

HIND SECURITIES & CREDITS LIMITED

Registered Office: D-13/25, Sector-8, Rohini, Delhi-110085

NOTICE

Notice is hereby given that the Annual General Meeting of the members of the Company will be held on the Saturday, 28th day of September, 2013 at 10:00 A.M. at the Registered Office of the Company at D-13/25, Sector-8, Rohini, New Delhi - 110085, to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider, and adopt the Audited Balance Sheet as at 31st March, 2013 and Profit & Loss Account for the year ended on that date together with Reports of the Directors and Auditors thereon.
2. To appoint a Director, in place of Mr. Shyam Lal Bansal, who retires by rotation and, being eligible, offer himself for re-appointment.

"RESOLVED THAT pursuant to the provisions of Section 255 and 256 of the Companies Act, 1956, Mr. Shyam Lal Bansal, who retires by rotation, and being eligible, offers himself for re-appointment, be and is hereby reappointed as director of the Company with effect from the conclusion of this Annual General Meeting."

3. To appoint a Director, in place of Mr. Pulickal Varughese, who retires by rotation and, being eligible, offer himself for re-appointment.

"RESOLVED THAT pursuant to the provisions of Section 255 and 256 of the Companies Act, 1956, Mr. Pulickal Varughese, who retires by rotation, and being eligible, offers himself for re-appointment, be and is hereby reappointed as director of the Company with effect from the conclusion of this Annual General Meeting."

4. To reappoint Auditors and to fix their remuneration and, in this connection, to consider and if deemed fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 224 and other applicable provisions, if any, of the Companies Act, 1956, M/s. Mohan Aggarwal & Associates, Chartered Accountants, the retiring Auditors of the Company be and are hereby re-appointed as the Auditors of the Company to hold office from the conclusion of this meeting till the conclusion of next Annual General Meeting of the Company on such remuneration as may be fixed in this behalf by the Board of Directors of the Company."

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



Ajay Kumar Jha
Director



Shyam Lal Bansal
Director

Date: September 5, 2013
Place: Delhi

NOTES:

- A. **APPOINTMENT OF PROXY:** A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY, IN ORDER TO BE EFFECTIVE MUST BE LODGED WITH THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS ENCLOSED.
- B. The Register of Members and the Share Transfer Books of the Company will remain closed from Thursday, September 26, 2013 to Monday, September 28, 2013.
- C. **Corporate Members:** Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.
- D. The Annual Report for the year ended March 31, 2013 containing inter-alia, the Directors' Report, Auditors' Report and the audited financial statements are enclosed.
- E. Members/Proxies attending the meeting are requested to bring their copy of AGM Notice to the Meeting.
- F. **Queries at the AGM:** Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at Least Seven Days prior to the date of AGM to enable the management to compile the relevant information to reply the same in the meeting.
- G. **Inspection of Documents:** Copies of Memorandum and Articles of Association of the Company and any other documents referred to in the Notice etc., shall be open for inspection at the Registered Office of the Company on any working day between 11 A.M. and 2 P.M. up to the date of the AGM and also at the general meeting venue during the meeting.
- H. The Register of Directors' Shareholdings, maintained under section 307 of the Companies Act, 1956, shall be available for inspection by the members at the AGM venue during the meeting.
- I. Members/Proxies are requested to produce the enclosed attendance slips duly filled and signed as per the specimen signature recorded with the Company for admission to the Meeting Hall.


Attn


- J. In all correspondence with the Company, members are requested to quote their account/folio numbers.
- K. Members who hold shares in physical form may nominate a person in respect of all the shares held by them whether singly or jointly. Members are advised to avail of the nomination facility by filing Form 2B in their own interest. Blank Forms will be supplied by the Company on request. Members holding shares in demat form may contact their respective Depository Participants for recording of nomination.
- L. As per Section 53 of the Companies Act, 1956, which provides for service of documents under 'Certificate of Posting' as one of the accepted mode of service, whereas the Department of Posts has discontinued the postal facility under 'Certificate of Posting' vide their letter dated February 23, 2011.

The Information Technology Act, 2000 also permits service of documents etc., in electronic mode. Keeping this in view the Ministry of Corporate Affairs vide their circular no. 17/2011 dated April 21, 2011 clarified that a Company would have complied with Section 53 of the Companies Act, 1956, if the service of document has been made through electronic mode provided the Company has obtained email addresses of its members for sending the notice / documents through email by giving an advance opportunity to every shareholders to register their email address and changes therein from time to time with the Company.

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

Date: September 5, 2013
Place: Delhi


Ajay Kumar Jha
Director


Shyam Lal Bansal
Director

HIND SECURITIES & CREDITS LIMITED

Registered Office: D-13/25, Sector-8, Ronini, Delhi-110085

Directors' Report

Dear Members,
Hind Securities & Credits Limited

Your Directors have immense pleasure in presenting this Annual Report on the business and operation of the company together with Audited Statement of Accounts of the Company for the year ended March 31, 2013.

FINANCIAL RESULTS

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

Particulars	(in Rupees)	
	Year ended 31.03.2013	Year ended 31.03.2012
Total Income	9,671,349	21,721,323
Less: Total Expenditure	11,107,901	24,606,205
Profit / Loss before Tax	(1,436,552)	(2,884,882)
Less: Tax Expense		
Current Tax	-	-
Deferred Tax	(569,617)	(3,556,775)
Income Tax for earlier years	283,545	
Net Profit after Tax	(1,150,480)	671,892
Add: Previous year adjustments	-	-
Net Profit / Loss after tax and previous year adjustments	(1,150,480)	671,892

PERFORMANCE REVIEW

During the year under review, the Company has incurred a net Loss after depreciation and tax of Rs. 1,150,480/- . Your directors expect that the initiatives undertaken will result in improvement in financial results in the coming years. The details of financial performance of the company are appearing in the Balance Sheet and Profit & Loss account for the year.

AMOUNT TRANSFERRED TO RESERVES

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

DIVIDEND

Your directors express their inability to recommend any dividend in view of insufficient funds during the year under review.

OPERATIONS

Your Company continues to take effective steps in broad-basing its range of activities. The performance of the Company during the period under review has been satisfactory.

FUTURE OUTLOOK

In the current year, your directors are putting up efforts to increase the earning speed and it is hope that the company will do better in current year 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.

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.

DIRECTORS

Mr. Pulickal Varughese and Mr. Shyam Lal Bansal retire by rotation at the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment.

They have vast experience of Management and operations. They have served our board with their valuable knowledge. With their rich business experience and extensive contacts in business circles, Mr. Pulickal Varughese and Mr. Shyam Lal Bansal had contributed immensely to the growth of the company.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 1956, with respect to the Directors' Responsibility Statement, it is hereby confirmed:

- a) that in the preparation of the annual accounts for the financial year ended 31st March, 2013, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) that the directors had 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 or loss of the Company for the year under review;



- c) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) that the directors had prepared the annual accounts for the financial year ended 31st March, 2013 on going concern basis.

CORPORATE GOVERNANCE

Your Company continues to be complied to uphold the standards of Corporate Governance and adherence to the requirements set out by Clause 49 of the Listing Agreement with the Stock Exchanges.

A detailed report on the Corporate Governance along with the Certificate of M/s APAC & Associates, Company Secretaries in Practice, and confirming compliance of conditions of Corporate Governance as stipulated in clause 49 is set out in this Annual Report and forms part of the Annual Report.

COMPLIANCE OFFICER

As per the requirement of the Listing Agreement with the Stock Exchange, Mr. Jagdish Rai Bansal, director of the company, acts as the Compliance officer of the Company.

AUDIT COMMITTEE

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.

AUDITORS

M/s. Mohan Aggarwal & Associates, Chartered Accountants, who are Statutory Auditors of the Company hold office up to the conclusion of the ensuing Annual General Meeting and confirmed their eligibility and willingness to accept the office of the Statutory Auditor, if re-appointed. The Board recommends their re-appointment to audit the accounts of the Company for the financial year 2013-14.

AUDITORS' REPORT

The observations in the Auditors' Report are dealt with in the notes forming part of accounts at appropriate places and the same being self explanatory, no further comment is considered necessary.

DEPOSITS

Your Company has not accepted any deposits within the meaning of Section 58A of the Companies Act, 1956 and the rules made there under.



As per NBFC Guidelines issued by the Reserve Bank of India, the Board of Directors has passed the required resolution dated April 15, 2013 confirming that the Company has neither accepted any public deposits and nor does it intend to do so in the coming year 2013-2014.

PARTICULARS OF EMPLOYEES

None of the employee drew remuneration of Rs. 6,000,000/- or more per annum or Rs. 500,000/- per month during the financial year 2011-2012. This information is furnished with respect to Section 217(2A) of the Companies Act, 1956 and the Companies (Particulars of the Employees) Rules, 1975 forming part of the Directors' Report.

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

CONSERVATION OF ENERGY

Particulars with respect to conservation of energy as per Section 217(1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 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

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management's Discussion & Analysis Report for the year under review, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchange, is presented in a separate section forming part of the Director's Report.

MATERIAL CHANGES

There are no material changes and commitments, affecting the financial position of the Company between the end of the financial year of your Company and the date of the Directors' Report.

SECRETARIAL COMPLIANCE CERTIFICATE

According to the proviso to Sub-Section (1) of section 383A of the Companies Act, 1956, every company not required to employ a whole time secretary and having a paid up Capital of Rs. 1,000,000 or more below Rs. 50,000,000 must attach to the board's report a Compliance Certificate from a Secretary in whole time practice as to whether the provision of the Act have been complied or not.

Compliance Certificate is attached as an annexure.

LISTING OF SHARES

The shares of the company are listed on Delhi Stock Exchange Limited. The annual listing fees have been paid for the year 2013-14.

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



Ajay Kumar Jha
Director



Shyam Lal Bansal
Director

Date: September 5, 2013
Place: Delhi

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry 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.

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.

Opportunities and 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 favourable recovery mechanism and uncertain market conditions continues to be threats for the business of the Company.

Adequacy of Internal Control System

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.

Segment Wise Performance

The Company operates only in one segment.

Discussion of Financial 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.

Cautionary Forward Looking Statements

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.

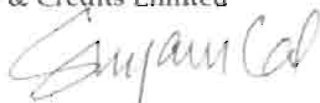
For those statements the Company cautions that numerous important factors could affect the Company's actual results and could cause its results to differ materially from those expressed in any such forward looking statements.

Human Resources

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.

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


Ajay Kumar Jha
Director


Shyam Lal Bansal
Director

Date: September 5, 2013
Place: Delhi

CORPORATE GOVERNANCE REPORT

I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

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.

A report on the implementation of the Code of Corporate Governance as per Clause 49 of the Listing Agreement is given below:

II. BOARD OF DIRECTORS

A. BOARD'S COMPOSITION AND CATEGORY

Currently the Board of the Company consists of five (5) directors, and all of them are Non-Executive directors.

Provided, the Chairman of the Board is a non-executive director so at least one-third of the Board should comprise of independent directors. So the Composition of Board of Directors of the Company is in conformity with the requirements of Clause 49 of the Listing Agreement as the Company comprises of 1/3rd of independent directors.

The details relating to Composition & Category of Directors, Directorships held by them in other Companies and their membership and chairmanship on various Committees of Board of other Companies, as on March 31, 2013 is as follows:

Sl. No.	Name of the Director	Category	No. of Directorships / Chairmanships held in other Companies§		No. of Memberships / Chairmanships in various other Board Committees^^	
			Directorship	Chairmanship	Member ship	Chairman ship

1.	Mr. Lalit Jain	Non Executive and Independent	Nil	Nil	Nil	Nil
2.	Mr. Pulickal Varughese	Non Executive and Independent	Nil	Nil	Nil	Nil
3.	Mr. Ajay Kumar Jha	Non Executive and Independent	Nil	Nil	Nil	Nil
4.	Mr. Jagdish Rai Bansal	Non Executive and Independent	Nil	Nil	Nil	Nil
5.	Mr. Shyam Lal Bansal	Non Executive and Independent	Nil	Nil	Nil	Nil

Private Limited Companies, Foreign Companies, Alternate Directorships and Companies under Section 25 of the Companies Act, 1956 are excluded for the above purpose.

^^The Committee considered for the above purpose are those prescribed in the Listing Agreement i.e. Audit Committee and Shareholders' / Investors' Grievance Committee.

All the present directors of the company are unrelated.

B. BOARD MEETINGS AND ATTENDANCE

Dates of Board Meetings are fixed in advance and agenda papers are circulated to Directors generally one week before the meeting. All material information is incorporated in the agenda papers for facilitating meaningful and focused discussion at the meeting. In case of exigencies or urgencies, resolutions are passed by Circulation as well.

During the financial year 2012-13, Four (4) Board Meetings was held: May 21, 2012, August 13, 2012, November 14, 2012 and February 13, 2013. The intervening period between the Board Meetings were within the maximum time gap prescribed under the Companies Act, 1956 and Clause 49 of the Listing Agreement.

The last Annual General Meeting was held on September 29, 2012.

Details of attendance of Directors at Board Meetings and Annual General Meeting held during the financial year 2012-13 are as under:

Name of Director	No. of Board Meetings Attended	Whether Attended last AGM
Mr. Lalit Jain	4	Yes
Mr. Pulickal Varughese	4	Yes
Mr. Ajay Kumar Jha	4	Yes
Mr. Jagdish Rai Bansal	4	Yes
Mr. Shyam Lal Bansal	4	Yes

C. SHAREHOLDING OF NON EXECUTIVE DIRECTORS

Name of Director	Number of Shares
Mr. Lalit Jain	Nil
Mr. Pulickal Varughese	Nil
Mr. Ajay Kumar Jha	Nil
Mr. Jagdish Rai Bansal	100000
Mr. Shyam Lal Bansal	Nil

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D. NON EXECUTIVE DIRECTORS' COMPENSATION

No fees or compensation is paid to any non- executive director during the financial year ended on March 31, 2013.

III. COMMITTEES OF THE BOARD

A. AUDIT COMMITTEE

The Company has an Audit Committee of Directors. The Committee has the powers similar to those stated in the listing Agreement and the term of reference and role of the Audit Committee are as per the guidelines set out in the Listing Agreement entered into with the Stock Exchanges read with 292 A of the Companies Act, 1956 and includes such other functions as may be assigned to it by board from time to time.

i) Composition of Audit Committee

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	Non Executive and Independent

ii) No. of meeting and attendance at meetings

During the year 2012-13, Four Meetings of Audit Committee were held on May 21, 2012, August 13, 2012, November 14, 2012 and February 13, 2013.

The Attendance of the Committee members at the above meeting is as follows:

MEMBERS	COMMITTEE MEETINGS	
	Held	Attended
Mr. Ajay Kumar Jha	4	4
Mr. Jagdish Rai Bansal	4	4
Mr. Lalit Kumar	4	4

Statutory Auditors are permanent invitees to the Audit Committee.

iii) Powers and role of audit committee and review of information by it

The powers and terms of reference of the Audit Committee are as mentioned in the Clause 49 II(C)(D)&(E) of the Listing Agreement and section 292A of the Companies Act, 1956 including overseeing financial reporting processes, fixation of Audit fees, reviewing with the management, the financial statements, accounting policies and practices, adequacy of internal audit functions and discussion with internal auditors on any significant findings, financial and risk management policies.

B. SHAREHOLDERS' GRIEVANCE/SHARE TRANSFERS COMMITTEE

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

The meeting of this committee is held at times during the year to ensure completion of work allotted to committee.

There was no complaint received / pending as on 31.03.2013.

- i) **Composition of the Committee:** Composition details of Shareholders Grievance Committee are as follows;

Name of Members	Category	Designation
Mr. Jagdish Rai Bansal	Non-Executive & Promoter Director	Chairman & Compliance Officer
Mr. Lalit Jain	Non-Executive & Independent Director	Member
Mr. Ajay Kumar Jha	Non-Executive & Independent Director	Member

- ii) **No. of meeting and attendance at meetings**

During the year 2012-13, four meetings of the Committee were held on May 21, 2012, August 13, 2012, November 14, 2012 and February 13, 2013.

The Attendance of the Committee Members at the above meeting is as follows:

Members	Committee Meetings	
	Held	Attended
Mr. Jagdish Rai Bansal	4	4
Mr. Lalit Jain	4	4
Mr. Ajay Kumar Jha	4	4

IV. GENERAL BODY MEETINGS

- (A) The last three Annual General Meetings were held as under:

Financial Year	Location	Date	Time
2011-12	D-13/25, SECTOR-8, ROHINI, NEW DELHI-110085	29.09.2012	10.00 A.M.
2010-11	D-13/25, SECTOR-8, ROHINI, NEW DELHI-110085	30.09.2011	10.00 A.M.
2009-10	D-13/25, SECTOR-8, ROHINI,	30.09.2010	10.00 A.M.

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	NEW DELHI-110085		
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No special resolution is passed in the previous 3 Annual General Meetings. No special resolution is proposed to be conducted through postal ballot.

SUBSIDIARY COMPANIES

The provisions relating to the subsidiary companies are not applicable to the company as the company does not have any subsidiary company.

REMUNERATION COMMITTEE

During the year no remuneration committee was constituted by the Company, as no director in the company is drawing remuneration from the company.

RE-APPOINTMENT OF DIRECTORS

Mr. Pulickal Varughese and Mr. Shyam Lal Bansal who retire by rotation at the forth coming Annual General Meeting and being eligible offer themselves for re-appointment.

They have vast experience of Management and operations. With their rich business experience and extensive contacts in business circles, Mr. Pulickal Varughese and Mr. Shyam Lal Bansal have contributed immensely to the growth of the company.

Mr. Pulickal Varughese and Mr. Shyam Lal Bansal are not in Board of Directors of any other Company.

As on date of September 28, 2013, neither Mr. Pulickal Varughese nor Mr. Shyam Lal Bansal holds any shares in the Company.

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of conduct for prevention of Insider Trading, under the SEBI (Prohibition of Insider Trading Regulations). Mr. Jagdish Rai Bansal, Director of the company is appointed as the Compliance Officer for the implementation of and overseeing compliance with the regulations and the Code across the Company.

CEO/CFO CERTIFICATION

As required by the clause 49(V) of the Listing Agreement, Mr. Jagdish Rai Bansal, Director, certify the Financial Statements, the Cash Flow Statement and the Internal Control Systems for financial year ending on 31.03.2013 and is hereby enclosed.

COMPLIANCE OFFICER

As per the requirement of the Listing Agreement with the Stock Exchange, Mr. Jagdish Rai Bansal acts as the Compliance officer of the Company and he is available at the Registered Office of the Company.



During the year under the review the Company has not received any complaint from Shareholders. There are no pending transfers as on 31st March, 2013.

DISCLOSURES

- i) **Disclosures on materially significant related party transactions that may have potential conflict with the interest of the Company at large.**

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

- ii) **Details of non-compliance by the Company**

The Company has complied with all the requirements of the Listing Agreement of the Stock Exchange as well as regulations and guidelines issued by SEBI. Hence, neither any penalty nor any stricture has been imposed by SEBI, Stock Exchange or any other Statutory Authority on any matter relating to capital markets during the last three years.

- iii) **Details of Compliance with mandatory requirements and adoption of the non mandatory requirements**

The Company confirms that it has fully complied with all mandatory requirements of Clause 49 of the Listing Agreement relating to Corporate Governance.

The status of compliance with non-mandatory requirements of Clause 49 of the Listing Agreement are as detailed hereunder:

- a) **Board** - There is no fixed tenure for Independent Directors.
- b) **Remuneration Committee**- The Company has not set up any Remuneration Committee for the Financial Year ending on 31 March, 2013.
- c) **Shareholders' Rights**- The quarterly financial results are published in the newspapers as mentioned under the heading "Means of Communication". The results are not separately circulated to the shareholders.
- d) **Audit qualifications**- There are no audit qualifications in the Company's financial statements for the year under reference.
- e) **Disclosure of Accounting Treatment** - The Company has followed the Guidelines of Accounting Standards laid down by the Institute of Chartered Accountants of India (ICAI) in preparation of its financial statements.
- f) **Subsidiary Companies**: The provisions relating to the subsidiary companies are not applicable to the company as the company does not have any subsidiary company.
- g) **Management**: Detailed report on Management Discussion and Analysis (MD & A) forms part of the Directors Report.

- h) **Risk Assessment:** The Company has laid down procedures to inform Board members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that board controls risk through means of a properly defined framework.
- i) **Utilization of proceeds from Preferential Issue:** No proceeds have been received through public issue, right issue and preferential issue, etc. during the financial year ending on March 31, 2013.

MEANS OF COMMUNICATION

The Company has promptly reported all material information including declaration of quarterly financial results; press releases etc. to the Delhi Stock Exchange Limited ("DSE"), where the equity shares of the Company are listed. The financial results- quarterly, half yearly and annual results and other statutory information are communicated to the shareholders by way of advertisement in an English newspaper and in a vernacular language newspaper viz. The Financial Express, BPN Times, the Pioneer, Haribhumi, Rashtriya Sahara.

Results were not displayed on any website. No official news releases were displayed and no presentations were made to institutional investors or to the analysts.

GENERAL SHAREHOLDERS' INFORMATION

i) Annual General Meeting

Date and Time :- 28th September, 2013
 Venue :- D-13/25, Sector-8, Rohini, New Delhi-110085

ii) Financial year

The Company follows 1st April to 31st March as its Financial Year. The financial result of every quarter are declared in the month following each quarter except for the last quarter in which the result are declared along with the annual financial results within three months from the end of financial year.

iii) Financial Calendar (Tentative)

Adoption of Quarterly Financial Results for

First Quarter - 1 st April 2013 to 30 th June 2013	August 13, 2013 (already held)
Second Quarter -1 st July 2013 to 30 th September 2013	November 14, 2013
Third Quarter- 1 st October 2013 to 31 st December 2013	February 14, 2014
Fourth Quarter- 1 st January 2014 to 31 st March 2014	May 30, 2014 (Audited Financial)

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iv) Book Closure

26th September, 2013 to 28th September, 2013

v) Dividend Payment Date

The Company has not declared any dividend for the financial year ended on March 31, 2013.

vi) Listing on stock exchanges

Your Company's Shares are listed on the following stock exchanges:

- a) **The Delhi Stock Exchanges Ltd.**
DSE House, 3/1, Asaf Ali Road
New Delhi -110002.
- b) **The Jaipur Stock Exchange Ltd.**
Stock Exchange Building
JLN Marg, Malviya Nagar, Jaipur-302017

vii) Stock Code

DSE Code: 08158

viii) Market Price Data

There was no trading in the Company's Equity Shares in any Stock Exchanges during the period April 2012 to March 2013.

ix) Registrar and Transfer Agent

The Company's Shares were not traded on any stock exchanges for last several years. No Transfer Request were received by the Company during the Year.

However, in Compliance of SEBI requirements, the Company are negotiating with some SEBI registered Registrar who can handle share transfer work in physical form and other related activities. At present the share transfer department is run by in house team for the financial year March 31, 2013.

x) Share Transfer System

All the valid share transfers are registered and duly transferred Share certificates are dispatched within a period of 30 days from the date of receipt.

xi) Distribution of shareholding as on March 31, 2013

No. of Equity Shares held	Folios		Shares	
	Numbers	%	Numbers	%
Up to 500	816	52.38	4,07,200	07.99
501- 1000	341	21.89	2,78,000	05.45

Ans

1001- 2000	27	01.73	46,500	00.91
2001- 3000	154	09.89	3,97,600	07.80
3001- 4000	39	02.50	1,41,900	02.78
4001- 5000	49	03.14	241200	04.73
5001-10000	76	04.88	650000	12.74
10001 and above	56	03.59	2938100	57.60
Total	1558	100.00	51,00,500	100.00

xii) Shareholding Pattern as on March 31, 2013

Description of Investors	No. of shares held	% of shareholding
Promoters	600500	11.77
Financial Institutions, Insurance Companies Banks and Mutual Funds etc.	NIL	NIL
Foreign Institutional Investors	NIL	NIL
Bodies Corporate	561200	11
NRIs/ OCBs	NIL	NIL
Clearing Member	NIL	NIL
Indian Public:-		
i) Individual shareholders holding nominal share capital up to Rs. 1 lacs.	2011000	39.43
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lacs.	1927800	37.80
Total	5100500	100.00

xiii) Dematerialization of shares and liquidity

Not applicable as the company's shares are not in demat form.

xiv) Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity

Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity are not applicable on the company.

xv) Plant locations

Not Applicable

xvi) Code of Conduct

The Company has in place a code of conduct applicable to the Board Members as well as the Senior Management and the same has been communicated to the members of the Company. All the Board Members and the Senior Management of the Company have affirmed compliance with the Code of Conduct as on March 31, 2013.



xvii) Investors' Correspondence may be addressed to:

Mr. Jagdish Rai Bansal
Hind Securities & Credits Ltd.
D-13/25, Sector-8, Rohini,
New Delhi - 110085

xviii) Non- mandatory requirement

The Company has not adopted any of the non- mandatory requirements specified in Annexure-III of clause 49 of the Listing Agreement.

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



Ajay Kumar Jha
Director



Shyam Lal Bansal
Director

Date: September 5, 2013
Place: Delhi

MOHAN AGGARWAL & ASSOCIATES

Chartered Accountants

18A, IInd Floor, North Avenue Road, West Punjabi Bagh, New Delhi-26

TeleFax: 011-47322696-97

Website: www.delhicamohan.com

E-mail: camohan1984@yahoo.co.in

INDEPENDENT AUDITOR'S REPORT

To
The Members
Hind Securities & Credit Limited

Report on the Financial Statements

We have audited the accompanying financial Statement of **Hind Securities & Credit Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

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

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- (b) in the case of the Profit and Loss Account, of the ~~profit~~ loss for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
2. As required by section 227(3) of the Act, we report that:
 - (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (ii) In our opinion, proper books of account as required by law, have been kept by the company so far as appears from our examination of those books.
 - (iii) The Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of account.
 - (iv) In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
 - (v) On the basis of written representations received from the directors as on 31st March, 2013 and taken on record by the Board of Directors we report that none of the directors is disqualified as on 31st March, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.



(vi) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For MOHAN AGGARWAL & ASSOCIATES
Chartered Accountants
(FIRN:004453N)



Place :-New Delhi
Date: - 29.05.13

CA. Madhu Mohan
Partner
Membership No. 082938

**ANNEXURE TO AUDITORS REPORT OF
HIND SECURITIES & CREDITS LTD**

**STATEMENT REFERRED TO IN PARAGRAPH ABOVE OF
OUR REPORT OF EVEN DATE**

1. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of information available. According to the information and explanations given to us, the fixed assets have been physically verified by the management during the year 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 verification.

There was no substantial disposal of fixed assets during the year.

2. As explained to us, the inventories wherever possible, have been physically verified by the management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable having regard to the size of the Company and the nature of its business.

In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of the business.

The company has maintained proper records of inventory. As explained to us, there were no material discrepancies noticed on physical verification of stocks, as compared to book records.

3. We are informed that the Company has not any taken unsecured loans from a company listed in the register maintained under Section 301 of the Companies Act, 1956.

We are informed that the Company has not granted unsecured loans to a person listed in the register maintained under Section 301 of the Companies Act, 1956.

According to information and explanation given to us the rate of interest and other terms & conditions of the loans given are not prima facie prejudicial to the interest of the company.

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 of inventory and fixed assets and for the sale of goods. 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. As explained to us there has not been any transaction during the year that need to be entered in the register maintained under section 301 of the Companies Act 1956 and exceeding during the year to Rs.5,00,000 or more in respect of each such party.



6. In our opinion, and according to the information and explanations given to us, the Company has not accepted the deposits accepted from the public.
7. In our opinion, the internal Audit system is commensurate with the size of the company and the nature of its business.
8. 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 209 (1) (d) of the Companies Act, 1956.
9. 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, Wealth Tax, Custom Duty, Excise Duty, cess which are outstanding as at 31.03.2013 for a period of more than six months from the date they became payable.
10. The company has accumulated losses of Rs. 58.42 lakhs at the end of financial year but it is not exceeding more than 50% of the Net Worth of the company.
11. According to the information and explanations given to us the company has not defaulted in repayment of dues to a financial institution or bank or debenture holder.
12. The company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities, and in our opinion, adequate documents and records are maintained.
13. The company is not a Chit fund, Nidhi or mutual benefit Society. Hence the requirement of item (xiii) of paragraph 4 of the Order is not applicable to the company.
14. The company is dealing or trading in shares & Company has maintained proper records of transaction & contracts in respect of dealing & trading in shares & timely entries have been made therein. All the shares have been held by the company in its own name.
15. According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from bank or financial institutions.
16. As per information and explanations given to us, the company has not taken any Term Loan during the year.
17. According to the information and explanations given to us, no funds raised on short-term basis have been used for long-term investment. Similarly, no funds raised on long-term basis have been used for short-term investment.



18. According to the information and explanations given to us no preferential allotment of shares has been made by the company to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.
19. The company has not issued any debentures. Hence the requirement of clause (xix) of paragraph 4 of the Order is not applicable to the company.
20. The company has not raised any Capital through public issue during the year.
21. 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 MOHAN AGGARWAL & ASSOCIATES
Chartered Accountants
(FRN:004453N)



CA. Madhu Mohan
Partner
Membership No. 082938

Place :-New Delhi
Date: - 29.05.13

HIND SECURITIES & CREDITS LIMITED
BALANCE SHEET AS AT 31.03.2013

Particulars	Note No.	As at 31 March, 2013	As at 31 March, 2012
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	3	49,240,500	49,240,500
(b) Reserves and Surplus	4	(5,841,517)	(4,691,037)
(c) Money received against share warrants		-	-
(2) Share application money pending allotment	5	-	-
(3) Non-Current Liabilities			
(a) Long-term borrowings	6	34,752,501	38,339,374
(b) Deferred tax liabilities (Net)		-	-
(c) Other Long term liabilities		-	-
(d) Long term provisions		-	-
(4) Current Liabilities			
(a) Short-term borrowings	7	62,384,330	50,354,292
(b) Trade payables		-	-
(c) Other current liabilities		776,288	505,247
(d) Short-term provisions		99,750	48,708
Total		141,411,853	133,797,084
II. Assets			
(1) Non-current assets			
<i>(a) Fixed assets</i>			
(i) Tangible assets	8	2,941	3,441
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments		-	-
(c) Deferred tax assets (net)		4,126,392	3,556,775
(d) Long term loans and advances		94,444,119	100,925,657
(e) Other non-current assets		-	-
(2) Current assets			
(a) Current investments	9	-	-
(b) Inventories		-	-
(c) Trade receivables		26,209,386	27,597,907
(d) Cash and cash equivalents		-	-
(e) Short-term loans and advances		15,576,113	1,092,412
(f) Other current assets		-	-
Total		141,411,853	133,797,085

Notes to Accounts & Significant accountinng policies

1 to 18

As per our report of even date attached
MOHAN AGGARWAL & ASSOCIATES,
CHARTERED ACCOUNTANTS,
(FRN : 004453N)

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

Place : New Delhi
Date : 29.05.2013

For HIND SECURTIES & CREDITS LTD.


DIRECTOR


DIRECTOR

HIND SECURITIES & CREDITS LIMITED

Particulars		As at 31 March, 2013		As at 31 March, 2012	
Note "3" : SHARE CAPITAL					
<u>Authorised Share Capital</u> (5500000 Equity Shares of Face Value Rs.10/-Each)		55,000,000		55,000,000	
<u>Issued, Subscribed & Paid Up Capital</u> (5100500 Equity Shares of Face Value Rs.10/-Each)		51,005,000		51,005,000	
Less: Call In Arrear		1,764,500		1,764,500	
		49,240,500		49,240,500	
a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period		31/03/2013		31/03/2012	
		Number	Amount	Number	Amount
At the beginning of the period		5,100,500	49,240,500	5,100,500	49,240,500
Issued during the period-		-	-	-	-
Outstanding at the end of the period		5,100,500	49,240,500	5,100,500	49,240,500
b. Details of shareholders holding more than 5% shares in the company		31/03/13		31/03/12	
		Number	Amount	Number	Amount
Equity shares of Rs. 10 each fully paid		-	-	-	-
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 :		31/03/13		31/03/12	
			Amount		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					



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HIND SECURITIES & CREDITS LIMITED

Particulars	As at 31 March, 2013	As at 31 March, 2012
Note "4" : RESERVE & SURPLUS		
Surplus as per Profit & Loss Account		
Capital Reserves	-	-
Capital Redemption Reserve	-	-
Securities Premium Reserve	-	-
Debenture Redemption Reserve	-	-
Revaluation Reserve	-	-
Share Options Outstanding Account	-	-
Other Reserves	-	-
PROFIT & LOSS ACCOUNT		
Profit & Loss Account as per last Balance Sheet	(4,691,037)	(5,362,929)
Add: Profit for the year	(1,150,480)	671,892
Less: Appropriations	-	-
Proposed final equity dividend (amount per share Rs. (31 March 2011:))	-	-
Tax on proposed equity dividend	-	-
Net surplus in the statement of profit and loss	(5,841,517)	(4,691,037)
Note "5" : SHARE APPLICATION MONEY		
At the beginning of the year Share application money pending allotment	-	-
ADD :- Alloted during the year	-	-
Less:- Buy Back during the year	-	-
At the end of the year Share application money pending allotment	-	-



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Guyam Lal



HIND SECURITIES & CREDITS LIMITED

Particulars	As at 31 March, 2013	As at 31 March, 2012
Note "6" : NON CURRENT LIABILITIES		
Note "6" (1) : LONG-TERM BORROWINGS		
(A) Term Loan from Bank (Secured)	-	-
(B) Loan & Advances from related party (Unsecured)	-	-
(C) Other Loan & Advances (Unsecured)		
Basant Kumar Kapoor	648,600	648,733
Dharampal Gulati	2,540,350	2,350,000
Gulati & Sons	538,250	-
Parveen Gupta (HUF)	3,007,777	2,714,600
Ravinder Kumar Kapoor	2,162,000	2,044,981
Renuka Gupta	-	1,093,428
Ritu Gupta	-	664,800
Shri Vaishno Polymers	540,500	500,000
Suresh Bansal	-	6,000,000
Subash Chander Gupta	2,422,282	-
Julania Finance Pvt.Ltd	5,405,000	5,062,692
Krishana Malik And Kusum	-	2,677,534
Mash Enterprises Pvt.Ltd	-	35,773
Mayank Gulati	540,500	534,398
Osiyaji Realators Pvt.Ltd	2,702,500	2,521,082
Plasto Electricals	-	3,176,025
Primex Builders Pvt.Ltd	2,162,000	2,031,512
Roopa Gulati	1,081,000	1,000,000
Sanjay Kapoor	-	1,500,000
Sardha Garg	-	1,500,000
Sarita Garg	5,000,000	
Shreya Gulati	702,650	650,000
Sunil Gulati	540,500	527,739
D.P.Gulati (HUF)	741,422	-
Sunil Gulati (huf)	4,017,170	-
Surbhi Jolly	-	1,106,077
	34,752,501	38,339,374
GRAND TOTAL (A+B+C)	34,752,501	38,339,374
Note "6" (2) : DEFERRED TAX LIABILITY		
Opening Balance	-	-
Additions during the year	-	-
	-	-



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HIND SECURITIES & CREDITS LIMITED

Particulars	As at 31 March, 2013	As at 31 March, 2012
<u>Note "6" (3) : OTHER LONG-TERM LIABILITY</u>		
(A) Trade Payables	-	-
(B) Due from Related Parties	-	-
(B) Other Payables	-	-
	-	-
<u>Note "6" (4) : LONG-TERM PROVISIONS</u>		
Provision for Employees Benefits	-	-
Provision for gratuity	-	-
Provision for leave benefits	-	-
	-	-
<u>Note "7" : CURRENT LIABILITIES</u>		
<u>Note "7" (1) : SHORT-TERM BORROWINGS</u>		
<u>Loan from Bank (Secured)</u>	-	-
<u>Loan Advances from related party (Unsecured)</u>	-	-
<u>Other Loan Advances (Unsecured)</u>		
Nu-Fashion Footwear Pvt. Ltd.	35,863,067	841,253
Footwear Klick India (P) Ltd.	24,192,051	49,513,039
SCG Industries Pvt.Ltd	2,329,212	-
	62,384,330	50,354,292
<u>Note "7" (2) : TRADE PAYABLES</u>		
(A) Sundry Creditors	-	-
<u>Note "7" (3) : OTHER CURRENT LIABILITIES</u>		
(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	776,288	505,247
	776,288	505,247



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HIND SECURITIES & CREDITS LIMITED

Particulars	As at 31 March, 2013	As at 31 March, 2012
<u>Note "7" (4) : SHORT TERM PROVISIONS</u>		
Expenses payable	15,000	9,000
Mohan Aggarwal & Associates	40,449	39,708
Chetan Gupta & Associates	5,515	-
APAC & Associates	25,096	-
Zeal Advertising Pvt.Ltd	13,690	-
	99,750	48,708
<u>Note "8" : NON CURRENT ASSETS</u>		
<u>Note "8" (1) : FIXED ASSETS</u>		
	2,941	3,441
<u>Note "8" (2) : NON CURRENT INVESTMENTS</u>		
<u>(A) Investment in property</u>		
<u>(B) Investment in Equity Shares</u>		
- Quoted Shares	-	-
- Unquoted shares	-	-
<u>(C) Investment in Mutual Funds</u>		
	-	-
<u>Note "8" (3) : DEFFERED TAX ASSETS</u>		
Opening Balance	3,556,775	-
Add/Less:During the year	569,617	3,556,775
	4,126,392	3,556,775
<u>Note "8" (4) : LONG TERM LOANS AND ADVANCES</u>		
<u>(A) Capital Advances</u>		
Secured, considered good	-	-
Unsecured, considered good	-	-
<u>(B) Securities Deposits</u>		
Secured, considered good	-	-
Unsecured, considered good	-	-
Crimson Financial Ltd (Margin)	-	5,000,000
Doubtful	-	-
	-	5,000,000



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HIND SECURITIES & CREDITS LIMITED

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

Note "8" (1) : FIXED ASSETS

Amount In (Rs.)

Particulars	WDV as on 01.04.2012	Additions during the year	Sale/ Adjustment	Depreciation during the year	WDV as on 31.03.2013
(i) Tangible Assets					
COMPUTER	71	-	-	28	43
FAX	2,061	-	-	288	1,773
STABLIZER	1,029	-	-	144	885
TYPE WRITER	280	-	-	40	240
Total	3,441	-	-	500	2,941
Grand Total	3,441	-	-	500	2,941
Previous Year	4,033	-	-	592	3,441

For and on behalf of board



Director



Director



HIND SECURITIES & CREDITS LIMITED

Particulars	As at 31 March, 2013	As at 31 March, 2012
<u>(C) Loan & Advances to related party</u>		
Unsecured, considered good	-	-
<u>(D) Other Loan & Advances</u>		
a) Secured , considered good	-	-
b) Unsecured , considered good		
Asha Gupta	19,000,000	23,700,000
Abhishek Gupta	-	1,300,000
Hector Enterprises Pvt. Ltd.	17,397,031	-
Lancer Footwear (India) Pvt. Ltd	44,664,717	51,613,821
Saurabh Gupta	1,200,000	150,000
Satish Gupta	3,500,000	-
Som Nath Goyal	-	800,000
Subhash Chander Gupta	-	9,950,000
Surekha Industries	2,782,371	2,511,836
Payal Gupta	5,900,000	5,900,000
c) Doubtful	-	-
	94,444,119	95,925,657
TOTAL (A+B+C+D)	94,444,119	100,925,657
<u>Note "8" (5) : OTHER NON-CURRENT ASSETS</u>		
<u>(A) Long-Term Trade receivables incl. Trade receivable</u>		
Secured considered good		
Over Six Months	-	-
Other Debt	-	-
	-	-
Unsecured considered good		
Over Six Months	-	-
Other Debt.	-	-
Doubtful	-	-
(B) Others	-	-






HIND SECURITIES & CREDITS LIMITED

Particulars	As at 31 March, 2013	As at 31 March, 2012
Note "9" : Current assets		
Note "9" (1) : Current Investments		
(A) Investment in property		
(B) Investment in Equity Shares	-	-
(C) Investment in Mutual Funds		
Note "9" (2) : Inventories		
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 which ever is less)	-	-
- Quoted Shares		
Camlin Ltd	896,100	672,000
Parkash Industries	7,129,750	8,785,346
Lanco Infratech Ltd.	1,064,975	-
Zee News	-	1,022,000
	9,090,825	10,479,346
- Unquoted shares		
Footwear Klick India Pvt. Ltd.	155,000	155,000
Hector Enterprises Pvt. Ltd.	16,473,561	16,473,561
Nu-Fashion Footwear Pvt. Ltd.	490,000	490,000
	17,118,561	17,118,561
TOTAL (A+B+C+D)	26,209,386	27,597,907



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HIND SECURITIES & CREDITS LIMITED

Particulars	As at 31 March, 2013	As at 31 March, 2012
Note "9" (3) : Trade Receivables		
Secured considered good		
Over Six Months	-	-
Other Debt.	-	-
	-	-
Note "9" (4) : Cash & Cash Equivalents		
(A) Balance with Banks :		
State Bank Of India		
(B) Cheques , Drafts on Hand	15,565,221	1,049,520
(C) Cash in hand		-
	10,892	42,892
	15,576,113	1,092,412
Note "9" (5) : Short-term Loan & Advances		
Note "9" (6) : Other Current Assets		
Income Tax Refund due		
Income Tax Refund due (A.Y.-2011-12)	-	283,545
TDS On interest (FY 11-12)	-	67,830
TDS On interest (FY 12-13)	269,517	269,517
	783,385	-
	1,052,902	620,892

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HIND SECURITIES & CREDITS LIMITED
PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH 2013

Particulars	Note No.	For the year ended 31 March, 2013	For the year ended 31 March, 2012
I. Revenue from operations	10	1,636,265	18,754,339
Less: Excise Duty		-	-
II. Other Income	11	8,035,084	2,966,984
III. Total Revenue (I +II)		9,671,349	21,721,323
IV. Expenses:			
Cost of materials consumed	12	-	-
Purchase of Stock-in-Trade	12	1,615,617	8,457,890
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	13	1,388,521	10,210,035
Other Manufacturing Expenses	14	-	-
Employee benefit expense	14	132,000	132,000
Financial costs	15	7,813,094	5,635,965
Depreciation and amortization expense	16	500	592
Other expenses	17	158,168	169,724
Total Expenses		11,107,901	24,606,205
V. Profit before exceptional and extraordinary items and tax	(III - IV)	(1,436,552)	(2,884,883)
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		(1,436,552)	(2,884,883)
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII - VIII)		(1,436,552)	(2,884,883)
X. Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		(569,617)	(3,556,775)
(3) Income Tax for earlier years		283,545	
XI. Net Profit(Loss) after Dep. & Tax	(VII-VIII)	(1,150,480)	671,892
XII. Previous Year Adjustment		-	-
XIII. Profit/(Loss) from Discontinuing operations		-	-
XIV. Profit/(Loss) for the period (XI + XIV)		(1,150,480)	671,892
XV. Earning per equity share:			
(1) Basic	18	(0.23)	0.13
(2) Diluted		(0.23)	0.13

Notes to Accounts & Significant accountintg policies

1 to 18

As per our report of even date attached
MOHAN AGGARWAL & ASSOCIATES,
CHARTERED ACCOUNTANTS
(FRN:004453N)

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



For HIND SECURTIES & CREDITS LTD.


DIRECTOR


DIRECTOR

Place : New Delhi
Date : 29.05.2013

HIND SECURITIES & CREDITS LIMITED

Notes to the Accounts

Particulars	For the year ended 31 March, 2013	For the year ended 31 March, 2012
Note "10" : I. Revenue from operations		
Sale of Shares	1,636,265	18,740,686
Speculative Profit on Shares	-	13,652
	1,636,265	18,754,339
Note "11" : II. Other Income		
Interest on loan	7,833,854	2,749,976
Dividend	197,500	210,040
Interest on Income Tax Refund	3,730	6,968
	8,035,084	2,966,984
Note "12" : Purchase		
Purchase of Share	1,615,617	8,457,890
	1,615,617	8,457,890
Note "13" : Changes in Stock		
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		
Closing Stock of Shares	9,090,825	10,479,346
Opening Stock of Shares	10,479,346	20,689,381
Increase/Decrease in Stock	(1,388,521)	(10,210,035)
Note "14" Employee benefit expense		
Salary	132,000	132,000
	132,000	132,000
Note "15" Financial costs		
Bank Charges & Interest	2,638	2,361
Interest on Unsecured Loan	7,810,456	5,633,604
	7,813,094	5,635,965
Note "16" Depreciation and amortization expense		
Depreciation	500	592
	500	592
Note "17" Other expenses		
Advertisement & Publicity	64,506	47,927
Auditors' Remuneration	44,944	44,120
Fees & Subscription	-	1,300
Listing Fees	11,236	11,030
Legal & Professional Charges	30,611	24,819
Security Transaction Tax	3,252	34,850
Printing & stationery	-	5,515
Short & Excess	-	79
Share Expenditure	3,619	84
	158,168	169,724



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HIND SECURITIES & CREDITS LIMITED

Particulars	For the year ended 31 March, 2013	For the year ended 31 March, 2012
Note "18" : Earning Per Share(EPS)		
I. Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders (Rs.)	(1,150,480)	671,892
II. Weighted Average number of equity shares used as denominator for calculating EPS	5,100,500	5,100,500
III. Basic and Diluted Earnings per share (Rs.)	(0.23)	0.13
IV. Face Value per equity share (Rs.)	10	10

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HIND SECURITIES & CREDITS LIMITED
Cash Flow Statement for the year ending 31.03.2013

Particulars	As at 31.03.2013		As at 31.03.2012	
Cash Flow from operating Activities				
Profit (Loss) after Extraordinary Items and Tax	(1,150,480)		671,892	
ADD: Adjustment for :				
Deperication	500		592	
Interest Expenses	7,810,456		5,633,604	
Previous year adjustment	0		0	
Provision for Taxation	(286,072)		(3,556,775)	
Operating profit before working capital changes (Total A)	6,374,404		2,749,313	
ADD: Adjustment for :				
Inventories	1,388,521		10,210,034	
Expenses Payable	51,042		(29,309)	
Current Liabilities	271,041		360,724	
Other Current Asset	(432,010)		(151,855)	
LESS: Income Tax Paid for Previous year	(283,545)		0	
Cash generated from operations	995,049		10,389,594	
Net Cash Flow from Operating Activity (Total A+B)		7,369,454		13,138,908
Cash flow from Investing Activities				
(Increase)/Decrease in Loan & Advances	6,481,538		(75,500,462)	
Interest Received	0		0	
Net Cash Flow from Investing Activity		6,481,538		(75,500,462)
Net Cash Flow from Financing Activity				
Proceeds from Short Term Borrowings (Net)	12,030,038		48,592,190	
Proceeds from Long Term Borrowings (Net)	(3,586,873)		19,509,896	
Interest Paid	(7,810,456)		(5,633,604)	
Net Cash Flow from Financing Activity		632,709		62,468,482
Net increase in Cash & Cash Equivalent		14,483,701		106,928
Cash & Cash Equivalent at the beginning of the period		1,092,412		985,484
Cash & Cash Equivalent at the end of the period		15,576,113		1,092,412

Notes to the Flow Statement

- 1 Cash & Cash Equivalent
Cash In Hand
Balances With the Bank

As on 31.03.2013
10,892
15,565,221
15,576,113

- 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

Place : New Delhi
Date : 29.05.2013

For and on behalf of board

[Signature]
Director *[Signature]*
Director

Place : New Delhi
Date : 29.05.2013

For Mohan Aggarwal & Associates
Chartered Accountants
FRN : 004453N

[Signature]
CA Madhu Mohan
(Partner)
M.NO. 82938

HIND SECURITIES & CREDITS LIMITED

Notes to Financial Statements for the year ended on 31st March 2013

Note 1: 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, 1956. 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, 1956 to the extent applicable.

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

2. 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 XIV of the Companies Act, 1956.
- c) Depreciation will be provided on assets used for business purposes whereas no depreciation will be charged on assets given on rent.

3. Inventory:

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

4. Recognition of Income & Expenses

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

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

6. Amortization

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



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7. 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.

8. 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.

9. 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.

10. Earning 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.

11. 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.

12. 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.



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Note 2: Notes to Accounts

Presentation and disclosure of financial statements

During the year ended 31st March 2013, the revised Schedule VI notified under the Companies Act 1956, has become applicable to the company, for preparation and presentation of its financial statements. The adoption of revised Schedule VI does not impact 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 (3C) of section 211 of the Companies Act, 1956. The Deferred Tax for the year ending 31.03.2013 amounting to Rs. 5,69,617 has been credited to Profit & Loss Account. The Deferred Tax Asset arises due to timing difference on account of Losses incurred during the year. Total Deferred Tax Assets as on 31.03.2013 of Rs. 41,26,392 which has been shown in the Balance Sheet.

4. Payments to directors:

Particulars	(Amount in Rs)	
	Current Year	Previous year
Salary	NIL	NIL
Perquisites	NIL	NIL
Total	NIL	NIL

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

6. Payment to auditors:

Particulars	Current Year	Previous year
Audit Fees	44944	44120
Other	NIL	NIL
Total	44944	44120



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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 31.03.2013 together with interest paid/payable as required under Micro, Small & Medium enterprises Development Act, 2006 is not given.

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.

For HIND SECURITIES AND CREDITS LTD


DIRECTOR


DIRECTOR

MOHAN AGGARWAL & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN: 004453N



CA. MADHU MOHAN
PARTNER
M. No. 082938

Date: 29.05.13

Place: Delhi