hence no separate information is required to be given.

**22. EARNING PER SHARE**

Particulars

Profit / Loss After Tax

4,54,389

60,519

Less : Dividends on Preference Shares and Tax Thereon

0

0

Net Profit

4,54,389

60,519

No. of Shares Basic

71,00,000

71,00,000

No. of Shares Diluted

71,00,000

71,00,000

Earning Per Share Basic

0.06

0.01

Earning Per Share Diluted

0.06

0.01

**23. LEASES**

The Company has not acquired any assets either on Finance, lease or under operating lease on which "AS-19-Lease" issued by the Institute of Chartered Accountants of India are applicable.

**24. EMPLOYEE BENEFIT**

No Provision for Gratuity and Leave Encashment as required by AS-15 has been made as the required eligible number of employee with the Company are below then required by the relevant acts, hence no disclosure was required to be made.

**25. DISCLOSURE UNDER MICRO SMALL AND MEDIUM ENTERPRISES DEVELOPMENT LIMITED**

There are no transactions done by the company with Micro Small and Medium Enterprises

**26. VALUES OF IMPORTS CALCULATED ON CIF BASIS**

0

0

**27. EXPENDITURE IN FOREIGN CURRENCY (ACCRUAL BASIS)**

0

0

**28. RAW MATERIAL CONSUMPTION**

31.03.2013

% 31.03.2012

%

Imported

0

0

0

0

Indigenious

0

0

0

0



**Notes to the Accounts for the year Ended 31st March 2013**

**31.03.2013      31.03.2012**

**29. CONTINGENT LIABILITY / COMMITMENTS**

Particulars

Contingent Liabilities 0                      0

Commitments

Estimated Amount of Capital Contracts Pending to be executed 0                      0

Estimated Amount of Revenue Contracts Pending to be executed 0                      0

**30.** In the opinion of the Board, the Current Assets, Loans & Advances are approximately of the value which are stated in the Balance Sheet if realized in the ordinary course of business.

**31. PREVIOUS YEAR FIGURES**

Previous Year Figures have been reclassified / regrouped wherever found necessary.

As per our report of Even Date

**For M. Mehta & Company**  
(Chartered Accountants)  
Firm Regn No. 000957C

**For and on Behalf of the Company**

CA NITIN BANDI  
PARTNER  
Memb. No. 400394

Hemant Sharma  
Managing Director

Shirish Agrawal  
Director

**PLACE : INDORE**

**DATE : 30-05-2013**



**FIXED ASSETS SCHEDULE**

| Particulars              | Original Cost   |                             |                              | Depreciation and amortization |                             |                              | Net book value |               |
|--------------------------|-----------------|-----------------------------|------------------------------|-------------------------------|-----------------------------|------------------------------|----------------|---------------|
|                          | 01.04.2012      | Additions during the period | Deductions during the period | 01.04.2012                    | Additions during the period | Deductions during the period | 31.03.2013     | 31.03.2012    |
| <b>Tangible assets :</b> |                 |                             |                              |                               |                             |                              |                |               |
| Computer equipment       | 77,960          | 0                           | 0                            | 51,562                        | 9,478                       | 0                            | 16,920         | 26,398        |
| Furniture and fixtures   | 52,694          | 0                           | 0                            | 41,534                        | 2,502                       | 0                            | 8,658          | 11,160        |
|                          | 1,30,654        | 0                           | 0                            | 93,096                        | 11,980                      | 0                            | 25,578         | 37,558        |
| <b>Total</b>             | <b>1,30,654</b> | <b>0</b>                    | <b>0</b>                     | <b>93,096</b>                 | <b>11,980</b>               | <b>0</b>                     | <b>25,578</b>  | <b>37,558</b> |
| Previous year            | <b>1,02,554</b> | <b>28,100</b>               | <b>0</b>                     | <b>78,608</b>                 | <b>14,488</b>               | <b>0</b>                     | <b>37,558</b>  | <b>23,946</b> |





**ANNEXURE FORMING PART OF BALANCE SHEET AS AT 31, MARCH, 2013**

**31.03.2013      31.03.2012**

**BANK BALANCE**

(WITH SCHEDULED BANKS CURRENT A/CS)

|                            |                 |                 |
|----------------------------|-----------------|-----------------|
| BANK OF INDIA, MUMBAI      | 50,182          | 50,182          |
| BANK OF INDIA, INDORE      | 15,640          | 15,074          |
| HDFC BANK CURRENT A/C      | 90,777          | 1,97,329        |
| AXIS BANK LTD. CURRENT A/C | 10,859          | 50,858          |
|                            | <b>1,67,458</b> | <b>3,13,443</b> |

**ADVANCE & DEPOSITS**

|  |                 |                  |
|--|-----------------|------------------|
| DEPOSIT-MTNL                                   | 6,000           | 6,000            |
| SECURITY DEPOSIT                               | 499             | 499              |
| RENT DEPOSIT INDORE OFFICE                     | 0               | 10000            |
| DEPOSIT WITH SALES TAX DEPT (FDR)              | 13,694          | 13,694           |
| PREPAID REGISTRAR FEES                         | 11,236          | 11,030           |
| I. TAX REFUND RECEIVABLE                       | 375,568         | 3,67,438         |
| ASHWARYA ORGANISERS (ADVANCE AGAINST PROPERTY) | 0               | 35,00,000        |
|  | <b>4,06,997</b> | <b>39,08,661</b> |

**OTHER LIABILITIES**

|                             |               |               |
|-----------------------------|---------------|---------------|
| TDS PAYABLE                 | 393           | 791           |
| PROFESSIONAL TAX PAYABLE    | 0             | 2,500         |
| EXP. PAYABLE                | 575           | 1,750         |
| M. MEHTA & CO               | 34,167        | 27,987        |
| ANKIT CONSULTANCY PVT. LTD. | 3,540         | 0             |
| RASHI JOSHI                 | 5,600         | 0             |
| SALARY PAYABLE              | 19,910        | 0             |
|                             | <b>64,185</b> | <b>33,028</b> |

**ATTENDANCE SLIP**  
**AMIT SECURITIES LIMITED**

**Reg. Office :** 308,D-Wing, Karen Co-op. Housing Society Ltd,  
Opp CIF, Near BMC Garden, Yarli Road Versova  
Andheri(w) Mumbai 400061 India

**Please complete this attendance Slip and hand it over at the Entrance on the Meeting Hall**

1. Name of attending Member .....  
(In Block Letters)
2. Ledger Folio No. / Client ID .....
3. No. of Shares held .....
4. Name of Proxy (In Block Letters) .....

I hereby record my presence at the 21<sup>th</sup> Annual General Meeting held at the at 308,D-Wing, Karen Co-op. Housing Society Ltd, Opp CIF, Near BMC Garden, Yarli Road Versova Andheri(w) Mumbai 400061 India on Monday 12<sup>th</sup> August, 2013 at 3 p.m.

Member's / Proxy's Signature

**Note :** The copy of the Annual Report may please be brought to the Meeting Hall.

---

**Proxy Form**

**AMIT SECURITIES LIMITED**

**Reg. Office :** 308,D-Wing, Karen Co-op. Housing Society Ltd,  
Opp CIF, Near BMC Garden, Yarli Road Versova  
Andheri(w) Mumbai 400061 India

Ledger Folio No. / Client ID ..... No. of Shares Held .....

I/We .....

of .....

being a member/members of above named company, hereby appoint .....

..... of .....

or failing him/her .....

of .....

as my/our proxy to attend and vote for me/us on my/our behalf at the 21<sup>th</sup> Annual General Meeting of the company to be held at the Regd. office at **Reg. Office :** 308,D-Wing, Karen Co-op. Housing Society Ltd, Opp CIF, Near BMC Garden, Yarli Road Versova Andheri(w) Mumbai 400061 India on Monday 12<sup>th</sup> August, 2013 at 3 p.m. and at any adjournment thereof.

signed this .....day of .....2013      Signature      

|                                       |
|---------------------------------------|
| Affix Revenue<br>Stamp of<br>Rs. 1.00 |
|---------------------------------------|

 .....

**Note :**

1. The Proxy form must be deposited at the Registered Office of the Company not less than 48 hours before the time of holding the meeting.
2. Shareholders are requested to advise, including their folio numbers / Client ID, the change in their address, if any to the Registrar and Share Transfer Agent.



***AMIT SECURITIES LIMITED***

***21<sup>th</sup> ANNUAL REPORT  
2012-2013***

**BOOK-POST**

If undelivered, please return to :

***Amit Securities Limited***

2, Shivaji Nagar, Indore-452003

