HIND SECURITIES & CREDITS LIMITED

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

NOTICE

Notice is hereby given that the Annual General Meeting of the members of the Company will be held on Friday, 30th day of September, 2011 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, 2011 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. Pulickal Varughese, who retires by rotation and, being eligible, offer himself for re-appointment.
- 3. To appoint a Director, in place of Mr. Lalit Jain, who retires by rotation and, being eligible, offer himself for re-appointment.
- 4. To appoint 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

> Shyam Lal Bansal Director

yan (ay

Date: September 01, 2011

Place: Delhi

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF, SUCH A PROXY NEED NOT BE MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY, IN ORDER TO BE EFFECTIVE MUST BE LODGED WITH THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE SCHEDULE TIME OF THE MEETING.
- 2. The Register of Members and the Share Transfer Books of the company will remain closed from 29.09.2011 to 30.09.2011.
- 3. Only registered Members carrying attendance slips and holders of valid proxies registered with the Company will be permitted to attend the meeting.
- 4. The Members are requested to:
- a) Intimate to the Company changes, if any, in their registered address at an early date.
- b) Quote ledger folio number in all their correspondence.
- c) Bring their copy of the Annual Report and the attendance slips with them at the Annual General Meeting.
- 5. Members are requested to intimate their queries, if any, relating to the accounts or any other matters at least seven days in advance of the meeting so that the information can be made readily available and furnished at the meeting.
- 6. All documents referred to in the accompanying notice are open for inspection at the Registered Office of the company on all working days of the company between 11:00 a.m. to 1:00 p.m. upto the date of the Annual General Meeting.
- 7. Members are informed that in case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- 8. With a view to serving the Members better and for administrative convenience, an attempt has been made to consolidate multiple folios. Members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.
- 9. Members can avail of the nomination facility by filing Form 2- B, as prescribed under the Companies (Central Government) General Rules & Forms, 1956, with the Company. Blank forms will be supplied on request.
- 10. 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 recently 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. In view of the above, the Company requests all its shareholders to kindly provide their email addresses along with client ID / folio no. and number of shares as reference to the following email addresses with Subject as "Hind Securities & Credits Limited - Member Email ID" at 'lancersatish@gmail.com'

11. Re-appointment of Directors

Mr. Pulickal Varughese and Mr. Lalit Jain retire by rotation at the forthcoming Annual General Meeting and being eligible offer themselves for reappointment. The information or details pertaining to Mr. Pulickal Varughese and Mr. Lalit Jain to be provided in terms of clause 49 of the listing agreement with the Stock Exchanges are furnished in the Corporate Governance Report published in this Annual Report.

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

> Shyam Lal Bansal Director

Date: September 01, 2011

Place: Delhi

HIND SECURITIES & CREDITS LIMITED

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

Directors' Report

Dear Shareowners

Your Directors have great pleasure in presenting the Annual Report together with Audited Statement of Accounts of the Company for the year ended 31st March, 2011.

FINANCIAL RESULTS

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

(in Rupees)

| Particulars | Year ended | Year ended |
|-------------------------------|----------------|-----------------|
| rarticulars | | |
| | 31.03.2011 | 31.03.2010 |
| Total Income | 4,02,29,581.37 | 10,81,60,816.60 |
| Less: Total Expenditure | 4,88,55,296.40 | 10,79,17,101.99 |
| Profit / Loss before | (86,25,715.03) | 2,43,714.61 |
| Depreciation & Tax | | |
| Less : Depreciation | 711.23 | 865.91 |
| Profit before Tax | (86,26,426.26) | 2,42,848.70 |
| Less: Provision for taxation | 0.00 | 74,803.00 |
| Add: Previous year adjustment | (15,492.00) | 65,837.00 |
| Net Profit / Loss after | (86,41,918.26) | 2,33,882.70 |
| Depreciation & Tax | , , , , , , | |
| Add: Balance Brought | 32,78,989.14 | 30,45,106.44 |
| Forward from Previous Year | | |
| Balance profit carried to | (53,62,929.12) | 32,78,989.14 |
| Balance Sheet | | |

PERFORMANCE REVIEW

During the year under review, the Company has incurred a net loss after depreciation and tax of Rs. 86,41,918.26/- as compared to the net profit after depreciation & tax of Rs. 2,33,882.70/- in the previous year. 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 regret their inability to recommend any dividend in view of losses 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 and it is hoped that the company will do better and will be in a position to earn profit and later on try to declare dividends.

DIRECTORS

Mr. Pulickal Varughese and Mr. Lalit Jain 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. Lalit Jain have contributed immensely to the growth of the company.

DIRECTORS' 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, 2011, 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, 2011 on going concern basis.

CORPORATE GOVERNANCE

The Company has complied with the basic mandatory provision of the Corporate Governance as prescribed in the Clause 49 of the Listing Agreement with the stock Exchanges. A detailed report on the Corporate Governance is given in a separate section in this 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. Lalit Jain and Mr. Ajay Kumar Jha. 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, retire as auditors of the company at the conclusion of the ensuing Annual General Meeting and have confirmed their eligibility and willingness to accept the office of the Auditors, if reappointed.

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.

ADDITIONAL INFORMATION-BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

Information pursuant to the Department of Company Affairs notification dated May 15, 1995 relating to the Balance Sheet Abstract and Company's general business profile is provided in the Annual Report for your information.

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 confirming that the Company has neither accepted any public deposits and nor does it intend to do so in the coming year 2011-2012.

PARTICULARS OF EMPLOYEES

None of the employee drew remuneration of Rs. 60,00,000/- or more per annum or Rs. 5,00,000/- per month during the financial year 2010-2011, 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 given in **Annexure I** to the directors' report.

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 Discussion & Analysis Report is attached herewith.

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. 10,00,000 or more 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.

The Board of Directors has obtained a Secretarial Compliance Certificate from a practicing Company Secretary, which is attached as an annexure.

LISTING OF SHARES

The shares of the company are listed on Delhi Stock Exchange Limited. With the initiatives of directors of the company, the shares of the company have been readmitted for dealings at the stock exchange *vide* letter dated June 22, 2009. The said letter states that the stock exchange has revoked the suspension of trading in the shares of the company. Whenever the stock exchange will be operational, the shares of the company will be made available for trading.

ACKNOWLEDGEMENT

The Board acknowledges with gratitude the co-operation and assistance provided by the company's bankers, financers, 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.

For and on behalf of the Board of Directors For Hind Securities & Credits Limited

Date: September 01, 2011

Place: Delhi

Jagdish Rai Bansal Director

Shyam Lal Bansal Director

Annexure I

CONSERVATION OF ENERGY

| S. No. | Particulars | Description |
|--------|--|--|
| (a) | Energy Conservation measures taken | The operations of your Company are not energy intensive. Adequate measures have, however, been taken to reduce energy consumption. |
| (b) | Additional investments and proposals, if any, being implemented for reduction of consumption of energy | No |
| (c) | Impact of measures at (a) & (b) above for reduction of energy consumption and consequent impact on the cost of production of goods | |
| (d) | Total energy consumption and energy consumption per unit of production as per Form A of the Annexure of Companies (Disclosure of Particulars in the report of Board of Directors) Rules, 1988 in respect of industries specified in the schedule thereto | · · |

FORM B

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO ABSORPTION OF TECHNOLOGY

| S. No. | Particulars | Description |
|--------|--|----------------|
| | Research and Development (R&D) | ' |
| 1. | Specific areas in which R&D carried out by the company | Nil |
| 2. | Benefits derived as a result of above R&D | Not Applicable |
| 3. | Future plan of action | Nil |
| 4. | Expenditure on R&D | Nil |

| | (a) Capital | Nil |
|--|--|--|
| | (b) Recurring | Nil |
| | (c) Total | Nil |
| | (d) Total R&D expenditure as percentage of total turnover | Nil |
| 0-6 | Technology, absorption, adaptation and innovation | |
| I. The state of th | Efforts, in brief, made towards technology absorption, adaptation and innovation | Since the Company has no technical collaboration arrangements with any outside partners, the question of absorption is not relevant to the company. Also, there is no case of adaptation and innovation in the company. However, the Company has made full use of |
| | ether to a second to the secon | information technology in its operations and efforts are being made to adopt latest technology. |
| 2. | Benefits derived as a result of the above efforts, e.g. product improvement, cost reduction, product development, import substitution, etc. | Not Applicable |
| 3. | In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year), following information may be furnished: (a) Technology imported (b) Year of import (c) Has technology been fully absorbed? (d) If not fully absorbed, areas where this has not taken place, reasons therefore and further plans of action | The company has not imported technology during the last 5 years. |

For and on behalf of the Board of Directors For Hind Securities & Credits Limited

Date: September 01, 2011

Place: Delhi

Jagdish Rai Bansal Director

Shyam Lal Bansal Director



Chetan Gupta & Associates

COMPANY SECRETARIES

COMPLIANCE CERTIFICATE

| CIN of the Company | L74899DL1993PLC056702 |
|---|-----------------------|
| Authorized Capital as on March 31, 2011 | Rs. 5,50,00,000/- |
| Paid up Capital as on March 31, 2011 | Rs. 4,92,40,500/- |

To,
The Members
Hind Securities & Credits Limited
D-13/25, Sector-8, Rohini,
Delhi- 110085

I have examined the registers, records, books and papers of **M/s. Hind Securities** & Credits Limited (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on **March 31, 2011** (financial year). In my opinion and to the best of my information, knowledge and belief and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that in respect of the aforesaid financial year:

- 1. The Company has kept and maintained all registers as stated in *Annexure 'A'* to this certificate, as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded.
- 2. The Company has duly filed the forms and returns as stated in *Annexure 'B'* to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time / additional time prescribed under the Act and the rules made there under.
- 3. The Company, being a Public Limited Company, comments are not required.
- 4. The Board of Directors duly met eight times respectively on May 24, 2010; May 28, 2010; August 09, 2010; August 16, 2010; September 01, 2010; November 12, 2010; February 10, 2010 and March 31, 2011 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the circular resolutions passed in the Minutes Book maintained for the purpose.
- 5. The Company closed its Register of Members, and/or Debentureholders from September 28, 2010 to September 30, 2010 and necessary compliance of section 154 of the Act has been made.
- 6. The Annual General Meeting for the financial year ended on **March 31, 2010** was held on **September 30, 2010** after giving due notice to the members of the



- Company and other concerned and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
- 7. No Extra ordinary general meeting was held during the financial year.
- 8. The company has not advanced any loans to its directors or persons or firms or companies referred to under section 295 of the Act.
- 9. The company has not entered into any contracts falling within the purview of section 297 of the Act.
- 10. The Company has made necessary entries in the register maintained under section 301 of the Act.
- 11. As there were no instances falling within the purview of section 314 of the Act, the company has not obtained any approvals from the Board of directors, members or Central Government.
- 12. The Company has not issued any duplicate share certificates during the financial year.
- 13. In relation to the Company:
 - (i) There was no allotment/ transfer/ transmission of securities during the financial year;
 - (ii) The Company has not deposited any amount in a separate Bank Account as no dividend was declared during the financial year;
 - (iii)The Company was not required to post warrants to any member of the Company as no dividend was declared during the financial year;
 - (iv) The company was not required to transfer any amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund.
 - (v) The Company duly complied with the requirements of Section 217 of the Act.
- 14. The Board of Directors of the company is duly constituted. There was no appointment of additional directors, alternate directors and directors to fill casual vacancy during the financial year.
- 15. The Company has not appointed any Managing Director/ Whole-time Director/Manager during the financial year.
- 16. The Company has not appointed any sole-selling agents during the financial year.
- 17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/or such authorities as may be prescribed under the various provisions of the Act during the financial year.



- 18. The Directors have disclosed their interest in other firms/companies to the Board of directors pursuant to the provisions of the Act and the rules made there under.
- 19. The Company has not issued any shares/ debentures/ other securities during the financial year.
- 20. The Company has not bought back any shares during the financial year.
- 21. There was no redemption of preference shares or debentures during the financial year.
- 22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
- 23. The Company has not invited/accepted any deposits falling within the purview of Section 58A during the financial year.
- 24. The amount borrowed by the company from directors, members, public, financial institutions, banks and others during the financial year ending 31st March, 2011 are within the borrowing limits of the company.
- 25. The Company, being a non- banking financial company, is exempted from the provisions of Section 372A of the Act.
- 26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one State to another during the year under scrutiny.
- 27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the year under scrutiny.
- 28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny.
- 29. The Company has not altered the provisions of the Memorandum with respect to share capital of the company during the year under scrutiny.
- 30. The Company has not altered its Articles of Association during the financial year.
- 31. As informed by the company, there was no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment was imposed on the Company during the financial year, for offences under the Act.
- 32. The Company has not received any money as security from its employees during the financial year.



33. The Company has not deducted any contribution towards Provident Fund during the financial year.

For Chetan Gupta & Associates

Company Secretaries

(CHETAN GURTAN

Proprietor C.P. No.: 7077 M. No.: 19744

C.P. No. 7077 Delhi

Place: Delhi

Date: May 30, 2011

Annexure A

Registers as maintained by the Company

- 1. Register of Members u/s 150;
- 2. Register of Directors, Managing Director, Manager u/s 303;
- 3. Register of Director's Shareholding u/s 307;
- 4. Minutes Book of Board Meeting u/s 193;
- 5. Minutes Book of General Meeting u/s 193;
- 6. Books of Account u/s 209;
- 7. Register of Contracts u/s 301;
- 8. Register of Charges u/s 143;
- 9. Register of Investments or Loans made, Guarantee Given or Security Provided u/s 372A;
- 10. Register of Share Transfer and
- 11. Index of Members u/s 151



Annexure B

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending on March 31, 2011:

| S. No. | Form No./ Return | Filed under section | For | Date of filing | Whether filed within prescribed time Yes/ No | If delay in filing whether requisite additional fee paid Yes/ No |
|-----------|------------------------|---------------------------|--|---------------------|--|--|
| 1. | Form 66 | 383A | Submission of Compliance Certificate for the financial year ending on March 31, 2010 | October 30, 2010 | Yes | N.A. |
| 2. | Form 20B | 159 | Filing of Annual Return for the financial year ending on March 31, 2010 | November 29, 2010 | Yes | N.A. |
| 3. | Form 23AC & ACA | 220 | Filing of balance sheet and other documents for the financial year ending on March 31, 2010 | I | No | Yes |
| 4. | Form 32 | 303(2) | Cessation of the director | November 27, 2010 | No | Yes |



HIND SECURITIES & CREDITS LIMITED

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

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.

> For and on behalf of the Board of Directors For Hind Securities & Credits Limited

Jagdish Rai Bansal

Director

Shyam Lal Bansal Director

Sugar La

Date: September 01, 2011

Place: Delhi

HIND SECURITIES & CREDITS LIMITED

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

CORPORATE GOVERNANCE REPORT

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The philosophy can be described as the business practices with the ultimate aim of enhancing long term shareholder's value and remaining committed to high standards of business ethics. Your company and its employees have a commitment to its customers, competitors, local communities, shareholders and the nation to conduct the business in an ethical and legal manner.

BOARD OF DIRECTORS

Composition of Board

During the year, the Board has a proper mix of executive and non-executive directors. The composition of the Board of Directors of the company, in compliance with Clause 49 of the Listing Agreement, is given below:

| SI . N o. | Compositio n of the Director | Category of the Director | Date of appoi ntme nt | Date of Cessati on | No. of Board Meeti ngs held | No. of Board Meeti ngs attend ed | Last AG M atte nde d | commit chairma | tee mer anship. | | nd |
|-----------|------------------------------------|--------------------------------|-----------------------------------|--------------------------|---|---|-------------------------------------|------------------------------------|-------------------------------|---------------------------------|-----------------------------------|
| | | | | | | | | Other Board Direct orship | Oth er Boa rd Chai rma nshi p | Commit tee Member ship | Committ ee Chairma nship |
| 1. | Mr. Lalit Jain | Non Executive and Independent | 18.02 | N.A. | 8 | 8 | Yes | 1 | Nil | 2 | Nil |
| 2. | Mr. Pulickal Varughese | Non Executive and Independent | 18.02 | N.A | 8 | 8 | Yes | Nil | Nil | Nil | Nil |
| 3. | Mr. Ajay Kumar Jha | Non Executive and Independent | 18.02 | N.A | 8 | 8 | Yes | Nil | Nil | 1 | 1 |
| 4. | Mr. Jagdish Rai Bansal | Promoter, Non | 22.01 .05 | N.A. | 8 | 8 | Yes | Nil | Nil | 1 | 1 |

| | | Executive and Non Independent | | | | | | | | | |
|----|-------------------------|---|--------------|------|---|---|-----|-----|-----|-----|-----|
| 5. | Mr. Shyam Lal Bansal | Promoter, Non Executive and Non Independent | 25.01 .07 | N.A. | 8 | 8 | Yes | Nil | Nil | Nil | Nil |

All the present directors of the company are unrelated.

Non Executive directors' compensation

No fees or compensation is paid to any non-executive director during the financial year ended on March 31, 2011.

Date and number of board meetings held

Eight Board meetings of Board were held during the year on:

| 24 th May 2010 | 16 th August 2010 | 10 th February 2011 |
|------------------------------|------------------------------|--------------------------------|
| 28 th May 2010 | 01 st September | 31 st March 2011 |
| | 2010 | |
| 09 th August 2010 | 12 th November | |
| | 2010 | |

Code of Conduct

The company has laid down a code of conduct for all the Board Members and Senior Management Personnel. All Board Members and Senior Management Personnel have confirmed compliance with the said code of conduct for the financial year ended 31st March, 2011. The declaration to this effect signed by Mr. Jagdish Rai Bansal, director, forms part of the report.

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.

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 Kumar | Member | Non Executive and Independent |
| Mr. Jagdish Rai Bansal | Member | Non Executive and Non Independent |

No. of meeting and attendance at meetings

During the year 2010-11, Four Meetings of Audit Committee were held on May 24, 2010; August 09, 2010; November 12, 2010 and February 10, 2011.

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.

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.

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.

SHAREHOLDERS' GRIEVANCE/SHARE TRANSFERS COMMITTEE

The Company has a Shareholders' Grievance/Share transfer Committee to redress the complaints of shareholders in respect of the matters pertaining to transfer/transmission of shares, issue of duplicate shares and non receipt of annual report etc.

The meeting of this committee is held frequently to ensure completion of work allotted to committee.

The Committee comprises of Three Directors namely Mr. Ajay Kumar Jha, Mr. Lalit Kumar and Mr. Jagdish Rai Bansal (Chairman). Mr. Jagdish Rai Bansal also acts as the compliance officer of the company

There was no complaint received / pending as on 31.03.2011.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management discussion and Analysis Report is a part of the Director Report.

RE-APPOINTMENT OF DIRECTORS

Mr. Pulickal Varughese and Mr. Lalit Jain retire by rotation at the forth coming Annual General Meeting and being eligible offer themselves for re-appointment. They are graduate by qualification.

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

Mr. Pulickal Varughese is not a director in any other company and Mr. Lalit Jain is a director in M/s. LP Creative Design (India) Private Limited and is not a member in any of its committee of board.

Mr. Pulickal Varughese and Mr. Lalit Jain donot hold 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 31.03.2011 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, 2011.

GENERAL BODY MEETINGS

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

| Financial Year | Location | Date | Time |
|----------------|--|------------|------------|
| 2009-2010 | D-13/25, Sector-8, New Delhi - 110085 | 30.09.2010 | 10:00 A.M. |
| 2008-2009 | D-13/25, Sector-8, New Delhi – 110085 | 30.09.2009 | 01.00 P.M. |
| 2007-2008 | D-13/25, Sector-8, New Delhi - 110085 | 30.09.2008 | 11:00 A.M. |

Special resolution was put through Postal Ballot during last year 2009-2010. Mr. Shyam Lal Bansal was made responsible for the entire postal ballot exercise *vide* board meeting held on December 29, 2009. Voting Pattern is as follows:

| S. No. | Particulars | Number of postal ballot forms | Number of shares | % of total paid up equity capital |
|-----------|---|-------------------------------|---------------------|-----------------------------------|
| 1. | Total postal ballot forms received | 30 | 18,76,500 | 38.11% |
| 2. | Less: Invalid postal ballot forms (as per register) | Nil | Nil | Nil |
| 3. | Net valid postal ballot forms (as per register) | 30 | 18,76,500 | 38.11% |
| 4. | Postal ballot forms with assent for the Resolution | 30 | 18,76,500 | 38.11% |
| 5. | Postal ballot forms with dissent for the Resolution | Nil | Nil | Nil |

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

DISCLOSURES

- There was no materially significant related party transactions transaction of the company with its promoters, the directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interest of the company at large.
- (2) There have been instances of receiving notice with regard to non compliances by the Company and imposing of penalties and strictures on the company by stock exchange which have been resolved to the benefit of the stock exchange, however, there were no instances of receiving notice with regard to non compliances by the Company and imposing of penalties and strictures on the company by SEBI or any statutory authority or on any matter related to capital markets, during the last three years.
- (3) There has been a whistle blower policy and no personnel have been denied access to the audit committee.

- (4) The company has complied with the basic mandatory requirements of the clause 49 of the Listing Agreement and not adopted any non mandatory requirements of this clause.
- (5) In the preparation of financial statements, a treatment different from that prescribed in an Accounting Standard has not been followed.
- (6) 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.
- (7) No proceeds have been received through public issue, right issue and preferential issue, etc. during the financial year ending on March 31, 2011.
- (8) The directors of the company are not receiving any remuneration from the company.

Shareholding of Non Executive Directors

| Name of Director | Number of Shares |
|------------------------|------------------|
| Mr. Jagdish Rai Bansal | 1,00,000 |
| Mr. Shyam Lal Bansal | 1,00,000 |
| Mr. Ajay Kumar Jha | NIL |
| Mr. Lalit Kumar | NIL |
| Mr. Pulickal Varughese | NIL |

MEANS OF COMMUNICATION

The quarterly financial results during the financial year 2010-11 were approved in the Board meetings as detailed below:

| QUARTERS | DATE OF BOARD MEETING |
|-----------------------|---------------------------------|
| April– June 2010 | 09 th August, 2010 |
| (Un-Audited) | |
| July-September 2010 | 12 th November, 2010 |
| (Un-Audited) | |
| October-December 2010 | 10 th February, 2011 |
| (Un-Audited) | |
| January-March 2011 | 30 th May, 2011 |
| (Audited) | |

The yearly audited financial results for the year ending on 31st March 2011 were approved in the board meeting held on 30th May, 2011. Results were normally published in either Business Standard (English and Hindi) or Pioneer and Veer Arjun. 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

Annual General Meeting

Date and Time

: 30th September, 2011 at 10:00 A.M.

Venue

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

Financial Year

: April 01 to March 31

Book Closure:

29th September, 2011 to 30th September, 2011

Dividend Payment Date

The Company didn't declare any dividend for the financial year 2011.

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

Stock Code

The stock code of the company on Delhi Stock Exchange is 08158.

Market Price Data

There was no trading in the Company's Equity Shares in any Stock Exchanges during the period April 2010 to March 2011.

Performance in comparison to broad-based indices such as BSE Sensex, CRISIL index etc.

There was no trading in the Company's Equity Shares on Stock Exchange during the period April 2010 to March 2011. Thus, disclosure of performance in comparison to broad-based indices such as BSE Sensex, CRISIL index etc. are not applicable on the company.

Registrar and Transfer Agent

The Company's Shares were not traded on any stock exchanges for last several years. Further the Company has not received any request for transfer of shares for last several years.

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, 2011.

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.

However, the Company has not received any application for share transfers for the year ended 31.03.2011.

Investors' Service

The Company has a system of attending and redressing all investors' grievances and no complaints/grievances has been received during the year ended on March 31, 2011.

Investors' Correspondence may be addressed to:

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

Distribution of shareholding as on 31st March, 2011

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

Shareholding Pattern as on March 31, 2011

| Description of Investors | No. of shares held | % of shareholding |
|-----------------------------------|--------------------|-------------------|
| Promoters | 6,00,500 | 11.77 |
| Financial Institutions, Insurance | NIL | NIL |
| Companies Banks and Mutual Funds | | |
| etc. | | |
| Foreign Institutional Investors | NIL | NIL_ |
| Private Corporate Bodies | 5,61,200 | 11.00 |
| NRIs/ OCBs | NIL | NIL |

| Indian Public | 39,38,800 | 77.23 | |
|---------------|-----------|--------|--|
| Total | 51,00,500 | 100.00 | |

Dematerialization of shares and liquidity

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

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.

Plant locations

Not Applicable

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.

For and on behalf of the Board of Directors For Hind Securities & Credits Limited

Jagdish Rai Bansal Director

Shyam Lal Bansal Director

Date: September 01, 2011

Place: Delhi

Declaration by Mr. Jagdish Rai Bansal, Director, under clause 49 of the Listing Agreement regarding compliance with code of Conduct

In accordance with Clause 49 ID of the Listing Agreement, I hereby confirm that, all the Directors and the Senior Management personnel of the Company have affirmed compliance with code of Conduct, as applicable to them, for the Financial Year ended on March 31, 2011.

Jagdish Rai Bansal Director

Date: September 01, 2011

Place: Delhi

Certification by Mr. Jagdish Rai Bansal, Director, pursuant to Clause 49 of the Listing Agreement regarding financial statements

I, Jagdish Rai Bansal, certify that:

- a) I have reviewed the financial statements and the cash flow of Hind Securities
 & Credits Ltd ("the company") for the year ended March 31, 2011 and to the best of my knowledge and belief:
 - 1) These statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - 2) 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) There are, to the best of my knowledge and belief, no transactions entered into by the company during the year that are fraudulent, illegal or violative of the Company's code of conduct.
- c) I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting. There are no deficiencies in the design or operation of internal control.
- d) I have indicated to the Auditors and the Audit Committee that there are no
 - 1) Significant changes in the internal control over financial reporting during the year;
 - 2) Significant changes in accounting policies during the year;
 - 3) Instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Jagdish Rai Bansal Director

Date: September 01, 2011

Place: New Delhi



Chetan Gupta & Associates COMPANY SECRETARIES

Certificate from Practicing Company Secretary regarding compliance of conditions of corporate governance

To 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 2011 as stipulated in clause 49 of listing agreement of the said company with the stock exchange (s).

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to the review of the procedures and implementation thereof adopted by the company for ensuring 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 and the representations made by the Directors and the management, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the clause 49 of the above-mentioned Listing Agreement.

On the basis of the records maintained by the Shareholder's/Invertors Grievance Committee of the company, we state that, no investor grievances were received during the year.

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 Chetan Gupta & Associatesupla &

Company Secretaries M.No.: F6496

CP No.: 7077

Date: September 01, 2011

Place: Delhi

Tel.: +91-11-4738 1100-05, 08 Fax: +91-11-4738 1109 Mobile: +91 9818188855 E-mail: chetangupta11@gmail.com

HIND SECURITIES & CREDITS LIMITED

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

ATTENDANCE SLIP

Members attending the Meeting in person or by Proxy or as Authorised Representatives are requested to complete this attendance slip and hand it over at the entrance of the Meeting hall. Joint shareholders may obtain additional Attendance Slip at the venue of the meeting.

I hereby record my presence at the ANNUAL GENERAL MEETING of HIND SECURITIES & CREDITS LIMITED at D-13/25, Sector-8, rohini, New Delhi-110 085 (address), at 10:00 a.m. on Friday, September 30, 2011.

| Full name of the Shareholder (in capital letters)Address | |
|---|--------------------|
| Signature | |
| Folio No. | |
| Full name of Proxy/Authorised Representative (in capital letters) | |
| Signature of Proxy /Authorised Representative | |
| Note: Shareholder/Provy holder/Authorised Representative design | ring to attend the |

Note: Shareholder/Proxy holder/Authorised Representative desiring to attend the Meeting should bring his copy of the Annual Report to the Meeting.

HIND SECURITIES & CREDITS LIMITED

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

| | FOR | M OF PRO | XY | | | |
|-------------------|--------------------|----------|--------|-------------|---------|----------------------|
| Regd. Folio No | | | | | | |
| I/We | | of | | being | g a Mem | ber(s) of |
| HIND SECURIT | IES & CREDITS | LIMITED | hereby | appoint | | of |
| | r failing him | | | | | |
| | our behalf at the | | | | | |
| Meeting of the Co | ompany, to be held | on the | | | | day |
| | a.m./p.m. a | | | nt thereof. | , | |
| Signed this | day of | | 20 | | | |
| | | | | | Rev | ffix venue amp |

Notes:

- a. The Proxy, to be effective, must be received at the Registered Office of the Company not less than forty-eight hours before the time fixed for the Meeting.
- b. A Proxy need not be a Member of the Company.
- c. In the case of joint holders, the vote of the senior who tenders the vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holder(s). Seniority shall be determined by the order in which the names stand in the Register of Members.
- 5. The submission by a Member of this Proxy form will not preclude such Member from attending in person and voting at the Meeting.

Cally Dursean

MOHAN AGGARWAL & ASSOCIATES, CHARTERED ACCOUNTANTS, F-31, D.B. GUPTA MARKET, KAROL BAGH, NEW DELHI-110005. PH.: 23672609

AUDITOR'S REPORT

To
The Members of
Hind Securities & Credits Ltd.
New Delhi.

We have audited the attached Balance Sheet of M/s. Hind Securities & Credits Limited, New Delhi as at 31st March, 2011 and also the Profit and Loss Account for the year ended on that date of the company.

These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

Subject to notes to accounts & significant accounting policies attached, we further report that:-

- 1. As required by the Companies (Auditor's Report) Order, 2003 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. 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.
- 3. 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 books.
- 4. The Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of account.
- 5. In our opinion, the Balance Sheet and the Profit and Loss Account dealt with by this report are in compliance with the Accounting Standards referred to section 211 (3C) of Companies Act, 1956 in so far as they apply to the company.



- 6. In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, 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, 2011; and
- b) In the case of the Profit and Loss Account, of the Loss for the year ended on 31st March 2011.
- c) In the case of the Cash Flow Statement, of the Cash flows for the year ended on 31st March 2011
- 7. As per the information and explanation given to us, none of the Director is disqualified under clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

Place: New Delhi Dated: 30.05.2011 For & On behalf of
For MOHAN AGGARWAL & ASSOCIATES,
CHARTERED ACCOUNTANTS,
(FRN: 004453N)

(PARTNER) M.NO.82938

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.

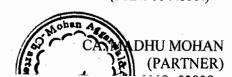
In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of the business.

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. a) 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.
 - b) 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.
 - *c) 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 maintained 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 31.03.2011 for a period of more than six months from the date they became payable.
- 10. The company has accumulated losses of Rs. 53.63 laks at the end of Financial year but it is not exceeding more than 50% of the Net Worth of the company.
- 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.
- 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.

Place: New Delhi Date: 30.05.2011 For & On behalf of For MOHAN AGGARWAL & ASSOCIATES, CHARTERED ACCOUNTANTS, (FRN: 004453N)



HIND SECURITIES & CREDITS LIMITED BALANCE SHEET AS AT 31ST MARCH, 2011

(AMOUNT IN RS PARTICULARS AS AT AS AT SCHEDULE 31.03.2010 31.03.2011 Sources of Fund 1. Share Holders Fund a) Share Capital Α 49.240.500.00 49.240.500:00 b) Reserve & Surplus 3,278,989.14 52,519,489.14 В (5,362,929.12)43,877,570.88 c) Deferred Tax Liability 2. Loan Funds a) Secured b) Unsecured 7,838,459.00 11,100,000.00 51,716,029.88 63,619,489,14 Application of Fund 1. Fixed Assets 155,932,00 a) Gross Block С 155,932.00 b) Less: Depreciation 151,187.91 4,744.09 151,899.17 4,032.83 2. Investment 3. Current Assets, Loan D & Advances 51,578,956.60 a) Inventories 37,807,941.79 b) Sundry Debtors 4,209,533.45 c) Cash & Bank Balance 985,484.25 14,390,511.00 d) Loan & Advances 25,894,232.01 70,179,001.05 64,687,658,05 Less:Current Liabilities & Provisions E 12,961,146.00 6,489,453.00 a) Current Liabilities 74,803.00 b) Provisions 14,515.00 6,564,256.00 12,975,661.00 **NET CURRENT ASSETS** 63,614,745.05 51,711,997.05 4. Misc. Expenditure (To the extent not W/off or adjusted) Significant Accounting Policies and Notes on accounts F 51,716,029.88 63.619.489.14

NOTE: The Schedules referred to are integral part of Profit & Loss

Place: New Delhi Dated: 30.05.2011

For HIND SECURITIES & CREDITS LTD.

(DIRECTOR)

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

> MADHU MOHAN (PARTNER) (M.NO.82938)

HIND SECURITIES & CREDITS LIMITED PROFIT & LOSS A/C FOR THE YEAR ENDING 31.03.2011

| PARTICULARS | SCHEDULE | AS AT | AS AT |
|---------------------------------------|----------|-----------------|----------------|
| | , | 31.03.2011 | 31.03.2010 |
| INCOMÉ . | | `• . | |
| INCOME | | | • |
| Sales of Shares | | 52,765,506.11 | 72,573,366.54 |
| Speculative Profit in shares | | 242,310.07 | 188,485.46 |
| Other Income | • | 992,780.00 | 938,569.00 |
| Increase (decrease) Closing Stoo | ck . | (13,771,014.81) | 34,460,395.60 |
| TOTAL INCOME (A) | | 40,229,581.37 | 108,160,816.60 |
| , , , , , , , , , , , , , , , , , , , | | | |
| EVENUTUE | | | |
| EXPENDITURE | | | |
| Cost of Purchases of Shares | | 46,888,113.65 | 105,499,906.71 |
| Administration Expenses | G | 420,357.75 | 585,977.14 |
| Financial Expenses | Н. | 1,546,825.00 | 1,831,218.14 |
| TOTAL EXPENDITURE (B) | | 48,855,296.40 | 107,917,101.99 |
| Profit Before Dep: & Tax (A-B) | | (8,625,715.03) | 243,714.61 |
| Depreciation | | 711.23 | 865.91 |
| Profit Before Tax | | (8,626,426.26) | 242,848.70 |
| Provision For Taxation | | - | 74,803.00 |
| Prev. year adjustment | | (15,492.00) | 65,837.00 |
| Net Profit/(Loss) after Dep. & Ta | x | (8,641,918.26) | 233,882.70 |
| Balance Brought Forward | | 3,278,989.14 | 3,045,106.44 |
| Balance Carried to Balance Shee | et | (5,362,929.12) | 3,278,989.14 |
| Significant Accounting Policies | | | |
| | = | | |

NOTE: The Schedules referred to are integral part of Profit & Loss

Place: New Delhi Dated: 30.05.2011

For HIND SECURITIES & CREDITS LTD.

(DIRECTOR)

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

ADHU MOHAN (PARTNER) M.NO.82938)

1.00 SECURITIES & CREDITS LIMITED

Cash Flow Statement for the year ending 31.03.2011

| Particulars | As a | t | | As at * |
|--|--------------|----------------------|--------------|-------------|
| | 31.03.2 | 011 | 31. | .03.2010 |
| Cash Flow from operating Activites | | | | |
| | | | | |
| Profit (Loss) after Extraordinary Items and Tax | (8,641,918) | | 233,883 | |
| ADD: Adjustment for: | | | | |
| Deperication ' | 711 | | 866 | |
| Interest Income | 0 | • | (938,569) | |
| Interest Expenses | 1,545,707 | | 1,828,086 | |
| Previous year adjustment | 15,492 | | 0 | |
| Provision for Taxation | 14,515 | | 74,803 | |
| Operating profit before working capital changes (Total | (7,065,493) | | 1,199,069 | |
| ADD: Adjustment for: | | | | |
| Inventories | 13,771,015 | | (34,460,396) | |
| Loan & Advance | (11,503,721) | | 19,407,607 | |
| Expenses Payable | 163,243 | | (159,763) | |
| Current Liablities | 6,308,450 | | 6,424,671 | |
| LESS: Income Tax Paid for Previous year | (90,295) | | (2,856) | |
| Cash generated from operations | 8,648,692 | | (8,790,737) | |
| general com operations | 0,040,072 | | (6,750,757) | |
| Net Cash Flow from Operating Activity (Total A | (+B) | 1,583,199 | | (7,591,668) |
| Cash flow from Investing Activities | | | | |
| Interest Received | 0 | | 938,569 | |
| Net Cash Flow from Investing Activity | | 0 | | 029.540 |
| Net Cash Flow from Hivesting Activity | | 0 | | 938,569 |
| Net Cash Flow from Financing Activity | | · | | |
| | | | | |
| Proceeds from Short Term Borrowings (Net) | (3,261,541) | | 11,100,000 | |
| Interest Paid | (1,545,707) | | (1,828,086) | |
| Net Cash Flow from Financing Activity | (-,,- | (4,807,248) | (1,,) | 9,271,914 |
| | | (), = = , , = , = , | | |
| | | | | |
| Net increase in Cash & Cash Equivalent | | (3,224,049) | | 2,618,815 |
| Cash & Cash Equivalent at the beginning of the pe | eriod | 4,209,533 | | 1,590,718 |
| Cash & Cash Equivalent at the end of the period | | 985,484 | | 4,209,533 |
| | | | | |

Notes to the Flow Statement

I Cash & Cash Equivalent Cash In Hand Balances With the Bank As on 31.03.2011 892 984,592 985,484

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

for Hind Securities & Credits Ltd

Nor Hind Securities & Credits Ltd.

Directo

For and on behalf of board

Place: New Delhi Date: 30.05.2011

Director

Director

AUDITOR'S CERTIFICATE

We have verified the cash flow statement of "Hind securities & credits Ltd." for the year ended 31st March 2011, & confit this has been drawn up & based on the accounts of the company for the year ended on 31st March , 2011, audited by us

Place : New Delhi

Date : 30.05.2011

For Mohan Aggarwal & Associates

Chartered Accountants

FRN: 004453N

CA Madhu Mohan

(Partner)

M.NO. 82938

HIND SECURITIES & CREDITS LIMITED

| | | (AMOUNT IN RS.) |
|---|--------------------------------|----------------------------|
| PARTICULARS | AS AT 31.03.2011 | AS AT 31.03.2010. |
| SCHEDULE "A" : SHARE CAPITÁL | | |
| Authorised Share Capital | 391.502.49 | |
| 55,00,000 (P.Y. 55,00,000) Equity Shares of Rs. 10/- Each | 55,000,000.00 | 55,000,000.00 |
| Issued Subscribed & Paid Up Capital | | |
| 51,00,500 (P.Y. 51,00,500) Equity Shares of Rs. 10/- Each | 51,005,000.00 | 51,005,000.00 |
| Less: Allotment money in Arrears | 1,764,500.00 | 1,764,500.00 |
| DERE (A VENTAR) | 49,240,500.00 | 49,240,500.00 |
| SCHEDULE "B" : RESERVE & SURPLUS | | |
| Profit & Loss Account | 2 279 090 44 | 2.045.406.44 |
| Profit & Loss Account Add: Profit during the year (Trfd. from Profit & Loss A/c.) | 3,278,989.14 (8,641,918.26) | 3,045,106.44 233,882.70 |
| | (5,362,929.12) | 3,278,989.14 |
| SCHEDULE "C" : LOAN FUNDS | | |
| SECURED LOANS | | 74,803.00 |
| UNSECURED LOANS | | |
| Anjala Exhibitors Pvt. Ltd. | | 2,500,000.00 |
| Abhishek Gupta (HUF) Nu-Fashion Footwear Pvt. Ltd. | 6,076,357.00 | 8,600,000.00 |
| INU-FASITION FOOTWEAF PVT. LTQ. | 1,762,102.00 7,838,459.00 | 11,100,000.00 |
| | | |

SCHEDULE "D": CURRENT ASSETS, LOANS & ADVANCES

INVENTORY (As per Stock valued at cost or market valued which ever is less & certified by Directors)
QUOTED SHARES
20,689,381
34,460,396

UNQUOTED SHARES

17,118,561

17,118,561 51,578,956.60

HIND SECURITIES & CREDITS LIMITED

SCHEDULE OF FIXED ASSETS AS AT 31.3.2011

SCHEDULE "C"

AMOUNT IN (RS.)

| | | GR | GROSS BLOCK | | DEP | DEPRECIATION | | NET BLOCK | OCK |
|-------------------------|--------|-----------------------------|-----------------------------------|--|--------------------|-------------------|---------------------|--------------------------------|------------------------------|
| NAME OF FIXED ASSETS | | COST AS ON 01.04.2010 | ADD./DEL. DURING 3 THE YEAR | ADD/DEL. AS AT DURING 31,03,2011 HE YEAR | UP TO 31.3.2010 | DURING THE YR. | UP TO 31.3.2011 | W.D. V. AS ON 31.03.2011 | W.D.V. AS ON 31.3.2010 |
| COMPUTER | %0+ | 120,800.00 | • | 120,800.00 120,603.24 | 120,603.24 | 78.70 | 120,681.94 | 118.06 | 196.76 |
| FAX | 13.91% | 23,350.00 | | 23,350.00 | 20,568.53 | 386.90 | 20,955.43 | 2,394.57 | 2,781.47 |
| STABLIZER | 13.91% | 9,832.00 | 1 | 9,832.00 | 8,443.93 | 193.08 | 8,637.01 | 1,194.99 | 1,388.07 |
| TYPEWRITER | 13.91% | 1,950.00 | • | 1,950.00 | 1,572.22 | 52.55 | 1,624.77 | 325.23 | 377.78 |
| TOTAL | 1 11 | 155,932.00 | | 155,932.00 151,187.92 | 151,187.92 | 711.24 | 151,899.16 4,032.84 | 4,032.84 | 4,744.08 |
| FREVIOUS LEAK | | 133,932.00 | | 155,932.00 150,322.00 | 130,522.00 | 803.91 | 151,187.91 4,744.09 | 4,/44.09 | 2,010.00 |

. .. mag Securities & Oredits Ltd.

Ror Hind Securities & Credits Live

HIND SECURITIES & CREDITS LIMITED

| | | <u> </u> |
|---|---------------------------------------|---------------|
| PARTICULARS | AS AT | AS AT |
| 101 | 31.03.2011 | 31.03.2010 |
| CASH AND BANK BALANCES | | |
| Cash in hand | 892.00 | 119,623.00 |
| Balance with Scheduled Banks : | | , |
| State Bank of India (C/A) | 984,592.25 | 4,089,910.45 |
| | 985,484.25 | 4,209,533.45 |
| LOANS & ADVANCES (Advance Recoverable in cash or in kind or for value to be received or adjusted) | | |
| Advance to Others | 25,425,195.00 | 13,899,009.00 |
| Advance Income Tax (A.Y. 10-11) | ·· - | 100,000.00 |
| Income Tax Refund due | 283,545.00 | 283,545.00 |
| Income Tax Refund due (A.Y2010-11) | 117,662.01 | |
| TDS Receivable | 67.000.00 | 107,957.00 |
| TDS Intt. (A.Y.2011-12) | 67,830.00 | - |
| | 25,894,232.01 | 14,390,511.00 |
| • | 25,694,232.01 | 14,350,311.00 |
| SCHEDULE "E" CURRENT LIABILITIES & PROV | <u>/ISIONS</u> | |
| Current Liability | 12,753,121.00 | 6,444,671.00 |
| Expenses Payable | 208,025.00 | 44,782.00 |
| | 12,961,146.00 | 6,489,453.00 |
| PROVISIONS | | |
| Provision for Income Tax | | 74 902 00 |
| Provision for Expenses | 14,515.00 | 74,803.00 |
| Provident for Expenses | 14,515.00 | 74,803.00 |
| | 11,010.00 | 7 1,000.00 |
| SCHEDULE "G" ADMINISTRATIVE EXPENSES | | |
| Advertisement & Publicity | 62,821.00 | 18,482.00 |
| Auditors' Remuneration | 44,120.00 | 24,818.00 |
| Conveyance | • . | 19,500.00 |
| Fees & Subscription | 15,773.75 | 12,696.00 |
| Internal Fees Audit | 15,000.00 | 15,000.00 |
| Legal & Professional Ch. | 22,570.00 | 23,596.00 |
| Postage & Telegram & Courier | - | 22,790.00 |
| Printing & Stationery | - | 20,500.00 |
| Professional Charges | · · · · · · · · · · · · · · · · · · · | 80,519.00 |
| Salary | 132,000.00 | 162,000.00 |
| Security Transaction Tax | 128,073.00 | 186,073.05 |
| Excess | - | 3.09 |
| 72 | 420,357.75 | 585,977.14 |
| D (€ · | 120,001.10 | |

| PARTICULARS | • | AS AT | , AS AT |
|-------------|---|------------|------------|
| | | 31.03.2011 | 31.03.2010 |
| | | | |

SCHEDULE "H" FINANCIAL CHARGES

Bank Charges & Interest Interest on Unsecured Loan

1,118.00 1,545,707.00 3,132.14 1,828,086.00

1,546,825.00

1,831,218.14

For Hind Securities & Credits Ltd

For Hind Securities & Credits Ltd.

Director



| · | | A STATE OF THE STA |
|-----------------------------------|---------------|--|
| PARTICULARS | AS AT | AS AT |
| | 31.03.2011 | 31.03.2010 |
| ANNEXURE "D-1" INVENTORY | | |
| | | |
| QUOTED SHARES | | |
| ABGSHIP | - | 501,400.00 |
| BHARTISHIP | | 499,800.00 |
| Camlin Ltd | 1,432,699.24 | |
| DHANUKA AGRITECH LTD. | 12,486,081.55 | 2,382,490.60 |
| GMR INFRA | - | 1,254,000.00 |
| JAICORPLTD. | _ | 1,300,250.00 |
| MLL | - | 2,781,000.00 |
| NITINFIRE | | 3,424,000.00 |
| Parkash Industeries | 5,555,600.00 | -, .2 ,,000,00 |
| RCF | -,, | 3,186,000.00 |
| SICAL | - | 5,157,750.00 |
| SONATSOFTW | - | 3,965,500.00 |
| SREINTFIN | - | 7,635,000.00 |
| UFLEX | - | 2,373,205.00 |
| ZEE News | 1,215,000.00 | , |
| Total (A) | 20,689,380.79 | 34,460,395.60 |
| . , | | |
| UNQUOTED SHARES | | |
| Footwear Klick India Pvt. Ltd. | 155,000.00 | 155,000.00 |
| Hector Enterprises Pvt. Ltd. | 16,473,561.00 | 16,473,561.00 |
| Nu-Fashion Footwear Pvt. Ltd. | 490,000.00 | 490,000.00 |
| | | , |
| Total (B) | 17,118,561.00 | 17,118,561.00 |
| | <u> </u> | , |
| Total (A+B) | 37,807,941.79 | 51,578,956.60 |
| | 57,007,041,70 | 01,010,000.00 |
| ANNEXURE "D-2" LOANS & ADVANCES | | |
| THE TENTE OF EQUITO & ADVANCEO | | |
| ADVANCE TO OTHERS | | |
| Adyant Educations Pvt. Ltd. | · _ | 5,000,000.00 |
| Asha Gupta | 1,700,000.00 | 3,000,000.00 |
| Abhishek Gupta | 5,500,000.00 | _ |
| Kamlesh Bansal | · - | 402,269.00 |
| Lancer Footwear (India) Pvt. Ltd | 4,450,000.00 | 40 2,209.00 |
| Akansha Gupta | 5,850,000.00 | 5,850,000.00 |
| Footwear Klick India Pvt. Ltd. | 46,569.00 | 199,246.00 |
| Hector Enterprises Pvt. Ltd. | 3,517,252.00 | 606,784.00 |
| Saurabh Gupta | 150,000.00 | - |
| Rakesh Gupta | 1,461,374.00 | 1,340,710.00 |
| Subhash Chander Gupta | 2,350,000.00 | 500,000.00 |
| Payal Gupta | 400,000.00 | 500,000.00 |
| TOTAL | | 13 800 000 00 |
| IOIAL | 25,425,195.00 | 13,899,009.00 |

ANNEXURE "E-1" CURRENT LIABILITIES & PROVISIONS

CURRENT LIABILITIES

Basant Kumar Kapoor

600,000.00



| PARTICULARS | AS AT | AS AT |
|-----------------------------|---------------|--------------|
| | 31.03.2011 | 31.03.2010 |
| Dharampal Gulati | 500,000.00 | - |
| Jay Parkash Gupta | 500,000.00 | - |
| Parveen Gupta (HUF) | 2,450,000.00 | _ |
| Ravinder Kumar Kapoor | 285,000.00 | _ |
| Renuka Gupta | 1,500,000.00 | · . |
| Ritu Gupta | 600,000.00 | · _ |
| Shri Vaishno Polymers | 310,000.00 | · . |
| Suresh Bansal | 6,000,000.00 | 6,000,000.00 |
| Payal Gupta | - | 400,000.00 |
| APAC Consultants Pvt. Ltd. | - | 44,671.00 |
| Beautex Advertising Media | 8,121.00 | · - |
| TOTAL | 12,753,121.00 | 6,444,671.00 |
| EVDENCES DAVADI E | | |
| EXPENSES PAYABLE | | |
| Mohan Aggarwal & Associates | 37,502.00 | 19,976.00 |
| TDS Payable | 144,523.00 | 9,806.00 |
| Fees & Subscription Payable | • | - |
| Internal Audit Fees Payable | 15,000.00 | 15,000.00 |
| Salary Payable | 11,000.00 | |
| | 208,025.00 | 44,782.00 |
| | | |

Wor Hind Securities & Credits Ltd.

For Hind Securities & Credits Lta

Directo:



HIND SECURITIES AND CREDITS LTD.

Schedule to the Accounts as at 31.03.2011

SCHEDULE 'G'

SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS

1. SIGNIFICANT ACCOUNTING POLICIES

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

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 has been charged on assets given on rent.

3. **Inventory**:

The stock of shares are 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.



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 be 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.

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.



2) NOTES TO THE ACCOUNTS

- 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

No provision for Deferred Tax has been made in the books.

- 4. Information given by the Directors in accordance with the provisions of Part II of Schedule VI of the Companies Act, 1956 is given below;
- a) There is no licensing applicable.
- b) There is no transaction involving Foreign Exchange.
- 5. Payment to auditors has been made as below

Directors Remuneration

| | · | | Amount This Year | Amount (in Rs.) Previous Year |
|----|-----|--------------------|---------------------|-------------------------------|
| | | | 44100 | 0.4040 |
| | a) | Audit Fee | 44120 | 24818 |
| | b) | Income Tax | NIL | NIL |
| 6. | Pay | yment to Directors | | |
| | | | Amount | Amount (in Rs.) |
| | | | This Year | Previous Year |
| | | | | |

7. The Company is required to employ a full time Company Secretary as required under section 383A of the Companies Act, 1956. However Company has not employed the same and is in the process of employing a full time Company Secretary

NIL

NIL

8. Micro, Small and Medium Enterprises

a)

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 31.03.2011 together with interest paid/payable as required under Micro, Small & Medium enterprises Development Act, 2006 is not given.

9. The Company has applied for Revocation of Suspension in trading of Securities of its Shares under Amnesty Scheme as announced by Delhi Stock Exchange Limited.



10. Quantitative details pursuant to Para 3 of Part II of schedule VI of Companies Act,1956

| Year | Opening Stock | | Purchases | | Sales | | Closing St | oek |
|---------|---------------|------------|-----------|-----------|----------|----------|------------|----------|
| | Qty (No.) | Amt | Qty(No.) | Amt | Qty(No.) | Amt | Qty (No.) | Amt |
| 2009-10 | 1490530 | 17118561 | 1079502 | 105499746 | 681128 | 72573366 | 1888904 | 51578957 |
| 2010-11 | 1888904 | 51578957 • | 478500 | 46888114 | 646100 | 52765506 | 1721304 | 37807942 |

- 11. Some of the Debtors, creditors, advances & loans are subject to confirmation/reconciliation.
- 12. Figures for the previous year are re-grouped or re-arranged to make it more comparable with the current year's figures.

For & On behalf of

For MOHAN AGGARWAL & ASSOCIATES,

CHARTERED ACCOUNTANTS,

(FRN: 004453N)

For HIND SECURITIES AND CREDITS. LTD.

(DIRECTOR)

Place: New Delhi

Dated: 30.05.2011

(DIRECTOR)

CA. MADHU MOHAN

(PARTNER)

(M.No. 82938)

HIND SECURITIES AND CREDITS LTD NEW DELHI

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

| | ails : 056702 | | State Code : 55 |
|-----------------------------------|--|---|---|
| Registration No. | : | : | |
| Balance Sheet | : 31 : | : 03 : | : 2011 : , |
| Capital Raised d | uring the year (Amount | in Rs. Thous | sand) |
| | Public Issue | | Right Issue |
| | : NIL | _ : _: | : NIL |
| | Bonus Issue | | Private Placement |
| | : NIL | · : | : NIL |
| Position of Mob (Amount in Rs. | vilisation and Deploymen Thousand) Total Liabilities | at of Funds | Total Assets |
| | 1 Otal Liaomines | | |
| | : 51716.03 | : | : 51716.03 |
| Source of Funds | : | - : _: | : |
| Source of Funds | : | - : _: - : | : |
| Source of Funds | Paid Up Capital 49,240.50 | - : _: - : : | Reserve and Surplus |
| Source of Funds | Paid Up Capital 49,240.50 | - - - - - - - - - | Reserve and Surplus : -5362.93 |
| Source of Funds Application of I | Paid Up Capital 49,240.50 Secured Loans | - : : : : : : : : : : : : : : : : : : : | Reserve and Surplus -5362.93 Unsecured Loans 7838.46 |
| | Paid Up Capital 49,240.50 Secured Loans - Funds Net Fixed Assets | - : : : : : : : : : : : : : : : : : : : | Reserve and Surplus -5362.93 Unsecured Loans |
| | Paid Up Capital 49,240.50 Secured Loans | | Reserve and Surplus -5362.93 Unsecured Loans 7838.46 |
| | Paid Up Capital 49,240.50 Secured Loans - Funds Net Fixed Assets | - : : : : : : : : : : : : : : : : : : : | Reserve and Surplus -5362.93 Unsecured Loans 7838.46 |

Contd.....P/2

Hind Securities & Credits Ltd.

For Hind Securities & Credits Ltd.

| | | | | Accur | nulated Lo | sses | | , |
|-----|--------|----------|-------------------------|----------------------------------|----------------|-------------|---------------------|--------------|
| | | | · | : | Nil | : | | |
| IV. | Perfor | mance o | of Compa | iny (Amount | in Rs. Thou | ısand) | | |
| | • | | Turnove | er (Gross Rev | enue) | | Total Expenditure | |
| | | | : | 40229.58 | : | : :_ | 48856.01 | : |
| | + | - | Profit | /Loss before | Гах + | - | Profit/Loss After T | ax |
| : | | - : : | | -8626.43 | : : : : | ; _::; | : -8641.92 : | — _: : |
| | Please | tick ap | propriate | box + for pro | ofit – Loss | | | |
| | | | | ig per share ir ight Average) | | | Dividend Rate % | |
| | | | : | -1.75 | : | : : : | NIL | _ _: |
| V., | | | es of Prir tary term | ncipal Product s) | ts / Service | s of Compan | у | |
| | i) | Comp | oany is de | ealing/ trading | g shares. | | | |

For & On behalf of

Place: New Delhi Dated: 30.05.2011 For MOHAN AGGARWAL & ASSOCIATES, CHARTERED ACCOUNTANTS,

For HIND SECURITIES AND CREDITS. LTD.

(FRN: 004453N)

(DIRECTOR)

(DIRECTOR)

CA. MADHU MOHAN

(PARTNER)

(M.No. 82938)