



HIND SECURITIES & CREDITS LIMITED

22ND ANNUAL REPORT

2014 - 2015



COMPANY INFORMATION

BOARD OF DIRECTORS

- | | |
|-----------------------|---------------|
| 1. Jagdish Rai Bansal | DIN: 00673384 |
| 2. Ajay Kumar Jha | DIN: 02820849 |
| 3. Lalit Jain | DIN: 02308058 |
| 4. Shyam Lal Bansal | DIN: 01071068 |
| 5. Sudesh Biblani | DIN: 06827317 |
| 6. Balraj Singhal | DIN: 06827309 |

COMPANY SECRETARY & COMPLIANCE OFFICER

Nidhi Bhatia
ACS 30758

AUDITORS

Statutory Auditors
AMRG & Associates
Chartered Accountants
(Formerly known as
Mohan Aggarwal & Associates)
18 A, II Floor, North Avenue Road
West Punjabi Bagh, New Delhi – 110026

Internal Auditor

Mr. Rakesh Mittal

Secretarial Auditor

Mr. Chetan Gupta
Company Secretaries

REGISTERED OFFICE

B – 18, Ground Floor, Shubham Enclave,
Paschim Vihar, New Delhi – 110063
Phone No: 9899425575
CIN: L74899DL1993PLC056702
E-mail id: cs.hindsecurities@gmail.com, supersecurities1993@gmail.com
Website: www.supersecurities.in

BANKERS

State Bank of India

REGISTRAR AND SHARE TRANSFER

M/s Link Intime India Private Limited
C – 13, Pannalal Silk Mills Compound,
LBS Road, Bhadur West, Mumbai - 400078

Corporate Office:

44, Community Centre, 2nd Floor,
Naraina Industrial Area, Phase – I,

Near PVR Naraina, New Delhi -110028

Tel No: 011 – 41410592/92/94

Fax No: 011 – 41410591

AUDIT COMMITTEE

Ajay Kumar Jha (Chairman)

Lalit Jain

Jagdish Rai Bansal



CONTENTS

Notice.....	4
Director's Report.....	10
Extract of Annual Return.....	18
Secretarial Audit Report.....	28
Management Discussion and Analysis Report.....	32
Corporate Governance Report	34
Auditor's Report.....	46
Audited Balance Sheet.....	50
Statement of Profit & Loss.....	51
Cash Flow Statement.....	52
Notes on Financial Statements.....	54
Significant Accounting Policies.....	71
Proxy Form.....	74
Attendance Slip.....	76



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

NOTICE TO MEMBERS

Notice is hereby given that the **22nd Annual General Meeting** of **HIND SECURITIES & CREDITS LIMITED** will be held on Wednesday, 30th day of September, 2015 at 10.00 A.M. at B – 18, Ground Floor, Shubham Enclave, Paschim Vihar, New Delhi - 110063, to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider, and adopt the Audited Balance Sheet as at 31st March, 2015, the statement of Profit & Loss, Cash Flow Statement for the year ended on that date along with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Balraj Singhal (DIN: 06827309), who retires by rotation and, being eligible, offers himself for re – appointment.
3. To appoint a Director in place of Mr. Shyam Lal Bansal (DIN: 01071068), who retires by rotation and, being eligible, offers himself for re – appointment.
4. To consider and if thought fit, to pass , the following resolution as ordinary resolution:

“**RESOLVED THAT** pursuant to the provisions of section 139, 142 and Audit and Auditors Rules, 2014, (the rules), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) M/s. AMRG & Associates (Formerly known as Mohan Aggarwal & Associates), (ICAI Registration No. 004453N) Chartered Accountants, who have offered themselves for re appointment and have confirmed their eligibility to be appointed as Auditors, in terms of provisions of section 141 of the Act, and rule 4 of the rules, be and are hereby re-appointed as Statutory Auditors of the company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as may be agreed upon by the Audit committee/ Board of Directors in consultation with the Auditors.”

**By Order of the Board of Directors
For Hind Securities & Credits Limited**

Date: 13th August, 2015
Place: New Delhi

Jagdish Rai Bansal
Managing Director
DIN: 00673384
R/o: 34-C, Anubhav Apartment,
Sector-13, Rohini, New Delhi – 110085

Shyam Lal Bansal
Director
DIN: 01071068
R/o: 252, Second Floor,
Bhera Enclave, Paschim Vihar,
New Delhi - 110087

Registered Office:

B – 18, Ground Floor, Shubham Enclave,
Paschim Vihar, New Delhi – 110063



NOTES:

1. A member entitled to attend and vote is entitled to appoint one or more proxies to attend and vote instead of himself. A Proxy need not be a member of the Company. Instrument of proxies in order to be effective must be received by the Company not less than 48 hours before the time for holding the meeting. A person may act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than 10% of the total Share Capital of the company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for other person or shareholder.
2. The Register of Members and Transfer Books of the Company will be closed from 21st September, 2015 to 29th September, 2015 (both days inclusive).
3. The Ministry of Corporate Affairs ("Ministry"), Government of India, has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by companies through electronic mode. As per the Circular No.17/2011, dated 21.04.2011 and Circular No.18/2011, dated 29.04.2011 issued by the Ministry of Corporate Affairs, companies can now send various notices/documents (including notice calling Annual General Meeting, Audited Financial Statements, Director's Report, Auditor's Report etc.) to their shareholders through electronic mode, to the registered email addresses of the shareholders.
4. Electronic copy of the Annual Report for Financial year end 31st March, 2015 is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 31st March, 2015 is being sent in the permitted mode. Members who would like to receive such notices/documents in electronic mode in lieu of physical copy and who have not registered their e-mail addresses so far or who would like to update their e-mail addresses already registered, are requested to register/update their e-mail addresses :
 - in respect of electronic shareholding - through their respective Depository Participants.
 - in respect of physical shareholding - by sending a request to the Company's Share Transfer Agent at birendra.singh@linkintime.co.in, mentioning therein the Company's name i.e., Hind Securities & Credits Limited, their folio number and e-mail address.
5. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company / Registrar.
6. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service(ECS), mandates, power of attorney, change of address, change of name, e-mail address, contact numbers etc, to their Depository Participant(DP).Changes intimated to the DP will then be automatically reflected in the Company's record which will help the Company and the Company's Registrars and Transfer's Agents, M/s. LINK INTIME INDIA PVT LTD, to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to M/s. LINK INTIME INDIA PVT LTD.



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

M/s. LINK INTIME INDIA PVT LTD,
Regd. Off -13 Pannalal Silk Mills Compound,
LBS Road, Bhandup West, Mumbai 400078

Corporate Office: 44 Community Centre,
2nd Floor, Naraina Industrial Area,
Phase-I, Near PVR Naraina New Delhi-110028
Tel.: +91 011- 41410592/93/94 Fax: 011-41410591
Email Id.: delhi@linkintime.co.in , Website: www.linkintime.co.in

7. Pursuant to the directions of the Securities and Exchange Board of India (SEBI), trading in the shares of your Company is in compulsory de-materialized form. Members, who have not yet got their shares de-materialized, are requested to opt for the same in their own interest and send their share certificates through Depository Participant (s) with whom they have opened the de-materialization account to the Company's Registrar appointed with effect from 1st April, 2014.
8. In case of the joint holders attending the Meeting, the Members whose name appears as the first holder in order of the names as per the register of members of the Company will be entitled to vote.
9. Members seeking any information with regard to the accounts are requested to write to the company at an early date, so as to enable the Management to keep the information ready at the meeting.
10. The Annual Report 2014-15 as circulated to the members of the Company is also available on the website of the Company www.supersecurities.in.
11. The Members / Proxies are requested to produce at the Registration Counter(s) the attached attendance slip, duly completed and signed, for admission to the meeting hall. Photocopies of Attendance Slip will not be entertained for issuing Gate Pass for attending Annual General Meeting. However, in case of non-receipt of Notice of Annual General Meeting, members are requested to write to the Company at its registered office or to the RTA for issuing the duplicate of the same.
12. In case you have any query relating to the enclosed Annual Accounts you are requested to send the same to the Company Secretary & Compliance Officer at the Registered office of the Company or on email Id: "cs.hindsecurities@gmail.com", supersecurities1993@gmail.com at least 10 days before the date of Annual General Meeting so as to enable the management to keep the information ready.
13. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and clause 35B of the listing agreement, the Company is pleased to provide members facility to exercise their right to vote at the 22nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).
14. Mr. Chetan Gupta of APAC & Associates, FCS, Practicing Company Secretary (CP No. 7077) has been appointed as Scrutinizer to scrutinize voting process in a fair and transparent manner.
15. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.



16. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be available for inspection and also placed on the website of the Company viz. www.supersecurities.in and also on the website of CDSL viz. www.cdslindia.com within two days of passing of the Resolution of AGM of the Company.
17. The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the meeting and the members attending the meeting who have not already cast their vote by remote e-voting or by postal ballot form shall be able to exercise their right at the meeting.
18. The members who have cast their vote by remote e-voting or by ballot form prior to the meeting may also attend the meeting but shall not entitled to cast their vote again.
19. Members can opt for only one mode of voting i.e. either by ballot form or by e-voting, in case members votes through both the modes, voting done by e-voting shall prevail and votes cast through ballot form shall be treated as invalid.
- 20. The instructions for voting electronically are as under:**
 - (i) The voting period begins on 27th September, 2015 (09.00 am) and ends on 29th September, 2015 (05.00 pm) During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23rd September, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com
 - (iii) Click on Shareholders
 - (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - (v) Next enter the Image Verification as displayed and Click on Login.
 - (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.



(vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN Field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none">Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

**By Order of the Board of Directors
For Hind Securities & Credits Limited**

Date: 13th August, 2015
Place: New Delhi

Jagdish Rai Bansal
Managing Director
DIN: 00673384
R/o: 34-C, Anubhav Apartment,
Sector-13, Rohini, New Delhi – 110085

Shyam Lal Bansal
Director
DIN: 01071068
R/o: 252, Second Floor,
Bhera Enclave, Paschim Vihar,
New Delhi - 110087



DIRECTOR'S REPORT

To the Members,

The Directors submit Twenty-Second Annual Report of Hind securities & Credits Limited along with the Audited Statements of Accounts for the year ended 31st March, 2015.

1. FINANCIAL RESULTS

The performance during the period ended 31st March, 2015 has been as under:

Particulars	(In Rupees)	
	2014 – 2015	2013 -2014
Total Income	45,871,555	21,339,111
Less: Total Expenditure	34,740,363	18,142,192
Profit / Loss before Tax	11,131,191	3,196,919
Less: Tax Expense		
Current Tax	565,796	-
Deferred Tax	3,077,362	1,049,030
Net Profit after Tax	7,488,033	2,147,889
Add: Previous year adjustments	-	-
Net Profit / Loss after tax and previous year adjustments	7,488,033	2,147,889

2. PERFORMANCE REVIEW

During the year under review, the Company has a net profit after tax of Rs. 7,488,033/- . Your directors are putting more efforts to for the initiatives to be taken for the next financial year which will result in more profit to the Company. The details of financial performance of the company are appearing in the Balance Sheet and Profit & Loss account for the year.

3. FUTURE OUTLOOK

In the current year, your directors are putting up efforts to increase the income and it is hope that the company will do better in current year also as compared to last year. With our industry leading organic growth programme and the successful integration of recent strategic investment in our company, our company is very well placed to capitalize on the positive outlook for commodities demand and to continue to deliver growth and long term value for our shareholders.



4. STATE OF THE COMPANY'S AFFAIRS

Your Company continues to take effective steps in broad-basing its range of activities as the company is a NBFC and the main business of the Company is to make investment and to give loans & advances. The performance of the Company during the period under review has been satisfactory.

5. HUMAN RESOURCES

The Company seeks to nurture a mutually beneficial relationship with its employees. This relationship is characterized by the investment which the Company makes in its employees by providing challenging roles and assignments opportunities for personal growth, relevant and timely performance support, training and an enabling environment. The Company seeks to create a workplace which combines achievement orientation with care for employees. The Company lists 'people' as one of its stated core values.

Your Company takes the pride in the Commitment, Competence and dedication shown by its employees in all areas of business. Various HR initiatives are taken to align the HR Policies to the growing requirements of the business.

6. SHARE CAPITAL

The paid up Equity Share Capital of the Company as on 31st March 2015 was Rs.51, 005,000. During the year under review, the Company has not issued shares or granted stock options or sweat equity.

7. AMOUNT TRANSFERRED TO RESERVES

During the year under review, the company has not transferred any amount to the reserves of the company.

8. DIVIDEND

No Dividend is being recommended by the Director for the year 31st March 2015 in view of cash requirement for establishing the company in its formative years and growth plan.

9. DEPOSITS

The company has not accepted deposit from the members or the general public as on 31st March 2015. There are no small depositors in the company.

10. NUMBER OF MEETINGS OF THE BOARD

The Board of Directors duly met 10 times during the financial year from 1st April, 2014 to 31st March, 2015. The dates on which the meetings were held are as follows:

- i. 17.04.2014
- ii. 30.05.2014
- iii. 07.06.2014
- iv. 08.07.2014
- v. 12.07.2014
- vi. 09.08.2014
- vii. 14.11.2014
- viii. 01.01.2015
- ix. 30.01.2015
- x. 31.03.2015



11. DIRECTORS AND KEY MANAGERIAL PERSON

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Clause 49 of the Listing Agreement.

12. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, peer evaluation of all Board members, annual performance evaluation of its own performance, as well as the evaluation of the working of its Committees of the Board. This evaluation is led by the Chairman of the Nomination and Remuneration Committee with specific focus on the performance and effective functioning of the Board. The evaluation process also considers the time spent by each of the Board members, core competencies, personal characteristics, accomplishment of specific responsibilities and expertise.

13. REMUNERATION RATIO OF THE DIRECTORS/KEY MANAGERIAL PERSONNEL (KMP) EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Directors is furnished hereunder:

S.No	Name	Designation	Remuneration paid in FY 2014-15 (in lakhs)	Remuneration paid in FY 2013-14 (in lakhs)	Increase in remuneration from previous year (in lakhs)	Ratio/Times per Median of employee remuneration
1.	Mr. Jagdish Rai Bansal	Managing Director (KMP)	Nil	Nil	Nil	Nil
2.	Mr. Shyam Lal Bansal	Director	Nil	Nil	Nil	Nil
3.	Mr. Balraj Singhal	Director	Nil	Nil	Nil	Nil
4.	Ms. Nidhi Bhatia	CS (KMP)	73,387 (Jan to March, 2015)	Nil	Nil	Nil
5.	Mr. Deepak Sethia	CFO (KMP)	6,00,000	Nil	Nil	Nil

14. POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION AND OTHER DETAILS

The Nomination and Remuneration Committee has adopted a Policy which, inter alia, deals with the manner of selection of Board of Directors and Managing Director and their remuneration.



Criteria of selection of Non-Executive Directors

The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of manufacturing, marketing, finance, taxation, law, governance and general management.

Criteria of selection of Independent Directors

The Nomination and Remuneration Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively. The A&R Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.

The Nomination and Remuneration Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director.

- i. Qualification, expertise and experience of the Directors in their respective fields;
- ii. Personal, Professional or business standing;
- iii. Diversity of the Board

In case of re-appointment of Non-Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

Criteria of selection of Managing Director

For the purpose of selection of the MD, the Nomination and Remuneration Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendation, if any, received from any member of the Board.

The Committee will also ensure that the incumbent fulfills such other criteria with regard to age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

Remuneration of the Directors

S.No	Name	Designation	Remuneration paid in FY 2014-15 (in lakhs)
1.	Mr. Jagdish Rai Bansal	Managing Director (KMP)	Nil
2.	Mr. Shyam Lal Bansal	Director	Nil
3.	Mr. Balraj Singhal	Director	Nil
4	Mr. Ajay Kumar Jha	Independent Director	Nil
5	Mr. Lalit Jain	Independent Director	Nil
6	Mrs. Sudesh Biblani	Independent Director	Nil



15. INTERNAL FINANCIAL CONTROL SYSTEM 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 laws and regulations. The Company regularly monitors that all regulatory guidelines are complied with at all levels.

The Audit Committee constituted by the Board reviews the adequacy of internal control system.

16. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, Directors of your Company hereby state and confirm that:

- a) in the preparation of the annual accounts for the year ended 31st March, 2015, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for the same period;
- c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) they have prepared the annual accounts on a going concern basis;
- e) they have laid down internal financial controls in the company that are adequate and were operating effectively.
- f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

17. AUDITORS

i. Statutory Auditors

The Auditors, M/s. AMRG & Associates (Formerly known as Mohan Aggarwal & Associates), (ICAI Registration No. 004453N) Chartered Accountants retire at this Annual General Meeting and being eligible, offer themselves for reappointment. They have confirmed their eligibility under Section 141 of the Companies Act, 2013 and the Rules framed thereunder for reappointment as Auditors of the Company.

ii. Internal Auditor

Pursuant to section 138 and other applicable provisions of the Companies Act, 2013, or any other law for the time being in force (including any other modifications or re-enactment thereof for the time being in force), and rules made there under the Company has appointed Mr. Rakesh Mittal, Chartered Accountant, as an Internal Auditor to conduct internal audit of the functions and activities of the Company as per the audit plan considered and approved by the Board from time to time.



iii. Secretarial Audit

According to the provision of section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Secretarial Audit Report submitted by Company Secretary in Practice is enclosed as a part of this report **Annexure - B.**

18. COMPLIANCE OFFICER

As per the requirement of the Listing Agreement with the Stock Exchange, Ms. Nidhi Bhatia, Company Secretary of the company, acts as the Compliance officer of the Company.

19. CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORTS

The Corporate Governance and Management Discussion & Analysis Report, which form an integral part of this Report, are set out as separate Annexures, together with the Certificate from the auditors of the Company regarding compliance with the requirements of Corporate Governance as stipulated in Clause 49 of the Listing Agreement.

20. PARTICULARS OF EMPLOYEES

None of the employee drew remuneration of Rs. 6,000,000/- or more per annum or Rs. 500,000/- per month or more during the financial year 2014-2015 as per section 134(3)(q) of the Companies Act, 2013 read with Rule 5(2) & (3) of The Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

21. LISTING OF SHARES

The company got the trading approval from Bombay Stock Exchange and the shares of the Company are now listed on Bombay Stock Exchange and Delhi Stock Exchange.

22. DEMATERIALISATION OF SHARES

41.89 % of the company's paid up Equity Share Capital is in dematerialized form as on 31st March, 2015 and balance 58.11 % is in physical form. The Company's Registrars are M/s Link Intime India Private Limited., having their registered office C – 13, Pannalal Silk Mills Compound, LBS Road, Bhadur West, Mumbai - 400078.

23. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

CONSERVATION OF ENERGY

Particulars with respect to conservation of energy as per section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 are not applicable to our Company.

However the company has made sufficient efforts to conserve the energy.



FOREIGN EXCHANGE EARNINGS AND OUTGO

The foreign exchange earnings and outgo in the Company are as follows:

Foreign Exchange Earnings: NIL

Foreign Exchange Outgo : NIL

24. VIGIL MECHANISM

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The details of the same is available on the Company's website www.supersecurities.in.

25. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

26. BUSINESS RISK MANAGEMENT

Pursuant to section 134 (3) (n) of the Companies Act, 2013 & Clause 49 of the listing agreement, the company has constituted a business risk management committee. The details of the committee and its terms of reference are set out in the corporate governance report forming part of the Boards report.

At present the company has not identified any element of risk which may threaten the existence of the company.

27. NOMINATION AND REMUNERATION COMMITTEE

Pursuant to section 178 (1) & (3) of the Companies Act, 2013 read with Rule 6 of the Companies (Meeting of Board & its Power) Rules, 2014 & Clause 49 of the listing agreement, the company has constituted a nomination and remuneration committee. The details of the committee and its terms of reference are set out in the corporate governance report forming part of the Boards report.

28. AUDIT COMMITTEE

Pursuant to section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meeting of Board & its Power) Rules, 2014 & Clause 49 of the listing agreement, The Audit Committee of the Board of Directors comprises of 3 directors namely Jagdish Rai Bansal, Mr. Ajay Kumar Jha and Mr. Lalit Jain. The committee oversees the company's financial information, review the quarterly/ half yearly/annual financial statements before they are submitted to the Board of Directors and performs such other function as are to it by the terms of its reference. The details of the committee and its terms of reference are set out in the corporate governance report forming part of the Boards report.

29. POLICY ON PREVENTION OF SEXUAL HARASSMENT

The Board of Directors at its meeting held on August 13, 2015, approved the "Policy on Prevention and Redressal of Sexual Harassment at Workplace" in terms of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year under review, there were no complaints received against any employee.



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

30. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as “Annexure - A”.

ACKNOWLEDGEMENT

The Board acknowledges with gratitude the co-operation and assistance provided by the RBI, company's bankers, financiers, government and non-government agencies. The relationship with the employees remained cordial and your director's wish to place on record their appreciation of the contribution made by the employees at all levels. The directors also thank the shareholders for their continued support.

**By Order of the Board of Directors
For Hind Securities & Credits Limited**

Date: 4th May, 2015
Place: New Delhi

Jagdish Rai Bansal
Managing Director
DIN: 00673384
R/o: 34-C, Anubhav Apartment,
Sector-13, Rohini, New Delhi – 110085

Shyam Lal Bansal
Director
DIN: 01071068
R/o: 252, Second Floor,
Bhera Enclave, Paschim Vihar,
New Delhi - 110087

Registered Office:

B – 18, Ground Floor, Shubham Enclave,
Paschim Vihar, New Delhi – 110063



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

ANNEXURE - A

EXTRACT OF ANNUAL RETURN FORM MGT 9

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

Financial Year ended on 31.03.2015

I. REGISTRATION & OTHER DETAILS :			
i	CIN	:	L74899DL1993PLC056702
ii	Registration Date	:	31.12.1993
iii	Name of the Company	:	Hind Securities And Credits Limited
iv	Category/Sub-category of the Company	:	Company having Share Capital
v	Address of the Registered office & contact details	:	B – 18, Ground Floor, Shubham Enclave, Paschim Vihar, New Delhi - 110063
vi	Whether listed company	:	Yes (Listed in BSE and DSE)
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	:	Link Intime India Pvt. Ltd. 44, Community Centre, Phase-I, Near PVR, Naraina Ind. Area, New Delhi-110028 Phone: +91 11 4141 0592/93/94 Email: delhi@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

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

S. No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Investment/Trading in Securities	NA	100%



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

III. PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES :

S. No	Name & Address Of The Company	CIN/GLN	Holding/ Subsidiary/ Associate	% Of Shares Held	Applicable Section
NIL					

IV. SHAREHOLDING PATTERN (Equity share Capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	600500	600500	11.7734	500500	100000	600500	11.7734	0
b) Central Govt. or State Govt.	0	0	0	0	0	0	0	0	0
c) Bodies Corporates	0	0	0	0	0	0	0	0	0
d) Bank/Fl	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
SUB TOTAL:(A) (1)	0	600500	600500	11.7734	500500	100000	600500	11.7734	0
(2) Foreign									
a) NRI- Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporates	0	0	0	0	0	0	0	0	0
d) Bank/Fl	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
SUB TOTAL (A) (2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	0	600500	600500	11.7734	500500	100000	600500	11.7734	0



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central govt	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0
e) Venture Capital Fund	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIS	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
SUB TOTAL (B)(1):	0	0	0	0	0	0	0	0	0
(2) Non Institutions									
a) Bodies corporates	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	0	1276200	1276200	25.0211	119500	1426200	1545700	30.3049	5.2838
ii) Individuals shareholders holding nominal share capital in excess of Rs.1 lakhs	0	3223800	3223800	63.2055	1517000	1437300	2954300	57.9218	(5.2837)
c) Any Other (specify) NRIs	0	0	0	0	0	0	0	0	0
d) Foreign Bodies Corporate	0	0	0	0	0	0	0	0	0
SUB TOTAL (B)(2):	0	4500000	4500000	88.2266	1636500	2863500	4500000	88.2266	0
Total Public Shareholding (B)= (B)(1)+(B)(2)	0	4500000	4500000	88.2266	1636500	2863500	4500000	88.2266	0



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	5100500	5100500	100	2137000	2963500	5100500	100	0

(ii) SHAREHOLDING OF PROMOTERS:

SI No	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Versha Gupta	200500	3.93	0	200500	3.93	0	0
2	Asha Bansal	100000	1.96	0	100000	1.96	0	0
3	Jagdish Rai Bansal	100000	1.96	0	100000	1.96	0	0
4	Prateek Gupta	100000	1.96	0	100000	1.96	0	0
5	Parveen Gupta	100000	1.96	0	100000	1.96	0	0
	Total	600500	11.77		600500	11.77		

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE):

SI No		Shareholding at the beginning of the year		Shareholding at the end of the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
1	At the beginning of the year	No Changes in Promoters shareholding during the year			
2	Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons No changes in Promoters shareholding during the year for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc.)	No Changes in Promoters shareholding during the year			
3	At the end of the year	No Changes in Promoters shareholding during the year			



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

**(iv) Shareholding Pattern of top ten Shareholders
(Other than Directors, Promoters & Holders of GDRs & ADRs):**

Sl No		Shareholding at the beginning of the year		Shareholding at the end of the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Pushpa Gupta	200200	3.9251	200200	3.9251
2	Vaibhav Jalan	200000	3.9212	200000	3.9212
3	Parul Singhal	100800	1.9763	100800	1.9763
4	Harsh Vardhan Bansal	100700	1.9743	100700	1.9743
5	Gajanand Gupta	100500	1.9704	100500	1.9704
6	Meenu Bansal	100300	1.9665	100300	1.9665
7	Kapil Batra	100300	1.9665	100300	1.9665
8	Aditi Goyal	100000	1.9606	100000	1.9606
9	Shashi Batra	100000	1.9606	100000	1.9606
10	Janak Kumar Batra	98400	1.9567	98400	1.9567



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

(v) Shareholding of Directors and Key Managerial Personnel:

SI No	For Each of the Directors & KMP	Shareholding at the end of the year		Cumulative Shareholding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
Shareholding of Key Managerial Personnel:					
1	Mr. Jagdish Rai Bansal				
	At the beginning of the year At the end of the year	100000 100000	1.9606 1.9606	100000 100000	1.9606 1.9606
2	Ms. Nidhi Bhatia				
	At the beginning of the year At the end of the year	NIL NIL	NIL NIL	NL NIL	NIL NIL
3	Mr. Deepak Sethia				
	At the beginning of the year At the end of the year	NIL NIL	NIL NIL	NL NIL	NIL NIL
Shareholding of Directors					
4	Ajay Kumar Jha				
	At the beginning of the year At the end of the year	NIL NIL	NIL NIL	NL NIL	NIL NIL
5	Lalit Jain				
	At the beginning of the year At the end of the year	NIL NIL	NIL NIL	NL NIL	NIL NIL
6	Shyam Lal Bansal				
	At the beginning of the year At the end of the year	NIL NIL	NIL NIL	NL NIL	NIL NIL
7	Sudesh Biblani				
	At the beginning of the year At the end of the year	NIL NIL	NIL NIL	NL NIL	NIL NIL
8	Balraj Singhal				
	At the beginning of the year At the end of the year	99800 99800	1.9567 1.9567	99800 99800	1.9567 1.9567



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

V. INDEBTEDNESS :

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

(In Rupees)

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



VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(In Rupees)

SI No	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		Mr. Jagdish Rai Bansal Managing Director	
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify	-	-
5	Others, please specify	-	-
	Total (A)	-	-



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

B) Remuneration to other directors:

(In Rupees)

SI No	Particulars of Remuneration	Name of Directors					Total Amount
		Mr. Ajay Kumar Jha Independent Director	Mr. Lalit Jain Independent Director	Ms. Sudesh Biblani Independent Director	Mr. Balraj Singhal Non - Executive Director	Mr. Shyam Lal Bansal Non - Executive Director	
1	Independent Directors <ul style="list-style-type: none">• Fee for attending board committee meetings• Commission•Others, please specify	-	-	-	-	-	-
	Total (1)	-	-	-	-	-	-
2	Other Non-Executive Directors <ul style="list-style-type: none">• Fee for attending board committee meetings• Commission•Others, please specify	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-
	Total = (1 + 2)	-	-	-	-	-	-



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

C) Remuneration To Key Managerial Personnel Other Than MD/Manager/WTD :

(In Rupees)

SI No	Particulars of Remuneration	Key Managerial Personnel		
		Ms. Nidhi Bhatia CS	Mr. Deepak Sethia CFO	Total
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 © Profits in lieu of salary under section 17(3) Income-tax Act, 1961	73,387	6,00,000	6,73,387
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit - others, specify	-	-	-
5	Others, please specify	-	-	-
	Total	73,387	6,00,000	6,73,387

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/ NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty Punishment Compounding				None	
B. DIRECTORS					
Penalty Punishment Compounding				None	
C. OTHER OFFICERS IN DEFAULT					
Penalty Punishment Compounding				None	



ANNEXURE - B

Form MR-3

SECRETARIAL AUDIT REPORT

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2015

To,
The Members,
HIND SECURITIES AND CREDITS LIMITED
B-18, Ground Floor, Shubham Enclave,
Paschim Vihar, New Delhi - 110063

We were appointed by the Board of Directors of M/s **Hind Securities And Credits Limited** (hereinafter called "the Company") in the Board Meeting held on August 09, 2014 to conduct the Secretarial Audit for the Financial Year 2014-15.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by the Company. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Management's Responsibility on Secretarial Compliances

The Company's Management is responsible for preparation and maintenance of secretarial records and for devising proper systems to ensure compliance with the provisions of applicable laws and regulations.

Auditor's Responsibility

Our responsibility is to express an opinion on the secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

Opinion

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

- I. The Companies Act, 2013 (the Act) and the Rules made thereunder, as applicable;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;



- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings – Not applicable as the company has no Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations, 2009 – Not Applicable as the Company did not issue any security during the financial year under review.
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 in relation to Employee Stock Option Scheme – Not Applicable as the Company did not issue any ESOP during the financial year under review.
 - e) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 – Not applicable as the Company has not issued any debt securities during the financial year under review.
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; - Not applicable as the Company is not registered as Registrar to an Issue and Share transfer Agent during the financial year under review.
 - g) Securities and Exchange Board of India (Delisting of Equity Shares) regulations, 2009 – Not applicable as the Company has not delisted its equity shares from any stock exchange during the financial year under review; and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 – Not applicable as the Company did not buy back its equity shares from any stock exchange during the financial year under review.

We have also examined compliance with the applicable clauses of the following:

- i) Secretarial Standards issued by the Institute of Company Secretaries of India (not applicable as effective from July 1, 2015).
- ii) The Listing Agreements entered into by the Company with the Delhi Stock Exchange Limited & Jaipur Stock Exchange Limited and the recognition of Delhi Stock Exchange and Jaipur Stock Exchange was withdrawn by SEBI on November 19, 2014 and March 23, 2015 respectively. Also the Company has filed application with BSE Limited for direct listing and its shares get listed on BSE Limited on April 29, 2015.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.



Based on Information received & records maintained, we further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
2. Adequate notice is given to all directors to schedule the Board Meetings which was sent at least seven days in advance. The agenda and detailed notes on agenda were also sent before the meeting and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
3. Majority decision is carried through while the dissenting directors' views are captured and recorded as part of the minutes, if any.
4. The Company has proper Board Processes.

We further report that there is scope to improve the systems and processes in the company and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that Company has complied with the following laws specifically applicable (as per the representation given by the Company) to the Company:

- i) The Reserve Bank of India Act, 1934 and the rules, regulations, circulars and notifications made there under.

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

**For APAC & Associates
Company Secretaries**

Chetan Gupta
Partner
FCS No. 6496
CP No.: 7077

Place: Delhi
Date: August 31, 2015

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



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Annexure A

To,
The Members,
HIND SECURITIES AND CREDITS LIMITED
B-18, Ground Floor, Shubham Enclave,
Paschim Vihar, New Delhi - 110063

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

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

**For APAC & Associates
Company Secretaries**

**Chetan Gupta
Partner
FCS No. 6496
CP No.: 7077**

**Place: Delhi
Date: August 31, 2015**



MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

This Management Discussion and Analysis Report has to be read in conjunction with the Company's financial statements, which follows this section. The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 and the directions issued by Reserve Bank of India for Non – Banking Financial Companies from time to time, wherever applicable.

a) STRUCTURE AND DEVELOPMENT

The finance sector continues to be characterized by high volatility. The recent governmental policies have strived to lend stability and provided the much needed fillip to the industry. The banking as well as the non-banking entities showed remarkable progress during the year under report.

b) OUTLOOK, RISK AND CONCERN

Management of risks to the business is a continuous challenge for any organization growing in size and enhancing its purpose. The traditional risk factors like client risks, industry segment risks and economic risks are well understood and the means to handle them are also fairly established.

To counter all these risks, your company conducting its risk identification, assessment and management activities through a dedicated risks and audit department. This Department has been set up by your company expressly to anticipate the impact of potential and economical risk factors to the business and provide guidance on how to handle them so as to minimize their business impact.

Adequate management control is in place to ensure quick action on early warnings, and to proactively monitor and mitigate all potential risks. A comprehensive risk Management strategy developed by the risk and Audit Department forms the framework for all de-risking and risk mitigation activities undertaken by your company with the fullest involvement of top management professionals.

c) OPPORTUNITIES & THREATS

As observed during last few years, the traditionally debt-averse Indian Consumer has been gradually becoming more and more credit happy and has aspiration to enhance the quality of his life. Considering this, there are tremendous potential in retail financing in the years to come. Positive attitude of the Indian consumers will result in the growth of the business of the Company in future.

However tough competition, strict regulations by regulatory authorities, non-recovery of dues due to lack of favorable recovery mechanism and uncertain market conditions continues to be threats for the business of the Company.

d) INTERNAL CONTROL SYSTEM & 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 laws and regulations. The Company regularly monitors that all regulatory guidelines are complied with at all levels.

The Audit Committee constituted by the Board reviews the adequacy of internal control system.



e) FINANCIAL AND OPERATIONAL PERFORMANCE

The financial statements are prepared in compliance with the requirements of the Companies Act and the Accounting Standards prescribed by the Institute of Chartered Accountants of India and Generally Accepted Accounting Principles in India.

f) HUMAN RESOURCE DEVELOPMENT AND INDUSTRIAL RELATIONS

Management is keen on following the best practices for attracting, retaining and enhancing human resources of the Company. Internal transfer, job rotation and training have been inculcated at different levels of the organization hierarchy to evolve team leaders and managers. The Company has in place the employee stock option scheme for seniors and middle level management. The above-mentioned measures will ensure motivated workforce, promote the ownership and sharing economic growth of the Company.

g) CAUTIONARY STATEMENT

The company has made forward- looking statements in this document that are subject to risks and uncertainties. Forward- looking statements may be identified by their use of words like 'expects', 'believes', 'estimates' or similar expressions. All statements that address expectations or projections about the future, including, but not limited to, statements about Company's strategy for growth, product development, market position, market expenditures, and financial results are forward looking statements.

For those statements the Company cautions that numerous important factors could affect the Company's actual results and could cause its results to differ materially from those expressed in any such forward looking statements.

**By Order of the Board of Directors
For Hind Securities & Credits Limited**

Date: 4th May, 2015
Place: New Delhi

Jagdish Rai Bansal
Managing Director
DIN: 00673384
R/o: 34-C, Anubhav Apartment,
Sector-13, Rohini, New Delhi – 110085

Shyam Lal Bansal
Director
DIN: 01071068
R/o: 252, Second Floor,
Bhera Enclave, Paschim Vihar,
New Delhi - 110087

Registered Office:

B – 18, Ground Floor, Shubham Enclave,
Paschim Vihar, New Delhi – 110063



REPORT ON CORPORATE GOVERNANCE

In terms of Compliance to Clause 49 of the Listing Agreement on Corporate Governance, your Company is complying with the guidelines. The report for current year is as follows:

1) Company's Philosophy:

The Company's philosophy on Corporate Governance is to observe the highest level of ethics in all its dealings to ensure the efficient conduct of the affair of the Company to achieve its goal of maximizing value for all its stakeholders. The Company believes that sound Corporate Governance is critical to enhance and retain investor trust.

The Company always strives to ensure compliance with regulatory requirements both in letter and spirit besides being responsive to the aspirations of our stakeholders. The Company recognizes that Governance is a conscious and continuous process across the Organization, which enables the Company to adopt best practices to retain and enhance the trust of all our stakeholders.

A transparent, ethical and robust governance framework helps enhance efficiency, which is an important catalyst in driving business growth across parameters and boosts investors' confidence in the Business entity.

The 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 aimed at a high level of business ethics, effective supervision and enhancement of value of all stakeholders.

2) Board of Directors:

The Board currently comprises of six Directors out of which five Directors are Non-Executive Directors. The Company has a Non-Executive Chairman and the three Independent Directors comprise more than one half of the total strength of the Board and one Women Director. All the Independent Directors have confirmed that they meet the 'independence' criteria as mentioned under the existing Clause 49 of the Listing Agreement and Section 149 of the Act.

(i) Composition and Category of Directors as of 31st March, 2015 is as follows :

Category	No. of Directors	%
Executive Directors	1	16.67
Non-Executive & Independent Directors	3	50
Non-Executive & Non Independent Director	2	33.33
Total	6	100



(ii) Number of Board Meetings held, dates on which held :

The Board of Directors duly met 10 times during the financial year from 1st April, 2014 to 31st March, 2015. The dates on which the meetings were held are as follows:

17th April, 2014, 30th May, 2014, 7th June, 2014, 8th July, 2014, 12th July, 2014, 9th August, 2014, 14th November, 2014, 1st January, 2015, 30th January, 2015 and 31st March, 2015.

(iii) Attendance of each Director at the Board Meetings and the last AGM held on 30.09.2014:

Name of the Director	No. of Board Meetings Attended	Last AGM attendance (Yes / No)
Mr. Jagdish Rai Bansal	10	YES
Mr. Lalit Jain	10	NO
Mr. Ajay Kumar Jha	10	YES
Mr. Shyam Lal Bansal	10	NO
Mr. Balraj Singhal	10	YES
Ms. Sudesh Biblani	10	NO

(iv) Particulars of Directorships of other Companies

OTHER DIRECTORSHIPS

Name of the Director and Designation	Name of the Company	Position
Mr. Jagdish Rai Bansal Managing Director	NIL	NIL
Mr. Lalit Jain Independent Director	LP Creative Design (India) Pvt. Ltd.	Director
Mr. Ajay Kumar Jha Independent Director	NIL	NIL
Mr. Shyam Lal Bansal Director	NIL	NIL
Mr. Balraj Singhal Director	NIL	NIL
Ms. Sudesh Biblani Independent Director	NIL	NIL



(v) No. of other Board Committees they are Members / Chairman

Audit Committee	Nomination and Remuneration Committee	Stakeholders Relationship Committee
Ajay Kumar Jha – Chairman	Ajay Kumar Jha – Chairman	Shyam Lal Bansal – Chairman
Lalit Jain – Member	Lalit Jain – Member	Lalit Jain – Member
Jagdish Rai Bansal - Member	Sudesh Biblani - Member	Ajay Kumar Jha - Member

3) Independent Directors:

The Company has complied with the definition of Independence as per Clause 49 of the Listing Agreement and according to the Provisions of section 149(6) Companies Act, 2013. The company has also obtained declarations from all the Independent Directors pursuant to section 149 (7) of the Companies Act, 2013.

Performance Evaluation of non-executive and Independent Directors:

The Board evaluates the performance of Non-executive and Independent Directors every year. All the Non-executive and Independent Directors are eminent personalities having wide experience in the field of business, industry and administration. Their presence on the Board is advantageous and fruitful in taking business decisions.

Separate Meeting of the Independent Directors:

The Independent Directors held a Meeting on 16th February, 2015, without the attendance of Non-Independent Directors and members of Management. All the Independent Directors were present at the meeting. The following issues were discussed in detail:

- i) Reviewed the performance of non-independent directors and the Board as a whole;
- ii) Reviewed the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors;
- iii) Assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

4) Audit Committee:

i) Terms of reference:

The Audit Committee of the Company at the Board level, interalia, provides assurance to the Board on the adequacy of the internal control system. The Committee periodically review financial reporting process and financial results, statement and disclosures, generally accepted accounting principles and on measures taken in safeguarding of assets of the Company, internal control systems and procedures. The Committee discusses with Statutory Auditors, scope of audit findings of audit, audit qualifications, if any, related party transactions and appraises Board on the above.



ii) Composition:

The Audit Committee of the Board of your Company comprises of three members. All members of audit committee are financially literate. Mr. Jagdish Rai Bansal has accounting and related financial management expertise.

Name of Members	Designation	Status/Position
Mr. Ajay Kumar Jha	Chairman	Non-Executive and Independent
Mr. Lalit Jain	Member	Non-Executive and Independent
Mr. Jagdish Rai Bansal	Member	Promoter and Executive

iii) No. of meetings held during the year:

During the year 2014-15, Four Meetings of Audit Committee were held on 17th April, 2014, 9th August, 2014, 14th November, 2014 and 30th January, 2015.

iv) Name of Members and attendance during the year:

Name of the Director	Position	No. of Meetings held	No. of Meetings Attended
Ajay Kumar Jha	Chairman	4	4
Lalit Jain	Member	4	4
Jagdish Rai Bansal	Member	4	4

The Chairman of the Audit Committee was present at the last Annual General Meeting.

4)Nomination and Remuneration Committee :

i) Terms of reference:

This Committee shall identify the persons, who are qualified to become Directors of the Company / who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal and also shall carry out evaluation of every director's performance. Committee shall also formulate the criteria for determining qualifications, positive attributes, independent of the Directors and recommend to the Board a Policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees.

ii) Composition:

The Nomination and Remuneration Committee of the Company consists of 3 Non-Executive and Independent Directors including Chairman.

iii) No. of meetings held during the year:

During the year the Committee had 1 meeting i.e. on 8th August, 2014.



iv) Composition, name of Members and attendance during the year:

Name of the Director	Position	No. of Meetings held	No. of Meetings Attended
Ajay Kumar Jha	Chairman	1	1
Lalit Jain	Member	1	1
Sudesh Biblani	Member	1	1

5) Stakeholders Relationship Committee

i) Terms of reference:

The Company has " STAKEHOLDERS RELATIONSHIP COMMITTEE " under the chairmanship of a Non-Executive and Independent Director to specifically look into shareholders issues including share transfer, transmission, and issue of duplicate certificates and redressing of shareholder complaints like non receipt of balance sheet, etc.

Stakeholders Relationship Committee is responsible for the smooth functioning of the share transfer process as well as redresses of shareholder grievances expeditiously and satisfactorily.

The Company's Registrar and Share Transfer Agent has been appointed in the company with effect from 1st April, 2014 to process the transfer of shares under supervision of Company Secretary & Compliance Officer. Thereafter, the proposals are placed before the designated Committee.

The Company Secretary is the Secretary to the Committee and is also the Compliance Officer of the Company. There was no complaint received / pending as on 31.03.2015.

ii) No. of meetings held during the year:

During the year the 5 Stakeholders Relationship Committee Meetings were held i.e. on 17th April, 2014, 8th July, 2014, 12th July, 2014, 14th November, 2014 and 30th January, 2015. The attendance of the Members at the meeting was as under:

iii) Composition, name of Members and attendance during the year:

Name of the Director	Position	No. of Meetings held	No. of Meetings Attended
Shyam Lal Bansal	Chairman	5	5
Lalit Jain	Member	5	5
Ajay Kumar Jha	Member	5	5

iv) Name and Designation of Compliance Officer:

Ms. Nidhi Bhatia, Company Secretary and Compliance Officer.

**Shareholder's Services:**

Sl. No.	Nature of Complaints	2014-2015		2013-2014	
		Received	Answered	Received	Answered
1	Non receipt of Shares lodged for Demat	-	-	-	-
2	Others	-	-	-	-

5) General Body Meetings:**Location and time for the last three AGMs:**

Year	Date	Venue	Time	Special Resolution
2011 – 2012	29.09.2012	D – 13/25, Sector – 8, Rohini, New Delhi - 110085	10.00 A.M.	NIL
2012 – 2013	28.09.2013	D – 13/25, Sector – 8, Rohini, New Delhi - 110085	10.00 A.M.	NIL
2013 - 2014	30.09.2014	16, Arihant Nagar, Punjabi Bagh West, New Delhi - 110026	10.00 A.M.	Appointment of directors liable to retire by rotation and appointment of Independent Directors and Managing Director

6) Disclosures:**i) Related Party Transactions during the year:**

Transactions with related parties are disclosed elsewhere in the Balance Sheet forming part of this Annual Report.

ii) Cases of Non – Compliance:

There has been no instance of non-compliance by the Company on any matter related to capital markets.

7) Means of Communication:

Quarterly, Half-yearly and Annual Financial Results of the Company are communicated to the Stock Exchanges immediately after the same are considered by the Board and are published in an English newspaper and in a vernacular language newspaper viz. The Financial Express, Naya India etc. The results and official news releases of the Company are also made available on the Company's website i.e. www.supersecurities.in.



8) SEBI Complaints Redressal System (SCORES):

SEBI has initiated SCORES for processing the investor complaints in a centralized web based redress system and online redressal of all the shareholders complaints. The company is in compliance with the SCORES and redressed the shareholders complaints well within the stipulated time.

9) General Shareholder's Information:

AGM date, time and venue	Wednesday, 30 th , September, 2015 At 10.00 A.M. B – 18, Ground Floor, Shubham Encalve, Paschim Vihar, New Delhi - 110063
Financial Year	1 st April, 2014 to 31 st March, 2015
Book Closure Date	21 st September, 2015 to 29 th September, 2015
Listing on Stock Exchanges	A) Bombay Stock Exchange Ltd. B) Delhi Stock Exchange Ltd.
Stock Code	A) BSE Code - 539114 B) DSE Code - 08158
ISIN	INE727Q01016

10) Market Price Data:

There was no trading in the Company's Equity Shares in any Stock Exchanges during the period April 2014 to March 2015.

Further the Company got traded on BSE on 29th April, 2015.

11) Dividend Payment Date:

The Company has not declared any dividend for the financial year ended on March 31, 2015.

12) Registrar and Transfer Agent:

M/s Link Intime India Pvt. Ltd.

Regd. Office: C -13 Pannalal Silk Mills Compound, LBS Road,
Bhandup West, Mumbai 400 078

Corporate Office: 44 Community Centre, 2nd Floor,
Naraina Industrial Area,
Phase-I, Near PVR Naraina New Delhi-110028
Tel: 011- 41410592/93/94
Fax: 011-41410591

Website: www.linkintime.co.in

Email: delhilinkintime.co.in



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

13) Share Transfer System:

Particulars	2014-15	2013-14
Shares Transferred	39,000	24,99,450
Total No. of shares as on 31 st March, 2015	51,00,500	51,00,500
% on Share Capital	0.76	48.96

14) Shareholding Pattern as on 31st March, 2015

Category	No of Share Holders	No. of Shares Held	%of Share Holding
Promoters	5	600500	11.7734
Companies	–	–	–
FIs	–	–	–
OCBs and NRIs	–	–	–
Mutual Funds, Banks, FIs	–	–	–
Individuals	1473	4500000	88.2266
Total	1478	5100500	100

16) Distribution of Share Holdings:

No. of Equity Shares Held	As on 31.03.2015				As on 31.03.2014			
	No. of share holders	% of Share holders	No. of Shares	% of Share holding	No. of share holders	% of Share holders	No. of Shares	% of Share holding
1 – 500	903	61.0961	451100	8.8442	929	61.93	464100	9.1
501 – 1000	270	18.2679	226100	4.4329	270	18.00	226100	4.44
1001 – 2000	33	2.2327	56100	1.0999	27	1.80	46100	.90
2001 – 3000	130	8.7957	326700	6.4053	135	9.00	338700	6.65
3001 – 4000	3	.2030	10700	0.2098	3	.20	10700	.20
4001 – 5000	19	1.2855	95000	1.8626	16	1.06	80000	1.57
5001 - 10000	38	2.5710	380000	7.4502	38	2.55	380000	7.45
10001 and above	82	5.5480	3554800	69.6951	82	5.46	3554800	69.69
Total	1478	100.00	5100500	100.00	1500	100.00	5100500	100.00



17) Shareholding Profile:

Mode of Holding	As on 31 st March, 2015			As on 31 st March, 2014		
	No. of holders	No. of Shares	% to Equity	No. of holders	No. of Shares	% to Equity
Demat	64	2137000	41.89	—	—	—
Physical	1414	2963500	58.11	1500	5100500	100.00
Total	1478	5100500	100.00	1500	5100500	100.00

18) Outstanding GDRs/ADRs/warrants or any convertible instruments, conversion date and likely impact on equity.

We have no GDRs/ADRs or any commercial instrument.

19) Plant Locations: Not Applicable

20) Address of Registered Office: B – 18, Ground Floor, Shubham Enclave,
Paschim Vihar, New Delhi – 110063

21) Code of Conduct:

DECLARATION

A Code of Conduct for the Directors and Senior Management Personnel has already been approved by the Board of Directors of the Company. As stipulated under the provisions of sub-clause (II) E of Clause 49 of the Listing Agreement with stock exchanges, all the Directors and the designated personnel in the Senior Management of the Company have affirmed compliance with the said code for the financial year ended March 31, 2015.

Date: 4th May, 2015
Place: New Delhi

JAGDISH RAI BANSAL
Managing Director

22) Risk Management:

The company has been addressing various risks impacting the company.

23) Prevention of Insider Trading:

In accordance with the requirements of SEBI (Prohibition of Insider Trading) Regulations, 1992, the company has instituted a code of conduct for prohibition of insider trading in the company's shares.

24) Reconciliation of Share Capital Audit:

As stipulated by SEBI, a qualified Practicing Company Secretary carries out the Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSIL) and the total issued and paid-up capital. This audit is carried out every quarter and the report thereon is submitted to the stock exchanges and is placed before the board of directors of the Company. The audit, inter alia,



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

confirms that the listed and paid up capital of the company is in agreement with the aggregate of the total number of shares in dematerialized form held with NSDL and CDSIL and the total number of shares in physical form.

25) Corporate Identity Number (CIN):

Corporate Identity Number (CIN) of the company, allotted by the Ministry of Corporate Affairs, Government of India is L74899DL1993PLC056702.

26) Familiarization programme for Independent Director

The Company proactively keeps its Directors informed of the strategy, operations and functions of the Company, its management and and provides an overall industry perspective as well as issues being faced by the industry. The details of familiarization programmes for Independent Directors of the Company is available on the Company's website www.supersecurities.in.

27) Policy on Related Party Transactions

As per the requirements of Section 188 of the Companies Act, 2013 and Clause 49 of the Listing Agreement with the Stock Exchange of India, the Company has adopted the Policy on Related Party Transactions and the web link for the same is available on the website of the Company www.supersecurities.in

28) CEO/CFO Certification:

As required by Clause 49 of the Listing Agreement, the CEO / CFO Certification is provided in the Annual Report.

**By Order of the Board of Directors
For Hind Securities & Credits Limited**

Date: 4th May, 2015
Place: New Delhi

Jagdish Rai Bansal
Managing Director
DIN: 00673384
R/o: 34-C, Anubhav Apartment,
Sector-13, Rohini, New Delhi – 110085

Shyam Lal Bansal
Director
DIN: 01071068
R/o: 252, Second Floor,
Bhera Enclave, Paschim Vihar,
New Delhi - 110087

Registered Office:

B – 18, Ground Floor, Shubham Enclave,
Paschim Vihar, New Delhi – 110063



CEO AND CFO CERTIFICATION

We, Jagdish Rai Bansal, Managing Director and Deepak Sethia, Chief Financial Officer responsible for the finance function certify that:

- a) We have reviewed the financial statements and cash flow statement of Hind Securities & Credits Limited for the year ended 31st March, 2015 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, 2015 are fraudulent, illegal or violate 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 the 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.
 - 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.

JAGDISH RAI BANSAL
Managing Director

DEEPAK SETHIA
Chief Financial Officer

Date: 4th May, 2015
Place: New Delhi



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

The Members of Hind Securities & Credits Limited

We have examined the compliance of conditions of Corporate Governance by Hind Securities & Credits Limited., for the year ended 31st March, 2015 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchange(s).

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 the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that in respect of investor grievances received during the year ended 31st March, 2015, no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Shareholders Committee.

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

For AMRG & Associates
Chartered Accountants
FRN : 004453N

Date: 4th May, 2015
Place: Delhi

CA. Madhu Mohan
(Partner)
M. No. 082938



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

AUDITOR'S REPORT

To the Members of HIND SECURITIES & CREDITS LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **Hind Securities & Credits Limited (CIN: L74899DL1993PLC056702)** ("the Company") which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to 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 principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for the ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on auditing specified under Section 143(10) the Act. 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 financial controls relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls.

An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, 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 on the financial statements.

Opinion

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

a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2015



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

- b) in the case of Statement of Profit and Loss, of the profit of the company for the year ended on that date; and
c) in the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of written representations received from the Directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015, from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors), 2014, in our opinion and to the best of our information and according to the explanations given to us;
 - i. The Company does not have any pending litigations which would impact its financial position as referred in note 32; Significant Accounting Policies.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as referred in note 32; Significant Accounting Policies.
 - iii. There has been no delay in transferring the amounts, required to be transferred, to the Investor Education and Protection Fund by the Company as referred in note 32; Significant Accounting Policies.

For AMRG & Associates
Chartered Accountants
FRN : 004453N

Place: Delhi
Date: 4th May, 2015

CA. Madhu Mohan
(Partner)
M. No. 082938



ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

1. In respect of its fixed assets:
 - a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of information available.
 - b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of the assets. No material discrepancies were noticed on such physical verification.
2. (a) Physical verification of inventory has been conducted at reasonable intervals by the management;
 - (b) Procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
 - (c) Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification.
3. In respect of the loans, secured or unsecured, granted by the Company to companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. We are informed that the Company does not have any person listed in the register maintained under Section 189 of the Companies Act, 2013.
4. In our opinion, and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase fixed assets. In our opinion and according to the information and explanations given to us, there is no continuing failure to correct major weaknesses in internal control.
5. According to the information and explanations given to us, the Company is a non-banking financial company to which provisions of section 73 to section 76 of Companies Act, 2013 is not applicable. Therefore, the provisions of Clause (v) of paragraph 3 of the Order are not applicable to the Company.
6. According to information given to us the company is not required to maintained cost records, pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Companies Act, 2013.
7. According to the information and explanations given to us, there are no undisputed statutory dues payable in respect of Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income-tax, Sales-tax, Service Tax, Wealth Tax, Custom Duty, Excise Duty, cess which are outstanding as at 31.03.2015 for a period of more than six months from the date they became payable.
8. The company does not have accumulated losses at the end of the financial year exceeding more than 50% of the Net Worth of the company and it has not incurred any cash losses in the current financial year, as well as in the previous financial year.
9. Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to a financial institution, banks and debenture holders.



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

10. 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.
11. As per information and explanations given to us, the company has not taken any Term Loan during the year.
12. According to the information and explanations given to us, a fraud on or by the company has not been noticed or reported during the year.

For AMRG & Associates
Chartered Accountants
FRN : 004453N

Place: Delhi
Date: 4th May, 2015

CA. Madhu Mohan
(Partner)
M. No. 082938



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

BALANCE SHEET AS AT MARCH 31ST, 2015

Particulars	Note No.	As at 31 March, 2015	As at 31 March, 2014
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	51,005,000	51,005,000
(b) Reserves and Surplus	2	3,793,550	(3,694,483)
(c) Money received against share warrants		-	-
(2) Share application money pending allotment	3	-	-
(3) Non-Current Liabilities			
(a) Long-term borrowings	4	13,233,152	10,576,113
(b) Deferred tax liabilities (Net)	5	-	-
(c) Other Long term liabilities	6	-	-
(d) Long term provisions	7	-	-
(4) Current Liabilities			
(a) Short-term borrowings	8	88,958,093	197,221,571
(b) Trade payables	9	-	-
(c) Other current liabilities	10	4,065,775	2,277,679
(d) Short-term provisions	11	661,808	162,283
	Total	161,717,377	257,548,163
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets	12	2,059	2,521
(i) Tangible assets		561,800	-
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development	13	-	-
(b) Non-current investments	14	-	3,077,362
(c) Deferred tax assets (net)	15	55,964,995	89,349,333
(d) Long term loans and advances	16	-	-
(e) Other non-current assets		-	-
(2) Current assets			
(a) Current investments	17	-	-
(b) Inventories	18	12,391,161	25,958,394
(c) Trade receivables	19	-	-
(d) Cash and cash equivalents	20	5,148,335	2,175,020
(e) Short-term loans and advances	21	83,315,585	134,007,586
(f) Other current assets	22	4,333,441	2,977,948
	Total	161,717,377	257,548,163

Notes to Accounts & Significant accounting policies 1 to 33

As per our report of even date attached

AMRG & ASSOCIATES

(Formerly Known as Mohan Aggarwal & Associates)

CHARTERED ACCOUNTANTS

(FRN: 004453N)

For HIND SECURITIES & CREDITS LTD

CIN: L74899DL1993PLC056702

(CA. MADHU MOHAN)

PARTNER

M. NO. 082938

Place: New Delhi

Date: 4th May, 2015

(NIDHI BHATIA)

COMPANY SECRETARY

ACS NO: 30758

(JAGDISH RAI BANSAL)

DIRECTOR

DIN: 00673384

(SHYAM LAL BANSAL)

DIRECTOR

DIN: 01071068



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED MARCH 31ST, 2015

Particulars	Note No.	As at 31 March, 2015	As at 31 March, 2014
I. Revenue from operations	23	24,268,348	3,649,657
II. Other Income	24	21,603,207	17,689,454
III. Total Revenue (I + II)		45,871,555	21,339,111
IV. Expenses:			
Cost of materials consumed		-	-
Purchase of Stock-in-Trade	25	-	-
Change in inventories	26	13,567,233	-
Employee benefit expense	27	1,221,895	250,993
Financial costs	28	18,282,684	146,000
Depreciation and amortization expense	29	462	17,592,857
Other expenses	30	1,017,090	420
Provision for Standard Assets		651,000	151,922
Total Expenses		34,740,363	18,142,192
V. Profit before exceptional and extraordinary items and tax		11,131,191	3,196,919
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax		11,131,191	3,196,919
VIII. Extraordinary Items		-	-
IX. Profit before tax		11,131,191	3,196,919
X. Tax expense:			
(1) Current tax(MAT)		2,365,105	610,000
Less: MAT Credit Entitlement		(1,799,308)	(610,000)
Net Current Tax		565,796	-
(2) Deferred Tax		3,077,362	1,049,030
XI. Profit(Loss) for the period from continuing operations after tax		7,488,033	2,147,889
XII. Profit/(Loss) from discontinuing operations		-	-
XIII. Tax expense of discontinuing operations		-	-
XIV. Profit/(Loss) from discontinuing operations (after tax)		-	-
XV. Profit/(Loss) for the period		7,488,033	2,147,889
XVI. Earning per equity share:			
(1) Basic	31	1.47	0.44
(2) Diluted		1.47	0.44

Notes to Accounts & Significant accounting policies

As per our report of even date attached

AMRG & ASSOCIATES

(Formerly Known as Mohan Aggarwal & Associates)

CHARTERED ACCOUNTANTS

(FRN: 004453N)

1 to 33

For HIND SECURITIES & CREDITS LTD

CIN: L74899DL1993PLC056702

(CA. MADHU MOHAN)
PARTNER
M. NO. 082938

(NIDHI BHATIA)
COMPANY SECRETARY
ACS NO: 30758

(JAGDISH RAI BANSAL)
DIRECTOR
DIN: 00673384

(SHYAM LAL BANSAL)
DIRECTOR
DIN: 01071068

Place: New Delhi
Date: 4th May, 2015



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

CASH FLOW STATEMENT

Particulars	As at 31.03.2015		As at 31.03.2014	
<u>Cash Flow from operating Activities</u>				
Profit (Loss) after Extraordinary Items and Tax	7,488,033		2,147,889	
ADD: Adjustment for :				
Depreciation	462		420	
Provision for Taxation	5,442,467		1,659,030	
Operating profit before working capital changes (Total A)	12,930,961		3,807,340	
ADD: Adjustment for :				
(Increase)/Decrease in Inventories	13,567,233		250,992	
Increase/(Decrease) in Current Liabilities	2,287,621		1,563,924	
(Increase)/Decrease in Other Current Asset	(1,355,493)		(1,925,046)	
(Increase)/Decrease in Short term loans & advances	50,692,001		(116,610,555)	
LESS: Previous Year Adjustments			856	
LESS: Tax paid during the year	2,365,105		610,000	
Cash generated from operations	62,826,255		(117,331,541)	
<u>Net Cash Flow from Operating Activity (Total A+B)</u>		75,757,217		(113,524,201)
<u>Cash flow from Investing Activities</u>				
(Increase)/Decrease in Loan & Advances	33,384,338		(12,302,245)	
(Increase)/Decrease in Fixed Assets	(561,800)			
<u>Net Cash Flow from Investing Activity</u>		32,822,538		(12,302,245)
<u>Net Cash Flow from Financing Activity</u>				
Proceeds from call in arrears	-		1,764,500	
Proceeds from Short Term Borrowings (Net)	(108,263,478)		134,837,241	
Proceeds from Long Term Borrowings (Net)	2,657,039		(24,176,388)	
<u>Net Cash Flow from Financing Activity</u>		(105,606,439)		112,425,353
Net increase in Cash & Cash Equivalent		2,973,316		(13,401,093)
Cash & Cash Equivalent at the beginning of the period		2,175,020		15,576,113
Cash & Cash Equivalent at the end of the period		5,148,335		2,175,020



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Notes to the Cash Flow Statement

1 Cash & Cash Equivalent	As on 31.03.2015	As on 31.03.2014
Cash In Hand	16,726	15,392
Balances With the Bank	<u>5,131,609</u>	<u>2,159,628</u>
	<u>5,148,335</u>	<u>2,175,020</u>

- 2 The above cash flow statement has been prepared under the 'Indirect method' as out in the accounting standard on 'Cash Flow Statement (A S 3)' issued by The Institute of Chartered Accountants of India.

AMRG & ASSOCIATES
(Formerly Known as Mohan Aggarwal & Associates)

CHARTERED ACCOUNTANTS
(FRN : 004453N)

For HIND SECURITIES & CREDITS LTD
CIN : L74899DL1993PLC056702

(CA. MADHU MOHAN)
PARTNER
M. NO. 082938

(NIDHI BHATIA)
COMPANY SECRETARY
ACS NO: 30758

(JAGDISH RAI BANSAL)
DIRECTOR
DIN: 00673384

(SHYAM LAL BANSAL)
DIRECTOR
DIN: 01071068

Place: New Delhi
Date: 4th May, 2015



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

NOTES

Notes forming part of the Balance Sheet

Note "1": SHARE CAPITAL

Amount (In Rs.)

Particulars	As at 31 March,2015	As at 31 March,2014
Authorised Share Capital 55,00,000 Equity Shares of Face Value Rs.10/-Each (Previous year: 55,00,000 Equity Shares of Face Value Rs.10/-Each)	55,000,000	55,000,000
Issued, Subscribed & Paid Up Capital 51,00,500 Equity Shares of Face Value Rs.10/-Each (Previous year: 51,00,500 Equity Shares of Face Value Rs.10/-Each) Less: Calls In Arrear	51,005,000 -	51,005,000 -
	51,005,000	51,005,000

A. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31 March, 2015		As at 31 March, 2014	
	Number	Amount	Number	Amount
At the beginning of the period	5,100,500	51,005,000	5,100,500	49,240,500
Issued during the period-	-	-	-	-
Add: Receipt of calls in arrears		-	-	1,764,500
Outstanding at the end of the period	5,100,500	51,005,000	5,100,500	51,005,000

B. Details of shareholders holding more than 5% shares in the company

Particulars	As at 31 March, 2015		As at 31 March 2014	
	Number	Amount	Number	Amount
Equity shares of Rs. 10 each fully paid	-	-	-	-



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Notes forming part of the Balance Sheet

C. Aggregate number of bonus shares issued, share issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date.

Particulars	As at 31 March, 2015		As at 31 March, 2014	
	Number	Amount	Number	Amount
Equity shares allotted as fully paid bonus shares by capitalization of securities premium	-	-	-	-
Equity shares allotted as fully paid-up pursuant to contracts for consideration other than cash.	-	-	-	-
Equity shares bought back by the company	-	-	-	-
	-	-	-	-

D. Shares held by holding/ultimate holding company and/or their subsidiaries/associates : NIL



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Notes forming part of the Balance Sheet

Note "2": RESERVES & SURPLUS

Particulars	As at 31 March, 2015	As at 31 March, 2014
Statutory Reserve	-	-
Statutory Reserve as per last Balance Sheet	650,000	-
Add: Transfer from current year Profit	-	650,000
Closing Balance of Statutory Reserve	650,000	650,000
Profit & Loss Account		
Profit & Loss Account as per last Balance Sheet	(3,694,483)	(5,841,516)
Add: Profit for the year	7,488,033	2,147,889
Less: Previous year adjustments	-	(856)
Less : Transfer to Statutory Reserve	-	(651,000)
Net surplus in the statement of profit and loss	3,793,550	(3,694,483)

Note "3": SHARE APPLICATION MONEY

Particulars	As at 31 March, 2015	As at 31 March, 2014
At the beginning of the year Share application money pending allotment	-	-
Add :- Allotted during the year	-	-
Less:- Buy Back during the year	-	-
At the end of the year Share application money pending allotment	-	-



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Notes forming part of the Balance Sheet

NON CURRENT LIABILITIES

Note "4": Long-Term Borrowings

Amount (in Rs.)

Particulars	As at 31 March, 2015	As at 31 March, 2014
(A) Term Loan from Bank (Secured)	-	-
(B) Loan & Advances from related party (Unsecured)	-	-
(C) Other Loan & Advances (Unsecured)		
Jamnaka Comtrade Pvt Ltd	2,200,613	-
Parveen Gupta (HUF)	3,692,539	3,332,617
Saurabh Gupta	1,800,000	
Sarita Garg	5,540,000	5,000,000
Manya Gupta	-	2,243,496
	13,233,152	10,576,113
GRAND TOTAL (A+B+C)	13,233,152	10,576,113

Note "5": Deferred Tax Liability

Particulars	As at 31 March, 2015	As at 31 March, 2014
Opening Balance	-	-
Additions during the year	-	-
	-	-



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Notes forming part of the Balance Sheet

Note "6": Other Long-Term Liability

Particulars	Amount (In Rs.)	
	As at 31 March, 2015	As at 31 March, 2014
(A) Trade Payables	-	-
(B) Due from Related Parties	-	-
(C) Other Payables	-	-
	-	-

Note "7": Long-Term Provisions

Particulars	As at 31 March, 2015	As at 31 March, 2014
Provision for Employees Benefits	-	-
	-	-



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Notes forming part of the Balance Sheet

CURRENT LIABILITIES

Note "8": Short-Term Borrowings

Particulars	As at 31 March, 2015	As at 31 March, 2014
(A) Loan from Bank (Secured)	-	-
(B) Loan Advances from related party (Unsecured)	-	-
(C) Other Loan Advances (Unsecured)		
Nu-Fashion Footwear Pvt. Ltd.	-	103,538,838
Footwear Klick India (P) Ltd.	31,688,592	54,239,710
SCG Industries Pvt.Ltd	57,269,501	39,443,023
	88,958,093	197,221,571
GRAND TOTAL (A+B+C)	88,958,093	197,221,571

Note "9": Trade Payables

Particulars	Amount (In Rs.)	
	As at 31 March, 2015	As at 31 March, 2014
Sundry Creditors	-	-
	-	-



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Notes forming part of the Balance Sheet

Note "10": Other Current Liabilities

Particulars	As at 31 March, 2015	As at 31 March, 2014
(A) Interest accrued but not due	-	-
(B) Interest accrued but due	-	-
(C) Income received in advance	-	-
(D) Application Money received for allotment of securities and due for refund and interest accrued thereon	-	-
(E) Sales Tax and Withholding Taxes Payable		
TDS Payable	1,055,910	1,667,679
Provision for Tax	2,358,864	610,000
(F) Contingent Provision against Standard Assets	651,000	
	4,065,774	2,277,679

Note "11": Short Term Provisions

Particulars	As at 31 March, 2015	As at 31 March, 2014
Expenses Payable	38,699	50,000
Auditor fees payable	40,449	40,450
APAC & Associates	50,113	5,618
Consolidated Professional Service Pvt.Ltd	360,000	-
Link Intime India Pvt.Ltd	7,584	-
Zeal Advertising Pvt.Ltd	26,915	40,215
Salary Payable	128,048	26,000
Rent Payable	10,000	-
Expenses Payable		
	661,808	162,283



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Notes forming part of the Balance Sheet

NON CURRENT ASSETS

Note "12": Fixed Asset

Particulars	Amount (In Rs.)	
	As at 31 March, 2015	As at 31 March, 2014
Fixed Assets	2,059	2,521
	2,059	2,521

Note "13": Non-Current Investments

Particulars	As at 31 March, 2015	As at 31 March, 2014
(A) Investment in property	-	-
(B) Investment in Equity Shares		
- Quoted Shares	-	-
- Unquoted shares	-	-
(C) Investment in Mutual Funds	-	-
	-	-

Note "14": Deferred Tax Assets

Particulars	As at 31 March, 2015	As at 31 March, 2014
Opening Balance	3,077,362	4,126,392
Add/Less: During the year	(3,077,362)	(1,049,030)
	-	3,077,362



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Notes forming part of the Balance Sheet

Note "15": Long Term Loans and Advances

Particulars	Amount (In Rs.)	
	As at 31 March, 2015	As at 31 March, 2014
(A) Capital Advances		
Secured, considered good	-	-
Unsecured, considered good	-	-
(B) Securities Deposits		
Secured, considered good	-	-
Unsecured, considered good	-	-
Doubtful	-	-
(C) Loans & Advances to related party		
Unsecured, considered good	-	-
(D) Other Loan & Advances		
-		
a) Secured , considered good	-	-
-		
b) Unsecured , considered good		
Asha Gupta	1,030,000	2,000,000
Lancer Footwear (India) Pvt. Ltd	36,741,424	82,286,439
Satish Gupta	-	3,500,000
Warsi Advertising	-	1,000,000
Surekha Industries	-	562,894
Manya Gupta	18,193,571	-
	55,964,995	89,349,333
c) Doubtful	-	-
Total (a+b+c)	55,964,995	89,349,333
TOTAL (A+B+C+D)	55,964,995	89,349,333



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Notes forming part of the Balance Sheet

Note "16": Other Non-Current Assets

Particulars	Amount (In Rs.)	
	As at 31 March, 2015	As at 31 March, 2014
(A) Long-Term Trade receivables		
Trade Receivable	-	-
(B) Others	-	-
	-	-
	-	-

CURRENT ASSETS

Note "17": Current Investments

Particulars	As at 31 March, 2015	As at 31 March, 2014
(A) Investment in property	-	-
(B) Investment in Equity Shares	-	-
(C) Investment in Mutual Funds	-	-
	-	-
	-	-



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Notes forming part of the Balance Sheet

Note "18": Inventories

Particulars	As at 31 March, 2015	As at 31 March, 2014
(A) Raw Materials	-	-
(B) Work in Progress	-	-
(C) Finished Goods	-	-
(D) Stock in Trade (In respect of Goods acquired for trading) (At cost or market price whichever is less)	-	-
- Quoted Shares		
Parkash Industries	-	8,264,008
CIN : L27109HR1980PLC010724 (As on 31/03/2014) 182630 Equity Shares of Face Value Rs.10/- each fully paid up and Market Value Rs.45.25each		
Lanco Infratech Ltd.	557,600	730,825
CIN : L45200TG1993PLC015545 (As on 31/03/2015) 102500 Equity Shares of Face Value Rs.10/- each fully paid up and Market Value Rs.5.44 each (as on 31/03/14 market value Rs 7.13 each)		
	557,600	8,994,833
- Unquoted shares		
Hector Enterprises Pvt. Ltd.	11,343,561	16,473,561
Nu-Fashion Footwear Pvt. Ltd.	490,000	490,000
	11,833,561	16,963,561
TOTAL (A+B+C+D)	12,391,161	25,958,394



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Note "19": Trade Receivables

Particulars	Amount (In Rs.)	
	As at 31 March, 2015	As at 31 March, 2014
Trade Receivables	-	-
	-	-

Note "20": Cash & Cash Equivalents

Particulars	As at 31 March, 2015	As at 31 March, 2014
(A) Balance with Banks :		
State Bank Of India	5,131,609	1,279,128
(B) Cheques , Drafts on Hand		
Demand Draft in Hand	-	880,500
(C) Cash in hand	16,726	15,392
	5,148,335	2,175,020

Note "21": Short-term Loans & Advances

Particulars	As at 31 March, 2015	As at 31 March, 2014
AGH Altech Pvt Ltd	-	35,877,315
Hector Enterprises Pvt. Ltd.	66,604,960	79,215,078
Indu Gupta	1,886,853	1,684,690
Pratap Petro Products Pvt. Ltd.	5,000,000	5,000,000
PRL Project Infrastructure	5,000,000	5,000,000
Ravinder Gupta	186,146	3,044,920
Shree Aambika Sales	4,637,626	4,185,583
	83,315,585	134,007,586



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Notes forming part of the Balance Sheet

Note "22": Other Current Assets

Particulars	As at 31 March, 2015	As at 31 March, 2014
MAT Credit Entitlement	2,402,236	610,000
Refund of Income Tax (FY 12-13)	-	783,385
TDS On interest (FY 13-14)	-	1,584,563
TDS 14-15	1,931,205	-
	4,333,441	2,977,948

Note "23": Revenue from operations

Particulars	For the year ended 31 March, 2015	For the year ended 31 March, 2014
Sale of Quoted Shares	11,068,348	1,696,657
Sale of Unquoted Shares	13,200,000	1,953,000
	24,268,348	3,649,657

Note "24": Other Income

Particulars	For the year ended 31 March, 2015	For the year ended 31 March, 2014
Interest on loan	21,500,844	17,471,741
Prev. Year Income & Exp	3,548	-
Dividend	-	197,500
Interest on Income Tax Refund	98,815	20,213
	21,603,207	17,689,454



Notes forming part of the Balance Sheet

Note "25": Purchase of Stock in Trade

Particulars	For the year ended 31 March, 2015	For the year ended 31 March, 2014
Purchase of Share	-	-
	-	-

Note "26": Changes in Stock

Changes in inventories of Shares

Particulars	For the year ended 31 March, 2015	For the year ended 31 March, 2014
Closing Stock of Shares	12,391,161	25,958,394
Opening Stock of Shares	25,958,394	26,209,386
Increase/Decrease in Stock	(13,567,233)	(250,993)

Note "27" Employee benefit expense

Particulars	For the year ended 31 March, 2015	For the year ended 31 March, 2014
Salary	1,221,895	146,000
	1,221,895	146,000



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Notes forming part of the Balance Sheet

Note "28" Financial costs

Particulars	For the year ended 31 March, 2015	For the year ended 31 March, 2014
Bank Charges & Interest	4,453	4,468
Interest on Unsecured Loan	18,278,231	17,588,389
	18,282,684	17,592,857

Note "29" Depreciation and amortization expense

Particulars	For the year ended 31 March, 2015	For the year ended 31 March, 2014
Depreciation	462	420
	462	420



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Notes forming part of the Balance Sheet

Note "30" Other Expenses

Particulars	For the year ended 31 March, 2015	For the year ended 31 March, 2014
Advertisement & Publicity	61,478	62,327
Auditors' Remuneration	44,944	44,944
Conveyance	5,395	-
Listing Fees	146,068	11,236
Listing expense	113,806	-
Legal & Professional Charges	521,236	25,596
Security Transaction Tax	11,089	1,700
Postage & Telegram Exp.	8,596	-
Printing & stationery	22,125	5,500
Rent	73,666	-
Interest on Tds	7,560	-
Share Expenses	56	619
Telephone expenses	1,071	-
	1,017,090	151,922



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Notes forming part of the Balance Sheet

Note "31": Earning Per Share (EPS)

Particulars	For the year ended 31 March, 2015	For the year ended 31 March, 2014
I. Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders (Rs.)	7,488,033	2,147,889
II. Weighted Average number of equity shares used as denominator for calculating EPS	5,100,500	4,926,450
III. Basic Earnings per share (Rs.)	1.47	0.44
IV. Diluted Earnings per share (Rs.)	1.47	0.44
V. Face Value per equity share (Rs.)	10	10

Note "12" : FIXED ASSETS

Depreciation Chart as per Companies Act, 2013 for the year ended 31st March, 2015

AMOUNT (IN RS.)

Particulars	Rate of Dep.	WDV as on 01.04.2014	Additions during the period	Sale / Adjustment	Depreciation during the period	WDV as on 31.03.2015
(i) Tangible Assets						
COMPUTER	39.30%	26.00	-	-	10	16
FAX	18.10%	1,526.00	-	-	276	1,250
STABLIZER	18.10%	762.00	-	-	138	624
TYPE WRITER	18.10%	207.00	-	-	37	170
TOTAL		2,521.00	-	-	462	2,059
Last Quarter		2,941.00	-	-	420.00	2,521.00



Notes to Financial Statements for the year ended on 31st March, 2015

Note 32: SIGNIFICANT ACCOUNTING POLICIES

Accounting Convention

The company has prepared these financial statements to comply in all material respects with the accounting standards notified under the *Companies (Accounting Standards) Rules, 2006, (as amended)* and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year, except for the change in accounting policy explained below.

1. **Basis for preparation of Financial Statements**

The financial statements are prepared on historical cost basis to comply in all material aspects with applicable Accounting Principles India and comply with the accounting standards issued by the Institute of Chartered Accountants of India ('ICAI') and provisions of the Companies Act, 2013 to the extent applicable.

2. **Use of estimates**

The preparation of financial statements in conformity with the Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities is recognized prospectively in current and future periods.

3. **Fixed Assets:**

- a) Fixed Assets are shown on historical cost basis less depreciation.
- b) Depreciation will be provided by the company according to Written Down Value Basis as per Schedule II of the Companies Act, 2013.
- c) Depreciation will be provided on assets used for business purposes whereas no depreciation will be charged on assets given on rent.

4. **Inventory**

The stock of shares is valued at cost or market value, whichever is lower.

5. **Recognition of Income & Expenses**

Recognition of Income & Expenses is based on accrual system of accounting.

6. No provision for gratuity has been made as per Provisions of payment of Gratuity Act, 1972 as the same is not applicable.

7. **Amortization**

Capital issue expenses are amortized over a period of 10 years.

8. **Tax on Income**

Provision for Income Tax is made in accordance with the Income Tax Act, 1961. Deferred Tax as required by AS-22 'Accounting for Taxes on Income' resulting from timing difference between the book and the tax profit is accounted for, at the current rate of tax to the extent timing differences are expected to crystallize. Deferred Tax assets are recognized only to the extent there is reasonable certainty that the asset can be realized in future.

9. **Impairment of Assets**

An impairment occurs where the carrying value exceed the present value of future cash flows expected to arise from the continuing use of the assets & its eventual disposal. The impairment loss to be expensed is determined as the excess of the carrying amount over the higher of the asset's net sale price or present value as determined above.

10. **Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognized for liabilities that can be measured only by using a substantial degree of estimation if: The company has no present obligation as a result of past event.

A probable outflow of resources is expected to settle the obligation and the amount of obligation can be reliably estimated. Reimbursement expected in respect of expenditure required to settle a provision is recognized only when it is virtually certain that the reimbursement will be received.



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

11. Earnings per share

Basic Earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders after tax by the weighted average number of Equity Shares in accordance with AS-20 as issued by The Institute of Chartered Accountants of India.

12. Cash Flow Statement

Cash flows are reported using the indirect method, whereby net profits before tax is adjusted for the effect of transaction of non-cash nature and deferrals of accruals of past or future cash receipts or payments. The cash flows from regular generating, investing and financing activities are segregated.

13. Segment Reporting

There is only one business segment of the company. Hence, as per Accounting Standard Interpretation 20 issued by ICAI, AS 17 Segment Reporting is not applied in this company.

14. The Company does not have any pending litigations which would impact its financial position.

15. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

16. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Note 33: Notes to Accounts

Presentation and disclosure of financial statements

During the year ended 31stMarch 2015, the revised Schedule III notified under the Companies Act 2013, has become applicable to the company, for preparation and presentation of its financial statements. The adoption of revised Schedule III does not impact on recognition and measurement principles followed for preparation of financial statements. However, it has significant impact on presentation and disclosures made in the financial statements. The company has also reclassified the previous year figures in accordance with the requirements applicable in the current year.

1. (a) The number of employee employed throughout the year, who were in receipt of or were entitled to receive remuneration aggregating to Rs.60,00,000/- (Rupees Sixty Lacs only) or more per annum were Nil.

(b) The number of employees for part of the according relevant period who were in receipt of or were entitled to receive remuneration aggregating to Rs.5,00,000/- (Five Lacs only) or more per month were Nil.

2. In the opinion of the Board, the Current Assets, Loans & Advances are approximately of value stated in the ordinary course of business.

3. Deferred Tax Liability/Assets

Provision for Deferred Tax Assets has been made in the books of account in accordance with Accounting Standard-22 (Accounting for Taxes on Income) referred to in sub section (11) of section 143 of the Companies Act, 2013. The Deferred Tax for the year ending 31.03.2015 amounting to Rs.30, 77,362 has been debited (P.Y 10, 49,030 has been debited) to Profit & Loss Account. The Deferred Tax Asset does not arises due to timing difference on account of Losses incurred during the year. Total Deferred Tax Assets as on 31.03.2015 of Rs. Nil (P.Y 30, 77,362) which has been shown in the Balance Sheet.

4. Payments to directors:

(Amount in Rs)

Particulars	Current Year	Previous year
Salary	NIL	NIL
Perquisites	NIL	NIL
Total	NIL	NIL



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

5. There is no transaction involving Foreign Exchange during the year.

6. Payment to auditors:

Particulars	Current Year	Previous year
Audit Fees	44,944	44,944
Other	NIL	NIL
Total	44,944	44,944

7. **Micro, Small and Medium Enterprises**

The company has not received any information from its suppliers about the applicability of Micro, Small & Medium enterprises Development Act, 2006 on them. Hence the particulars regarding Micro, Small & Medium enterprises & other disclosures, if any, relating to amounts unpaid as on 31.03.2015 together with interest paid/payable as required under Micro, Small & Medium enterprises Development Act, 2006 is not given.

9. The Company has under the procedure of being Listed under Bombay Stock Exchange during the Year.

8. Some of the Debtors, creditors, advances & loan are subject to confirmation/reconciliation.

9. Figures for the previous year are re-grouped or re-arranged to make it more comparable with the current year's figures.

AMRG & ASSOCIATES
(Formerly Known as Mohan Aggarwal & Associates)
CHARTERED ACCOUNTANTS
FRN: 004453N

For HIND SECURITIES AND CREDITS LTD
CIN: L74899DL1993PLC056702

(JAGDISH RAI BANSAL)
DIRECTOR
DIN: 00673384

(SHYAM LAL BANSAL)
DIRECTOR
DIN: 01071068

(NIDHI BHATIA)
COMPANY SECRETARY
ACS NO: 30758

(CA. MADHU MOHAN)
PARTNER
M. No. 082938

Place: New Delhi
Date: 4th May, 2015



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

HIND SECURITIES & CREDITS LIMITED

(CIN: L74899DL1993PLC056702)

Registered Office: B – 18, Ground Floor, Shubham Enclave, Paschim Vihar, New Delhi – 110063

Tel No.: 9899425575; E- mail id: cs.hindsecurities@gmail.com;

Website: www.supersecurities.in

Form No. MGT – 11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : L74899DL1993PLC056702

Name of the Company : Hind Securities & Credits Limited

Registered Office : B – 18, Ground Floor, Shubham Enclave, Paschim Vihar, New Delhi – 110063

Name of the members(s):

Registered Address:

E-mail Id: Folio No/Client Id: DP ID:

I/ We, being the member(s) of _____ shares of the above named company, hereby appoint

1. Name:
Address
E-mail Id:
Signature: or failing him/her

2. Name:
Address
E-mail Id:
Signature: or failing him/her

3. Name:
Address
E-mail Id:
Signature: or failing him/her

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 22nd Annual General Meeting of the Company to be held on the Wednesday, 30th day of September, 2015 at 10:00 a.m. at the Registered Office of the Company at B – 18, Ground Floor, Shubham Enclave, Paschim Vihar, New Delhi – 110063 and at any adjournment thereof, in respect of such resolutions as are indicated below:



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

Sl. No.	Resolution(s)	Vote	
		For	Against
1.	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31st March, 2015		
2.	To appoint a Director in place of Mr. Balraj Singhal (DIN: 06827309), who retires by rotation and, being eligible, offers himself for re – appointment.		
3.	To appoint a Director in place of Mr. Shyam Lal Bansal (DIN: 01071068), who retires by rotation and, being eligible, offers himself for re – appointment		
4.	Re-appointment of M/s. AMRG & Associates, (Formerly known as Mohan Aggarwal & Associates), (ICAI Registration No. 004453N) Chartered Accountants as Statutory Auditors & fixing their remuneration		

Signed this _____ day of _____ 2015

Signature of the shareholder(s) _____

Signature of the Proxy holder(s) _____

Affix a
1Rupee
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



Hind Securities & Credits Limited

CIN: L74899DL1993PLC056702

2014-2015

HIND SECURITIES & CREDITS LIMITED

(CIN: L74899DL1993PLC056702)

Registered Office: B – 18, Ground Floor, Shubham Enclave, Paschim Vihar, New Delhi – 110063

Tel No.: 9899425575; E- mail id: cs.hindsecurities@gmail.com;

Website: www.supersecurities.in

**22nd Annual General Meeting to be held on Wednesday, 30th day of September, 2015 at 10:00 a.m.at
B – 18, Ground Floor, Shubham Enclave, Paschim Vihar, New Delhi – 110063**

ATTENDANCE SLIP

Name and Address of the sole/
first named member

Registered Folio No./DP ID No./
Client ID No.*

(*Applicable to investors holding
shares in dematerialized form)

I / We certify that I am / we are Member(s) / Proxy of the Member(s) of the Company holding _____ shares.

I hereby record my presence at the 22nd Annual General Meeting of the Company being held on Wednesday, 30th day of September, 2015 at 10:00 a.m.at B – 18, Ground Floor, Shubham Enclave, Paschim Vihar, New Delhi – 110063

.....
Signature of Member / Proxy

Notes:

1. A member or his duly appointed Proxy wishing to attend the meeting must complete this Attendance Slip and hand it over at the entrance.
2. Name of the Proxy in Block letters..... (in case the Proxy attends the meeting)
3. Those who hold shares in Demat form to quote their Demat Account No. and Depository Participant (D.P.) ID. No.
4. Shareholders/proxy holders desiring to attend the meeting may bring his/her copy of Annual Report for reference at meeting.

Electronic Voting Particulars

Electronic Voting Sequence No. (EVSN)	User ID	Sequence Number
150902009		

Note: Please read the instructions printed under the Note No. 20 to the Notice dated August 13, 2015 of the 22nd Annual General Meeting. The voting period begins on 27th September, 2015 (09.00 am) and ends on 29th September, 2015 (05.00 pm). The voting module shall be disabled by CDSL for voting thereafter.

If undelivered, please return to:

HIND SECURITIES & CREDITS LIMITED

B – 18, Ground Floor, Shubham Enclave, Paschim Vihar, New Delhi - 110063