



19<sup>TH</sup>

**ANNUAL  
REPORT**

2012-13



**MOONGIPA SECURITIES LIMITED**  
**ENDURING VALUES NEW AGE THINKING**



## BOARD OF DIRECTORS

1. SH. SANJAY JAIN
2. SMT. POOJA JAIN
5. SH. AJAY PRAKASH NARAIN

## AUDITORS

M/S SAXENA & SAXENA  
Chartered Accountants  
New Delhi - 110 001

## COMPANY SECRETARY

SH. SANJEEV JAIN

## REGISTERED OFFICE

18/14, W.E.A. Pusa Lane,  
Karol Bagh  
New Delhi - 110 005

## SHARE TRANSFER AGENT

M/S FINTECH COMPU SYSTEMS LTD.  
WZ-1390/4, 3rd Floor, Pankha Road,  
Nangal Raya,  
New Delhi - 110 046

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**NOTICE**

Notice is hereby given that the 19<sup>th</sup> Annual General Meeting of the members of MOONGIPA SECURITIES LIMITED will be held on Thursday, the 25<sup>th</sup> July, 2013 at 11.00 A.M. at Rajhans Banquet Hall, Qutab Garh, Delhi-110039 to transact the following business.

**ORDINARY BUSINESS**

- To Receive, Consider, and Adopt Balance Sheet as at 31<sup>st</sup> March 2013 and Profit & Loss Account for the year ended on that date and alongwith Report of the Board of Directors and Auditors thereon.
- To appoint director in place of Mr. Ajay Prakash Narain who retires by rotation and being eligible offers himself for re-appointment.
- To appoint the Statutory Auditors of the company, and to fix their remuneration.

By order of the Board

Place : New Delhi  
Date : 30<sup>th</sup> May, 2013

Sanjay Jain  
Whole-Time Director

**NOTES :**

- MEMBER ENTITLED TO ATTEND & VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND & VOTE INSTEAD OF HIM/HERSELF AND THE PROXY NEED NOT BE THE MEMBER OF THE COMPANY. PROXY IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
- The relevant Explanatory statement pursuant to Section 173(2) of the Companies Act, 1956, in respect of Item no 4 the Notice set about above, is annexed hereto.
- All documents referred to in the accompanying Notice are open for inspection at the Registered office of the company during the office hours on all working days between 11.00 A.M. to 1.00 P.M. before the date of Annual General Meeting
- Members/ Proxies should bring the attendance slip duly filled in for attending the meeting.
- The Register of Members shall remain closed from 18<sup>th</sup> July to 25<sup>th</sup> July, 2013. (Both days inclusive)
- Shareholders seeking any information and having any query with regard to accounts are requested to write the company early so as to enable the Management to keep the information ready.
- Members are requested to bring their own copies of Annual Report; no spare copies will be available at the venue of meeting.
- Details of Directors seeking re-appointment in the ensuing Annual General Meeting pursuant to clause 49 of the listing agreement.

Name of the Director	Mr. Ajay Prakash Narain
Age	54 Years
Qualification	M.Com
Profile/Expertise in Specific functional Areas	He has wide experience in Corporate and Legal Affairs.
List of other Public Limited Company in which the Director Holds Directorship as on 31-03-2013.	NIL
Chairman/Member of the Committees of the Board of Companies in which he is a Director as on 31-03-2013.	NIL
Share holding as on 31-03-2013.	NIL

By order of the Board

Place : New Delhi  
Date : 30<sup>th</sup> May, 2013

Sanjay Jain  
Whole-Time Director

**DIRECTORS' REPORT**

To the Members,

Your directors have the pleasure in presenting the 19<sup>th</sup> Annual Report together with Audited Statement of Accounts of your Company for the year ended 31<sup>st</sup> March 2013.

**FINANCIAL RESULTS**

Financial results of the company for the year under review are summarized below:

	(Rs in Lacs) Year Ended 31.03.2013	(Rs. in Lacs) Year Ended 31.03.2012
Profit before Depreciation	1.72	15.23
Less: Depreciation	0.18	0.38
Profit before Tax	1.54	14.85
Provision for Taxation	0.85	1.03
Deferred Tax	0.27	0.28
Profit before Tax	0.42	13.54

**DIVIDEND**

To conserve the resources the Directors have not recommended any dividend for the year ended 31.03.2013.

**OPERATIONS & FUTURE PROSPECTS**

The performance of your company for the year under review is satisfactory seeing the current market conditions. During the year 2012-13 the stock market witnessed sharp ups & heavy corrections & despite the instability of the bourses your company has been able to continue its profitability during the year. The changes in the volume of turnover & profitability may be attributable to the changing volumes & movements of indices.

**PUBLIC DEPOSITS**

In terms of the provisions of Section 58A of the Act read with companies (Acceptance of deposit rules), 1975, your company has not accepted any deposits from public and as such no amount of principal or interest was outstanding on the date of the Balance Sheet.

**DIRECTOR**

Mr. Ajay Prakash Narain, Director of your company, retires by rotation and being eligible offers himself for reappointment.

**DIRECTOR'S RESPONSIBILITY STATEMENT**

According to the best of their knowledge & belief and of the information and documents collected by them, your Directors report that:

- In the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- We have selected such accounting policies and applied them consistently and made judgements and estimates that are responsible and prudent so as to give a true & fair view of the state of affairs of the company at the end of financial year 2012-2013 and of the Profit & Loss of the company for the period under report.
- We have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- We have prepared the annual accounts on a going concern basis.

**CORPORATE GOVERNANCE**

As per clause 49 of the listing agreement with the Stock Exchanges, a separate section of Corporate Governance report together with the certificate from the Company's Auditors confirming compliance is set out in the Annexure forming part of this report.

**AUDITORS**

M/s Saxena & Saxena, Chartered Accountants, the Statutory Auditors of the company will retire at the conclusion of the Annual General Meeting and being eligible for reappointment consented to be reappointed for another term. Necessary certificates pursuant to Section 224(1)(B) of the Companies Act 1956 have been obtained from the Auditors and that they are not disqualified for re-appointment within the meaning of Section 226 of the Act.

**AUDITORS REPORT**

The company has only few employees and the provision for gratuity has been made on the estimated basis but not on actuarial valuation as required by AS-15 on employee benefits.

The observations of the Auditors and the relevant notes on the accounts are self-explanatory & therefore do not call for any further comments.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE INCOME/ OUTFLOW**

Additional information on conservation of energy, technology absorption as required under Sec. 217 (1)(e) Of the Companies Act, 1956 is not applicable, as the company is a Non-Manufacturing Company. During the year under review there has been no foreign exchange Income/Out flow.

**PARTICULARS OF EMPLOYEES**

As required by Section 217(2A) of the Companies Act 1956 read with the companies (Particulars of employees) Rules, 1975. There is no employee in the aforesaid category.

**ACKNOWLEDGEMENT**

Your directors wish to convey their appreciation to all employees for their individual and collective contribution towards satisfactory performance of the company. Their dedication & contribution has been instrumental in the success of the company in achieving the organizational goals. The Directors would also like to thank the Shareholders, Bankers, Stock Exchanges, Valued Clients, and Government Agencies for their co-operation & confidence reposed in the management.

For & On behalf of the Board of Directors

Chairman

Place : New Delhi

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

**MANAGEMENT DISCUSSION AND ANALYSIS****1. Industry Trends and Business Analysis**

The Stock Market has been showing a remarkable upward journey. Others broad-based indices also recorded a similar trend.

Seen under the aforesaid backdrop the Company has been able to state a modest recovery and postpositive results.

**2. Opportunities, Threats & Outlook**

The economy is expected to record a good growth for the previous fiscal and with the continuity in the growth-oriented policies; the stock market is expected to continue the buoyancy. The activation of the dormant primary market also well for the overall growth and depth of the market. Your Company being Stock-broking Company is exposed to the normal market threats associated with the business and faces competition from the other plays other funds. However, with its positive outlook and aggressive policy, your Company hopes to ward off any threat posed before it.

**3. Risk and Concerns**

Since the primary and main business of the Company is dealing in Securities the risk factors and the Concerns affecting the business of your Company revolves mainly around the risks associate with the stock market. However, thought careful and prudent investment decision by the management, it is constantly endeavored to minimise these risks.

**4. Internal control system and their adequacy**

The Company has adequate internal control systems commensurate with the size of the business duly supplemented with an internal audit to ensure against any unauthorized use or disposition of assets.

**5. Human Resources**

Your Company has required manpower to manage its activities keeping in view its emphasis on cost reduction. The Company recognizes the importance of human resources in achieving success in its commercial pursuits and follows a good man management policy.

**6. Share Capital**

During the year, there was no change in the share capital of the company.

**7. Cautionary statement**

Statements in this "Management Discussion and Analysis Report" describing the Company objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and India demand supply conditions, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, and economic developments within India.

**CEO AND CFO CERTIFICATION**

We, Sanjay Jain and Pooja Jain, Directors, responsible for the finance function certify that:

- a) We have reviewed the financial statements and cash flow statement for the year ended 31<sup>st</sup> March, 2013 and to the best of our knowledge and belief:
  - i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting standards, applicable laws and regulations.
- b) To the best of our knowledge and belief, no transactions entered into by the company during the year ended 31st March, 2013 are fraudulent, illegal or violative of the company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware, have been disclosed to the auditors and Audit Committee and steps have been taken to rectify these deficiencies.
- d) i) There has not been any significant change in internal control over financial reporting during the year under reference;  
ii) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and  
iii) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

New Delhi  
30-05-2013

Sanjay Jain  
Whole-Time Director

Pooja Jain  
Director

**CORPORATE GOVERNANCE REPORT - 2012-13****1. COMPANY'S PHILOSOPHY**

Moongipa Securities Ltd's Corporate Governance philosophy encompasses not only regulatory and legal requirements, such as the terms of listing agreements with stock exchanges, but also several voluntary practices aims at a superior level of business ethics, effective supervision and enhancement of shareholder's value.



**2. BOARD OF DIRECTORS**

**Composition of the Board**

The Board of Directors of the Company consists of three Members.

During the year under review, Seven Board Meetings were held on:-

12<sup>th</sup> April 2012, 24<sup>th</sup> May 2012, 30<sup>th</sup> July 2012, 26<sup>th</sup> September 2012, 30<sup>th</sup> October 2012, 19<sup>th</sup> December 2012, 31<sup>st</sup> January 2013.

Constitution of Board of Directors as on 31<sup>st</sup> March 2013 and related information's:

Director	Category/ Date of Ap- pointment	No. of Board Meetings Attended	Attendance At the AGM Held on 19/07/2012	No. of Outside Director- ship (*)	No. of Outside Committee(s) on which Member Chairman
Sanjay Jain	Executive /18/03/1994	07	Yes	1	1
Pooja Jain	Non- Executive Independent /31/10/2005	07	Yes	Nil	Nil
Ajay Prakash Narain	Non- Executive Independent /22/07/2010	05	Yes	Nil	Nil

\* Excluding Directorship in Private, Foreign Companies, and Companies, which are, granted license under section 25 of the Companies Act 1956

**3. POSTAL BALLOT**

During the preceding financial year, no resolution was passed through postal ballot and presently no resolution has been proposed to be passed through postal ballot.

**4. COMMITTEES OF THE BOARD**

**(a) AUDIT COMMITTEE**

The role and the functions of the Audit Committee are as per the guidelines set out in the listing agreement with the stock exchanges and as per Companies Act 1956. The Committee acts as a link between the statutory auditors and the Board of Directors.

The responsibility of the Audit Committee include the overseeing of the financial reporting process to ensure fairness, adequate disclosures and credibility of financial statements, recommendation of appointment and removal of statutory auditors, review of the adequacy of internal control systems.

**Composition**

The Audit Committee comprised three directors. There were 4 meetings of the Committee during the year.

The details of composition of the Committee, dates, and attendance at its meetings are given below:

**Date of meeting(s):**

24<sup>th</sup> May 2012, 30<sup>th</sup> July 2012, 30<sup>th</sup> October 2012 and 31<sup>st</sup> January 2013.

The attendance during the current year is as under:

Members	Categories of Directorship	Meetings Attended
Ajay Prakash Narain	Member	3
Pooja Jain	Chairman	4
Sanjay Jain	Member	4

**(b) SHARE TRANSFER & INVESTORS GRIEVANCE COMMITTEE**

The Share Transfer & Investors Grievance Committee consists of two directors –Mr. Sanjay Jain and Mrs. Pooja Jain and chaired by Mr. Sanjay Jain.

The function and powers of the committee include approval and rejection of transfer and transmission of Shares, issue of duplicate certificates, review and redress of Shareholders and investor complaints relating to transfer of shares, non-receipt of dividends and non-receipt of Annual Report etc.

Committee meets twice in the year.

**Name and designation of Compliance Officer:**

Mr. Sanjay Jain, Director

**Investor's service:**

No. of Complaints/Correspondence received during the year ended March 31, 2013	NIL
No. of Complaints resolved to the Satisfaction of shareholders during the year:	NIL
No. of pending Share transfers as on 31 <sup>st</sup> March 2013	NIL

**(C) REMUNERATION AND COMPENSATION COMMITTEE**

Remuneration Committee consists of two directors – Mr. Sanjay Jain and Mrs. Pooja Jain and is chaired by Mr. Sanjay Jain.

The functions of the Remuneration Committee include recommendation of appointments to the Board, evaluation of the performance of the staff and also remuneration to the staff.

Committee met twice in the year.

**5. DISCLOSURES**

- There are no materially significant transactions made by the Company with its promoters, directors or management, their subsidiaries or relatives etc. that may have potential conflict with the interest of the Company at large.
- No penalties have been imposed on the Company by the Stock Exchanges or the Securities and Exchange Board of India or any statutory authority on any matter related to capital markets during the last three years.
- There was no fresh public issue/right issue/preferential issues etc. during the financial year 2012-13.

**6. MEANS OF COMMUNICATION**

The Board of Directors of the Company approved and has taken on record the unaudited financial results within one month of close of quarter / half year and has communicated these and annual results to all the Stock Exchanges where the shares of the Company are listed and also published the same in the Dainik Mahalaxmi Bhagyodaya.

**7. SHAREHOLDER'S INFORMATION**

**19<sup>th</sup> Annual General Meeting**

Date	25 <sup>th</sup> , July 2013
Time	11.00 A.M.
Venue	Rajhans Banquet Hall, Qutab Road, Delhi-110039.

**FINANCIAL CALANDER: APRIL 2013 TO MARCH 2014**

First Quarter results	Last week of July 2013
Half Yearly Results	Last week of October 2013
Third Quarter results	Last week of January 2014
Results for the year	Last week of May 2014
Ending March 2014	
Dates of Book Closure	18 <sup>th</sup> July to 25 <sup>th</sup> July, 2013. (Both days inclusive)

**8. SHARE DETAILS**

Listed at : The Delhi Stock Exchange Association Ltd.  
Jaipur Stock Exchange Ltd.  
Ahmedabad Stock Exchange Ltd.

**Stock Code:**

Stock Exchange	Stock Code
DSE	13316
JSE	407
ASE	37878

**9. Market Price Data:** During April 2012 to March 2013 the data were not available as there were no trading of shares in the Delhi Stock Exchange. The last traded price was Rs. 23.90.

**10. Nomination Facility:**

The Companies (Amendment) Act, 1999, has provided for a nomination facility to the Shareholders of the Company. The Company is pleased to offer the facility of nomination to Shareholders and Shareholders may avail this facility by sending the duly completed Form 2B to the Registered office of the Company / Registrar and Transfer Agent of the Company in case the shareholding is in physical form.

**11. Share Transfer System:** Share Transfer Committee meets and approves share transfers. Fintech Compu Systems Ltd, Company's Registrar, & Share Transfer Agents process these transfers. Share transfers are registered and returned within 30 days from the date of lodgment if documents are complete in all respect.

**12. Registrar and Transfer Agents:**

M/s Fintech Compu Systems Ltd.  
WZ-1390/4, 3<sup>rd</sup> Floor, Pankha Road,  
Nangal Raya, New Delhi-110046

**13. Distribution of the shareholding as on 31<sup>st</sup> March 2013**

Range	No. of Share Holders	% of Share Holders	No. of Shares	% of Share Holding
1-500	1039	65.06	518900	10.36
501-1000	485	30.37	467400	9.33
1001-2000	4	0.25	6600	0.13
2001-3000	31	1.94	77750	1.55
3001-4000	4	0.25	13450	0.27
4001-5000	0	0.00	0.00	0.00
5001-10000	3	0.19	17600	0.35
10001 and above	31	1.94	3908500	78.01
<b>Total</b>	<b>1597</b>	<b>100.00</b>	<b>5010200</b>	<b>100.00</b>

**14. Categories of Shareholders as on 31<sup>st</sup> March 2013.**

Category	No. of Shares Held	% of Shareholding
Promoters & Directors	2378975	47.48
Others (Individuals/ Corporate Bodies)	2631225	52.52

**15. Location and time of General Meetings held in last three years.**

Year	AGM/ EGM	Location	Date	Time
2011-12	AGM	C-81, Sector-1, Bawana, Delhi	19/07/2012	10.30 A.M
2010-11	AGM	Gupta Farms Village Hollambi	14/07/2011	10.30 A.M
2009-10	AGM	Gupta Farms Village Hollambi	15/09/2010	10.30 A.M

**16. ADDRESS FOR CORRESPONDENCE**

Registered Office :-18/14, W.E.A., Pusa Lane, Karol Bagh, New Delhi-110005.

For & On behalf of the Board

Chairman

Place: New Delhi

Date 30-05-2013

**AUDITORS' CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT**

We have examined the compliance of conditions of Corporate Governance by Moongipa Securities Limited for the year ended on 31<sup>st</sup> March 2013 as stipulated in clause 49 of the Listing Agreement of the said Company with stock exchange.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with all the mandatory conditions of corporate governance as stipulated in the above mentioned Listing Agreement.

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

For Saxena & Saxena  
Chartered Accountants  
(Firm Regn. No. 006103N)

Place: New Delhi  
Date: 30-05-2013

D.K. Saxena  
Partner  
M. No.82118

**INDEPENDENT AUDITORS' REPORT****To The Members of Moongipa Securities Limited**

We have audited the accompanying financial Statements of Moongipa Securities Limited which comprise Balance Sheet as at 31<sup>st</sup> March 2013 and Statement of Profit & Loss & Cash Flow Statement for the year ended and a summary of Significant Accounting Policies and other explanatory information.

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). 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

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.

In our opinion and to the best of our information and according to the explanations given to us, the said accounts read with the notes thereon gives the information required by the Companies Act 1956 in the manner so required and give a true and fair view.

- In case of the Balance Sheet of the state of affairs of the company as at 31<sup>st</sup> March 2013,
- In case of the Profit and loss Account of the Profit of the Company for the year ended as on that date and
- In case of Cash Flow Statement of the cash flows for the year ended on that date.

Further to our comments in the Annexure referred to above, we report that:-

- 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.
- In our opinion, proper books of accounts as required by law have been kept by the Company, so far as appears from our examination of those books.



- (iii) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account.
- (iv) In our opinion the Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of Companies Act 1956 *except AS-15 on Employee Benefits as the company has provided the liability of gratuity on estimated basis in place of actuarial valuation.*
- (v) On the basis of written representations received from the directors, as on 31<sup>st</sup> March, 2013, and taken on record by the Board of Directors, we report that none of the Director is disqualified as on 31<sup>st</sup> March, 2013 from being appointed as a Director in terms of clause (g) of sub section (1) of section 274 of the Companies Act, 1956.

For Saxena & Saxena  
Chartered Accountants  
(Firm Regn. No. 006103N)

Place: New Delhi  
Date: 30-05-2013

D.K. Saxena  
Partner  
M. No.82118

**Annexure to the Auditors' Report**

**Annexure to the Auditor's report of even date to the members of Moongipa Securities Limited on the financial statements for the year ended on 31<sup>st</sup> March, 2013.**

Based on the audit procedures performed for the purpose of reporting a true & fair view on the financial statements of the company and taking into consideration the information and explanations given to us and the books of accounts and other records examined by us in the normal course of audit, we report that:

- i. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of fixed assets is reasonable having regard to the size of the Company and the nature of its assets.
- (c) As informed to us company has not disposed off any substantial fixed assets during the year. Therefore, provisions of clause 4 (i) (c) are not applicable
- ii. (a) The inventory has been physically verified by the management during the year.
- (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 company and nature of its business.
- (c) On the basis of our examination of the inventory records, in our opinion, the company is maintaining proper records of Inventory. No discrepancies were noticed on physical verification as compared to book records.
- iii. (a) In our opinion and according to the information and explanations given to us, the company has neither granted nor taken any loans secured or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the companies Act, 1956. So, provisions of clauses 4(iii) (a),(b),(c),(d),(e),(f),(g) are not applicable
- iv. In our opinion and according to the information and explanations given to us, there is adequate internal control procedure commensurate with the size of the Company and the nature of its business with regard to purchase of inventory, fixed assets and with regard to the sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls.
- v. (a) In our opinion, no contract or arrangements have been made with the parties covered in the register maintained under section 301 of the

Act. so Provisions of Clause 4 (v) (a), (b) are not applicable to the company.

- vi. The Company has not accepted any deposits from the public. Accordingly, sub clause(c) of clause VI is not applicable.
- vii. In our opinion the Company has an internal audit system commensurate with the size and nature of its business.
- viii. As informed to us, the maintenance of cost records has not been prescribed by the Central Government under section 209(1) (d) of the Companies Act, 1956, in respect of the activities carried on by the Company.
- ix. (a) According to records of the Company examined by us and the information and explanations given to us, no undisputed statutory dues including provident fund, employee's state insurance, income tax, sales tax, wealth tax, excise duty, cess and other material statutory dues applicable to it were outstanding, as at 31<sup>st</sup> March 2013 for a period of six months from the date they became payable
- (b) According to the information & explanation given to us, there are no sales tax, Income tax, Custom duty, wealth tax, excise duty and cess which have not been deposited on account of any dispute.
- x. The Company does have accumulated losses at the end of the financial year and has incurred no cash losses in the financial year and the immediately preceding financial year.
- xi. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayments of dues to any financial institution or Bank or debenture holders. So this Clause is not applicable.
- xii. In our opinion and according to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii. In our opinion, the Company is not a chit fund or a Nidhi Mutual benefit fund/ society. Therefore the provision of clause 4(iii) of the companies (Auditors Report) Order, 2003 are not applicable to the Company.
- xiv. Based on our examination of the records, we are of the opinion that proper records have been maintained of the transactions & contracts and timely entries have been made in those records. The company is holding shares & other investments in its own name to the extent of exemption granted under section 49 of the Act.
- xv. In our opinion and according to the information and explanations given to us, the Company has not given any guarantees for loans taken by others from banks or financial institutions.
- xvi. According to the information & explanation given to us company has not raised any term loan during the year so this clause is not applicable to the company..
- xvii. According to the Information & Explanations given to us Provisions of Clause 4 (xvii), (xviii), (xix) are not applicable to the Company.
- xx. During the year concerned by our audit report, the Company has not raised any money by way of public issue.
- xxi. 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.

For Saxena & Saxena  
Chartered Accountants  
(Firm Regn. No. 006103N)

Place: New Delhi  
Date: 30-05-2013

D.K. Saxena  
Partner  
M. No.82118



**BALANCE SHEET AS AT 31ST MARCH, 2013**

Particulars	Note No.	Amount in Rs.	
		Figures as at the end of Current Reporting Period	Figures as at the end of Previous Reporting Period
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
(a) Share capital	1	50,102,000.00	50,102,000.00
(b) Reserves and surplus	2	14,474,675.59	14,433,193.67
		<u>64,576,675.59</u>	<u>64,535,193.67</u>
<b>Non-current liabilities</b>			
(a) Long term Provisions	3	40,000.00	35,000.00
(b) Deferred tax liabilities (net)	4	55,751.24	28,627.00
		<u>95,751.24</u>	<u>63,627.00</u>
<b>Current liabilities</b>			
(a) Other current liabilities	5	28,090.00	226,946.00
		<u>28,090.00</u>	<u>226,946.00</u>
		<b>64,700,516.83</b>	<b>64,825,766.67</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
<b>(a) Fixed assets</b>			
1. (Tangible assets)	6	290,135.83	293,070.00
(b) Investments	7	17,354,579.00	12,817,129.00
(c) Long-term loans and advances	8	1,226,068.00	961,927.00
		<u>18,870,782.83</u>	<u>14,072,126.00</u>
<b>Current assets</b>			
(a) Inventories	9	10,259,913.00	14,732,974.00
(b) Trade receivables	10	725,612.00	976,483.80
(c) Cash and cash equivalents	11	29,649,610.85	32,749,548.09
(e) Other current assets	12	5,194,598.15	2,294,634.78
		<u>45,829,734.00</u>	<u>50,753,640.67</u>
<b>TOTAL</b>		<b>64,700,516.83</b>	<b>64,825,766.67</b>

Significant Accounting Policies & Notes to Accounts

As per our report of even date attached.

For Saxena & Saxena  
Chartered Accountants  
(Firm Regn No 006103N)

For and on behalf of the Board of Directors

D.K. Saxena  
Partner  
(Mem No. 082118)

(Sanjay Jain)  
Whole-Time Director

(Pooja Jain)  
Director

Place : New Delhi  
Date : 30.05.2013

(Sanjeev Jain)  
Company Secretary

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

Particulars	Note No.	Figures for	
		the Current Reporting Period 31.03.2013	the Previous Reporting Period 31.03.2012
Revenue from operations	13	8,590,514.00	20,251,338.90
Other income	14	3,689,883.00	3,803,861.86
<b>Total revenue (1+2)</b>		<b>12,280,397.00</b>	<b>24,055,200.76</b>
<b>Expenses</b>			
(b) Purchases of stock-in-trade	15	4,557,046.00	16,490,622.09
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	16	4,473,061.00	2,960,360.00
(d) Employee benefits expense	17	2,107,849.00	2,178,009.00
(e) Finance costs	18	158,963.00	3,173.00
(f) Depreciation and amortisation expense	6	17,834.17	37,530.00
(g) Other expenses	19	811,657.00	900,314.00
<b>Total expenses</b>		<b>12,126,410.17</b>	<b>22,570,008.09</b>
<b>Profit / (Loss) before exceptional and extraordinary items and tax</b>		<b>153,986.83</b>	<b>1,485,192.67</b>
<b>Less: Tax expense:</b>			
(a) Current tax expense for current year		85,380.00	222,286.00
(b) (Less): MAT credit (where applicable)		-	(119,386.00)
(c) Deferred tax		27,124.24	28,627.00
<b>Profit After Tax Transferred to Reserve &amp; Surplus</b>		<b>41,482.59</b>	<b>1,353,665.67</b>
<b>Earnings per share (of Rs. 10/- each):</b>			
(a) Basic & Diluted		0.01	0.27

Significant Accounting Policies & Notes to Accounts

As per our report of even date attached.

For Saxena & Saxena  
Chartered Accountants  
(Firm Regn No 006103N)

For and on behalf of the Board of Directors

D.K. Saxena  
Partner  
(Mem No. 082118)

(Sanjay Jain)  
Whole-Time Director

(Pooja Jain)  
Director

Place : New Delhi  
Date : 30.05.2013

(Sanjeev Jain)  
Company Secretary



**Notes to Accounts Forming Part of Financial Statements as at 31 March, 2013**
**Note 1 Share capital**

Amount in Rs

Particulars	As at 31 March, 2013		As at 31 March, 2012	
	Number of shares	Amount	Number of shares	Amount
(a) Authorised Share Capital				
Equity shares of Rs.10 each	6,000,000	60,000,000.00	6,000,000	60,000,000.00
(b) Issued Subscribed & Paid Up Share Capital				
Equity shares of Rs.10 each	5,010,200	50,102,000.00	5,010,200	50,102,000.00
<b>Total</b>	<b>5,010,200</b>	<b>50,102,000.00</b>	<b>5,010,200</b>	<b>50,102,000.00</b>

Refer Notes (i) to (ii) below

Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period

	As at 31 March, 2013	As at 31 March, 2012
Opening Balance	5,010,200	5,010,200
Add: Fresh Issue of Shares	-	-
Less: Buy Back of Shares	-	-
Closing Balance of Shares	5,010,200	5,010,200
<b>Total</b>	<b>5,010,200</b>	<b>5,010,200</b>

Details of shares held by each shareholder holding more than 5% shares:

Class of shares / name of shareholder	As at 31 March, 2013		As at 31 March, 2012	
	Number of shares held	% Holding	Number of shares	% Holding
Equity shares with voting rights				
Mooongipa Capital Finance Ltd.	810,725	16.18%	810,725	16.18%
<b>Total</b>	<b>810,725</b>	<b>16.18%</b>	<b>810,725</b>	<b>16.18%</b>

**Note 2 Reserves and surplus**

Amount in Rs.

Particulars	As at 31 March, 2013	As at 31 March, 2012
Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	14,433,193.00	13,079,528.00
Add: Profit / (Loss) for the year	41,482.59	1,353,665.67
Closing balance	14,474,675.59	14,433,193.67
<b>Total</b>	<b>14,474,675.59</b>	<b>14,433,193.67</b>

**Note 3 Long Term Provisions**

Amount in Rs.

Particulars	As at 31 March, 2013	As at 31 March, 2012
Provision for Gratuity	40,000.00	35,000.00
<b>Total</b>	<b>40,000.00</b>	<b>35,000.00</b>

**Note 4 Deferred Tax Liabilities**

Amount in Rs.

Particulars	As at 31 March, 2013	As at 31 March, 2012
Opening Balance	28,627.00	-
Add: Created During the Year	27,124.24	28,627.00
Less: Reversal During the Year	-	-
Closing Balance	55,751.24	28,627.00
<b>Total</b>	<b>55,751.24</b>	<b>28,627.00</b>

**Note 5 Other current liabilities**

Amount in Rs

Particulars	As at 31 March, 2013	As at 31 March, 2012
(a) Statutory liabilities	-	1,200.00
(b) Expenses Payable	28,090.00	191,946.00
(c) Director Remuneration Payable	-	33,800.00
<b>Total</b>	<b>28,090.00</b>	<b>226,946.00</b>

**Note 6 Fixed assets**

Amount in Rs

A. Tangible assets	Rate (%)	Gross block				Descricition			Net Block	
		As at 01.04.2012	Additions	Disposal	As at 31.03.2013	Balance as at 1 April, 2012	For The Year	As At 31.03.2013	As At 31.03.2013	As At 31.03.2012
(a) Computers	16.21%	104,040.00	-	-	104,040.00	80,293.00	3,849.39	84,142.39	19,897.61	23,747.00
(b) Furniture and Fixtures	6.33%	100,909.00	-	-	100,909.00	61,060.00	2,522.44	63,582.44	37,326.56	39,849.00
(c) Office equipment	4.75%	304,884.00	14,900.00	-	319,784.00	75,410.00	11,462.34	86,872.34	232,911.66	229,474.00
<b>Total</b>		509,833.00	14,900.00	-	524,733.00	216,763.00	17,834.17	234,597.17	290,135.83	293,070.00
Previous year		500,333.00	9,500.00	-	509,833.00	179,233.00	37,530.00	216,763.00	293,070.00	321,100.00



**Note 7 Non-current investments**

Amount in Rs.

Particulars	As at 31 March, 2013	As at 31 March, 2012
<b>B. Other investments</b>		
<b>Quoted Investments</b>		
(a) Investment in mutual funds	7,300,000.00	9,300,000.00
<b>Unquoted Investments</b>		
(b) Investment property	6,537,450.00	-
(c) Investment in equity instruments		
Membership of Delhi Stock Exchange	3,517,129.00	3,517,129.00
<b>Total - Other investments</b>	<b>17,354,579.00</b>	<b>12,817,129.00</b>
Less: Provision for diminution in value of investments	-	-
<b>Total</b>	<b>17,354,579.00</b>	<b>12,817,129.00</b>
Aggregate amount of quoted investments	7,300,000.00	9,300,000.00
Aggregate market value of listed and quoted investments		
Aggregate amount of unquoted investments	10,054,579.00	3,517,129.00

**Note 8 Long-term loans and advances**

Amount in Rs.

Particulars	As at 31 March, 2013	As at 31 March, 2012
(a) Security deposits - Unsecured, considered good	50,400.00	50,400.00
(b) MAT credit entitlement - Unsecured, considered good	387,067.78	433,815.00
(c) Balances with government authorities		
Income Tax Refunds Receivable - Unsecured, considered good	788,600.22	477,712.00
<b>Total</b>	<b>1,226,068.00</b>	<b>961,927.00</b>

**Note 9 Inventories**

Amount in Rs.

Particulars	As at 31 March, 2013	As at 31 March, 2012
Stock-in-trade (Shares)	10,259,913.00	13,532,974.00
Stock-in-trade (Mutual Funds)	-	1,200,000.00
<b>Total</b>	<b>10,259,913.00</b>	<b>14,732,974.00</b>

**Note 10 Trade receivables**

Amount in Rs.

Particulars	As at 31 March, 2013	As at 31 March, 2012
Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
Unsecured, considered good	806,236.00	1,084,982.00
Less: Provision for doubtful trade receivables	80,624.00	108,498.20
<b>Total</b>	<b>725,612.00</b>	<b>976,483.80</b>

**Note 11 Cash and cash equivalents**

Amount in Rs

Particulars	As at 31 March, 2013	As at 31 March, 2012
(a) Cash on hand	248,719.85	3,057.00
(b) Balances with banks		
(i) In current accounts	41,990.00	879,506.78
(iii) In deposit accounts with Maturity more than 12 Months	29,358,901.00	31,866,984.31
<b>Total</b>	<b>29,649,610.85</b>	<b>32,749,548.09</b>
Of the above, the balances that meet the definition of Cash and cash equivalents as per AS 3 Cash Flow Statements is	290,709.85	882,563.78

**Note 12 Other current assets**

Amount in Rs

Particulars	As at 31 March, 2013	As at 31 March, 2012
Interest accrued on deposits	5,194,598.15	2,294,634.78
<b>Total</b>	<b>5,194,598.15</b>	<b>2,294,634.78</b>

**Note 13 Revenue from operations**

Amount in Rs

Particulars	For the year ended 31 March, 2013	For the year ended 31 March, 2012
(a) Sale of shares	6,840,795.00	13,203,422.65
(b) Sale of Mutual Funds	1,509,719.00	6,733,678.00
(c) Other operating revenues	240,000.00	314,238.25
<b>Total</b>	<b>8,590,514.00</b>	<b>20,251,338.90</b>

**Note 14 Other income**

Amount in Rs

Particulars	For the year ended 31 March, 2013	For the year ended 31 March, 2012
(a) Interest Income	3,495,583.00	2,805,635.28
(b) Profit on sale of long-term investments	194,300.00	986,824.58
(c) Other non-operating income	-	11,402.00
<b>Total</b>	<b>3,689,883.00</b>	<b>3,803,861.86</b>

**Note 15 Purchase of traded stock**

Amount in Rs

Particulars	For the year ended 31 March, 2013	For the year ended 31 March, 2012
Shares	4,257,046.00	10,567,800.09
Mutual Funds	300,000.00	5,922,822.00
<b>Total</b>	<b>4,557,046.00</b>	<b>16,490,622.09</b>

**Note 16 Changes in inventories of stock in trade** Amount in Rs

Particulars	For the year ended 31 March, 2013	For the year ended 31 March, 2012
Inventories at the beginning of the year:		
Stock-in-trade (Shares)	13,532,974.00	15,833,759.60
Stock-in-trade (Mutual Funds)	1,200,000.00	1,859,574.40
	<b>14,732,974.00</b>	<b>17,693,334.00</b>
Inventories at the end of the year:		
Stock-in-trade (Shares)	10,259,913.00	13,532,974.00
Stock-in-trade (Mutual Funds)	-	1,200,000.00
	<b>10,259,913.00</b>	<b>14,732,974.00</b>
<b>Net (Increase) / decrease</b>	<b>4,473,061.00</b>	<b>2,960,360.00</b>

**Note 17 Employee benefits expense** Amount in Rs.

Particulars	For the year ended 31 March, 2013	For the year ended 31 March, 2012
Salaries and wages	2,055,881.00	2,112,999.00
Provision for gratuity	5,000.00	5,000.00
Staff welfare expenses	46,968.00	60,010.00
<b>Total</b>	<b>2,107,849.00</b>	<b>2,178,009.00</b>

**Note 18 Finance costs** Amount in Rs.

Particulars	For the year ended 31 March, 2013	For the year ended 31 March, 2012
Interest on Bank Over Draft	158,963.00	3,173.00
<b>Total</b>	<b>158,963.00</b>	<b>3,173.00</b>

**Note 19 Other expenses** Amount in Rs.

Particulars	For the year ended 31 March, 2013	For the year ended 31 March, 2012
Rates and taxes	11,654.00	30,215.00
Communication	94,873.00	100,245.00
Travelling and conveyance	103,514.00	56,073.00
Printing and stationery	90,340.00	87,990.00
Business promotion	6,156.00	35,774.00
Legal and professional	44,377.00	61,790.00
Payments to auditors	28,090.00	28,090.00
Bad trade and other receivables, loans and advances written off	250,870.00	174,348.00
Miscellaneous expenses	181,783.00	325,789.00
<b>Total</b>	<b>811,657.00</b>	<b>900,314.00</b>

**Significant Accounting Policies & Notes to Accounts for the Year 2012-2013**
**Corporate Information**

The company is carrying on the business of trading in equity shares and mutual funds. The principal place of business of the company is the same as registered office of the company.

**A. Significant Accounting Policies**
**1. Basis of accounting and preparation of financial statements**

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous

year. The company follows the directions prescribed by the Reserve bank of India for Non Banking Financial Companies.

**2. Use of estimates**

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

**3. Cash and cash equivalents**

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

**4. Cash flow statement**

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

**5. Depreciation and amortisation**

Depreciation has been provided on the Straight Line method as per the rates prescribed in Schedule XIV to the Companies Act, 1956 and is on pro-rata basis with respect to the date of addition/installation/it's put to use

**6. Revenue recognition**

(a) Income is accounted on accrual basis except for dividend income which is accounted on receipt basis.

**7. Tangible fixed assets**

Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

**8. Investments**

Long-term investments are carried individually at cost. Current investments are carried individually, at the lower of cost and fair value. Cost of investments includes acquisition charges such as brokerage, fees and duties. Any permanent diminution in the value is recognized in accounts.

**9. Employee benefits**

(a) Leave Encashment benefit are charged to Profit and Loss A/c on each year on the basis of actual payment made to employee. There are no rules for carried forward of leaves.

(b) The company has only few employees and the provision for gratuity has been made on estimated basis as per the payment of Gratuity Act 1971 but not on actuarial basis.

**10. Segment reporting**

The company is involved in the business of Share Broking activity only as such there is only one reportable segment. Further the company is operating in India only. Therefore, the reporting requirements as prescribed under AS-17 are not applicable.

**11. Taxes on Income**

Current tax is determined with respect to the income calculated in accordance with the provisions of the Income Tax Act, 1961. Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

**12. Deferred Tax**

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred



tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

**13. Impairment of assets**

The carrying values of assets / cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use.

**14. Provisions and contingencies**

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.

**B. Notes to Accounts**

**1. Contingent Liabilities**

(a) As per the management of the Company there are no contingent liabilities in the name of company as at 31<sup>st</sup> March, 2013 which are pending and not provided for in the books of accounts.

2. Claims against the Company not acknowledged as Debts – Rs. Nil (Previous Year Rs. Nil).

3. Pending Capital Commitments remaining to be executed – Rs. Nil (Previous Year Rs. Nil).

**4. Auditor's Remuneration**

S. No.	Particulars	For the Year 2012-2013	For the Year 2011-2012
1	Audit Fees	25,000.00	25,000.00
	Service Tax	3,090.00	3,090.00
	<b>Total</b>	<b>28,090.00</b>	<b>28,090.00</b>

5. Managerial Remuneration Rs. 4,45,000 (Previous Year Rs. 3,85,000)

6. Based on the information received from all the vendor regarding their statuses under Micro, Small & Medium Enterprises Developments Act, 2006 and hence disclosure relating to amount unpaid as at year end together with interest paid / payable under this Act on the basis of the information available with the company is Rs. Nil.

**7. Foreign Exchange Transaction**

Amount (Rs)

	2013	2012
Expenditure in Foreign Currency	NIL	NIL
Earning in Foreign Currency	NIL	NIL

8. The company has not proposed any dividend to be distributed to Equity Shareholders for the period 1<sup>st</sup> April, 2012 to 31<sup>st</sup> March, 2013. (Previous year Rs. Nil).

9. Value of Imports Calculated on CIF Basis Rs. Nil (Previous Year Rs. Nil)

**10. Earnings Per Share**

Amount in Rs.

Particulars		2013	2012
Net Profit After Tax Profit for the Year	Rs.	41,482.59	13,53,665
Profit/(Loss) Attributable to Equity Shareholders	Rs.	41,482.59	13,53,665
Weighted Average Number of Equity Shares	No.	50,10,200	50,10,200
Nominal Value Per Share	Rs.	10	10
Basic / Diluted Earnings Per Share	Rs.	0.01	0.27

**11. Related Party Transactions**

Following are the related parties

(a) Key Management Personnel (KMP)

• Mr. Sanjay Jain (Whole Time Director)

(b) Enterprises Significantly Influenced by KMP & their Relatives

• Moongipa Capital Finance Limited

Following are the Related Party Transactions

Amount in Rs.

Transactions	KMP	Relatives of KMP	Enterprises Significantly Influenced	Total
Managerial Remuneration	4,45,000.00	-	-	4,45,000.00

**12. PUBIC DEPOSITS**

As informed to us company has not accepted any deposits from public during the year ended on 31<sup>st</sup> March, 2013 & previous year ended on 31<sup>st</sup> March, 2012.

**13. EXCEPTIONAL ITEMS**

As informed to us there are no such exceptional items for the year ended on 31<sup>st</sup> March, 2013 & previous year ended on 31<sup>st</sup> March, 2012.

14. As per the Notification No. S.O. 447 (E) dated 28.02.2011 read with amendment Notification S.O.653 (E) dated 30.03.2011 issued by ministry of corporate affairs, financial Statements of the company for the financial year ended on 31<sup>st</sup> March, 2013 & Previous year ended on 31<sup>st</sup> March, 2012 have been prepared/redrafted according to provisions set out in the Revised Schedule VI of Companies Act, 1956.

15. Notes no. 1 to 15 form an integral part of the Financial Statements for the year ended on 31<sup>st</sup> March, 2013.

For SAXENA & SAXENA  
Chartered Accountants  
(Firm Regn. No. 006103N)

D.K. Saxena  
Partner  
M.No. 082118

Place : New Delhi  
Dated : 30/05/2013

For and on behalf of the Board

Sanjay Jain                      Pooja Jain  
Whole-Time Director          Director

Sanjeev Jain  
(Company Secretary)

**Cash Flow Statement for the Year Ended 31, March 2013**

Particulars	For the year ended 31 March, 2013		For the year ended 31 March, 2012	
Net Profit / (Loss) before extraordinary items and tax		153,986.83		1,485,192.67
Adjustments for:				
Depreciation written off during the year	17,834.17		37,530.00	
Provision for Gratuity	5,000.00			
Finance costs	158,963.00		3,173.00	
Interest income	(3,495,583.00)		(2,805,635.28)	
(Profit)/Loss on sale of investments	(194,300.00)	(3,508,085.83)	(988,824.58)	(3,751,756.86)
Operating profit / (loss) before working capital changes		(3,354,099.00)		(2,266,564.19)
Changes in working capital:				
Adjustments for (increase) / decrease in operating assets:				
Inventories	4,473,061.00		2,960,360.00	
Trade Receivables	250,871.80		174,348.20	
Adjustments for increase / (decrease) in operating liabilities:				
Other current liabilities	(198,856.00)		24,976.00	
		4,525,076.80		3,159,684.20
Cash generated from operations		1,170,977.80		893,120.01
Net income tax (paid) / refunds	(349,521.00)	(349,521.00)		(468,801.00)
<b>Net cash flow from / (used in) operating activities (A)</b>		<b>821,456.80</b>		<b>426,319.01</b>
<b>B. Cash flow from investing activities</b>				
Capital expenditure on fixed assets, including capital advances	(14,900.00)		(9,500.00)	
Sale of fixed assets	0.00		0.00	
Purchase of Investments / FDR	(6,537,450.67)		(10,500,165.29)	
Proceeds from sale of long-term investments	2,194,300.67		7,267,640.58	
Interest received	595,618.96	(3,762,431.04)	2,912,722.45	(329,302.26)
		(3,762,431.04)		(329,302.26)
<b>Net cash flow from / (used in) investing activities (B)</b>		<b>(3,762,431.04)</b>		<b>(329,302.26)</b>
<b>C. Cash flow from financing activities</b>				
Interest on short term borrowings	(158,963.00)		(3,173.00)	
				(3,173.00)
Cash flow from extraordinary items				
<b>Net cash flow from / (used in) financing activities (C)</b>		<b>(158,963.00)</b>		<b>(3,173.00)</b>
<b>Net increase / (decrease) in Cash and cash equivalents (A+B+C)</b>		<b>(3,099,937.24)</b>		<b>93,843.75</b>
Cash and cash equivalents at the beginning of the year		32,749,548.09		32,655,704.34
Cash and cash equivalents at the end of the year		29,649,610.85		32,749,548.09
<b>Net Inflow/(Outflow) of Cash</b>		<b>(3,099,937.24)</b>		<b>93,843.75</b>
* Cash & Cash Equivalents have been regrouped for year 2012 & 2013 and now includes the amount in FDR with Bank.				

For Saxena & Saxena  
Chartered Accountants  
(Firm Regn No 006103N)

D.K. Saxena  
Partner  
(Mem No. 082118)  
Place : New Delhi  
Date : 30.05.2013

For and on behalf of the Board of Directors

(Sanjay Jain)  
Whole-Time Director

(Pooja Jain)  
Director

(Sanjeev Jain)  
Company Secretary

## MOONGIPA SECURITIES LIMITED

Regd. Office: 18/14, W.E.A. Pusa Lane, Karol Bagh, New Delhi – 110005

### PROXY FORM

Folio No.	DPID No.	Client ID No.
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I/We.....of.....in the District of.....being a member/members of the above named Company, hereby appoint..... or failing him/her.....of.....in the District of the .....as my/our proxy to vote for me/us on my/our behalf at the **19th Annual General Meeting** of the company to be held on Thursday, the 25th July, 2013 at 11.00 A.M. and at any adjournment thereof.

Signed this.....day of.....2013

Folio No.	
No. of Share Held	

Affix Rs. 1 Revenue Stamp
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- NOTE:**
1. The Proxy form must be deposited duly stamped, completed and signed at the Registered Office of the Company not less than 48 hours before the time for holding the meeting
  2. In view of the directive of Ministry of Finance, Government of India no gifts or coupons would be given to the shareholders for attending the Annual General Meeting.

## MOONGIPA SECURITIES LIMITED

Regd. Office: 18/14, W.E.A. Pusa Lane, Karol Bagh, New Delhi – 110005

### ATTENDANCE SLIP

Folio No.	DPID No.	Client ID No.
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I hereby record my presence at the **19th Annual General Meeting** held at Rajhans Banquet Hall, Qutab Garh, Delhi-110039 on Thursday, the 25th July, 2013 at 11.00 A.M.

NAME OF THE SHAREHOLDER : .....

NO. OF SHARES HELD : .....

SIGNATURE OF THE SHARE HOLDER : .....

NAME OF THE PROXY : .....

(IN BLOCK LETTERS)

SIGNATURE OF THE PROXY : .....

- NOTES:**
1. Attendance slips not filled in properly will not be entertained.
  2. All joint holders should use only one slip
  3. In view of the directive of Ministry of Finance, Government of India no gifts or coupons would be given to the shareholders for attending the Annual General Meeting.

**MOONGIPA SECURITIES LIMITED**  
18/14, W.E.A. PUSA LANE, KAROL BAGH  
NEW DELHI - 110 005