16th Annual Report & Accounts



SHREE SECURITIES UMITED
ANNUAL REPORT 2008-2009

SHREESEGURITIES LIMITED COLORS

BOARD OF DIRECTORS

Shri Basant Kumar Sharma (Managing Director)

Shri Subhash Chandra Dadhich

Smt. Mamta Dadhich Shri Shrawan Kumar Jalan

Smt. Sangita Jalan

Shri Shankar Kumar Chakraborty

AUDITORS

Maroti & Associates

Chartered Accountants

9/12, Lal Bazar Street, Block-'E',

3rd Floor, Room No.2,

Kolkata - 700 001 (W.B.) India Tel.: +91 33 2231 9392 / 9391

Fax: +91 33 2243 8371 E-mail: mkmaroti@sify.com

BANKER

: Axis Bank Ltd.

REGISTERED OFFICE

56, N.S. Road

5th Floor, Room No.: 2

Kolkata - 700001 (W. B.) India

REGISTRAR AND

SHARE TRANSFER AGENTS

Niche Technologies Pvt. Ltd.

D-511, Bagree Market,

71, B.R.B.Basu Road, 5th Floor,

Kolkata - 700 001

Tel.: +91 33 2235 7270 / 7271

Fax: +91 33 2215 6823

E-mail: nichetechpl@ nichetechpl.com

COMPANY SECRETARY

Sudhansu Sekhar Panigrahi

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NOTICE

TO THE SHAREHOLDERS

NOTICE is hereby given that the 16TH Annual General Meeting of the Members of M/s. Shree Securities Limited will be held at its Registered Office at 56, Netaji Subhash Road, 5th Floor, Kolkata - 700 001, on Tuesday, 29th Day of September, 2009 at 4.30 P.M. to transact the following business:

Ordinary Business:

- To receive, consider and adopt the Director's Report and Audited Profit & Loss account for the year ended 31st March, 2009 and the Balance Sheet as at that date and he Auditors' Report thereon.
- 2. To appoint Director in place of Shri Subhash Chandra Dadhich and Smt. Sangita Jalan who retires by rotation and being eligible offers himself for re-appointment.
- To appoint Auditors and to fix their remuneration.

Registered Office:

56, N.S. Road, 5th Floor, Room No. 2

Kolkata-700 001 (W.B)

Dated: 20Th day of August, 2009

By Order of the Board

sd/-

Basant Kumar Sharma Managing Director

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/herself and the proxy need not be a Member of the Company. Proxies in order to be effective must be received at the Registered Office of the Company not less than 48 hours before the meeting.
- 2. Members/Proxies are requested to fill in the enclosed attendance slip and deposit the same at the entrance of the Meeting Hall.
- The Register of Members and Share Transfer Books of the Company will remain closed from 23.09.2009 to 29.09.2009(both days inclusive) for the purpose of Annual General Meeting

As measure of economy copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies of Annual Report at the Meeting.

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DIRECTORS' REPORT

To The Members,

Your Directors have pleasure in presenting the 16TH Annual Report of the Company together with Audited Accounts for the year ended on 31st March, 2009.

1. FINANCIAL RESULTS:

(Fig. in Rs.)

| | CURRENT YEAR | PREVIOUS YEAR |
|---|--------------|---------------|
| PROFIT/(LOSS) BEFORE TAXATION PROVISION FOR TAXES | (6,13,347) | 98,066 |
| Current tax | (21,086) | (82,000) |
| Deferred Tax | - | 300 |
| PROFIT AFTER TAX | (634,433) | 16,366 |
| Brought forward from earlier years | (10,09,876) | (10,26,241) |
| Brought forward from earlier years of erst while transferor companies | (55,139) | - |
| Balance Carried To Balance Sheet | (16,99,447) | (10,09,876) |

2. FUTURE PERFORMANCE:

In the year under review, the Company has incurred Loss of **Rs.** 6,31,347/- in comparison to Profit of **Rs.** 98,066/- in the previous year. Your Directors are identifying prospective areas and will make appropriate investments that will maximize the revenue of the company in the current Financial Year.

3. AMALGAMATION:

During the year HIMALAYA TREXIM LIMITED and FLEX DISTRIBUTORS LIMITED has been amalgamated with the Company with due approval of the Hon'ble High Court, Calcutta

4. DIVIDEND:

In view of Loss, Your Directors do not recommend any dividend for the year.

5. AUDITORS:

The retiring Auditors MAROTI & ASSOCIATES, Chartered Accountants, Kolkata hold office till the conclusion of the Annual General Meeting and is eligible for reappointment.

DIRECTORS:

Shri Subhash Chandra Dadhich and Smt. Sangita Jalan retires by rotation and being eligible, offers himself for re-appointment.

7. CORPORATE GOVERNANCE:

As required under clause 49 of the listing agreement with the Stock Exchange, the Report on Corporate Governance together with Auditors view regarding compliance of the SEBI code of Corporate Governance is annexed herewith.

PERSONNEL: 8

Your Directors place on record the sense of appreciation for the valuable contribution made by the staff members of the company and hope that their continued support will help in achieving the goals of the Company. No employee of the company is in receipt of remuneration in excess of the limit prescribed under section 217(2A) of the Companies Act, 1956.

STATUTORY INFORMATION:

Particulars required to be furnished by the companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988:

1. CONSERVATION OF ENERGY Nil **TECHNOLOGY ABSORPTION & ADOPTION** Nil 2. **FOREIGN EXCHANGE EARNING & OUTGO** Nil 3.

10. RESPONSIBILITY STATEMENT:

- In preparation of the annual accounts, the applicable Accounting Standards have been followed.
- The Directors have selected such accounting policies and have applied them consistently ii. 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.
- The Directors have taken proper and sufficient care for the maintenance of adequate iii. accounting records in accordance with the provisions of the Companies Act, 1956 for safequarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. The Directors have prepared the annual accounts on going concern basis.

11. ACKNOWLEDGEMENTS:

Place: Kolkata

The Board wishes to place on record their gratitude for the co-operation and assistance received from all those who contributed by some means or other for the performance of the company and expect the same in the future.

For and on behalf of the Board

sd/-

sd/-

Subhash Chandra Dadhich Date: 20[™] Day of August, 2009

Director

Basant Kumar Sharma

Managing Director

ANNEXURE - TO THE DIRECTORS' REPORT CORPORATE GOVERNANCE REPORT

The detailed Report on Corporate Governance as per the format prescribed by SEBI and incorporated in clause 49 of the Listing Agreement is set out below.

A) MANDATORY REQUIREMENTS:

1) COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The Company's philosophy on Corporate Governance lays strong emphasis on transparency, accountability and integrity. The Company has implemented mandatory requirements of the code of Governance as mentioned in clause 49 of the Listing Agreement.

2) BOARD OF DIRECTORS

a) The Board comprises of one executive and non-executive Directors of whom three are independent directors.

The composition of the Board and other details relating to Directors are given below:

| Name of the Director | Designation | Category of Directorship | No of other Directorship | No of other Committee Membership |
|-------------------------------|----------------------|------------------------------|-----------------------------|--|
| Mr. Subhash Chandra Dadhich | Director | Executive | | |
| Mrs.Mamta Dadhich | Director | Non Executive | | |
| Mr. Basant Kumar Sharma | Managing Director | Executive | | |
| Mr. Shrawan Kumar Jalan | Director | Non-Executive Independent | | |
| Mrs.Sangita Jalan | Director | Non-Executive Independent | | |
| Mr. Shankar Kumar Chakraborty | Director | Non-Executive Independent | | |

b) Appointment/Reappointment of Directors

Shri Subhash Chandra Dadhich and Smt. Sangita Jalan who retires by rotation during the ensuing Annual General Meeting and is eligible for reappointment.

3) AUDIT COMMITTEE

The Composition procedure, role/function of the Audit Committee comply with the requirements of the Listing Agreement. The brief terms of reference of the Audit Committee includes the following:

Overseeing the Company's financial report process and disclosure of its financial information. Review of quarterly and annual financial results before submission to the Board.

Disclosure with Statutory and Internal auditors about the nature and scope of audit and their observations.

Investigate any matter referred to by the Board.

The Composition of the Audit Committee:

| MEMBERS | CATEGORY |
|-------------------------|---------------|
| Mrs. Mamta Dadhich | Non Executive |
| Mr. Basant Kumar Sharma | Non Executive |
| Mr. Shrawan Kumar Jalan | Non Executive |

During the year under review 4 (four) meetings of the Audit Committee were held.

4) SHAREHOLDERS'/INVESTORS' GRIEVANCES COMMITTEE

The Shareholders/Investors Grievance Committee is to look into the specific Complaints received from the Shareholders of the Company.

The Composition of the said Committee is as follows:

| MEMBERS | CATEGORY |
|-------------------------|---------------|
| Mrs. Mamta Dadhich | Non Executive |
| Mr. Basant Kumar Sharma | Non Executive |
| Mr. Shrawan Kumar Jalan | Non Executive |

During the year under review 4 (four) meeting of the Shareholders/Investors Grievances Committee were held.

5) BOARD PROCEDURE

Composition:

At present the strength of the Board is 6 (Six) Directors. The Composition of the Board of Directors and their attendance at the Board Meeting and at the last Annual General Meeting is as follows:

| Name of the Director | Nature of Directorship | No Of Board Meetings Attended | Attendance at the Last AGM |
|-------------------------------|---------------------------|-------------------------------------|----------------------------|
| Mr. Subhash Chandra Dadhic | Executive | 12 | YES |
| Mrs.Mamta Dadhich | Non Executive Director | 12 | YES |
| Mr. Basant Kumar Sharma | Executive | 12 | YES |
| Mr. Shrawan Kumar Jalan | Non-Executive Independent | 10 | YES |
| Mrs.Sangita Jalan | Non-Executive Independent | 8 | YES |
| Mr. Shankar Kumar Chakraborty | Non-Executive Independent | 9 | YES |

During the financial year ending 31.03.2009, 12 (Twelve) meeting of the Board of Directors were held on 30.04.2008, 09.06.2008, 11.06.2008, 11.07.2008, 31.07.2008, 14.08.2008, 20.09.2008, 31.10.2008, 30.01.2009, 05.02.2009, 18.02.2009, & 07.03.2009.

Apart from the above 2 (Two) Extra Ordinary General Meeting of the Company was held on 20.11.2008 and 04.03.2009

RESPONSIBILITIES:

At the Board meetings of the Company the directors are being provided information stipulated in clause 49 of the Listing Agreement. The Board has a formal schedule of matters reserved for its consideration, which includes reviewing performance. The Company has designated the required information system for the purpose.

BOARD MEETINGS:

The meeting of the Board of Directors are being held at regular intervals of not more than four months at the Company's Registered Office at Kolkata and are generally scheduled well in advance and the provisions under the Companies Act, 1956 and those under clause 49 of the Listing Agreement are followed in this regard. The Board meets at least once in a quarter to review quarterly performance and financial results. The agenda of the meeting is prepared and circulated to the directors in advance. The Members of the Board have access to all information pertaining to the Company and are free to recommend inclusion of any matter in the agenda for the discussions. Senior Executives/Directors of the Group Company are invited to attend the Board meeting for discussion and providing inputs and their views, as and when required.

6) GENERAL BODY MEETINGS

The previous three Annual General Meetings of the Company held on the dates, at time and venue given below:

| Financial Year | Date | Time | Venue |
|----------------|------------|--------|--|
| 2005-2006 | 29.06.2006 | 2.00PM | 56 , N.S. Road, 5th Floor, Kolkata - 700 001 |
| 2006-2007 | 28.09.2007 | 2.00PM | 56 , N.S. Road, 5th Floor, Kolkata – 700 001 |
| 2007-2008 | 12.07.2008 | 4.30PM | 56 , N.S. Road, 5th Floor, Kolkata – 700 001 |

All special resolutions moved at the last Annual General Meeting were passed by a show of hands unanimously by all the members present at the Meeting and no special resolution was put through postal ballot.

7) DISCLOSURES

During the financial year ended March 31, 2009 there were no materially significant related party transactions with the Company's Directors or their relatives.

The Company has complied with all the statutory requirements comprised in the Listing Agreements/ Regulations/ Guidelines/ Rules of the Stock Exchanges/ SEBI/ other Statutory Authorities.

8) MEANS OF COMMUNICATIONS

The quarterly/half-yearly and annual financial results of the Company are sent to the Stock Exchanges where the shares of the Company are listed immediately after they have been taken on record by the Board. The same are usually published in Asian Age/Financial Express & Kalantar Newspapers. The Company is also providing information relating to the material events from time to the investors and to the public at large by faxing the information to the Stock Exchanges as and when happened.

9) GENERAL SHAREHOLDER INFORMATION

ANNUAL GENERAL MEETING:

Date : 29Th Day of September, 2009

Day : Tuesday Time : 4.30 p.m.

Venue: 56, N. S. Road, 5th Floor, Kolkata-700 001

DATE OF BOOK CLOSURE:

From 23rd day of September, 2009 to 29th day of September, 2009 (both days inclusive)

LISTING OF SECURITIES:

The Calcutta Stock Exchange Association Ltd. Code No. 10029469
The Jaipur Stock Exchange Ltd. Code No. 979

LISTING FEES

The Company has paid listing fees for the financial year **2008-2009** to all the Stock Exchanges where the securities are listed.

DEMAT ISIN NUMBER FOR NSDL AND CDSL

ISIN number has been issued to Equity Shares by NSDL and CDSL is INE397C01018

THE REGISTRAR & SHARE TRANSFER AGENTS

NICHE TECHNOLOGIES PVT. LTD. D-511, Bagri Market, 71, B. R. B. Basu Road, 5th Floor Kolkata-700001

Distribution of shareholding as on 31st March, 2009:

| Slab | | No. of Shareholders | | of Ordinary Shares |
|------------------|-------|---------------------|-------------|--------------------|
| | Total | % of Shareholders | Total | % to Share Capital |
| 001-500 | 230 | 26.2258 | 30,324 | 0.1169 |
| 501-1000 | 34 | 3.8769 | 29,439 | 0.1661 |
| 1001-5000 | 166 | 18.9282 | 4,79,255 | 2.4949 |
| 5001-10000 | 117 | 13.3409 | 8,93,793 | 3.5539 |
| 10001-50000 | 215 | 24.5154 | 56,33,922 | 8.8970 |
| 50001-100000 | 23 | 2.6226 | 16,82,389 | 6.9391 |
| 100001 and above | 92 | 10.4903 | 7,10,50,878 | 77.8321 |
| Total | 877 | 100.0000 | 7,98,00,000 | 100.000 |

Category of Shareholders as on 31st March, 2009:

| Category | No. of Shares | % | |
|---------------------------|---------------|---------|--|
| Public | 1,12,13,537 | 14.052 | |
| Domestic Bodies Corporate | 4,41,63,763 | 55.343 | |
| Promoters & Associates | 2,44,22,700 | 30.605 | |
| TOTAL | 7,98,00,000 | 100.000 | |

CERTIFICATE

To, The Members of

M/s. SHREE SECURITIES LTD. 56, N. S. Road, 5th Floor, Kolkata - 700 001

We have examined the Compliance of the Conditions of Corporate Governance by M/s. SHREE SECURITIES LTD. for the year ended on March 31, 2009 as stipulated in clause 49 of the Listing Agreement of the said Company with the Stock Exchanges.

The Compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring Compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion of the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we confirm that the Company has generally complied with the conditions of Corporate Governance as stipulated in clause 49 of the above-mentioned Listing Agreement.

As required by the Guidance note issued by the institute of Chartered Accountants of India, we have to state that based on the report given by the Registrar of Company to the investor's Grievance Committee, there was no Investors' Grievance matter remaining unattended for more than 30 days as on **31st March**, **2009**, against the Company.

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

For MAROTI & ASSOCIATES
Chartered Accountants
sd/-

(M.K.MAROTI) Proprietor M. No.057073

Place: Kolkata

Date: 20Th day of August, 2009

AUDITORS' REPORT

The Members, SHREE SECURITIES LIMITED

Place: Kolkata

Date: 201h day of August, 2009

We have audited the attached Balance Sheet of SHREE SECURITIES LIMITED, as at 31st March, 2009 and also the Profit & Loss Account and Cash Flow Statement for the year ended on that date annexed thereto. 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.

As required by the Companies (Auditor's Report) Order 2003 as amended, 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 paragraph 4 and 5 of the said order to the extent it is applicable to the Company.

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

- 1. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
- In our opinion, proper books of accounts as required by law have been kept by the Company, so far as appears from our examination of those books;
- 3. In our opinion, proper books of accounts as required by law have been kept by the Company, so far as appears from our examination of those books;
- 4. The Balance Sheet and Profit & Loss Account dealt with by this report are in agreement with the books of account:
- 5. In our opinion, the Balance Sheet and Profit & Loss Account dealt with by this report comply with the accounting standards referred to in sub Section (3C) of Section 211 of the Companies Act, 1956;
- 6. On the basis of written representations received from the Directors, as on 31st March, 2009, and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March, 2009 from being appointed as Director in terms of clause (g) of subsection (1) of section 274 of the Companies Act, 1956;
- 7. In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with Significant Accounting Policies, and Notes thereon 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:-
- 1. In the case of Balance Sheet, of the state of affairs of the company as at 31st March, 2009; and
- in the case of the Profit & Loss Account, of the LOSS for the Year ended on that date.
- 3. In the Case of Cash flow statement of the Cash flows for the year ended on that date.

For MAROT! & ASSOCIATES

Chartered Accountants

sd/-

(M.K.MAROTI) Proprietor

M. No.057073

ANNEXURES TO THE AUDITORS' REPORT

Referred to in paragraph 3 of our Report of even date on the Accounts for the year ended on 31st March, 2009.

- a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) All the fixed assets have been physically verified by the management during the year which, in our opinion, is reasonable having regard to the size of the company and the nature of its business. As informed, no material discrepancies were noticed on such verification.
 - c) There was No disposal of fixed assets during the year
- 2. a) During the year, the inventories have been physically verified by the management. In our opinion, the frequency of verification is reasonable
 - b) In our opinion and according to the information and explanation given to us, the procedure 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 its business.
 - c) On the basis of our examination of the record of inventories, we are of the opinion that the Company is maintaining proper records of inventories. No material discrepancies have been noticed on physical verification of inventories with book records and the same have been properly dealt with in the books of accounts.
- 3. a) The Company has not granted unsecured loans to parties covered in the Register maintained under Sec 301 of the Companies Act. Hence clause 4(III) (b) (c) and (d) are not applicable. e) The Company has not taken unsecured Loan from Party covered in the Register maintained under Sec 301 of the Act. Hence clause 4(III) (f) and (g) are not applicable.
- 4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchase and sale of shares and mutual funds. Further on the basis of our examinations and according to the information and explanations given to us we have neither come across nor have we been informed of any instance of major weakness in the aforesaid internal control systems.
- 5. a) In our opinion and according to the information and explanations given to us there are no contracts or arrangements that need to be entered into the Register maintained under Sec 301 of the Companies Act 1956. b) In our opinion and according to the information and explanations given to us as there are No Contracts or arrangements that need to be entered in to the Register maintained under Sec 301 of the Companies Act 1956, Paragraph (V) (b) of the order is not applicable.
- 6. The Company has not accepted any deposits from the public. In our opinion and according to the information and explanations given to us the directives issued by the Reserve Bank of India and the provisions of sections 58A. 58AA or any other relevant provisions of the Act and the rules framed there under, to the extent applicable have been complied with.
- In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under clause (d) of sub-section (1) of Section 209 of the Companies Act, 1956 in respect of services carried out by the Company
- a) According to the records examined by us, the company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Investor Education Protection Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and Other statutory dues applicable to it.

- According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Investor Education Protection Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and Other statutory dues were outstanding at the year end for a period of more than Six Months from the date they became payable
- The Company has accumulated loss at the end of the financial year and it has not incurred cash losses in the current and immediately preceding financial year
- 11. Based on our audit procedures and as per the information and explanations given by the management, the company has not defaulted in repayment of dues to financial institutions or bank. There were no outstanding debentures during the year
- 12. According to the information and explanations given to us and based on the documents and records produced to us, the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities
- 13. In our opinion, the company is not a chit fund or a nidhi / mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- 14. In respect of dealing / trading in shares and mutual funds In our opinion and according to the information and explanations given to us proper records have been maintained of the transactions and contracts and timely entries have been made therein in. The units 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. The Company has not obtained any term loans. Accordingly clause 4(xvi) of the Order is not applicable.
- 17. According to the information and explanations given to us and on the basis of an overall examination of the balance sheet of the Company, we report that the Company has not utilized any funds raised on short term basis for long term investments.
- 18. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act. Accordingly, clause 4(xviii) of the order is not applicable.
- The Company did not have any outstanding debentures during the year. Accordingly, clause 4(xix) of the order is not applicable.
- 20. The Company has not raised any money by public issues during the year. Accordingly, clause 4(xx) of the order is not applicable.
- 21. Based upon audit procedures performed for the purposes of reporting the true and fair view of the financial statements and as per the information and explanation given by the management, we report that no fraud on or by the company has been noticed or reported by the management during the year under audit.
 - Further to our comments above, we report in terms of Non Banking Financial Companies Auditor's Report (Reserve Bank) Directions, 2008
- On the basis of our examination of current years Balance Sheet and the immediately preceding current year balance sheet we report that the Company be classified based on its assets as INVESTMENT COMPANY.
- The Company is engaged in the Business of Non Banking Financial Institution and it has obtained a certificate of Registration from the Reserve Bank of India
- On the basis of our examination of current years Balance Sheet and profit and loss account we hereby report that Company is entitled to continue to hold such certificate of Registration in terms of its asset / income pattern as on 31st March, 2009.

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- 4. According to the information and explanations given to us the Board of Directors has passed a resolution for Non Acceptance of any Public Deposits
- According to the information and explanations given to us and on the basis of an overall examination of the balance sheet of the Company, we report that the Company has not accepted any deposit from the public during the year ended 31st March, 2009
- 6. According to the information and explanations given to us and on the basis of an overall examination of the balance sheet and profit and loss account of the Company, we report that the Company has complied with the prudential Norm relating to the Income Recognition, Accounting Standards, assets classification and provisioning for bad and doubtful debts as applicable to it in terms of Non Banking Financial (Non Deposits Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions 2007

Place: Kolkata

Date: 20Th day of August, 2009

For MAROTI & ASSOCIATES
Chartered Accountants
sd/(M.K.MAROTI)
Proprietor
M. No.057073

BALANCE SHEET AS AT 31ST MARCH, 2009

| DALANOL ONLL | O VI | <u> </u> | MAINOIT, 2000 | <u>'</u> |
|---|------|----------|---------------------|------------------|
| | S | chedule | As at 31.03.2009 | As at 31.03.2008 |
| SOURCES OF FUNDS | | | Rs. | Rs. |
| Share Capital | | 1 | 798,000,000 | 240,000,000 |
| Reserves & Surplus | | 2 | 161,158,855 | 168,958,855 |
| Deferred Tax Liabilities | | | 748 | 748 |
| | | | 959,159,603 | 408,959,603 |
| APPLICATION OF FUNDS | | | | |
| Fixed Assets | | 3 | 1,018 | 1,697 |
| Investments | | 4 | 942,196,500 | 393,098,100 |
| Current Assets, Loans & Advance | | | | |
| Stock in Trade | | 5 | - | 17,763 |
| Cash & Bank Balance | | 6 | 921,706 | 703,636 |
| Loans & Advances | | 7 | 12,203,398 | 14,172,796 |
| | | | 13,125,104 | 14,894,195 |
| Less: | | | | |
| Current Liabilities & Provisions | | 8 | 194,366 | 184,265 |
| | | | 194,366 | 184,265 |
| Net Current Assets | | | 12,930,738 | 14,709,930 |
| MISCELLANEOUS EXPENDITURE (To the extent not W/O or adjusted) | | | | |
| Preliminary Expenses | | | 2,331,900 | 140,000 |
| Profit & Loss Account | | | 1,699,447 | 1,009,876 |
| Ton a 2005 Addodin | | | 959,159,603 | 408,959,603 |
| | | | 559,155,005 | 406,555,603 |
| SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS | | 11 | | |
| In terms of our report of even date | | | For MAROTI & AS | |
| sd/- | sd/- | | (| |

sd/-

sd/-

Basant Kumar Sharma Managing Director

Sudhansu Sekhar Panigrahi

(16)

Company Secretary

sd/-M. K. Maroti Proprietor M. No. 057073

sd/-Subhash Chandra Dadhich

Director

Place: Kolkata

Dated: 20th day of August, 2009

Profit & Loss Account for the year ended 31st March, 2009

| DADTICHI ADC | Schedule | Year ended 31.03.2009 | Year ended 31.03.2008 Rs. |
|--|----------|--------------------------|---------------------------------|
| PARTICULARS IINCOMES | | Rs. | |
| Sales | | 17,763 | 2,260,000 |
| Interest Received | 9 | 847,270 | 474,253 |
| Other Receipts | | 4,802 | - |
| Closing Stock | | - | 17,763 |
| | | 869,834 | 2,752,016 |
| EXPENDITURES | | | |
| Opening Stook | | 17,763 | 17,763 |
| Purchases | | - | 2,000,000 |
| Administrative and Other Expenses | 10 | 728,640 | 495,055 |
| Depreciation | | 679 | 1,131 |
| Preliminary Expenses w / off | | 736,100 | 140,000 |
| | | 1,483,181 | 2,653,948 |
| Profit / (Loss) before Tax | | (613,347) | 98,067 |
| Less :Provision for Tax Current Year | | (21,086) | (82,000) |
| Adjustment for Deferred Tax | | • | 300 |
| Profit / (Loss) after Tax | | (634,433) | 16,367 |
| Profit / (Loss) B/F from last year | | (1,009,876) | (1,026,243) |
| Profit / (Loss) of erstwhile Transferor Companie | s | (55,139) | - |
| Balance Carried Over to Balance Sheet | | (1,699,447) | (1,009,876) |
| Earning per Share (EPS) | | | |
| (on nominal value of shares of Rs.10/- each) | | | |
| Basic (Rs.) | | (800.0) | 0.001 |
| Diluted (Rs.) | | (0,023) | 0.001 |

SIGNIFICANT ACCOUNTING POLICIES & **NOTES ON ACCOUNTS**

11

In terms of our report of even date

For MAROTI & ASSOCIATES (CHARTERED ACCOUNTANTS)

sd/-

sd/-

Basant Kumar Sharma

Sudhansu Sekhar Panigrahi

Managing Director

Company Secretary

sd/-

sd/-M. K. Maroti Proprietor

Subhash Chandra Dadhich

M. No. 057073

Director

Place: Kolkata

Dated: 20th day of August, 2009

(17)

SCHEDULES FORMING PART OF THE BALANCE SHEET & PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009

| | As at | As at |
|--|-------------|-------------|
| | 31.03.2009 | 31.03.2008 |
| | Rs. | Rs. |
| Schedule - 1 Share Capital | | |
| Authorised 7,98,00,000 (P.Y.2,40,50,000) | 709 000 000 | 240 500 000 |
| Equity Shares of Rs.10/- each Issued, Subscribed & Paid up | 798,000,000 | 240,500,000 |
| 7,98,00,000 (P.Y.2,40,00,000) Equity Share of Rs.10/- each fully paid up | 798,000,000 | 240,000,000 |
| (refer note no : 12 of Notes on Account) | 798,000,000 | 240,000,000 |
| | | |
| Schedule -2 Reserves & Surplus | | |
| General Reserve (created through Amalgamation) | 168,934,330 | 168,934,330 |
| Less : Amount Adjusted during the year | 7,800,000 | - |
| | 161,134,330 | 168,934,330 |
| Special Reserve | 24,525 | 24,525 |
| | 161,158,855 | 168,958,855 |

SCHEDULE SHOWING DETAIL OF FIXED ASSETS AS AT 31ST MARCH, 2009

SCHEDULE - 3

| | G | ROSS BL | оск | DEPRECIATION | | NET BLOCK | | |
|---------------|------------------|-------------------------|---------------------|--------------------|-----------------|--------------------|------------------|------------------|
| PARTICULARS | As on 01.04.2008 | Additions/ Deduction | As on 31.03.2009 | Upto 31.03.2008 | For the Year | Upto 31.03.2009 | As at 31.03.2009 | As at 31.03.2008 |
| Computer | 51,750 | _ | 51,750 | 50,053 | 679 | 50,732 | 1,018 | 1,697 |
| Total Rs. | 51,750 | | 51,750 | 50,053 | 679 | 50,732 | 1,018 | 1,697 |
| Previous Year | 51,750 | _ | 51,750 | 48,922 | 1,131 | 50,053 | 1,697 | 2,828 |

| As at 31,03,2009 31,03,2009 Rs. Rs. | SHREE SECURITIES | S LIMITED : | C. Spranski se |
|--|--|-------------------|--|
| Newstments Long Term, Non Trade, valued at Cost) Quoted Equity Shares 32,315,00 3468,100 389,630,000 389,630,000 389,630,000 342,196,500 389,630,000 342,196,500 389,630,000 342,196,500 393,098,100 3468 | | 31.03.2009 | 31.03.2008 |
| Quoted Equity Shares 32,331,500 34,868,100 389,630,000 389,630,000 389,630,000 389,630,000 389,630,000 389,630,000 389,630,000 389,630,000 389,630,000 389,630,000 389,000,000 389,000,000 389,000,000 389,000,000 389,000,000 389,000,000 389,000,000 389,000,000 389,000,000 389,000,000 389,000,000 389,000,000 389,000,000 389,000,000 389,000,000 389,000 389,000,000 389,000 389,000,000 389,000 | | | |
| Schedule-5 Inventoriès Shares (Taken, valued & certified by the Management) - | Quoted Equity Shares | | |
| Schedule-5 Inventories Shares (Taken, valued & certified by the Management) 17,763 17,766 17,763 | | 942,196,500 | 393,098,100 |
| Inventories : Shares (Taken, valued & certified by the Management) | Market Value of Quoted Investments | 31,211,500 | 3,468,100 |
| Schedule-6 | | | |
| Schedule-6 Cash & Bank Balances: 584,475 365,970 Bank Balance with Schedule banks in Current Accounts 337,231 337,667 Schedule - 7 Loans & Advances (Unsecured, considered good, recoverable in cash or in kind or value to be received) Loans 11,846,177 13,947,929 Tax Deducted at Source 336,321 203,967 Depsoits 20,900 20,900 12,203,398 14,172,796 Schedule -8 Current Liabilities & Provisions Liabilities for Expenses 85,442 93,731 Provision for Taxation 108,924 90,534 Schedule-9 Interest Received 1 5,020 Interest on Income Tax Refund 5,020 Interest on Loans (TDS-Rs.181,498/- P.Y. Rs.102,874/-) 847,270 469,233 | | | 17,763 |
| Cash & Bank Balances : 365,970 Cash in hand (As certified) 337,231 337,667 Bank Balance with Schedule banks in Current Accounts 337,231 337,667 Schedule - 7 Loans & Advances (Unsecured, considered good, recoverable in cash or in kind or value to be received) 11,846,177 13,947,929 Tax Deducted at Source 336,321 203,967 Depsoits 20,900 20,900 Schedule -8 Current Liabilities & Provisions Liabilities for Expenses 85,442 93,731 Provision for Taxation 108,924 90,534 Schedule -9 Interest Received Interest on Income Tax Refund Interest on Income Tax Refund Interest on Loans (TDS-Rs.181,498/- P.Y. Rs.102,874/-) 847,270 469,233 | | <u> </u> | 17,763 |
| Schedule - 7 | Cash & Bank Balances : Cash in hand (As certified) | • | |
| Schedule - 7 Loans & Advances | Bank Balance with Schedule banks in Current Accounts | | |
| Schedule -8 Current Liabilities & Provisions 85,442 93,731 Liabilities for Expenses 85,442 90,534 Provision for Taxation 108,924 90,534 194,366 184,265 Schedule-9 Interest Received Interest on Income Tax Refund Interest on Loans (TDS-Rs.181,498/- P.Y. Rs.102,874/-) 5,020 Interest on Loans (TDS-Rs.181,498/- P.Y. Rs.102,874/-) 847,270 469,233 | Loans & Advances (Unsecured, considered good, recoverable in cash or in kind or value to be received) Loans Tax Deducted at Source | 336,321 20,900 | 203,967 20,900 |
| Schedule-9 Interest Received 5,020 Interest on Income Tax Refund - 5,020 Interest on Loans (TDS-Rs.181,498/- P.Y. Rs.102,874/-) 847,270 469,233 | Current Liabilities & Provisions Liabilities for Expenses | 85,442 | |
| Interest Received 5,020 Interest on Income Tax Refund 5,020 Interest on Loans (TDS-Rs.181,498/- P.Y. Rs.102,874/-) 847,270 469,233 | | 194,366 | 184,265 |
| Interest on Loans (TDS-Rs.181,498/- P.Y. Rs.102,874/-) 847,270 469,233 | Interest Received | | 5 020 |
| | Interest on Income Tax Refund Interest on Loans (TDS-Rs.181,498/- P.Y. Rs.102,874/-) | 847,270 | |
| | | 847,270 | 474,253 |

SHREESECURITIES LIMITED As at As at 31.03.2008 31.03.2009 Rs. Rs. Schedule-10 Administrative & Other Expenses: 10,128 42,864 **Advertisement Expenses** 12,360 12,133 **Audit Fees** 12.051 1,128 **Bank Charges** 10,000 10,000 **Certification Fees** 6,000 9,000 Computer Maintenance 12,000 **Computer Accounting Charges** 337 579 **Demat Expenses** 67,346 112,360 **Depository Expenses** 94,108 90,000 **Directors Remuneration** 1,500 12,900 Filing Fees 3,371 3,309 Internal Audit Fees 23,000 36,900 Legal Expenses 1,28,000 84,000 Listing Fees 9,318 10,540 Miscellaneous Expenses 8,355 12,200 Postage & Telegram 42,125 170,050 **Printing & Stationery** 2,910 15,277 Rates & Taxes 120,000 145,600 Salaries & Bonus 31,462 13,484 Transfer Agent Fees 495,055 728,640

In terms of our report of even date

For MAROTI & ASSOCIATES (CHARTERED ACCOUNTANTS)

sd/-

Basant Kumar Sharma

Managing Director sd/-

Subhash Chandra Dadhich Director

Place: Kolkata

Dated: 20th day of August, 2009

sd/-

Sudhansu Sekhar Panigrahi Company Secretary

sd/-M. K. Maroti Proprietor M. No. 057073

Schedule-11

Significant Accounting Policies:

01 ACCOUNTING CONVENTIONS

The Financial Statements are prepared on Historical Cost Convention. Financial Statements are prepared in accordance with relevant presentational requirements of the Companies Act, 1956 and applicable mandatory Accounting Standards.

02. FIXED ASSETS

Fixed Assets are stated at Cost less Depreciation.

03. DEPRECIATION

Depreciation on Fixed Assets are provided on Written Down Value Method at the rates prescribed in the Schedule-XIV of the Companies Act, 1956.

04. INVESTMENTS

Investments are long-term investments, hence valued at cost.

05. INVENTORIES

Inventories are valued at lower of Cost or Market Value. Unquoted Shares are valued at cost.

06. RECOGNITION OF INCOME & EXPENDITURE

Income & Expenditures are accounted for on accrual basis, except interest on Dividend which is accounted for on Receipt Basis.

07. PRELIMINARY EXPENSES

Preliminary Expense is amortised over a period of Five years.

09. TAXES ON INCOME

Current Tax is determined as the amount of tax payable in respect of taxable income for the year.

Deferred Tax is recognised, subject to consideration of prudence, in respect of deferred tax assets / liabilities on timing difference, being the difference between taxable income and accounting income that originated in one period and are capable of reversal in one or more subsequent periods.

NOTES ON ACCOUNTS

01 Amalgamation of Himalaya & Flex

During the Year under a sheme of Amalgamation duly sactioned by the Hon'ble High Court, Calcutta Himalya Trexim Limited and Flex Distributors Limited were amalgamated with the Company vide order dated 27.01.2009.

As per the Scheme of Amalgamation duly approved by the Hon'ble High Court Calcutta the Authorised Capital of both the transferor Companies (Himalaya Trexim Limited and Flex Distributors Limited is added up to the Authorised Capital of the Company.

- The Company has allotted **5,58,00,000** equity shares of Rs.10/- each as fully paid up to the shareholders of erstwhile transferor Companies as consideration under the Scheme of Amalgamation on 07/03/2009.
- The accounting enteries for amalgamation is recorded in the books under pooling of interest method in terms of AS -14 issued by the Institute of Chartered Accountants of India.
- The Excess of Net value of assets over the value of shares alloted to the respective transferor Companies is adjusted by debiting the Amalgamation Reserve Account in the books.

06 AMALGAMATION RESERVE:

| | HIMALAYA | FLEX | TOTAL |
|-------------------------|-------------|-------------|-------------|
| Share Capital | 5,100,000 | 8,850,000 | 13,950,000 |
| Share Premium Account | 195,000,000 | 341,250,000 | 536,250,000 |
| Net Worth | 200,100,000 | 350,100,000 | 550,200,000 |
| Cross Holding | - | - | - |
| No.of share allotted | 20,400,000 | 35,400,000 | 55,800,000 |
| Cost of Shares allotted | 204,000,000 | 354,000,000 | 558,000,000 |
| Excess of Consideration | (3,900,000) | (3,900,000) | (7,800,000) |

- The preliminary expenses of the repective transferor company has been added up to the preliminary expenses of the Company.
- **08** The Company is taking steps for transfer of Assets held in the name of erstwhile transferer Companies in its name.
- **09** Provision for Taxation on profits for the year has been made under normal computation of Income being higher than income computed u/s. 115 JB of the Income Tax Act.

10 Particulars in respect of Opening Stock, Purchase, Sales and Closing Stock of Shares.

| | Numbers | Amount (Rs.) |
|---------------|----------|--------------|
| Opening Stock | 5330 | 17,763 |
| | (5330) | (17,763) |
| Purchases | - | - |
| | (200000) | (2,000,000) |
| Sales | 5330 | 17,763 |
| | (200000) | (2,260,000) |
| Closing Stock | - | - |
| | (5330) | (17,763) |

11 Deferred Taxation:

The Principal components of Deferred Tax Assets:

| | <u>As on 01.04.2009</u> | <u>As on 31.03.2008</u> |
|----------------------------|-------------------------|-------------------------|
| Op. deferred Tax Liability | (1048) | (1048) |
| Loss for the year | 0 | Ó |
| Closing Deferred tax asset | (1,048) | (1,048) |

No Provision has been made for Deferred Tax Asset in repect of assessed unabsorbed speculation losses and unabsorbed long term capital loss in view on uncertainity that the said asset will be realised in the future.

13 The Breakup of Issued , Subscribed and paid Up Capital is as below

for cash - 50,00,000 equity shares of Rs.10/- each fully paid up other than cash - 7,48,00,000 equity shares of Rs.10/- each fully paid up

14 The earning per share (EPS) has been calculated as specified in Accounting Standard 20 - on "Earning per Share" and relevant disclosures are as under:

| (a) amount used as numerator in calculating basic/diluted EPS: | <u> 2008 - 2009</u> | <u> 2007 - 2008</u> |
|--|---------------------|---------------------|
| Profit after Tax | (634,433) | 16,367 |
| (b) weighted average no. of shares used as denominator in calculating | | · |
| Basic EPS (Nos.) | 79,800,000 | 24,000,000 |
| Basic EPS | (800.0) | 0.001 |
| (c) weighted average no. of shares used as denominator in calculating | | |
| Basic EPS (Nos.) | 79,800,000 | 24,000,000 |
| Less: Adjustment for Share Capital allotted | 51,978,082 | - |
| weighted average no. of shares used as denominator in calculating Diluted EPS (Nos.) | 27,821,918 | 24,000,000 |
| Diluted EPS | (0.023) | 0.001 |

NOTE: 5,58,00,000 equity shares allotted under the Scheme of Amalagamation has not been considered in ariving at the EPS as the same was allotted on 07.03.2009

15 Segment Report:

The Company is engaged in the business of Non-Banking Financial Services and there are no separate reportable segments as per Accounting Standard 17.

16 Related Party Disclosure:

As per accounting statndard 18 the information for related parties is given below:

| • | | | · | |
|---------|------------------------|-------------------|--------------------------|--------------|
| SI. No. | Name | Relation | Nature of Transaction | Amount Paid |
| 1 | Subhas Chandra Dadhich | Director | Remuneration | Rs. 77,679/- |
| 2 | Basant Kumar Sharma | Managing Director | Remuneration | Rs. 16,429/- |

17 Cash Flow Statement as per requirement of AS-3 issued by the Institute of Chartered Accountants of India is annexed herewith.

- 18 The Company has Complied this information based on the current information in its possession as at 31.03.2009. No supplier has intimated the Company about its status as a Micro or Small enterprise or its Registration with the appropriate authority under the Micro, Small and Medium Enterprises Development Act, 2006
 - Amount due to Micro Small and Medium Enterises as on 31.03.2009 RS NIL (PY RS NIL)
- 19 No Provision has been made on account of gratuity as none of the employees have put in completed years of Service as required by the Payment of Gratuity Act.
- 20 No provision has been made on account of leave salary as there are no leave to the credit of employees as at the end of the year.
- 21 Previous Year figures have been regrouped, rearranged or recasted wherever considered necessary. Further they are not comparable with those of the current year as the current year figure are merged figures containing trasactions of the transferer companies.
- 22 Informations required to be furnished under paragraph 9BB of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998 is given in separate Annexure.

Signature to the Schedule 1 to 11

In terms of our report of even date

For MAROTI & ASSOCIATES (CHARTERED ACCOUNTANTS)

sd/-

Basant Kumar Sharma

Sudhansu Sekhar Panigrahi

sd/-

Managing Director sd/-

Company Secretary

M. K. Maroti **Proprietor** M. No. 057073

Subhash Chandra Dadhich

Director

Place: Kolkata

Dated: 20th day of August, 2009

SHREE SEGURITIES LIMITED AND A SECOND

Cash Flow Statement for the year ended 31st March, 2009

| | | ter and jour one | iou o local | u. 011, 2000 | <u> </u> |
|------|---|----------------------|---------------|--------------|-------------|
| | | | 31.03.2009 | | 31.03.2008 |
| 1. | CASH FLOW FROM OPERATING ACT | TIVITIES | | | |
| | Net Profit/(Loss) before Tax (a) | | (613,347) | | 98,067 |
| | Add: | | | | |
| | Prelliminary Expenses W/O. | 736,100 | | 140,000 | |
| | Deferred Revenue Expenses W/O. | - | | - | |
| | Depreciation | 679 | | 1,131 | |
| | Sub Total - (b) | | 736,779 | | 141,131 |
| | Operating Profit before Working Cap Adjustments : | ital Changes (a)+(b) | 123,432 | (a)+(b) | 239,198 |
| | Decrease in Inventories | 17,763 | | - | |
| | Increase in Current Liabilities | 10,101 | | 8,000 | |
| | Decerease in Loans & advances | 1,969,398 | | (4,558,485) | |
| | Sub Total - (c) | | 1,997,262 | | (4,550,485) |
| | Net Cash from Operating Activities | A | 2,120,694 | Α | (4,311,287) |
| 2. | CASH FLOW FROM INVESTING ACT | IVITIES | | | |
| | (Increase)/Decrease in Investment | (549,098,400) | | 3,725,000 | |
| | Net Cash from Investing Activities | В | (549,098,400) | В | 3,725,000 |
| 3. | CASH FLOW FROM FINANCING ACT | IVITIES | | | |
| | Capital raised during the year | 558,000,000 | | | |
| | Profit/(Loss) of Tranferor Companies | (55,139) | | | |
| | Amalgamation Resreve | (7,800,000) | | | |
| | Preliminary Expenses | (2,928,000) | | | |
| | Net Cash from Financing Activities | С | 547,216,861 | С | - |
| | Net Increase in Cash/Cash Equivalent | A+B+C | 239,155 | A+B+C | (586,287) |
| | Cash/Cash Equivalents (Opening) | | 703,636 | | 1,289,924 |
| | Cash/Cash Equivalents (Closing) | | 942,792 | | 703,636 |
| in t | terms of our report of even date | | For MA | ROTI & ASS | OCIATES |

(CHARTERED ACCOUNTANTS)

sd/-

sd/-

Basant Kumar Sharma

Sudhansu Sekhar Panigrahi

Managing Director

Company Secretary

sd/-

sd/-M. K. Maroti Proprietor

Subhash Chandra Dadhich

Director

M. No. 057073

Place: Kolkata

Dated: 20th day of August, 2009

BALANCE SHEET ABSTRACT & COMPANY'S GENERAL BUSINESS PROFILE

I Registration Details : State Code Registration No. Balance Sheet Date

: L65929WB1994PLC061930

: 31.03.2009 Amount(Rs.)

Capital Raised During the Year : Public Issue Right Issue Bonus Issue

: NIL : NIL : NIL

Private Placement : 558000000

III Position of Mobilisation & Deployment of Fund :('000)

Total Liabilities
Total Assets
Sources of Funds:

: 959,354 : 959,354

Paid-up Capital Reserve & Surplus Secured Loans

: 798,000 : 161,159

Unsecured Loans Deferred Tax Liability Application of Funds:

. 1

Net Fixed Assets Investments

: 942,197 : 12,931

Net Current Assets Deferred Tax Assets Misc. Expenses

Accumulated Losses

: 2,332 : 1,699

IV Performance of the Company:

Turnover Total Expenditure Profit/(Loss) Before Tax Profit/(Loss) After Tax Earning per Share (Rs.) : 870 : 1,483 : (613) : (634) : (0.008)

Dividend Rate % : -

V Generic Name of Three Products/Services of the Company (as per monetary terms):

Item Code

: N.A.

Product Description

: Financial Services

In terms of our report of even date

For MAROT! & ASSOCIATES (CHARTERED ACCOUNTANTS)

sd/-

sd/-

Basant Kumar Sharma

Sudhansu Sekhar Panigrahi

Managing Director sd/-

Company Secretary

sd/-M. K. Maroti

Subhash Chandra Dadhich

Proprietor M. No. 057073

Director

Place : Kolkata

Dated: 20th day of August, 2009

(26)

ANNEXURE REFERRED TO IN NOTE NO:-"22" OF NOTES OF ACCOUNTS OF SCHEDULE "11" ANNEXED AS PER RESERVE BANK OF INDIA PRUDENTIAL NORMS SCHEDULE TO THE BALANCE SHEET OF A NON-BANKING FINANCIAL COMPANY AS ON 31.03.2009 AS REQUIRED IN TERMS OF PARAGRAPH 13 OF A NON BANKING FINANCIAL (NON DEPOSIT ACCEPTING OR HOLDING) COMPANIES PRUDENTIAL NORMS (RESERVE BANK) DIRECTIONS, 2007

PARTICULARS

(RS IN LACS)

LIABILITIES SIDE

| TH | ANS AND ADVANCES AVAILED BY E NBFCS INCLUSIVE OF INTEREST CRUESD THEREON BUT NOT PAID | AMOUNT OUTSTANDING | AMOUNT OVERDUE |
|----------|---|-----------------------|-------------------|
| a | DEBENTURES | | |
| Ì | SECURED | NIL | NIL |
| | UNSECURED | NIL | NIL |
| 1 | (OTHER THAN FALLING WITHIN THE | | |
| L | MEANING OF PUBLIC DEPOSIT) | | |
| b | DEFERRED CREDITS | NIL | NIL |
| c | TERM LOANS | NIL | NIL |
| d | INTER - CORPORATE LOANS AND | NIL | NIL |
| <u> </u> | BORROWINGS | | i |
| e | COMMERCIAL PAPER | NIL | NIL |
| f | PUBLIC DEPOSIT | NIL | NIL |
| g | OTHER LOANS (SPECIFY NATURE) | NIL | NIL |
| Ĺ | please see note -1 below | | |

ASSET SIDE

| 2 | ! |
|---|---|
| | _ |

| BREAK UP OF LOANS AND ADVANCES INCLUDING BILLS RECEIVABLES OTHER THAN THOSE INCLUDED IN (4) BELOW | | AMOUNT OUTSTANDING |
|--|--|---|
| SECURED | | NIL |
| UNSECURED | | 122.03 |
| BREAK UP OF LEASED ASSETS AND STOCK ON HIRE AND HYPOTHECATION LOANS COUNTING TOWARDS EL / HP ACTIVITIES | NIL | NIL. |
| LEASE ASSETS INCLUDING LEASE RENTALS UNDER SUNDRY DEBTORS | | |
| FINANCIAL LEASE | | NIL |
| OPERATING LEASE | | NIL |
| STOCK ON HIRE INCLUDING HIRE CHARGES UNDER SUNDRY DEBTORS | | |
| ASSETS ON HIRE | | NIL |
| REPOSSESSED ASSETS | | NIL |
| HYPOTECATION LOANS COUNTING TOWARDS EL/HP ACTIVITIES | | NIL |
| LOANS WHERE ASSETS HAVE BEEN REPOSSESSED | | NIL |
| LOANS OTHER THAN ABOVE | | NIL |
| | ADVANCES INCLUDING BILLS RECEIVABLES OTHER THAN THOSE INCLUDED IN (4) BELOW • SECURED • UNSECURED BREAK UP OF LEASED ASSETS AND STOCK ON HIRE AND HYPOTHECATION LOANS COUNTING TOWARDS EL / HP ACTIVITIES LEASE ASSETS INCLUDING LEASE RENTALS UNDER SUNDRY DEBTORS • FINANCIAL LEASE • OPERATING LEASE STOCK ON HIRE INCLUDING HIRE CHARGES UNDER SUNDRY DEBTORS • ASSETS ON HIRE • REPOSSESSED ASSETS HYPOTECATION LOANS COUNTING TOWARDS EL / HP ACTIVITIES • LOANS WHERE ASSETS HAVE BEEN REPOSSESSED | ADVANCES INCLUDING BILLS RECEIVABLES OTHER THAN THOSE INCLUDED IN (4) BELOW • SECURED • UNSECURED BREAK UP OF LEASED ASSETS AND STOCK ON HIRE AND HYPOTHECATION LOANS COUNTING TOWARDS EL / HP ACTIVITIES LEASE ASSETS INCLUDING LEASE RENTALS UNDER SUNDRY DEBTORS • FINANCIAL LEASE • OPERATING LEASE STOCK ON HIRE INCLUDING HIRE CHARGES UNDER SUNDRY DEBTORS • ASSETS ON HIRE • REPOSSESSED ASSETS HYPOTECATION LOANS COUNTING TOWARDS EL / HP ACTIVITIES • LOANS WHERE ASSETS HAVE BEEN REPOSSESSED |

BREAK UP OF INVESTMENTS

3

| <u> </u> | | |
|----------|---|-----|
| | CURRENT INVESTMENTS (STOCK IN TRADE) | |
| 1 | QUOTED | |
| | SHARES | |
| | EQUITY | NIL |
| | PREFERENCE | NIL |
| ' | DEBENTURES AND BONDS | NIL |
| | UNITS OF MUTUAL FUNDS | NIL |
| | GOVERNMENT SECURITIES | NIL |
| | • OTHERS | NIL |
| 2 | UNQUOTED | |
| | • SHARES | NIL |
| | EQUITY | NIL |
| | PREFERENCE | NIL |
| | DEBENTURES AND BONDS | NIL |
| | UNITS OF MUTUAL FUNDS | NIL |
| | GOVERNMENT SECURITIES | NIL |
| L | • OTHERS | NIL |

| | LONG TERM INVESTMENTS | |
|---|-----------------------|---------|
| 1 | QUOTED | |
| | SHARES | |
| | EQUITY | 323.32 |
| | PREFERENCE | NIL |
| | DEBENTURES AND BONDS | NIL |
| | UNITS OF MUTUAL FUNDS | NIL |
| | GOVERNMENT SECURITIES | NIL |
| | • OTHERS | · NIL |
| 2 | UNQUOTED | |
| | • SHARES | |
| | EQUITY | 9098.65 |
| | PREFERENCE | NIL |
| | DEBENTURES AND BONDS | NIL |
| | UNITS OF MUTUAL FUNDS | NIL |
| | GOVERNMENT SECURITIES | NIL |
| | • OTHERS | NIL |

BORROWER GROUP WISE CLASSIFICATION OF ALL LEASED ASSETS, STOCK ON HIRE AND LOANS AND ADVANCES

4

| CATEGORY | | CATEGORY | AMOUNT NET OF PIROVISIONS | | |
|----------|---|--------------------------------|---------------------------|-----------|--------|
| 1 | | RELATED PARTIES | SECURED | UNSECURED | TOTAL |
| | a | SUBSIDIARIES | NIL | NIL | NIL |
| | b | COMPANIES IN THE SAME GROUP | NIL | NIL | NIL |
| | c | OTHER RELATED PARTIES | NIL | NIL | NIL |
| 2 | | OTHER THAN RELATED PARTIES | NIL | 122.03 | 122.03 |
| | | TOTAL | NIL | 122,03 | 122,03 |

INVESTOR GROUP WISE CLASSIFICATION OF ALL INVESTMENTS (CURRENT AND LONG TERM) IN SHARES AND SECURITIES (BOTH QUOTED AND UNQUOTED)

| CATEGORY | | | MARKET VALUE /BREAK UP OF FAIR VALUE OR NAV | BOOK VALUE (NET OF PROVISION) | |
|----------|---|--------------------------------|---|------------------------------------|--|
| 1 | Ι | RELATED PARTIES | _ | | |
| | 2 | SUBSIDIARIES | NIL | NIL | |
| | b | COMPANIES IN THE SAME GROUP | NIL | NIL | |
| | c | OTHER RELATED PARTIES | NIL | NIL | |
| 2 | | OTHER THAN RELATED PARTIES | 9046.82 | 9421.97 | |
| | | TOTAL | 9046.82 | 9421.97 | |

| OTI INF | | R MATION | |
|------------|---|--|--------|
| | | PARICULARS | AMOUNT |
| I) | | GROSS NON- PERFORMING ASSETS | |
| | Α | RELATED PARTIES | NIL |
| | В | OTHER THAN RELATED PARTIES | NIL |
| II) | | NET NON- PERFORMING ASSETS | |
| | Α | RELATED PARTIES | NIL |
| | В | OTHER THAN RELATED PARTIES | NIL |
| III) | | ASSETS ACQUIRED IN SATISFACTION OF DEBTS | NIL |

NOTES:

- As defined in paragraph 2 (1) (xii) of the Non-Banking Financial Companies
 Acceptance of Public Deposits (Reserve Bank) Directions, 1998.
- Provisioning Norms shall be applicable as prescribed in Non-Banking Financial (Non
 Deposit Accepting or Holding) Companies Prudential Norms (Reserve bank) Direction,
 2007
- 3. All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of Investments and other assets as also assets acquired in satisfaction of debts. However, Market value in respect of quoted investment and break up / fair value / NAV in respect on unquoted investment should be disclosed irrespective of whether they are classified as long term or current in (4) above.

SHREESEOURITIES EMITED

| | | · | | |
|----------------------------------|------------------|-------------------------|---------------|------------|
| <u>Details of Investments</u> | | | | |
| Equity Shares | Current Year | · <u>P</u> | revious year | |
| (Unquoted and fully paid-up) | | _ | | _ |
| (Long term other than Trade) | Qty. | <u>Rs.</u> | Qty. | Rs. |
| ADVIN FISCAL SERVICES P LTD | 10,000 | 4,000,000 | 112,100 | 29,441,000 |
| ADVENT DEALCOMM PVT. LTD. | 51,500 | 20,600,000 | - | - |
| AGARWAL TREXIM PVT.LTD. | 37,500 | 15,000,000 | - | - |
| ALBRIGHT AGENCIES PVT.LTD. | 36,250 | 14,500,000 | • | - |
| ALLIED TREXIM PRIVATE LIMITED | 36,250 | 14,500,000 | - | - |
| ALTOP COMMODITIES PVT.LTD. | 13,000 | 5,200,000 | - | - |
| AMCO AGENTS PRIVATE LIMITED | 139,250 | 55,700,000 | - | - |
| ANUDEEP CONSULTANTS PVT.LTD. | 5,000 | 2,000,000 | - | - |
| ANUMODAN MERCHANTS PVT.LTD. | 11,750 | 4,700,000 | - | _ |
| ASHDIL TRADING CO P LTD | • | - | 42,500 | 17,000,000 |
| ASPOLIGHT VANIJYA PVT. LTD. | 30,000 | 12,000,000 | 30,000 | 12,000,000 |
| BAID VYAPAAR PVT.LTD. | 14,000 | 5,600,000 | 14,000 | 5,600,000 |
| BAJORIA DIST.PVT.LTD. | 19,000 | 1,900,000 | 19,000 | 1,900,000 |
| BRP COMMODITIES LTD | 10,000 | .,000,000 | 10,000 | 1,000,000 |
| BIOSTAR DEALCOMM PVT. LTD. | 17,250 | 6,900,000 | 10,000 | 1,000,000 |
| BORAX MERCANTILES PVT. LTD. | 17,500 | 7,000,000 | - | <u>-</u> |
| | 41,250 | 16,500,000 | - | _ |
| BOSER MERCANTILES PVT. LITD. | 41,250 69,250 | | - | - |
| BRENTWOOD MERCHANDISE PVT.LTD. | | 27,700,000 | - | _ |
| BRIGHTSTAR MERCANTILES PVT. LTD. | 16,000 | 6,400,000 | - | 34 600 000 |
| CARNEX VINIMAY PVT.LTD. | 53,750 | 21,500,000 | 53,750 | 21,500,000 |
| CAMPUS IMPEX PRIVATE LIMITED | 21,000 | 8,400,000 | - | - |
| CINDRELLA COMMODITIES PVT. LTD. | 26,000 | 10,400,000 | - | - |
| CITI SCAPE BUILDERS PVT.LTD | 40,000 | 400,000 | - | - |
| COOL ESTATES PVT.LTD. | 44,000 | 4,400,000 | - | - |
| CREATIVE COMMODEAL PVT.LTD. | 8,000 | 3,200,000 | - | |
| CAROL SYNTEX PVT.LTD. | - | - | 50,000 | 20,000,000 |
| CYNOSURE TRACON PVT.LTD. | 13,000 | 5,200,000 | 13,000 | 5,200,000 |
| CHETANI VINEYOG PVT.LTD | 33,750 | 13,500,000 | 33,750 | 13,500,000 |
| DAGA INTERNATIONAL LTD. | 12,500 | 5,000,000 | - | - |
| DAGA MERCANTILE & FINANCE P LTD. | 41,250 | 16,500,000 | 41,250 | 16,500,000 |
| DINKAR MARKETING PVT. LTD. | 15,000 | 6,000,000 | - | - |
| DURGAGAN VINCOM PVT.LTD. | 31,000 | 12,400,000 | - | - |
| DOMINANT SALES & SERVICES P LTD | • | | 25,000 | 10,000,000 |
| FOLIAGE TRADE LINK PVT. LTD | 55,500 | 22,200,000 | 30,000 | 12,000,000 |
| FORTUNE TRADE & VYAPAAR PVT LTD. | 30,750 | 12,300,000 | | - |
| FRONTIER VANIJYA PVT. LTD. | 61,000 | 24,400,000 | 68,500 | 27,400,000 |
| GAGANBASE SALES PVT. LTD. | 35,000 | 14,000,000 | 35,000 | 14 000 000 |
| GANGOTRI SYNTEX PVT.LTD. | 52,500 | 21,000,000 | 52,500 | 21,000,000 |
| GANPATI RIVERSIDE PVT.LTD. | 30,000 | 3,000,000 | 30,000 | 3,000,000 |
| GITANEEL COMMODITIES PVT.LTD. | 25,000 | 10,000,000 | 25,000 | 10,000,000 |
| GOLDEN ERA MERCHANTS PVT. LTD. | 135,500 | 52,400,000 | 41,500 | 16,600,000 |
| GOLDEN ERA MERCHANTS PVT. LTD. | 100,000 | 52, 1 00,000 | 9,000 | 1,800,000 |
| HERITAGE TREXIM PRIVATE LIMITED. | 23,750 | 9,500,000 | 3,000 | 1,000,000 |
| | - | 3,700,000 | = | • |
| INFRA VYAPAAR PVT. LTD. | 9,250 77,000 | 30,800,000 | 22,000 | 8,800,000 |
| JANITOR DISTRIBUTORS PVT.LTD. | | | 22,000 | 0,000,000 |
| JINESHWAR TRADE PVT. LTD. | 75,000 | 30,000,000 | • | - |
| LALANAND VYAPAAR PVT.LTD. | 110,000 | 11,000,000 | - | - |
| MAIDEN TRADEFIN PVT LTD | 2,500 | 2,500,000 | - | - |
| Equity Shares | Current Year | F | Previous year | |
| (Unquoted and fully paid-up) | Qty. | Rs. ⊤ | Qty. | Rs. |
| MATRIX DEALCOMM PVT. LTD. | 54,250 | 21,700,000 | | <u></u> |
| MKN INVESTMENT PVT.LTD. | 30,000 | 3,000,000 | _ | _ |
| MODSNA TIE-UP PVT. LTD. | 30,000 | 12,000,000 | - | _ |
| MODOWA NETOL 1 VI. CID. | 30,000 | . =,000,000 | _ | _ |

| SIREESEG | URITIES | imir ed: | anerina propinsi Parameter | |
|--|-------------|--------------|-------------------------------|------------------|
| MOHTA ELECTRO SYSTEM PVT.LTD | | - | 2,500 | 500,000 |
| MERIT FINANCE & LEASING PVT.LTD | - | - | 250,000 | 2,500,000 |
| MOONCLUB MERCHANTS PVT.LTD. | 15,000 | 6,000,000 | 15,000 | 6,000,000 |
| NAV DURGA WARE HOUSING PVT. LTD. | 2,900 | 290,000 | | , , , , <u>-</u> |
| NETWORTH VYAPAAR PRIVATE LIMITED. | 10,000 | 4,000,000 | - | - |
| NOBLECARE AGENCIES PRIVATE LIMITED. | 38,000 | 15,200,000 | - | - |
| NOVAGOLD ADVISORY SERVICES PVT.LTD. | 5,250 | 2,100,000 | - | - |
| OASIS SYNTEX PVT. LTD. | 24,250 | 9,700,000 | - | - |
| OCEAN TREXIM PRIVATE LIMITED | 25,000 | 10,000,000 | - | - |
| ONTRACK MERCHANDISE PVT. LTD. | 10,000 | 4,000,000 | - | - |
| ONWARD DISTRIBUTORS PVT, LTD. | 30,500 | 12,200,000 | - | - |
| ORBIT DISTRIBUTORS PVT. LTD. | 30,000 | 12,000,000 | <u>-</u> | - |
| PLUTUS LOTTERIES PVT. LTD. | 50,000 | 500,000 | 50,000 | 500,000 |
| PRAJIN BARTER PVT. LTD. PRECISION PAPER & INDUSTRIES LTD | 16,000 | 6,400,000 | 405.000 | - |
| PRIYANKA TREXIM & COMMERCE PLTD | - | | 125,600 | 314,000 |
| QUANTAM SUPPLIERS PRIVATE LIMITED | 23,750 | 9,500,000 | | |
| QUARTZ MERCANTILE P. LTD | 8,750 | 3,500,000 | 23,750 | 9,500,000 |
| RAVLON COMMODITIES .PVT. LTD | 24,500 | 9,800,000 | 24,500 | 9,800,000 |
| RIGHT COMMODITIES PRIVATE LIMITED | 10,000 | 4,000,000 | 6,250 | 2,500,000 |
| RIKZEN CONTRA PVT. LTD. | 49,500 | 19,800,000 | 24,000 | 9,600,000 |
| ROSEMOUNT MARKETING PVT. LTD. | 12,500 | 5.000.000 | 12,500 | 5,000,000 |
| SARTHAK MARKETS PVT.LTD. | 114,000 | 45,600,000 | 114,000 | 45,600,000 |
| SHULTON VYAPAAR P. LTD. | 44,000 | 17,600,000 | 44,000 | 17,600,000 |
| SIDDHI VINAYAK SAREES PLTD | 4,000 | 400,000 | , | ,000,000 |
| SNOWFALL AGENCIES PVT.LTD. | 19,000 | 7,600,000 | _ | - |
| SREE GANESH FINCO & CREDIT PVT.LTD. | 21,000 | 8,400,000 | - | _ |
| SUTLAJ SALES PVT.LTD. | 115,000 | 575,000 | 115,000 | 575,000 |
| UNICON MANAGEMENT PRIVATE LIMITED. | 12,500 | 5,000,000 | - | - |
| UNILON PRIVATE LIMITED | • | • | 250,000 | 2,500,000 |
| WELLMAN SALES AGENCY PVT. LTD. | 25,000 | 10,000,000 | - | |
| YUKEN MERCHANDISE PVT. LTD. | 53,500 | 21,400,000 | 22,250 | 8,900,000 |
| ZED DEALCOMM PRIVATE LIMITED. | 23,750 | 9,500,000 | - | - |
| ZEN MERCHANTS PRIVATE LIMITED. | 55,500 | 22,200,000 | - | - |
| ZENSTAR MARKETING PRIVATE LIMITED. | 42,500 | 17,000,000 | | |
| | 2,656,650 | 909,865,000 | 1,837,200 | 389,630,000 |
| Quoted Shares | | | | |
| SATYATEJ COMMERCIAL CO.LTD. | 25,000 | 96,500 | 25,000 | 96,500 |
| CLARITY FINANCE LTD. | - | | 99,600 | 958,800 |
| MANGALAM INDUSTRIAL FINANCE LTD. | 994,500 | 29,835,000 | 202.202 | - 100 000 |
| SELLWIN TRADERS LIMITED | 800,000 | 2,400,000 | 800,000 | 2,400,000 |
| JAMESHEDPUR METAL TREAT LTD. | | - | 400 | 12,800 |
| | 1,819,500 | 32,331,500 | 925,000 | 3,468,100 |
| Total: | 4,476,150 | 942,196,500 | 2,762,200 | 393,098,100 |
| | | market value | | |
| SATYATEJ COMMERCIAL CO.LTD. | | 96,500 | | |
| MANGALAM INDUSTRIAL FINANCE LTD. | | 29,835,000 | | |
| SELLWIN TRADERS LIMITED | | 1,280,000 | | |
| | | 31,211,500 | | |

56, N.S. Road, 5th Floor, Room No.-2 Kolkata - 700 001, West Bengal

PROXY FORM

| Regd.Folio No | | |
|--|--|--------------------------------------|
| I/We | | |
| of | | |
| being a member/members | of the above named Company hereby appoint | |
| | ·of | |
| or failing him / her | of | |
| | as my / our Proxy to vote | for me/ us on my / our behalf at the |
| Annual General Meeting adjournment thereof. | of the Company to be held on 29th Sept | ember, 2009 at 4.30 P.M. and any |
| Signed this | _ day of 2009. | Affix 1/- Rupee |
| Signature | | Revenue Stamp |
| SH | 1REE SECURITIES LI 56, N.S. Road, 5th Floor, Room No2 Kolkata - 700 001, West Bengal | |
| | ATTENDANCE SLIP | |
| Annual General Meeting o Room No2 Kolkata - 700 | on Tuesday, the 29 th day of September, 2009 at 4 0 001, West Bengal. | .30 P.M. at 56, N.S. Road, 5th Floor |
| Regd. Folio No.: | No. of Shares held: | |
| Name of the Attending Me | ember: | |
| my presence at the Annu | red shareholder/proxy for the registered sharehol al General meeting of the Company at the Reg Floor, Kolkata - 700 001 on Tuesday, the 29th Sep | gistered Office of the Company at 56 |
| Member's / Proxy's Name | in BLOCK Letters | Member's /Proxy's signature |
| NOTE: Please fill in this a | attendance slip and hand it over at the ENTRA | NCE OF THE HALL. |

BOOK POST

If undelivered please return to:

SHREE SECURITIES LIMITED

Registered Office: 56, N.S. Road, 5th Floor, Room No.-2 Kolkata - 700 001, West Bengal