

THIRTY FIRST ANNUAL REPORT 2011-2012

OF

MONOTONA SECURITIES LIMITED

BOARD OF DIRECTOR

SHANKAR PRASAD BHAGAT	- DIRECTOR
KETANBHAI DINESHCNANDRA SORATHIYA (Resigned as on 09.07.2012)	- DIRECTOR
VIPUL SHANTILAL TRIVEDI	- DIRECTOR
SACHIN CHAMPAKLAL VALANI (Appointed as on 09.07.2012)	- DIRECTOR
HASMUKHBHAI PARSHOTTAMBHAI THUMAR (Appointed as on 09.07.2012)	- DIRECTOR

AUDITOR

M/S. Y. D. & CO.
Chartered Accountants
LUDHIANA

SHARE TRANSFER AGENT

SHAREPRO SERVICES INDIA PRIVATE LIMITED

13 AB Samhita Warehousing Complex,
2nd Floor, Sakinaka Telephone Exchange Lane,
Off Andheri-Kurla Road, Sakinaka,
Andheri (E), Mumbai - 400 072
Ph No: 91-22-6772 0300/400
Fax No: 91-22-2859 1568

REGISTERED OFFICE

302, Camy House, 3, Dhuswadi,
Dr. Cawusji Hormusji Street,
Mumbai-400002,
Maharashtra, India,

INDEX

Contents	Page No.
Notice of Annual General Meeting	01
Report of the Directors	03
Corporate Governance Report	05
Auditors' Report	11
Balance Sheet	14
Profit and Loss Account	15
Cash Flow Statement	16
Notes forming part of the financial statements	17

NOTICE

NOTICE is hereby given that the **THIRTY FIRST ANNUAL GENERAL MEETING** of the Members of **MONOTONA SECURITIES LIMITED** will be held at the Registered Office of the Company at **302, CAMY HOUSE, 3, DHUSWADI DR. CAWUSJI HORMUSJI STREET, MUMBAI-400002** on **Friday, 31st day of August, 2012 at 12:00 Noon** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt Audited Balance Sheet as at **31st March, 2012** and the Profit & Loss Account for the year ended on that date and the reports of the Directors' and the Auditors' thereon.
2. To appoint a Director in place of **MR. VIPUL SHANTILAL TRIVEDI**, who retires by rotation and being eligible, offers him-self for re-appointment.
3. To appoint Auditor and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT M/s. Y. D. & Co., Chartered Accountants, Ludhiana [FRN: 018846N] be and are hereby appointed as the Statutory Auditors of the Company for the financial year **2012-13**, to hold office as such from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting at a remuneration as to be decided by the Board of Directors in consultation with them, apart from out-of-pocket expenses that may be incurred by them for the purpose of audit."

SPECIAL BUSINESS:

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

"RESOLVED THAT MR SACHIN CHAMPAKLAL VALANI, who was appointed as an Additional Director in the category of independent director of the Company w.e.f. 9th July, 2012 being the date of appointment and who holds office as such up to the date of the ensuing Annual General Meeting and in respect of whom notice under Section 257 of the Companies Act, 1956 has been received from a member signifying his intention to propose **MR SACHIN CHAMPAKLAL VALANI**, be and is hereby appointed as a Director, subject to retire by rotation of the Company.

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

"RESOLVED THAT MR HASMUKHBHAI PARSHOTTAMBHAI THUMAR, who was appointed as an Additional Director in the category of independent director of the Company w.e.f. 9th July, 2012 being the date of appointment and who holds office as such up to the date of the ensuing Annual General Meeting and in respect of whom notice under Section 257 of the Companies Act, 1956 has been received from a member signifying his intention to propose **MR HASMUKHBHAI PARSHOTTAMBHAI THUMAR**, be and is hereby appointed as a Director, subject to retire by rotation of the Company

**By Order of the Board
For, MONOTONA SECURITIES LIMITED**

**PLACE: MUMBAI
DATE: 03.08.2012**

**(VIPUL SHANTILAL TRIVEDI)
CHAIRMAN**

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 OF THE COMPANY. A PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE TIME SCHEDULED FOR HOLDING THE MEETING.
2. Members/ proxies are requested to bring their copies of Annual Report along with duly filed and signed attendance sheets attached with it for attending the meeting.
3. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.

4. Members desiring any information on the Accounts are requested to write to the Company at least one week before the meeting, so as to enable the Management to keep the information ready. Replies will be provided only at the meeting.
5. Members are requested to notify the Company of any change in their address (in full) with the postal area pin code number, quoting their folio numbers.
6. The Register of Members and Share Transfer Register of the Company will remain closed from 30th August, 2012 to 31st August, 2012.
7. M/s Sharepro Services India Private Limited having its registered office at 13 AB Samhita Warehousing Complex, 2nd Floor, Sakinaka Telephone Exchange Lane, Off Andheri-Kurla Road, Sakinaka, Andheri (E), Mumbai - 400 072 Maharashtra, INDIA are Registrars and Share Transfer Agents for Company's shares in Demat and Physical Form. The members are requested to please ensure that their shares are converted into Demat Form.
8. Additional information as required in terms of paragraph 3 of the Clause 49 of the Listing Agreement on Director seeking re-appointment at the ensuing Annual General Meeting is as under:

MR VIPUL SHANTILAL TRIVEDI is Director of the Company. He has been associated with the Company w.e.f. 26th December, 2009. He is Member of the Audit Committee and Share Transfer and Grievances Committee of the Company. MR VIPUL SHANTILAL TRIVEDI retires by rotation and being eligible offers himself for re-appointment.

ANNEXURE TO NOTICE:

EXPLANATORY STATEMENT AS REQUIRED PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

The Explanatory Statement sets out all the material facts relating to the Special Business mentioned under are accompanying this notice:

Item No.4

In terms of provisions of section 260 of Companies Act 1956 and provisions of Articles of Association of company MR SACHIN CHAMPAKLAL VALANI, who was appointed as an Additional Director in the meeting of the Board of Directors of the Company held on 9th July 2012 Who holds the office of Directors up to the date of the ensuing Annual General Meeting.

In Pursuant to section 257 of the Companies Act 1956 together with requisite deposit fee signifying his intention to propose the name of MR SACHIN CHAMPAKLAL VALANI, a director subject to retirement by rotation. None of the Directors except MR SACHIN CHAMPAKLAL VALANI is concerned or interested in this resolution. Your Directors recommend this resolution for your approval.

Item No.5

In terms of provisions of section 260 of Companies Act 1956 and provisions of Articles of Association of company MR HASMUKHBHAI PARSHOTTAMBHAI THUMAR, who was appointed as an Additional Director in the meeting of the Board of Directors of the Company held on 9th July 2012 Who holds the office of Directors up to the date of the ensuing Annual General Meeting.

In Pursuant to section 257 of the Companies Act 1956 together with requisite deposit fee signifying his intention to propose the name of MR HASMUKHBHAI PARSHOTTAMBHAI THUMAR, a director subject to retirement by rotation. None of the Directors except MR HASMUKHBHAI PARSHOTTAMBHAI THUMAR is concerned or interested in this resolution. Your Directors recommend this resolution for your approval.

**By Order of the Board
For, MONOTONA SECURITIES LIMITED**

PLACE: MUMBAI

DATE: 03.08.2012

**(VIPUL SHANTILAL TRIVEDI)
CHAIRMAN**

DIRECTORS' REPORT

Dear Shareholders,

Your Directors here by present the 31st Annual Report on business and operations of the Company together with the Audited statements of Accounts for the financial year ended on **31st March 2012**.

FINANCIAL PERFORMANCE:

Key aspects of Company' financial performance for the year 2011-12 is tabulated below:

Particular	[Amount in Rupees]	
	2011-12	2010-11
Total Income	173694	107679
Total Expenditure	273576	346398
Profit/(Loss) Before Extraordinary items and Taxation	(99882)	(238719)
Extraordinary items	Nil	Nil
Profit/(Loss) before Tax (PBT)	(99883)	(238719)
Less: current Tax	Nil	Nil
Net Profit/(Loss) after Tax for the year	(99883)	(238719)

REVIEW OF OPERATIONS:

During the year under review due to sluggish market condition and financial crisis company faces huge set back. So company unable to generate targeted revenue from the operation the Company hence total Income was stood at Rs. 1,73,693/- and has incurred net loss of Rs. 99,883/- for the year ended 31st March, 2012.

The management has taken measures as part of its continuous improvements to strengthen operations and viability.

DIVIDEND:

Your Directors have not declared any dividend during the year under review due to loss incurred.

FIXED DEPOSIT:

The Company has not accepted any deposit from the public pursuant to the provisions of Section 58A of the Companies Act, 1956.

DIRECTORS:

MR VIPUL SHANTILAL TRIVEDI Director of the Company is retires by rotation at the ensuing Annual General Meeting and being eligible, offer himself for reappointment.

MR SACHIN CHAMPAKLAL VALANI and **MR HASMUKHBHAI PARSHOTTAMBHAI THUMAR** were appointed as additional directors of the Company with effect from 09.07.2012 and are eligible for re-appointment as directors of the Company at the forthcoming Annual General Meeting and whose period of office will be liable to retire by rotation.

MR KETANBHAI DINESHCNANDRA SORATHIYA was ceased as a Director of the Company with effect from 09.07.2012 due to resignation. The management appreciated the services given by him during the tenure of the office as a Director.

AUDITORS AND AUDITORS' REPORT:

M/s. Y. D. & Co., Chartered Accountants, Ludhiana, Statutory Auditors of the Company, hold office until the conclusion of the ensuing Annual General Meeting and are eligible for reappointment.

The observations made by the Auditors' in their Auditors' Report and the Notes on Accounts referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

MANAGEMENT DISCUSSION AND ANALYSIS:

Management Discussion and Analysis forms part of the Annual Report to the shareholders and it includes discussion on matters as required under the provisions of Clause 49 of the listing agreement forming part of this report is annexed herewith. The Audit Committee of the Company has regularly reviewed internal Control System of the company.

PARTICULARS OF EMPLOYEES:

The statement showing particulars of employees under section 217(2A) of the Companies Act, 1956, read with the companies (Particulars of Employees) Rules, 1975, as amended, is not required to be given as there were no employees coming within the purview of this section.

CORPORATE GOVERNANCE REPORT:

Your Company has complied with the requirements of Clause 49 of the Listing Agreement on Corporate Governance. Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges, Report on Corporate Governance along with the Auditors' Certificate on its compliance is annexed separately to this Annual Report.

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

The details of conservation of energy, technology absorption etc. as required to be given under Section 217(1)(e) of the Companies Act 1956, are not applicable to our Company, as our Company in not engage in manufacturing activities.

The foreign exchange earning on account of the operation of the Company during the year was Rs. Nil.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Section 217(2AA) of the Companies Act, 1956, the Directors of your Company confirm that:

- i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv) Directors have prepared the accounts on a "going concern basis".

ACKNOWLEDGEMENT:

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the Banks, Government Authorities, Customers, and Shareholders during the year. Your directors also wish to take on record their deep sense of appreciation for the committed services of the employees at all levels, which has made our Company successful in the business.

**For and on Behalf of the Board
For, MONOTONA SECURITIES LIMITED**

PLACE: MUMBAI

DATE: 03.08.2012

**(VIPUL SHANTILAL TRIVEDI)
CHAIRMAN**

Annexure to Director's Report**MANAGEMENT DISCUSSION ANALYSIS REPORT****Outlook:**

The company is confident in spite of the possible recessionary conditions in the industry it will perform better in view of the strong fundamentals of the Indian companies and hope to improve its Turnover.

Internal Controls Systems and their adequacy:

The company has adequate internal control systems to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance of law and regulations. The internal control system is supported by the internal audit process. The Internal Auditor reviews and ensures that the audit observations are acted upon. The Audit Committee of the Board reviews the Internal Audit reports and the adequacy and effectiveness of internal controls.

Human Resources

The relationship with the employees continues to be cordial. The Company recognizes the importance and contribution of its employees for its growth and development and constantly endeavors to train nurture and groom its people. The Company puts emphasis on attracting and retaining the right talent. The company places emphasis on training and development of employees at all levels and has introduced methods and practices for Human Resource Development.

Cautionary Statement:

Statements in this Management Discussion and Analysis describing the company's objectives, projections, estimates and expectations may be forward looking statement within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied.

REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED ON 31ST MARCH, 2012**1. THE CORPORATE GOVERNANCE PHILOSOPHY**

Corporate Governance at the Company is by the need to "enhance shareholder value, keeping in view the interests of other stakeholders". This definition places emphasis on the need to strike a balance at all times between the need to enhance shareholders' wealth whilst not being detrimental to other stakeholders' interests. The imperative for Corporate Governance lies not merely in drafting a code of Corporate Governance, but in practicing it to achieve desired results.

2. BOARD OF DIRECTORS

The Board of Directors is having non-executive and independent directors as on 31st March, 2012. The Board of Directors is consisting of four Directors. The Directors manages the day to day affairs of the Company. Non-executive and independent directors did not have any pecuniary relationship of transactions with the company during the period under review. There are no material transactions where they have had personal interests that conflict with that of the Company.

Numbers of Board Meetings held and the dates on which such meetings were held:

During the financial year 2011-12 the Board met 6 (Six) times on 20.05.2011, 28.05.2011, 21.06.2011, 11.08.2011, 14.11.2011, 14.02.2012. The maximum gap between two meetings was not more than 4 months.

Attendance record of Directors attending the Board meetings and Annual General Meetings during the year 2011-12

Name of the Director	Designation/ Category	No. of Board Meetings		Last AGM attended
		Held	Attended	
Mr. Shankar Prasad Bhagat	Non Executive & Independent	6	6	Yes
Mr. Vipul Shantilal Trivedi	Executive & Non Independent	6	6	Yes
*Mr. Ketanbhai Dineshchandra Sorathiya	Non Executive & Independent	6	6	Yes
#Mr. Sachin Champaklal Valani	Non Executive & Independent	--	--	No
#Mr. Hasmukhbhai Thumar	Non Executive & Independent	--	--	No

* Ceased as Director as on 09.07.2012

Appointed as Director as 09.07.2012

None of the Director is a member in more than 10 Companies and Act as Chairman in more than 5 Companies across all Companies in which he is a Director.

3. AUDIT COMMITTEE

The Audit Committee of the Company presently comprises three Directors being Mr. Shankar Prasad Bhagat, Mr. Vipul Trivedi and Mr. Sachin Champaklal Valani.

Mr. Schin C. Valani is Chairman of the Committee.

The role, terms of reference, authority and powers of the audit committee are in conformity with the requirement of Companies Act, 1956, and Listing Agreement.

Role/ Functions of the Committee:

- Reviewing with management the annual financial statements before submission to the Board.
- Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- Review of policies relating to risk management – operational and financial.
- Reviewing with the management, external auditors and the adequacy of the internal control system.

Powers of the Committee:

- To investigate any activity within its terms of reference.
- To secure attendance of and seek any information from any employee including representative of the prime shareholders (subject to their internal approvals).
- Compliance with accounting standards.
- To obtain outside legal or other professional advice, if necessary.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.
- Compliance with Stock Exchange and legal requirements concerning financial statements.

Attendance at the Audit Committee Meetings- 2012

During the year the Audit Committee met 4 times on 20.05.2011, 11.08.2011, 14.11.2011 and 14.02.2012 attendance of the members as under:

Name	Designation/ Category	No. of Meeting attended	
		Held	Attended
Mr. Shankar Prasad Bhagat	Non Executive & Independent	4	4
Mr. Vipul Shantilal Trivedi	Executive & Non Independent	4	4
*Mr. Ketanbhai Dineshchandra Sorathiya	Non Executive & Independent	4	4
#Mr. Sachin Champaklal Valani	Non Executive & Independent	--	--
#Mr. Hasmukhbhai Thumar	Non Executive & Independent	--	--

** Ceased as Director as on 09.07.2012*

Appointed as Director as 09.07.2012

4. REMUNERATION COMMITTEE

As neither remuneration nor sitting fee paid to the director as no remuneration Committee has been set up.

5. SHAREHOLDERS TRANSFER AND GRIEVANCES COMMITTEE

This committee presently consists of three directors namely, Mr. Shankar Prasad Bhagat, Mr. Vipul Trivedi and Mr. Sachin Champaklal Valani.

MR VIPUL SHANTILAL TRIVEDI is Chairman of the Committee. The committee was constituted to redress shareholders'/ investors' complaints etc. relating to delay in transfer of shares, non-receipt of annual accounts, delay in balance sheet, split-up share certificate, issue duplicate certificate, transmission of shares, dematerialization of shares etc. relating to the shares issued by the Company. MR VIPUL SHANTILAL TRIVEDI, Director of the Company has been authorized by the Board to approve such transfers within the time stipulated under the Listing Agreement. Further the complaints of the above nature are promptly attended by the Compliance Officer.

MR VIPUL SHANTILAL TRIVEDI has been appointed as the Compliance Officer of the Company by the Board of Directors.

There is no pending, unsolved complaint of Shareholders of the Company and no pending Share Transfer.

6. GENERAL BODY MEETINGS**a. Location and time for last 3 years Annual General Meetings:**

Financial Year	Location	Date	Time A.M./ P.M.
2010-11	302, Camy House, 3, Dhuswadi, Dr. Cawusji Hormusji Street, Mumbai-400002	15.06.2011	11.30 A.M.
2009-10	123, Unit No. 3-5, Neeru Silk Mills, N. M. Joshi Marg, Mathuradas Mills Compound, Lower Parel, Mumbai – 400 013	30.09.2010	11.30 A.M.
2008-09	302, Camy House, 3, Dhuswadi, Dr. Cawusji Hormusji Street, Mumbai-400002	30.09.2009	10:00 A.M

No special resolution was required to be carried out through postal ballot during the last year. No resolution is proposed by postal ballot at the ensuing Annual general meeting. No Special Resolution was passed during the last three Annual General Meeting.

b. Location and time, where Extraordinary General Meetings were held for last three years is given below:

Financial Year	Location	Date	Time A.M./ P.M.	Particulars of the Special Resolution
2010-11	--	--	--	--
2009-10	123, Unit No. 3-5, Neeru Silk Mills, N. M. Joshi Marg, Mathuradas Mills Compound, Lower Parel, Mumbai – 400 013	29.05.2009	11.00 A.M.	- Increased Authorized Capital - Alteration in MOA & AOA - Issue of Equity share on preferential basis
2008-09	--	--	--	--

The above resolution which was put to vote by show of hands, was passed unanimously.

7. DISCLOSURES

- There are no materially significant related party transactions i.e. transactions of the Company of material natures, with its promoters, the directors or the managements, their subsidiaries or relatives etc., that may have potential conflict with interest of the Company at large.
- No penalties or strictures were imposed on the Company by the Stock Exchange or SEBI or any statutory authority, on any matter related to capital markers, during the last three years.
- The Company has complied with various rules and regulations prescribed by the Stock Exchange and SEBI during the last three years. No penalties or strictures have been imposed by them on the Company.

8. MEANS OF COMMUNICATION

The Company has submitted its quarterly, half yearly and yearly financial results to the Stock Exchanges as well as website of the company immediately after its approval by the Board. The Company did not send the half yearly report to the Shareholders of the Company.

9. GENERAL SHAREHOLDERS INFORMATION

Financial Year	1st April, 2011 to 31st March, 2012.
Date and time of Annual General Meeting	31st August, 2012, and 12:00 NON
Venue of Annual General Meeting	302, Camy House, 3, Dhuswadi, Dr. Cawusji Hormusji Street, Mumbai-400002
Dates of Book Closure	30th August, 2012 to 31st August, 2012
Listing on Stock Exchange	BSE Limited, Mumbai
Stock Code and Scrip ID	504367 (BSE) and MONOSEC (BSE)
Demat ISIN No.	INE815H01018
Financial Year Calendar (tentative and subject to change) (01.04.2012 to 31.03.2013)	
Financial reporting for the First quarter ending on 30th June, 2012	Last week of July, 2012
Financial reporting for the Half year ending on 30th September, 2012	Last week of October, 2012
Financial reporting for the Third quarter ending on 31st December, 2012	Last week of January, 2013
Financial reporting for the Year ending on 31st March, 2013	Last week of April, 2013
Annual General Meeting for the year ending on 31st March, 2013	Last week of September 2013

10. CATEGORIES OF SHAREOWNERS AS ON 31-03-2012

Category	No. of Shares Held	Voting Strength (%)
Promoters	96250	1.04
Resident Individuals	1194380	12.82
Financial Intuitions/ Banks	Nil	0.00
Bodies Corporate	8022570	86.14
NRIs/ OCBs	Nil	0.00
Others(HUF)	Nil	0.00
Total	9313200	100.00

11. DISTRIBUTION OF SHAREHOLDING AS ON 31-03-2012

Share Balance	Holders	% of Total	Total Shares	% of Total
001-500	97	78.23	4804	0.05
501- 1000	0	0.00	0	0.00
1001- 2000	1	0.81	1500	0.02
2001- 3000	0	0.00	0	0.00
3001-4000	0	0.00	0	0.00
4001- 5000	0	0.00	0	0.00
5001- 10000	2	1.61	18640	0.20
10001 and above	24	19.35	9288256	99.73
Total	124	100	9313200	100.00

12. STOCK MARKET DATA

Share of the company is frequently traded in stock exchange so stock market data is not available.

13. REGISTRAR AND SHARE TRANSFER AGENT

M/s Sharepro Services India Private Limited having its registered office at 13 AB Samhita Warehousing Complex, 2nd Floor, Sakinaka Telephone Exchange Lane, Off Andheri-Kurla Road, Sakinaka, Andheri (E), Mumbai - 400 072 Maharashtra, INDIA is the Registrar & Share Transfer Agent for processing the transfer of securities issued by the Company.

14. Share transfer system:

Transfer of Shares in Physical form are registered and dispatched within 3 weeks from the date of their receipts, subject to the documents being valid and complete in all respects. Transfer of shares are processed by the Share Transfer Agents and approved by the Share Transfer Committee called as "Investor / Shareholders Grievance Committee", which meets at frequent intervals. Share transfers are registered and returned within 15 days from the date of receipt, if the relevant documents are complete in all respect.

15. Dematerialization of shares and liquidity

The Equity Shares of your company are traded in compulsory dematerialization form by all investors. The company has entered into agreements with existing Depository, National Securities Depository Limited (NSDL) enabling the investors to hold shares of the company in electronic form through the depository of their choice. As on 31st March 2012, **9190342** Equity Shares (96.69%) of the Company was held in dematerialized form.

16. ADDRESS FOR CORRESPONDENCE:

302, Camy House, 3, Dhuswadi, Dr. Cawusji Hormusji Street, Mumbai-400002

Investors Correspondence/ Complaints to be address to:

MR VIPUL SHANTILAL TRIVEDI

Director and Compliance Officer

E-mail: monotona2007@gmail.com

17. DECLARATION:

DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT OF THE COMPANY

In the above regards, I declare as follows:

1. The company does have a code of conduct approved by its board of directors, which would be posted on its website shortly.
2. All the members of the board of directors and all the members of the Senior Management of the Company have individually submitted statements of affirmation of compliance with the code of conduct as applicable to the financial year ended on March 31st 2012.

**For and on Behalf of the Board
For, MONOTONA SECURITIES LIMITED**

**PLACE: MUMBAI
DATE: 03.08.2012**

**(VIPUL SHANTILAL TRIVEDI)
CHAIRMAN**

CEO/CFO Certificate

The Board of Director
MONOTONA SECURITIES LIMITED
Mumbai

I VIPUL TRIVEDI, Director of **MONOTONA SECURITIES LIMITED**, to the best of my knowledge and belief certify that:

1. I have reviewed the Balance Sheet, Profit & Loss Account and its schedules & notes on accounts as well as the Cash Flow Statement and Directors' Report for the year ended 31st March, 2012 and that to the best of my knowledge and belief.
 - These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading:
 - These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. I also certify that to the best of my knowledge and the information provided to me, there are no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. I am responsible for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and I have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps. I have taken or propose to take to rectify these deficiencies.
4. I have indicated to the Auditors and the Audit Committee:
 - significant changes in internal control, if any, over financial reporting during the year;
 - significant changes, if any, in accounting policies during the year and that the financial statements; and
 - instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or any employee having a significant role in the company's internal control system.
5. I further declare that all Board Members and Senior Management personnel have affirmed compliance with the Code of Conduct for the year ended on 31st March, 2012.

**PLACE: MUMBAI
DATE: 03.08.2012**

**(VIPUL TRIVEDI)
CHAIRMAN AND DIRECTOR**

Certification on Corporate Governance

To the members of MONOTONA SECURITIES LIMITED:

We have examined the compliance of conditions of Corporate Governance by **MONOTONA SECURITIES LIMITED** for the year ended 31st March, 2012, as stipulated in Clause 49 of the Listing Agreement of the Company with the Stock Exchanges.

The compliance of condition 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 conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

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

We have been explained that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Company.

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

PLACE: LUDHIANA

DATE: 03.08.2012

**For, Y. D. & Co
CHARTERED ACCOUNTANTS
FRN: 018846N**

**CA RAKESH PURI
PARTNER
M. No.: 092728**

AUDITORS' REPORT TO THE MEMBERS OF MONOTONA SECURITIES LIMITED

- (1) We have audited the attached Balance Sheet of **MONOTONA SECURITIES LIMITED** as on 31st March 2012, the relative Profit and Loss Account and the Cash Flow Statement for the year ended on that date, all of which have been signed by us under reference to this report. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- (2) We have conducted our audit in accordance with auditing and assurance standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on test basis, evidence supporting the amounts and disclosures in the financial statements. An Audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- (3) As required by the Companies (Auditors' Report) Order, 2003 issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956, and on the basis of such checks as we considered appropriate and according to the information and explanations given to us, we set out in the annexure a statement on the matters specified in paragraphs 4 & 5 of the said order.
- (4) Further to our comments in the Annexure referred to in paragraph (3) above we report that:
 1. 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.
 2. 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 books.
 3. The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report, are in agreement with the books of account.
 4. In our opinion, the Balance Sheet, Profit & Loss Account, and Cash Flow statement dealt with by this report comply with the Accounting Standard referred to in sub-section (3c) of Section 211 of the Companies Act, 1956.
 5. On the basis of written representation received from the Directors and taken on records by the Board of Directors, we report that none of the Directors is disqualified as at 31st March 2012 from being appointed as a director in terms of clause (g) of Sub-section (1) of Section 274 of the Companies Act, 1956.
 6. In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the Notes thereon, particularly the note no 4 regarding inter corporate investment and Loans thereon give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view:
 - (a) In case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2012 and;
 - (b) In case of Profit and Loss Account, of the Profit of the Company for the year ended on that date.
 - (c) In case of Cash Flow Statement, of the cash flows for the year ended on that date.

For, Y. D. & Co
CHARTERED ACCOUNTANTS
FRN: 018846N

PLACE: LUDHIANA

DATE: 03.08.2012

CA RAKESH PURI
PARTNER
M. No.: 092728

ANNEXURE TO THE AUDITORS' REPORT

Annexure referred to in Paragraph 3 of the Auditors Report of Even date to the Member of **MONOTONA SECURITIES LIMITED**

- i) The Company does not have any Fixed Assets.
- ii) The Company does not have any inventory during the year.
- iii) The Company has neither granted nor taken any loans during the year, secured or unsecured, from companies, firms or other parties listed in the register maintained under Section 301 of the Act.
- iv) 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. During the course of our audit, no major weakness has been noticed in the internal controls.
- v) According to the information and explanations given to us, we are of the opinion that there are no transactions that need to be entered into the register maintained under section 301 of the companies Act 1956.
- vi) In our opinion, and according to the information and explanations given to us, the company has not accepted any fixed deposits which are covered under provisions of section 58A and section 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rule 1975.
- vii) In our opinion and according to the information and explanations given to us, Company does not have internal audit system commensurate with the size and nature of its business.
- viii) The Central government has not prescribed any maintenance of cost records for the Company's product pursuant to Rules made under section 209 (1)(d) of the Companies Act, 1956.
- ix) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, customs duty, excise duty, cess and other material statutory dues as applicable with the appropriate authorities.
- x) The Company has incurred cash loss of Rs. 9189/- during the year and also in immediately preceding financial year. The Company does not have any accumulated losses as at 31st March 2012.
- xi) During the year, the Company has neither taken any loan from Financial Institution nor any debentures issued.
- xii) As per information & according to explanation given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii) The provisions of any special statue applicable to chit fund/nidhi/mutual benefit fund/societies are not applicable to the Company.
- xiv) As per information & according to explanation given to us, the Company has made investments and proper records for the same are maintained & all the investments are in name of the company.
- xv) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- xvi) As per information & according to explanation given to us, the company has not obtained any term loan during the year.
- xvii) On the basis of an overall examination of the balance sheet of the Company and according to the information and explanations given to us, in our opinion, funds raised on a short-term basis have not been used for long-term investment and vice versa.
- xviii) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Act during the year.

- xix) The Company has not issued any debenture till date. Therefore, creation of reserves in respect of debentures does not arise.
- xx) The Company has not raised any money by public issues during the year.
- xxi) During the course of our examination of the Books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the Management.

**For, Y. D. & Co
CHARTERED ACCOUNTANTS
FRN: 018846N**

PLACE: LUDHIANA

DATE: 03.08.2012

**CA RAKESH PURI
PARTNER
M. No.: 092728**

BALANCE SHEET AS AT 31ST MARCH, 2012			
(Amount in Rupees)			
Particulars	Notes	31.03.2012	31.03.2011
I. EQUITY AND LIABILITIES			
<u>(1) Shareholder's Funds</u>			
(a) Share Capital	2	93132000	51740000
(b) Reserves and Surplus	3	20848724	62340606
<u>(2) Share Application money pending Allotment</u>		00	00
<u>(3) Non-Current Liabilities</u>			
(a) Long-Term Borrowings	4	152184044	154195344
(b) Deferred Tax Liabilities (Net)		00	00
<u>(4) Current Liabilities</u>			
(a) Short-Term Borrowings	5	87771000	65348300
(b) Trade Payables	6	10266750	26500
(c) Other Current Liabilities	7	00	50720
(d) Short-Term Provisions	8	321000	321000
Total Equity & Liabilities		364523518	334022471
II. ASSETS			
<u>(1) Non-Current Assets</u>			
(a) Fixed Assets		00	00
(b) Non-current investments	9	13680150	44981593
(c) Deferred tax assets (net)		00	00
(d) Long term loans and advances	10	54000000	94000000
(e) Other non-current assets	11	430045	272082
<u>(2) Current Assets</u>			
(a) Current investments	12	276882723	159295752
(b) Inventories		00	00
(c) Trade receivables		00	00
(d) Cash and cash equivalents	13	190153	132597
(e) Short-term loans and advances	14	19340447	35340447
Total Assets		364523518	334022471
NOTES TO ACCOUNTS		1 to 26	-
<i>Schedules referred to above and notes attached there to form an integral part of Balance Sheet</i>			
<i>This is the Balance Sheet referred to in our Report of even date.</i>			
For Y. D. & Co.		FOR AND ON BEHALF OF THE BOARD	
CHARTERED ACCOUNTANTS			
Firm Reg. No. 018846 N			
(CA RAKESH PURI)		VIPUL TRIVEDI	SACHIN VALANI
PARTNER, M. No. 092728		(DIRECTOR)	(DIRECTOR)
Place: Ludhiana		Place: Mumbai	
Date: 03.08.2012		Date: 03.08.2012	

PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2012				
(Amount in Rupees)				
Sr. No	Particulars	Notes	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
I	Revenue from operations		00	00
II	Other Income	15	173694	107679
III	III. Total Revenue (I +II)		173694	107679
IV	Expenses:			
	Employee Benefit Expense	16	30000	72000
	Financial Costs	17	451	1152
	Depreciation and Amortization Expense	18	90693	90693
	Other Administrative Expenses	19	152432	182553
	Total Expenses (IV)		273576	346398
V	Profit before exceptional and extraordinary items and tax	(III - IV)	(99882)	(238719)
VI	Exceptional Items		00	00
VII	Profit before extraordinary items and tax	(V - VI)	(99882)	(238719)
VIII	Extraordinary Items		00	00
IX	Profit before tax (VII - VIII)		(99882)	(238719)
X	Tax expense:		00	00
XI	Profit(Loss) from the perid from continuing operations	(IX-X)	(99882)	(238719)
XII	Profit/(Loss) from discontinuing operations		00	00
XIII	Tax expense of discounting operations		00	00
XIV	Profit/(Loss) from Discontinuing operations	(XII - XIII)	00	00
XV	Profit/(Loss) for the period (XI + XIV)		(99882)	(238719)
XVI	Earning per equity share:			
	(1) Basic		-0.01	-0.05
	(2) Diluted		-0.01	-0.05
NOTES TO ACCOUNTS		1 to 26		
<i>Schedules referred to above and notes attached there to form an integral part of Balance Sheet</i>				
<i>This is the Balance Sheet referred to in our Report of even date.</i>				
For Y. D. & Co.		FOR AND ON BEHALF OF THE BOARD		
CHARTERED ACCOUNTANTS				
Firm Reg. No. 018846 N				
(CA RAKESH PURI)		VIPUL TRIVEDI	SACHIN VALANI	
PARTNER, M. No. 092728		(DIRECTOR)	(DIRECTOR)	
Place: Ludhiana		Place: Mumbai		
Date: 03.08.2012		Date: 03.08.2012		

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012		
(Rupees in Lacs)		
	2011-12	2010-11
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) before Tax and Extra Ordinary Items	(1.00)	(2.39)
Adjustments for		
Profit on Sale of Investment	(1.74)	(1.00)
Operating Profit before Working Capital Changes	(2.74)	(3.46)
Adjustments for		
Increase/ (Decrease) in Other Assests	(1.58)	0.00
Increase/ (Decrease) in Loan & Advances	560.00	(335.00)
Increase/ (Decrease) in Trade Payables & Other Liabilities	101.90	0.60
Increase In preliminary Exp.	0.00	0.91
	657.58	(336.95)
Cash generated from Operations		
Direct Taxes paid	0.00	0.00
Net cash from Operating Activities	657.58	(336.95)
B CASH FLOWS FROM INVESTING ACTIVITIES :		
Purchases of Investment	(862.86)	(809.47)
Dividend Received	0.00	0.07
Loss on sales of Shares	1.74	1.00
Net cash flow from Investing Activities	(861.12)	(808.40)
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from Unsecured loans	204.11	1144.93
Net cash flow from Financing Activities	204.11	1144.93
Net Increase/(Decrease) in Cash & Cash Equivalent	0.58	0.40
Cash & Cash Equivalents at the beginning of the year	1.33	1.74
Cash & Cash Equivalents at the end of the year	1.90	1.33
Note: Previous Year figures have been regrouped/rearranged, wherever necessary.		
For Y. D. & Co. CHARTERED ACCOUNTANTS Firm Reg. No. 018846 N	FOR AND ON BEHALF OF THE BOARD	
(CA RAKESH PURI) PARTNER, M. No. 092728 Place: Ludhiana Date: 03.08.2012	VIPUL TRIVEDI (DIRECTOR)	SACHIN VALANI (DIRECTOR)
	Place: Mumbai Date: 03.08.2012	

NOTES ANNEXED TO AND FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2012**Note 1: SIGNIFICANT ACCOUNTING POLICIES**

ACCOUNTING POLICIES: The accounts are prepared on a historical cost convention and materially comply with the mandatory accounting standards issued by the Institute of Chartered Accountants of India. The significant accounting policies followed by the company are as stated below: -

- i. Basis of accounting: The accounts have been prepared on the basis of historical cost and accrual basis.
- ii. Investments: Long term Investments are valued at cost of acquisition and related expenses.
- iii. Inventories: Inventories are valued at cost or market value whichever is lower. However, where the market quotations are not available, the same have been valued at cost.
- iv. Income Recognition: Interest Income on Non Performing Assets is accounted for as and when realized in view of Guidelines issued by RBI in respect of Non Banking Finance Company.
- v. Income Tax: Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act. The company does not made provision for deferred Tax assets or liability
- vi. Earning Per Share: In accordance with the Accounting Standard 20 “ Earnings per Share ” issued by the Institute of Chartered Accountants of India , basic earnings per share is computed using the weighted average number of shares outstanding during the year.
- vii. Provisions And Contingent Liabilities: Provisions are recognized when the Company has a legal and constructive obligation as a result of past event, for which it is probable that a cash outflow will be required and a reliable estimate can be made of the amount of the obligation.

Contingent Liabilities are disclosed when the Company has a possible obligation or a present obligation and it is probable that a cash outflow will not be required to settle the obligation.

Note : 2 Share Capital

Sr. No	Particulars	Rs.	Rs.
		Current Year	Previous Year
1	<u>AUTHORIZED CAPITAL</u> 9,35,00,00(6000000) Equity shares of Rs. 10 each	93,500,000	60,000,000
		93,500,000	60,000,000
2	<u>ISSUED , SUBSCRIBED & PAID UP CAPITAL</u> 3,74,000 Equity Shares of Rs. 10 each fully paid up	3,740,000	3,740,000
	Equity Share Capital issued on Preferential Basis 48,00,000 Equity Shares of Rs.10 each fully paid up	48,000,000	48,000,000
	41,39,200 Bonus Issue of Shares	41,392,000	00
	Total in `	93,132,000	51,740,000

Note : 3 Reserve & Surplus

1	Securities Premium reserve	608,000	42,000,000
2	Other Reserve (Genral Reserve)	2,300,000	2,300,000
3	Amalgamation Reserve	11,308,250	11,308,250
4	Surplus (Profit & Loss Account)	6,632,474	6,732,356
	Balance brought forward from previous year	6,732,356	6,971,075
	Less: Tax on Regular Assessment Paid		
	Add: Profit for the period	(99,882)	(238,719)
	Total in `	20,848,724	62,340,606

Note : 4 Long Term Borrowings(Unsecured)

1	Other Loans & Advances	152,184,044	154,195,344
	Total in `	152,184,044	154,195,344

Note : 5 Short Term Borrowings(Unsecured)

1	Loan Repayable on Demand		
	- From Bank	00	00
	- From Other Parties	87,771,000	65,348,300
	Total in `	87,771,000	65,348,300

Note : 6 Trades Payable

	-Sundry Creditors for Materiel/Supplies:	10,230,250	00
	-Sundry Creditors for Services:	36,500	26,500
	Total in `	10,266,750	26,500

Note: 7 Other Current Liabilities

1	Others:		
	HDFC Bank Dr. Balance (Cheque Overdrawn)	00	50,720
	Total in `	00	50,720

Note : 8 Short Term Provisions

1	Provision for Taxation A/Y 2008-09	321,000	321,000
	Total in `	321,000	321,000

Note : 9 Non Current Investment

1	Investment in Equity Instrument(At Cost)		
	Quoted		
	2719000 Equity share Of Rs.10/- Each Fully paid up of Amradeep industries Ltd.	5,030,150	5,030,150
		5,030,150	5,030,150
	Unquoted		
	80000 Equity share Of Rs.10/- Each Fully paid up of Mahalaxmi commercial Services Ltd.	4,000,000	4,000,000
	40000 Equity share Of Rs.10/- Each Fully paid up of Vidhi Sales P.LTd.	2,000,000	2,000,000
	6000 Equity share Of Rs.10/- Each Fully paid up of Khetan Packfine Pvt.Ltd.	300,000	300,000
	32000 Equity share Of Rs.10/- Each Fully paid up of Sarsan Securities Pvt.Ltd.	1,600,000	1,600,000
	15000 Equity share Of Rs.10/- Each Fully paid up of Suman sales & Services Pvt Ltd.	750,000	750,000
		8,650,000	8,650,000
	Market Value Of Quoted Investment	36,217,080	28,060,080
2	Investment in Mutual Fund		
	Hdfc Cash Management Fund - 5835819	00	23,475,620
	Hdfc Cash Management Fund - 5835820	00	7,825,823
		00	31,301,443
	Total in `	13,680,150	44,981,593

Note : 10 Long Term Loans and Advances

1	Other Loans & Advances	54,000,000	94,000,000
	Total in `	54,000,000	94,000,000

Note : 11 Other Non Current Assets

1	Others	430,045	272,082
	Total in `	430,045	272,082

Note :12 Current Investment

1	Investment in Mutual Fund		
	Rel. Money Manager Inst.Ser II Fund Retail - 4049586882	00	50,000,000
	Rel. Money Manager Inst. Fund Growth - 4049586882	209,611,723	109,295,752
	UTI Mutual Fund	67,271,000	00
	Total in `	276,882,723	159,295,752

Note : 13 Cash & Cash Equivalent

1	Cash-in-Hand		
	Cash Balance	133,274	32,064
	Sub Total (A)	133,274	32,064
2	Bank Balance		
	HDFC Bank	4,430	00
	Margin Money on Bank Guarantee	5,000	5,000
	Sate Bank of Mysore	35,153	35,153
	Bank of India - 200120110000483	12,136	57,575
	Bank of India - 200120110000342	159	2,804
	Sub Total (B)	56,879	100,533
	Total [A + B]	190,153	132,597

Note : 14 Short Terms Loans and Advances

1	Others		
	Advance Income Tax/Refund Due	340,447	340,447
	Other Loans & Advances (to Corporates)	19,000,000	35,000,000
	Total in `	19,340,447	35,340,447

Note : 15 Other Income

1	Dividend	00	7,290
2	Profit/ (loss) os sale of Investment	173,694	100,389
	Total in `	173,694	107,679

Note: 16 Employment Benefit Expenses

1	Salaries, Bonus, PF & ESIC	30,000	72,000
	Total in `	30,000	72,000

Note : 17 Financial Cost

1	Interest on Other loans	00	00
2	Bank Charges	451	1,152
	Total in `	451	1,152

Note : 18 Depreciation & Amortised Cost

1	Preliminary Expenses W/O	90,693	90,693
	Total in `	90,693	90,693

Note : 19 Other Expenses

1	Annual Custody Fees	57356	16618
2	Auditors Remuneration	10000	10000
3	Demat Charges	0	405
4	Listing Fees	27575	44120
5	Telephone Expenses	5740	4500
6	Printing And Stationery Exp.	10841	6850
7	Professional Charges	20500	71150
8	Office General Expenses	12850	13960
9	ROC Fees	500	6500
10	Web Site Development Charges	5200	0
11	Conveyance Charges	1870	8450
	Total in `	152,432	182,553

Note: 20 In the opinion of the Board, the Current Assets, Loans and Advances are not less than the value stated, if realized in the ordinary course of business. The provisions for all known liabilities are adequate and not in excess of the amount reasonably necessary.

Note: 21 The Company does not deal in any specific segment therefore it is not possible to give any segment wise information.

Note: 22 related party Disclosures: Related party disclosures, as required by AS-18,"Related Party Disclosures" are given below: No Related party transaction was carried out during the year.

Note: 23 Earnings per Share:

Particular	Current Year	Previous Year
(a) Net profit /(Loss) after tax available for equity shareholders (Rs./lacs)	(99882)	(238719)
(b) Equity Shares of Rs.10/- each outstanding (No. of Shares)	9313200	5174000
(c) Basic / Diluted Earning per Share (Rs.) (a / b)	(0.01)	(0.05)

Note: 24 No provision for gratuity is made in absence of any liability as per the provision of Gratuity Act 1972.

Note: 25 Figures in brackets indicate figures relating to the previous year.

Note: 26 previous year's figures have been regrouped /rearranged wherever necessary.

Signature to Notes '1' to '26'
As per our report on even date

For Y. D. & Co.
CHARTERED ACCOUNTANTS
Firm Reg. No. 018846 N

FOR AND ON BEHALF OF THE BOARD

(CA RAKESH PURI)
PARTNER, M. No. 092728
Place: Ludhiana
Date: 03.08.2012

VIPUL TRIVEDI
(DIRECTOR)

SACHIN VALANI
(DIRECTOR)

Place: Mumbai
Date: 03.08.2012

MONOTONA SECURITIES LIMITED

Reg. Office: 302, CAMY HOUSE, 3, DHUSWADI, DR. CAWUSJI HORMUSJI STREET, MUMBAI-400002, MAHARASHTRA, INDIA

31st Annual General Meeting to be held on 31.08.2012 at 12.00 NOON at 302, Camy House, 3, Dhuswadi, Dr. Cawusji Hormusji Street, Mumbai-400002

ATTENDANCE SLIP

Registered Folio No.:..... (or)

Demat Account No.:..... D.P. ID No.:.....

Name of the Shareholder:.....

I/we hereby certify that I am/we are Member/s/ Proxy of the Member/s of the Company holding Shares.

.....
Signature of Member/s/ Proxy

- A member or his duly appointed Proxy willing to attend the meeting must fill-up this Admission Slip and hand over at the entrance.
- Name of the Proxy in Block Letters.....
(in case a Proxy attends the meeting)
- Those who hold shares in demat form to quote their Demat A/c. No. and Depository Participant (D.P.) ID No.

✂-----Cut Here-----

MONOTONA SECURITIES LIMITED

Reg. Office: 302, CAMY HOUSE, 3, DHUSWADI, DR. CAWUSJI HORMUSJI STREET, MUMBAI-400002, MAHARASHTRA, INDIA

31st Annual General Meeting to be held on 31.08.2012 at 12.00 NOON at 302, Camy House, 3, Dhuswadi, Dr. Cawusji Hormusji Street, Mumbai-400002

PROXY FORM

I/We

\of

Member / Members of **MONOTONA SECURITIES LIMITED** hereby appoint.....

ofof failing him/ her.....

ofas my/ our Proxy to attend and vote for me/us on my/ our behalf at the 31st Annual General Meeting of the Company to be held on 31.08.2012 at 12:00 Noon at **302, Camy House, 3, Dhuswadi, Dr. Cawusji Hormusji Street, Mumbai-400002** and at any adjournment thereof.

Signed on thisday of2012.

Ref. Folio No.....

Demat Account No..... D.P. ID No.....

No. of Shares held.....

Signature



- The Proxy form should be signed by the member across the stamp.
- A member intending to appoint a Proxy should complete the Proxy Form and deposit it at the Company's Regd. Office, at least 48 before the time.
- Those who hold shares in demat form to quote their Demat A/c. No. and Depository Participant (D.P.) ID No.

BOOK-POST



If undelivered, please return to:

Reg. Office:

MONOTONA SECURITIES LIMITED

**302, CAMY HOUSE, 3, DHUSWADI, DR. CAWUSJI HORMUSJI STREET, MUMBAI-400002,
MAHARASHTRA, INDIA**