



# JPT SECURITIES LIMITED

15<sup>TH</sup> ANNUAL REPORT  
2008-2009

*For JPT Securities Limited*

*Director*

*Authorised Signatory*

## BOARD OF DIRECTORS

1. MR. J. ALEXANDER\*  
(Chairman)#
2. MR. JAY MEHTA\*\*  
(Whole Time Director)
3. MR. SANJIVI SUNDAR\*
4. MR. B.S. BHALERAO\*
5. MR. NIKHIL GANDHI\*
6. MR. N. RAVINCHANDRAN\*
7. MR. J. P. RAI\*
8. MR. J. P. TOTLA\*\*\*
9. MR. S.K. JAIN\*\*\*\*
10. MR. J.K. BAREJA\*\*\*\*
11. MR. SUDHANSHU TOTLA\*\*\*\*

\* appointed w.e.f. October 3, 2008

# appointed w.e.f. May 29, 2009

\*\* appointed w.e.f. June 1, 2009

\*\*\* resigned w.e.f. October 31, 2008

\*\*\*\* resigned w.e.f. October 3, 2008

## ANNUAL GENERAL MEETING

Monday, August 24, 2009 at 2.30 p.m.

Venue: I-273, Sector - 3,  
Bawana Industrial Area, Delhi

## REGISTERED OFFICE

R-13 & 14, LGF, Ansal Chambers-II, 6,  
Bhikajicama Place, New Delhi-110066

## CORPORATE OFFICE

B/315, 3rd Floor, Lotus House, 33A, Near Liberty  
Cinema, New Marine Lines, Mumbai – 400 020

CIN: L67120DL1994PLC058408

## AUDITORS

M/s. Batra Sapra & Company

F-14, Shivam House 17, Amar Chamber,  
Cannaught Circus, New Delhi-110001

## REGISTRAR & SHARE TRANSFER AGENT

M/s MAS Services Limited

AB-4, Safdarjung Enclave, New Delhi-110029

Phones: 011-26104142 & 26104326

Fax: 011-26181081

Email: mas\_serv@yahoo.com

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## NOTICE

**Notice** is hereby given that the 15th Annual General Meeting of the members of JPT Securities Limited will be held on Monday, August 24, 2009 at 2.30 p.m. at I- 273, Sector - 3, Bawana Industrial Area, Delhi to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the audited Balance Sheet as on March 31, 2009 and the Profit and Loss Account for the financial year ended on that date and the reports of the Directors and the Auditor thereon.
2. To appoint a Director in place of Mr. S. Sundar who is liable to retire by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. J. Alexander who is liable to retire by rotation and being eligible, offers himself for re-appointment.
4. To appoint Auditors of the Company and to fix their remuneration by passing with or without modification(s), the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** M/s Batra Sapra & Company, Chartered Accountants, be and are hereby appointed as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as may be fixed by the Board of Directors of the Company."

### SPECIAL BUSINESS:

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

**"RESOLVED THAT** in accordance with the provisions of Section 257, 260 and other applicable provisions of the Companies Act, 1956 (the "Act"), if any, Mr. Jay Mehta, who was appointed as an Additional Director on June 01, 2009 and holds office up to the date of this annual general meeting of the Company, and being eligible, offers himself for re-appointment and in respect of whom the Company has received a notice in writing from some members pursuant to Section 257 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a director of the Company not liable to retire by rotation."

6. To consider, and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 198, 269, 309, 310 read with Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956 (the "Act"), and subject to the provisions of the Memorandum of Association and Articles of Association of the Company and such other approval, consents, permissions of any statutory authorities, Government, consent of the Company be and is hereby granted to appoint Mr. Jay Mehta as the Whole Time Director of the Company for a period of 3 (three) years with effect from June 1, 2009 upon the terms and conditions, including minimum remuneration as set out in the Agreement to be entered into between the Company and Mr. Jay Mehta, a draft whereof as placed before this meeting is hereby approved with the authority to the Board of Directors (including any Committee of Board) to alter and / or vary the terms and conditions of the said appointment and / or Agreement as may be agreed between the Board and Mr. Jay Mehta."

**"RESOLVED FURTHER THAT,** notwithstanding anything to the contrary herein contained, where in any financial year, the company has no profits or its profits are inadequate, the Company will pay the remuneration by way of salary, perquisites and allowances as may be decided by the Board as the remuneration which shall not exceed the limits specified under Para 2 of Section II, Part II of Schedule XIII to the Companies Act, 1956, including any statutory modifications(s) or re-enactments(s) thereof for the time being in force."

**"RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to sign such documents and papers and file necessary forms with the Registrar of Companies and such other authorities as required and take such steps and to do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to and to implement the above resolution."

By Order of the Board of Directors

Jay Mehta  
Whole Time Director

Place: Mumbai  
Dated: May 29, 2009

**For JPT Securities Limited**

Director

Authorised Signatory

Notes:

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. The proxy in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- 2) If the appointer is a corporation, the proxy must be executed under its seal or the hand of its duly authorized officer or attorney.
- 3) The Register of Members and Share Transfer Books of the Company will be closed from August 18, 2009 to August 24, 2009 (both days inclusive) for the purpose of Annual General Meeting (AGM).
- 4) The members are requested to :
  - a) intimate to the Company (for shares held in physical form) and to their Depository Participant (DP) (for shares held in Dematerialised form) the changes, if any, in their registered address, ECS / Bank account number/ details, etc. at an early date;
  - b) quote ledger folio numbers/DP Identity and Client Identity Numbers in all their correspondence;
  - c) approach the Company for consolidation of folios, if shareholdings are under multiple folios;
  - d) get the shares transferred in joint names, if they are held in single name to avoid inconvenience;
  - e) bring their copies of the Annual Report and the Attendance Slip duly filled in for attending the Annual General Meeting;
  - f) intimate the Company the Permanent Account Number (PAN) allotted by the Income Tax Authorities for incorporation in the TDS Certificates, as may be applicable; and
  - g) Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their questions to the Compliance Officer, so as to reach at least seven days before the date of the Meeting, to enable the information required to be made available at the Meeting, to the best extent possible.

**Details of Directors seeking appointment / re-appointment in the Fifteenth Annual General Meeting to be held on Monday, 24th August, 2009**

Particulars	Mr. Sanjivi Sundar	Mr. J. Alexander	Mr. Jay Mehta
Qualifications	Masters Degree in Economics and Law	M.A. in English Language and Literature (First Class)	Master of Business Administration (Finance) Post Graduate Diploma in Management Studies Post Graduate Diploma in Computer Applications Bachelor of Engineering (Electronics)
Specialization/expertise	<ul style="list-style-type: none"> <li>• Urban Transportation;</li> <li>• Finance; and</li> <li>• Infrastructure Development</li> </ul>	<ul style="list-style-type: none"> <li>• Administration</li> </ul>	<ul style="list-style-type: none"> <li>• Finance</li> <li>• Administration</li> </ul>
Shareholding in the Company as on March 31, 2009	Nil	Nil	Nil
Chairman/member of the committees of other companies on which he is a director	<ul style="list-style-type: none"> <li>• Horizon Infrastructure Limited (Chairman)</li> <li>• Compensation/ Remuneration Committee of Horizon Infrastructure Limited (Chairman)</li> <li>• Finance Committee of Horizon Infrastructure Limited (Member)</li> <li>• Audit Committee of Dolphin Offshore Enterprises Limited (Chairman)</li> <li>• Remuneration Committee of Dolphin Offshore Enterprises Limited (Member)</li> <li>• Remuneration Committee of Nandi Economic Corridor Enterprises Limited (Chairman)</li> </ul>	<ul style="list-style-type: none"> <li>• SPR Sugar Pvt. Ltd. (non executive Chairman)</li> <li>• Symphony T. V. &amp; Entertainment Pvt. Ltd. (non executive Chairman)</li> </ul>	Nil

Particulars	Mr. Sanjivi Sundar	Mr. J. Alexander	Mr. Jay Mehta
Directorship of the companies as per disclosure required	<ul style="list-style-type: none"> <li>• Dolphin Offshore Enterprises Limited;</li> <li>• Horizon Infrastructure Limited;</li> <li>• Nandi Economic Corridor Enterprises Limited;</li> <li>• Nandi Infrastructure Corridor Enterprises Limited; and</li> <li>• Nandi Highway Developers Limited</li> </ul>	<ul style="list-style-type: none"> <li>• SPR Sugar Pvt. Ltd.</li> <li>• Chemm Finance Ltd.</li> <li>• Symphony T. V. &amp; Entertainment Pvt. Ltd.</li> <li>• Stumpp Schuele &amp; Somappa Springs Pvt. Ltd.</li> </ul>	Nil
Date of birth	March 13, 1939	August 8, 1938	October 23, 1974
Date of appointment	October 03, 2008	October 03, 2008	June 01, 2009

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

##### Item 5 & 6

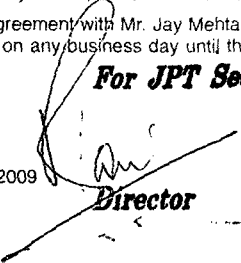
Mr. Jay Mehta was appointed as an additional director of the Company with effect from June 01, 2009 at the meeting of Board of Directors held on May 29, 2009 and at the same meeting he was appointed as the Whole Time Director designated as an Executive Director for a period of three years with effect from June 01, 2009. Mr. Jay Mehta holds office in such capacity up to the date of this Annual General Meeting of the Company in terms of Section 260 of the Companies Act, 1956. Your company is in receipt of a notice from a Member of the Company along with the requisite deposit, signifying his intention to propose the appointment of Mr. Jay Mehta as a Director of the Company.

The draft Agreement proposed to be entered with Mr. Jay Mehta inter alia contains details of salary of Rs.22 Lakhs per annum inclusive of all perquisites and allowances. The Agreement with Mr. Jay Mehta is terminable at any time by either party, by giving to other party three (3) month notice of such termination without assigning any reason, unless this condition is waived off by the company and neither party will have any claim against the other for damages or compensation by the reason of such termination. In any event, Mr. Jay Mehta shall not be entitled to any compensation in cases mentioned in section 318 (3) of the Act.

Mr. Jay Mehta, so long as he functions as such, shall not be paid sitting fees for attending meeting of the Board of Directors or Committee thereof.

**Statement pursuant to Clause B (iv) of Part II of Schedule XIII to the Companies Act 1956**

<b>Sl. No</b>	<b>Description</b>	<b>Information</b>
<b>1.</b>	<b>General Information</b>	
	a) Nature of industry	Financial Services
	b) Date or expected date of commencement of commercial production	Not Applicable
	c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
	d) Financial performance based on given indicators	Turnover: Rs.69.22 Lakhs Profit after tax: Rs. 35.38 Lakhs
	e) Export performance and net foreign exchange collaborations	Nil
	f) Foreign investments or collaborators, if any	Not Applicable
<b>2.</b>	<b>Information about the Appointee</b>	
	a) Background details	Mr. Jay Mehta, aged 35 years is a B.E (Electronics), Post Graduate Diploma in Computer Applications, Post Graduate Diploma in Management Studies, MBA (Finance). He has been associated with <ul style="list-style-type: none"> <li>- Early Stage Partners, Venture Capitalist Fund as a Consultant;</li> <li>- Palladian Research – Equity Research Firm, as Equity Research Associate,</li> <li>- Merrill Lynch Limited – International Investment Bankers / Brokers as Research Associate</li> <li>- Askar Capital Advisory Private Limited Capital Market Consultant as Associate</li> </ul>
	b) Past remuneration	Rs. 22.00 Lakhs p.a.
	c) Recognition or awards	Not Applicable

Sl. No	Description	Information
	d) Job profile and his suitability	Mr. Jay Mehta has requisite qualification and experience in the field of capital market and associated areas. Taking into consideration of his qualification & his knowledge of finance, administration and capital market ensures his candidature as the best possible for the said post.
	e) Remuneration proposed	Annual Salary of Rs. 22 Lakhs (inclusive of all perquisites and allowances)
	f) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	The remuneration of Mr. Jay Mehta is in consonance with the given criteria.
	g) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Not Applicable
3.	<b>Other Information</b>	
	a) Reasons of loss or inadequate profits	The Company has made profit of Rs. 35.38 Lakhs prior to appointment of Mr. Jay Mehta, Whole Time Director
	b) Steps taken or proposed to be taken for improvement	The Company has appointed Mr. Jay Mehta, Whole Time Director with his expertise in Capital Market globally; the Company is expecting to improve its profitability.
	c) Expected increase in productivity and profits in measurable terms	The Management is exploring the opportunity to increase the size of the business and activities.
4.	<b>Disclosures</b>	
	a) Mr. Jay Mehta is only managerial person, proposed to be appointed on an annual salary of Rs. 22 Lakhs (inclusive of all perquisites and allowances).	
	b) The disclosure regarding the other Directors as required under this part has already been included in the Corporate Governance Report and as far as Mr. Jay Mehta is concerned, he has been appointed after the closure of financial year and no remuneration has been paid during the financial year.	
	This explanatory statement along with the resolution may also be read and treated as an abstract in compliance with section 302 of the Act.	
	The Board of Directors recommends the resolution for approval of the members as a Special Resolution.	
	Except Mr. Jay Mehta, none of the directors may be deemed to be interested or concerned in the resolution.	
	The draft Agreement with Mr. Jay Mehta is available for inspection of members anytime between 10.00 am to 12.00 noon on any business day until the date of the meeting.	
	<b>For JPT Securities Limited</b>	By Order of the Board of Directors
	 <b>Director</b>	<b>Jay Mehta</b> Whole Time Director
	<b>Authorised Signatory</b>	

Place: Mumbai  
Dated: May 29, 2009



## JPT SECURITIES LIMITED

R-13 & 14, LGF, Ansal Chambers-II, 6, Bhikajicama Place, New Delhi-110066

### ATTENDANCE SLIP

Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.

I hereby record my presence at the 15th Annual General Meeting of the Company on August 24, 2009 at 2.30 P.M. at I-273, Sector -3, Bawana Industrial Area, Delhi.

\_\_\_\_\_  
Name of the Shareholder

\_\_\_\_\_  
Signature

Folio No. \_\_\_\_\_ No. of Shares: \_\_\_\_\_

DP ID No. \_\_\_\_\_

\_\_\_\_\_  
(Full name of Proxy)

**Note:** No Duplicate Attendance Slip will be issued at the meeting hall. You are requested to bring your copy of Annual Report to the Meeting.

## JPT SECURITIES LIMITED

R-13 & 14, LGF, Ansal Chambers-II, 6, Bhikajicama Place, New Delhi-110066

### PROXY FORM

I/We \_\_\_\_\_ of \_\_\_\_\_  
in the district of \_\_\_\_\_ being a member/members of the above named Company  
hereby appoint \_\_\_\_\_ of \_\_\_\_\_ in the district  
of \_\_\_\_\_ or failing him \_\_\_\_\_  
of \_\_\_\_\_ In the district of \_\_\_\_\_ as my / our  
proxy to vote for me/us on my our behalf at the 15th Annual General Meeting of the Company to be held on  
August 24, 2009 and at any adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2009.

Reg. Folio No. \_\_\_\_\_

DP ID no. \_\_\_\_\_

REVENUE STAMP

No. of Shares \_\_\_\_\_

Affix Rs. 1

Revenue  
Stamp

**Note:** This form in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not less than 48 hours before the meeting.

**DIRECTORS' REPORT**

To  
The Members,

Your Directors have pleasure in presenting the 15th Annual Report, together with the Audited Accounts of the Company for the year ended March 31, 2009.

**FINANCIAL HIGHLIGHTS**

The salient features of the Company's financial results for the year under review are as follows:

Particulars	Rs. In Lacs	
	March 31, 2009	March 31, 2008
Profit before Depreciation and Tax	69.23	44.50
Depreciation	-	18.71
Profit before Tax & STT	33.47	06.08
Securities Transaction Tax paid	-	-
Current Tax	07.25	-
Provision for FBT	-	0.03
Profit after Tax for the year	35.38	05.75

**DIVIDEND**

The Directors do not recommend any dividend for the year.

**REVIEW OF OPERATIONS**

The Company had an operating revenue of Rs. 69.22 lakhs during the year under review as compared to Rs. 44.49 lakhs for the previous year and the Company has made a profit before tax of Rs. 33.47 lakhs as compared to a profit of Rs. 6.08 lakhs during the previous year.

**REGISTERED OFFICE OF THE COMPANY**

During the year under review, the Company has shifted its Registered Office from C 271, Defence Colony, New Delhi – 110 024 to R-13 & 14, LGF, Ansal Chambers-II, 6, Bhikajicama Place, New Delhi -110066 with effect from April 6, 2009.

**DIRECTORS**

Mr. Jay Mehta was appointed as Additional Director and was subsequently appointed as the Whole Time Director w.e.f June 01, 2009 at the board meeting held on May 29, 2009 for a period of three years subject to the approval of shareholders at the ensuing Annual General Meeting.

In accordance with the provisions of Sections 255 and 256 of the Companies Act, 1956, Mr. J. Alexander and Mr. Sanjivi Sundar retire by rotation and being eligible, offer themselves for reappointment at the ensuing Annual General Meeting.

Brief resume of the Directors proposed to be appointed / reappointed, nature of their expertise in specific functional areas and names of companies in which they hold Directorships and Memberships / Chairmanships of board committees, are provided in the notice of the meeting.

**AUDITORS**

The Auditors M/s. Batra Sapra & Company, Chartered Accountants, New Delhi, retire at the conclusion of the forthcoming Annual General Meeting.

M/s. Batra Sapra & Company, Chartered Accountants, New Delhi, have confirmed that their appointment as statutory auditors of the Company for the financial year 2009-10 will be in compliance with Section 224(1B) of the Companies Act, 1956 and they offer themselves for appointment as statutory auditors of the Company for the financial year 2009-10 pursuant to Section 224 of the Companies Act, 1956.

**AUDITOR'S REPORT**

The Auditor's Report to the Shareholders does not contain any reservations, qualification or adverse remark.

## **CORPORATE GOVERNANCE**

The Company has been following the principles and practices of good Corporate Governance and has ensured due compliance of the requirements stipulated under clause 49 of the Listing Agreement with the Stock Exchange. A separate report on (a) Management Discussion and Analysis, (b) Corporate Governance and (c) Auditor's Certificate regarding compliance of conditions of Corporate Governance are annexed to the Annual Report.

## **LISTING AGREEMENT COMPLIANCES**

The Company's equity shares are listed on the Bombay Stock Exchange Limited ('BSE') and listing fees has been paid up to date.

The Company has duly complied with various requirements and compliances under various clauses of Listing Agreement from time to time, as required by the listed company.

## **SUBSIDIARY COMPANY**

The Company does not have any subsidiary companies.

## **FIXED DEPOSITS**

The Company has not accepted any fixed deposits from the public during the year under review.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

In terms of Section 217 (2AA) of the Companies Act, 1956, the Directors would like to state that: -

1. In the preparation of the annual accounts, the applicable accounting standards have been followed;
2. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review;
3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. The Directors have prepared the annual accounts on a going concern basis.

## **ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE**

The provisions of Section 217(1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in Report of the Board of Directors) Rules, 1988, relating to conservation of energy, technology absorptions is not applicable to the Company.

The Directors also certify that during the year, the Company had neither any income nor any expenses were incurred in Foreign Exchange.

## **PERSONNEL**

The information required pursuant to provisions of Section 217(2A) of the Companies Act, 1956 relating to the Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company, is not applicable to the Company.

## **ACKNOWLEDGEMENT**

Your directors are thankful to all the clients, shareholders, employees, bankers and financial institutions for their continued support during the year. The Directors appreciate the continued co operation received from various regulatory authorities.

**For and on behalf of the Board of Directors**

**J. Alexander**  
Chairman

Place: Mumbai

Date: May 29, 2009

## MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management Discussion and Analysis Report of the Company for the year 2008-09 are as under: -

### 1. Industry Structure And Developments

Our Company's business is to deal in capital market, financial services. The capital market and financial sector is showing sign of revival after formation of stable government at centre and clarity in government policies.

### 2. Opportunities and Threats

The Company is examining various new avenues of business in financial activities. Your Company intends to explore the business opportunities into property development/ management, infrastructure related projects and logistic related business.

### 3. Segment wise Performance

Total income earned by the Company for the year under review was Rs. 69.23 Lacs as compared to Rs. 44.50 Lacs and net profit for the year was Rs. 35.38 Lacs as compared to Rs. 5.75 Lacs.

### 4. Future Prospects & Outlook

In the forthcoming year, the Company envisages to identify new avenues of business activities and make use of opportunities available, besides strengthening its present operations. It aims to explore the opportunities in the field of infrastructure, project development and logistic related business.

### 5. Risk and Concerns

The company has advanced the funds in its routine business of finance with due prudence by Board of directors. All the risk associated with financing activities is also risk of the company.

### 6. Internal control system and their adequacy

The Company has adequate internal controls commensurate with its size to ensure protection of assets against loss from unauthorized use and all the transactions are authorized, recorded and reported correctly.

Besides, the Audit Committee reviews the internal controls at periodic intervals in close coordination with the Auditors.

### 7. Financial Performance

a) **Share Capital:** The Company's issued and subscribed share capital consists of Equity Share Capital only. The paid-up Share Capital of Company as at 31st March, 2009 stood at Rs. 300.60 Lacs comprising of 3006000 Equity Shares of Rs. 10/- each;

b) **Reserves and surplus:** During the year under review the reserves and surplus stood at Rs. 71.63 Lacs (previous year Rs. 36.24 Lacs);

c) **Current Assets & Current Liabilities:** The Current Assets and Current Liabilities for the period under review stood at Rs. 408.22 Lacs & Rs. 35.99 Lacs (Previous year Rs. 255.35 Lacs & Rs. 2.38 Lacs). The net current assets (current assets less current liabilities) at the end of the year stood Rs. 372.23 Lacs (Previous year Rs. 252.97 Lacs).

### 8. Human Resources

The Company has adequate human resources to man its various activities as of now. However, on taking up further new activities additional resources shall be made up accordingly from time to time.

### 9. Risk Management Framework

The Company has in place mechanisms to inform Board members about the risk assessment and minimization procedures and periodical reviews to ensure that risk is controlled by the executive management through the means of a properly defined framework.

**REPORT ON CORPORATE GOVERNANCE****A STATEMENT ON COMPANY'S PHILOSOPHY ON THE CODE OF CORPORATE GOVERNANCE:**

The Company believes that good corporate practices inculcate professional management, increases the value of stakeholders & customer satisfaction. These practices being followed by the Company have helped the Company in its growth.

**BOARD OF DIRECTORS:**

The Board of Directors provides strategic direction and thrust to the operations of the Company. The Board consists of seven Directors, of whom three are non executive independent Directors, three are non-executive non-independent Directors and one Whole Time Director. The Chairman of the Board is a non-executive, independent Director. The Constitution of the Board, in respect of appointment of independent directors, is in compliance with Clause 49 of the Listing Agreement.

During the financial year 2008-2009 the Board met 7 times on April 24, 2008, May 28, 2008, July 31, 2008, September 09, 2008, October 03, 2008, October 30, 2008 and January 30, 2009.

The details of various directors on the Board of the Company, the nature of their directorships, the number of directorships held by them in other companies as also the number of committee memberships or chairmanships held by them on the Audit Committees and the Shareholders'/ Investors' Grievance Committees of the companies as on March 31, 2009 is depicted in the table given below.

Name of Directors	Category of Directorship	Attendance Particulars			No. of outside Director ships****	No. of Committee (including in Company)	
		Meeting held during tenure of Director	Board Meetings	Last AGM		Chairman	Member
Mr. J. AlexanderS (Chairman)	Non Executive, Independent	3	2	-	-	-	-
Mr. Jay Mehta# (Whole Time Director)	Executive	1	-	-	-	-	-
Mr. Sanjivi Sundar*	Non Executive, Independent	3	1	-	5	1	1
Mr. Bhattachandra Bhalerao*	Non Executive, Independent	3	2	Yes	-	-	-
Mr. Nikhil Gandhi*	Non Executive, non Independent	3	-	-	11	1	-
Mr. N. Ravichandran*	Non Executive, Non Independent	3	3	-	10	1	2
Mr. Jai Prakash Rai*	Non Executive, Non Independent	3	1	-	-	-	-
Mr. J. P. Totla**	Non Executive, Non Independent	5	5	Yes	-	-	-
Mr. Sudhanshu Totla***	Non Executive, Non Independent	5	5	-	-	-	-
Mr. J. K. Bareja***	Non Executive, Non Independent	5	5	-	-	-	-
Mr. S.K. Jain***	Non Executive, Non Independent	5	4	-	2	-	-

S Appointed as a Director on October 3, 2008 and Chairman on May 29, 2009

\* Appointed as a Director on October 3, 2008.

\*\*Ceased to be Director on October 31, 2008.

\*\*\* Ceased to be Director on October 3, 2008.

\*\*\*\*Directorships held in foreign companies, private limited and section 25 companies are excluded.

#Appointed as an Additional Director and the Whole Time Director on June 01, 2009 at the board meeting held on May 29, 2009.

**AUDIT COMMITTEE:**

As a measure of good Corporate Governance and to provide assistance to the Board of Directors in fulfilling the Board's responsibilities, an Audit Committee is in existence. As on March 31, 2009, the Audit Committee consists of three independent directors namely Mr. Bhalchandra Bhalerao, Mr. Sanjivi Sundar, Mr. J. Alexander and one non-independent director, Mr. N. Ravichandran. Mr. Bhalchandra Bhalerao, an independent director is the Chairman of the committee.

The constitution, composition and terms of reference of the Audit Committee covers the matters specified under the provision of Section 292A of the Companies Act, 1956 and Clause 49 of the Listing Agreement.

**Terms of reference:**

1. Overview of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible information is disclosed.
2. Recommending the appointment, re-appointment and removal of the statutory auditors, fixation of audit fee and also approval for payment for other services.
3. Disclosure of contingent liabilities.
4. Reviewing with the management the annual financial statements before submission to the Board focusing on:
  - a. Matters to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956;
  - b. Any changes in accounting policies and practices;
  - c. Major accounting entries involving estimates based on judgment by management;
  - d. Significant adjustments arising out of audit findings;
  - e. Compliance with stock exchange and other legal requirements relating to financial statements;
  - f. Disclosure of any related party transactions as per Accounting Standard 18;
  - g. Qualifications in the draft audit report;
  - h. Compliance with accounting standards;
  - i. The going concern assumption
5. Reviewing with the management, the quarterly financial statements before submission to the Board for approval.
6. Reviewing with the management, performance of statutory and adequacy of the internal control systems.
7. Reviewing the findings of any internal investigations where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
8. Discussion with the statutory auditors before the audit commences, of the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
9. Looking into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors.

During the year under review the Audit Committee met five times on May 28, 2008, July 31, 2008, October 3, 2008, October 30, 2008 and January 30, 2009. Necessary quorum was present at all the meetings. The Attendance details of the Audit Committee Meetings are as follows:

Name of Directors	No. of Audit Committee meetings held during FY 2008-09	No. of meetings attended
Mr. Bhalchandra Bhalerao*	5	2
Mr. N. Ravichandran*	5	2
Mr. J. Alexander*	5	2
Mr. Sanjivi Sundar*	5	1
Mr. J. K. Bareja **	5	3
Mr. S. K. Jain **	5	3
Mr. Sudhanshu Totla **	5	3

\*Appointed as an Additional Director as on October 3, 2008

\*\*Resigned as Directors on October 3, 2008

**REMUNERATION COMMITTEE:****Brief Description of Terms of Reference**

The terms of reference of the Remuneration Committee include formulating policies on specific remuneration packages for all the Directors and designing and implementation of performance appraisal systems and discretionary performance bonus payments for them and such other functions as may be delegated to it by the Board of Directors.

The Remuneration Committee comprise of Mr. S. Sundar, Mr. Bhalchandra Bhalerao and Mr. Nikhil Gandhi. Mr. S. Sundar, an Independent Director is the Chairman of the Committee.

No meetings of the Committee were held during the year.

**Remuneration Policy**

The Company's remuneration policy is driven by the success and performance of the individual employee and the Company. Through its Compensation programme, the Company endeavours to attract, retain, develop and motivate a high performance workforce. The Company follows a compensation mix of fixed pay, benefits and Economic Value Analysis bases variable pay. Individual performance pay is determined by business performance and the performance of individuals measured through the annual appraisal process.

**Directors' Remuneration:**

The remuneration paid to the Directors' during the financial year was as follows:

Name of the Director	Sitting fees	Salary and allowances (Rs.) per annum
Mr. J. Alexander* (Chairman)	7500	Nil
Mr. Sanjivi Sundar*	7500	Nil
Mr. Bhalchandra Bhalerao*	7500	Nil
Mr. Nikhil Gandhi*	Nil	Nil
Mr. N. Ravichandran*	Nil	Nil
Mr. Jai Prakash Rai*	Nil	Nil
Mr. J. P. Totla**	Nil	264000
Mr. Sudhanshu Totla***	Nil	Nil
Mr. J. K. Bareja***	Nil	Nil
Mr. S.K. Jain***	Nil	Nil

\*Appointed as an Additional Director as on October 3, 2008

\*\*Resigned as Directors on October 31, 2008

\*\*\*Resigned as Directors on October 3, 2008

The Company does not have any Employee Stock Option Scheme (ESOS).

None of the Directors hold any equity shares in the Company as on March 31, 2009.

**SHARE TRANSFER / INVESTORS' GRIEVANCE COMMITTEE:**

This Committee consists of the three Directors viz. Mr. N. Ravichandran, Mr. J. P. Rai and Mr. B. S. Bhalerao. Mr. N. Ravichandran, Non Executive Director is the Chairman of the Committee.

The Committee, inter alia, approves issue of duplicate certificates and oversees and reviews all matters connected with the transfer of securities. The Committee looks into shareholders' complaints like transfer of shares, non receipt of balance sheet etc. The Committee oversees the performance of the Registrar and Share Transfer Agents, and recommends measures for overall improvement in the quality of investor services.

The Board has designated Mr. Aruna Kumar Sahu as the Compliance Officer of the Company.

Eleven meetings of the Share Transfer / Investor Grievance Committee were held on May 15, 2008, May 31, 2008, June 16, 2008, June 30, 2008, July 15, 2008, July 31, 2008, August 14, 2008, August 30, 2008, September 15, 2008, December 08, 2008 and January 30, 2009.

The attendance of each Member of the Committee is given below:

Name of Directors	No. of Meetings held during the year	No. of meetings attended
Mr. N. Ravichandran*	11	2
Mr. Bhalchandra Bhalerao*	11	2
Mr. J. P. Rai*	11	-
Mr. J. K. Bareja **	11	9
Mr. J. P. Totla ***	11	9

\*Appointed as an Additional Director as on October 3, 2008

\*\*Resigned as Directors on October 3, 2008

\*\*\*Resigned as Directors on October 31, 2008

A summary of complaints received and resolved by the Company during the period April 01, 2008 to March 31, 2009 is given below:

Particulars	No. of Complaints
Complaint received during the year	01
Complaints redressed during the year	01
Complaints Pending at the closing of the financial year	Nil

#### GENERAL BODY MEETINGS:

Date and venue of the last three Annual General Meetings:

Date	Venue	Time	No. of special resolutions passed
September 30, 2006	Registered Office	09.30 A.M.	No special resolution
September 29, 2007	Registered Office	09.30 A.M.	No special resolution
October 31, 2008	Registered Office	02.30 P.M.	Special Resolution u/s 163 approving maintenance of Register and Index of Members and Debenture holders at a Place other than Registered Office

#### Special resolutions passed last year through postal ballot:

During the financial year 2008-2009, no resolutions were passed through postal ballot.

#### DISCLOSURES:

##### Related Party Transactions

Disclosures on materially significant related party transactions appear at the appropriate place in the Notes to Accounts.

##### Details of non-compliance

There were no cases of non-compliance with Stock Exchange or SEBI regulations, nor any cases of penalties or strictures imposed by any Stock Exchange or SEBI or any other statutory authority for any violation related to the capital markets, during the last three years.

##### Whistle Blower Policy

The Company at present does not have a Whistle Blower Policy. However, any employee, if he / she desires, has free access to meet or communicate with the Audit Committee and report any matter of concern.

##### Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of this Clause

All the mandatory requirements of Clause 49 are complied with and the Company has fulfilled the non – mandatory requirement as prescribed in Annexure ID to the Clause 49 to the Listing Agreement with the Stock Exchange by setting Remuneration Committee; details of which have been given earlier in this report.



**CODE OF CONDUCT:**

The Board has laid down code of conduct for Board Members and for Senior Management of the Company. All the Board Members and Senior Management Personnel of the Company have affirmed compliance with the code of conduct. A certification to this effect as required by Clause 49 of the Listing Agreement is annexed to the Annual Report.

**CEO/CFO CERTIFICATION:**

In accordance with requirement of Clause 49(V) of the Listing Agreement, in absence of CEO/CFO of the Company, the Board of Directors of the Company have been furnished with the requisite certificate from Mr. N. Ravichandran, Director, which is annexed to the Annual Report.

**MEANS OF COMMUNICATION:**

The annual, half-yearly and quarterly results are published in one English newspaper and one Vernacular Newspaper.

The Company's financial results have been sent to BSE so that they may be posted on BSE's website and the Company notifies BSE in occurrence of any important events.

**SHAREHOLDERS' INFORMATION:****1. Annual General Meeting**

The fifteenth AGM of the Company will be held on Monday, August 24, 2009 at 2.30 p.m. at I-273, Sector -3, Bawana Industrial Area, Delhi.

**2. Financial Calendar (tentative)**

Tentative Schedule	Tentative Date
Financial reporting for the quarter ending 30th June 2009	July 2009
Financial reporting for the half year end and of the quarter 30th September 2009	October 2009
Financial reporting for the quarter ending 31st December 2009	January 2010
Financial reporting for the quarter and year ending 31st March 2009	April 2010 *
Annual General Meeting for the year ending 31st March 2009	September 2010

\*As provided under clause 41 of the listing agreement, Board may also consider publication of Audited results for the financial year 2008-2009 by June 30th 2010 instead of publishing unaudited results for the fourth quarter.

**3. Book Closure Dates:**

August 18, 2009 to August 24, 2009

**4. Dividend Payment Date:**

No dividend has been recommended on Equity shares for the year ended 31st March 2009.

**5. Listing of Shares on Stock Exchanges**

The shares of the Company are listed on Bombay Stock Exchange Limited. Annual Listing fees as prescribed for the year 2009-10 has been paid to the Stock Exchange.

**6. Stock Code**

(a) Scrip Code on BSE: 530985

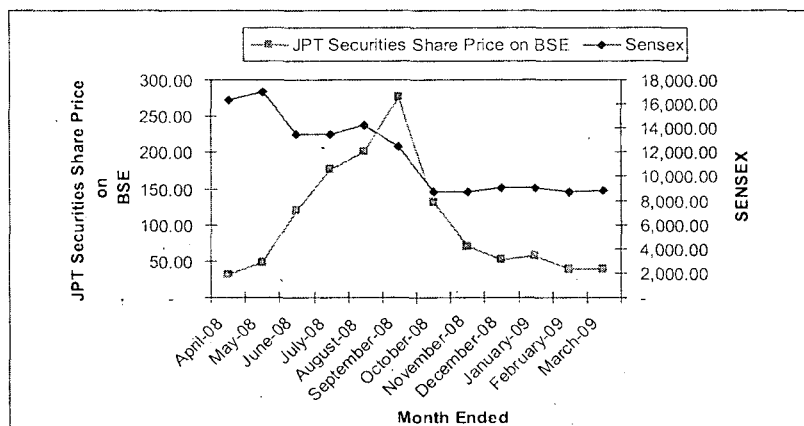
(b) Demat ISIN no: INE 630C01012

**7. Market Price Data**

High, Low during each month in last financial year

Month & Year	BSE	
	PRICE (RS.)	
	HIGH	LOW
April, 2008	39.30	23.30
May, 2008	63.05	31.00
June, 2008	174.80	63.25
July, 2008	234.05	120.70
August, 2008	239.25	160.55
September, 2008	353.25	198.25
October, 2008	188.35	71.35
November, 2008	90.05	51.45
December, 2008	65.15	38.20
January, 2009	69.20	44.15
February, 2009	46.90	31.10
March, 2009	50.75	26.25

8. Performance in comparison to broad-based indices such as BSE Sensex.



9. Registrars and Share Transfer Agents of the Company:

M/s MAS Services Limited  
 AB-4, Safdarjung Enclave  
 New Delhi-110029  
 Phone -011-26104142 & 26104326  
 Fax - 011-26181081  
 Email- mas\_serv@yahoo.com

**Share Transfer System**

The Board has delegated the authority for approving share transfer, transmission, etc, of the Company's securities to the Share Transfer and Shareholders/ Investor Grievances Committee. Trading in equity shares of the Company is permitted only in dematerialized form. Shares sent for transfer in physical form are registered and returned within a period of thirty days from the date of receipt of the documents, provided the documents are valid and complete in all respects.

The Company also obtains from a Company Secretary in practice, half yearly certificate of compliance with regards to the share transfer formalities as required under Clause 47(c) of the Listing Agreement with Stock Exchanges and files a copy of the certificate with the Stock Exchanges.

## 10. The Company's distribution of the Shareholding is given below as on March 31, 2009.

No. of equity shares held	No. of Shareholders	% to total Holders	No. of shares	% to total shares
Up to – 5000	2103	83.885	247372	8.229
5001 – 10000	202	8.057	164846	5.484
10001 – 20000	97	3.869	155050	5.158
20001 – 30000	38	1.516	94624	3.148
30001 – 40000	21	0.838	75417	2.509
40001 – 50000	10	0.399	47006	1.564
50001 – 100000	24	0.957	174519	5.806
100001 & above	12	0.439	2047166	68.103
<b>Total</b>	<b>2507</b>	<b>100.00</b>	<b>3006000</b>	<b>100.00</b>

## 11. Shareholding Pattern as on March 31, 2009

Category	No. of Holders	No. of shares	% of holding
Indian Promoters	2*	1806350	60.091
Foreign Promoters	-	-	-
Mutual Funds	-	-	-
Financial Institutions	-	-	-
Foreign Institutional Investors	-	-	-
Private Corporate Bodies	106	163397	5.436
Indian Public	2337	9792201	32.58
Foreign Nationals/NRIs	18	11404	0.379
Others (Clearing Members & Trust)	44	45648	1.520
<b>Total</b>	<b>2507</b>	<b>3006000</b>	<b>100</b>

\*There is only one Body Corporate, but due to its holding in two different depositories it is shown as 2.

## 12. Dematerialization of shares &amp; liquidity

As on March 31, 2009, 28,16,168 of the total equity capital is held in demat form with NSDL and CDSL. Around 93.68 % of the shares of the Company are in dematerialized form. Shares of the Company can be traded only in demat form on the Stock Exchanges. Shares of the Company are traded on BSE and hence ensure good liquidity for the investors.

## 13. GDRs/ADRs issued by the Company

There are no ADRs/GDRs/warrants or any convertible instruments issued by the Company.

## 14. Plant Locations: Not applicable

## 15. Addresses for Correspondence

Registered Office:	Corporate Office:
R-13 & 14, LGF, Ansal Chambers-II, 6, Bhikajicama Place, New Delhi-110066 Tel: 011 2616 8977 Fax: 011 2671 4763	B/315, 3rd Floor, Lotus House, 33A, New Marine Lines, Mumbai-400020 Tel: 022 2205 4262 Fax: 022 2205 4330

## 16. Address for Investor Correspondence:

For transfer/dematerialization of shares, payment of dividend on shares, corporate actions or change of address or any query relating to the Shares of the Company or for the annual report, or change of address or any other query, kindly contact our Registrar and Share Transfer Agent.

**CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE**

To the Shareholders of JPT Securities Limited,

We have examined the compliance of conditions of corporate governance by JPT Securities Ltd. for the year ended on 31st March 2009 as stipulated in Clause 49 of the Listing Agreement of the said company with Bombay Stock Exchange.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial Statement of the company.

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

We state that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Shareholders / Investors Grievance Committee.

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

**For Aashish K. Bhatt & Associates**  
Company Secretary in Practise

**Aashish Bhatt**  
Proprietor

Place: Mumbai

Date: May 29, 2009

**CERTIFICATE OF DIRECTOR ON FINANCIAL STATEMENTS UNDER CLAUSE 49 OF THE LISTING AGREEMENT**

To  
The Board of Directors,  
JPT Securities Limited

- (a) I have reviewed financial statements and the cash flow statement for the year and that to the best of my knowledge and belief:
- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) I further state that to the best of my knowledge and belief, no transactions entered into by the company during the year which 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 and I have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.
- (d) I have indicated to the auditors and the Audit committee:
- (i) significant changes in internal control over financial reporting during the year;
  - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - (iii) 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.

For JPT Securities Limited

**N. Ravichandran**  
Director

Place: Mumbai  
Date: May 29, 2009

**CHIEF EXECUTIVE OFFICER CERTIFICATION UNDER CLAUSE 49(1) (D) (II) OF THE LISTING AGREEMENT**

I, **N. Ravichandran**, Director of JPT Securities Limited hereby declare that, to the best of my information, all the Board Members and Senior Management Personnel of the Company have affirmed their compliance and undertaken to continue to comply with the Code of Conduct laid down by the Board of Directors of the Company for Board Members and Senior Management.

For JPT Securities Limited

**N. Ravichandran**  
Director

Place: Mumbai  
Date: May 29, 2009

## AUDITOR'S REPORT

To

The Members,

### JPT SECURITIES LIMITED

We have audited the attached Balance Sheet of **JPT SECURITIES LIMITED** as at March 31, 2009 and related Profit & Loss Account annexed thereto for the year ended on that date, which have signed under reference to this report. These financial statements are the responsibility of the management of the company. Our responsibility is to express an opinion on these financial statements based on our audit.

We have 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 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956 of India (The 'Act') and on the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of audit, we set out in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.

Further to our comments in the Annexure referred to above, we report that:

- (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
- (ii) In our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books;
- (iii) The balance sheet and profit and loss account dealt with by this report are in agreement with the books of account;
- (iv) In our opinion, the balance sheet and profit and loss Account dealt with by this report comply with the accounting standards referred to in sub-section 3 (c) of section 211 of the Companies Act, 1956;
- (v) On the basis of written representations received from the directors, as on March 31, 2009 and taken on record by the Board of Directors, we report that none of the directors is disqualified from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
- (vi) 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 March 31, 2009;
  - (b) in the case of the Profit and Loss Account, of the "Profit" of the company for the year ended on that date; and
  - (c) in the case of the Cash flow statement, of the cash flow for the year ended on that date.

For **BATRA SAPRA & COMPANY**  
Chartered Accountants

**K. S. Kamath**  
Partner

Membership No. 044492

Place: New Delhi

Date: May 29, 2009

**ANNEXURE TO THE AUDITOR'S REPORT**

Annexure referred to in Para 3 of our Report of even date on the financial statements for the year ended March 31, 2009 of **JPT SECURITIES LIMITED**. Based on the audit procedures performed for the purpose of reporting a true and fair view of the financial statements of the Company and taking into consideration the information and explanations given to us and the books and other records examined by us in the normal course of our audit, we report that,

- 1) (a) There are no Fixed assets at the end of the year. Hence this clause (a) and (b) are not applicable;  
(b) The company has disposed off all fixed assets during the year as a part of takeover agreement, however it has no bearing on the going concern assumption.
- (ii) (a) The company was in the business of dealing in shares and securities. There is no closing stock at the year end. Hence this clause (a) and (b) are not applicable;  
(b) The Company is maintaining proper records of inventory (shares and securities) as required in the normal course of business.
- (iii) (a) The Company has not granted unsecured loan to Companies covered in the register maintained under section 301 of the Companies Act, 1956;  
(b) The Company has not taken secured or unsecured loans from company and parties covered in the register maintained under section 301 of the Companies Act, 1956.
- (iv) In our opinion and according to the information and explanations given to us, there are generally adequate internal control systems commensurate with the size of the company and the nature of its business with regard to purchases of inventory and fixed assets and for sale of goods and services. During the course of audit, no major weaknesses in the internal controls have come to our notice.
- (v) (a) According to the information and explanations given to us, we are of the opinion that the particulars of parties referred to, in section 301 of the Act have been entered in the registered to be maintained under that section;  
(b) The transaction made in pursuance of such contracts or arrangements have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) In our opinion and according to the information and explanations given to us, the company has not accepted deposits from public.
- (vii) In our opinion, the company has in-house internal audit system commensurate with its size and nature of business.
- (viii) The Central Government has not prescribe maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956 for the nature of industry in which the Company is doing business.
- (ix) (a) According to the information and explanations given to us, the company is regular in depositing undisputed statutory dues including Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Cess and any other statutory dues with the appropriate authorities and no such undisputed amount is outstanding at the last day of the financial year for a period of more than six months from the date they became payable. As informed to us Provident Fund, Employees' State Insurance are not applicable;  
(b) The company has no disputed dues relating to Sales Tax, Service Tax, Custom Duty, Wealth Tax and Cess except Income Tax, which has not been deposited by the company with the appropriate authorities.
- (x) There are no accumulated losses of the Company at the end of the financial year.
- (xi) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to financial institutions or banks.
- (xii) In our opinion and according to the information and explanations given to us, the Company has not granted any loans or advances against security of pledge of shares, debentures and other securities.

- (xiii) In our opinion and according to the information and explanations given to us, this clause and sub clauses (a) to (d) are not applicable as the Company has not entered into business of Chit Fund, or related activities.
- (xiv) In our opinion and according to the information and explanations given to us, the Company is dealing or trading in shares, securities and proper records are maintained of the transactions and contracts and timely entries have been made therein. There is no stock of shares and securities held at the year end.
- (xv) In our opinion and according to the information and explanations given to us, the company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xvi) In our opinion and according to the information and explanations given to us, the company has not taken any term loans.
- (xvii) Based on an overall examination of the balance sheet of the company, prima-facie, no funds raised on short term basis have been used for long term investments.
- (xviii) In our opinion, the Company has not made any preferential allotment of shares to parties and Companies covered in the register maintained in pursuance of section 301 of the Companies Act, 1956.
- (xix) In our opinion and according to the information and explanations given to us, the Company has not issued any debentures during the year under review.
- (xx) The Company did not raise money through public issues during the year under review.
- (xxi) According to the information and explanations given to us & to the best of our knowledge or belief, no material fraud on or by the Company has been noticed or reported during the course of our audit

**For BATRA SAPRA & COMPANY**  
Chartered Accountants

**K. S. Kamath**  
Partner  
Membership No. 044492

Place: New Delhi

Date: May 29, 2009



**BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2009**

	Schedule	Current Year Amount (Rs.)	Previous Year Amount (Rs.)
<b>SOURCES OF FUNDS</b>			
Shareholders Funds			
Share Capital	1	30,060,000	30,060,000
Reserves and Surplus	2	7,162,512	3,624,372
		37,222,512	33,684,372
Deferred Tax Liability (Net)		-	916,738
<b>TOTAL</b>		<b>37,222,512</b>	<b>34,601,110</b>
<b>APPLICATION OF FUNDS :</b>			
Fixed Assets	3		
Gross Block		-	782,167
Less : Depreciation		-	449,473
NET BLOCK		-	332,694
INVESTMENT	4	-	8,971,445
Current Assets, Loans and Advances			
Inventories	5	-	10,648,778
Sundry Debtors	6	-	12,080,062
Cash and Bank Balances, Margin Money	7	86,094	2,629,064
Loans and Advances	8	40,735,761	176,814
		40,821,855	25,534,718
<b>LESS :</b>			
Current Liabilities and Provisions	9		
Current Liabilities		2,869,059	38,272
Provisions		730,284	199,475
		3,599,343	237,748
<b>NET CURRENT ASSETS</b>		<b>37,222,512</b>	<b>25,296,970</b>
<b>TOTAL</b>		<b>37,222,512</b>	<b>34,601,110</b>
Significant accounting policies and notes	15		

As per our report of even date.

For **BATRA SAPRA & COMPANY**  
Chartered Accountants

For and on behalf of the Board of Directors

K S Kamath  
Partner  
Membership No. 044492(J.P. Rai)  
Director(N. Ravichandran)  
DirectorPlace: New Delhi  
Date: May 29, 2009

**PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2009**

Particulars	Schedule	Current Year Amount (Rs.)	Previous Year Amount (Rs.)
<b>INCOME</b>			
Income from Operations	10	5,749,528	1,298,926
Profit on Sale of Investment - Short Term		832,212	770,667
- LongTerm		259,807	543,430
Profit on Sale of assets		(49,494)	1,361,619
Other Income	11	130,667	475,316
		<b>6,922,720</b>	<b>4,449,957</b>
<b>EXPENDITURE</b>			
Operating, Administrative & Other Expenses	12	3,170,902	1,017,150
Personnel Expenses	13	405,131	723,187
Interest	14	-	230,525
Depreciation	3	-	1,870,933
		<b>3,576,033</b>	<b>3,841,795</b>
Profit/(Loss) before tax		3,346,687	608,162
<u>Provision For Taxation</u>			
- Current Tax		725,000	-
- Fringe Benefit Tax		284	2,268
- For Deferred Taxes- Liability / (Asset)		(916,738)	30,546
Profit/(Loss) after tax		3,538,141	575,348
Balance brought forward		3,579,372	3,004,023
<b>PROFIT AVAILABLE FOR APPROPRIATION</b>		<b>7,117,512</b>	<b>3,579,372</b>
<b>APPROPRIATION TO :</b>			
Less: Transfer to Statutory Reserve Fund		707,628	-
Balance Carried to Balance Sheet		<b>6,409,884</b>	<b>3,579,372</b>
Earning per share (Basic and Diluted)		1.18	0.19
Significant accounting policies and notes	15		

As per our report of even date

For **BATRA SAPRA & COMPANY**  
Chartered Accountants

For and on behalf of the Board of Directors

**K S Kamath**  
Partner  
Membership No. 044492**(J.P. Rai)**  
Director**(N. Ravichandran)**  
DirectorPlace: New Delhi  
Date: May 29, 2009

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2009**

Particulars	Current Year Amount (Rs.)	Previous Year Amount (Rs.)
<b>A) Cash flow from operating activities</b>		
Net profit before tax & extraordinary items	2,621,403	605,894
Adjustment for		
Depreciation	-	1,870,933
Misc. Expenditure	-	-
Profit on Sale of Fixed Assets	-	-
Operating Profit before working capital changes	2,621,403	2,476,827
Adjustment for working capital Changes		
(Increase)/Decrease in Debtors	12,080,062	(10,950,958)
(Increase)/Decrease in Inventories	10,648,778	(1,375,545)
(Increase)/Decrease in Advance Payment	(40,558,947)	9,558
Increase/(Decrease) in Current Liability	2,830,787	13,244
Increase/(Decrease) in Provision	530,809	179,959
Cash generated from Operations	(11,847,109)	(9,646,915)
Direct taxes	-	-
Cash flow before extraordinary items	(11,847,109)	(9,646,915)
Extraordinary items	-	-
Cash flow from operating activities (A)	(11,847,109)	(9,646,915)
<b>B. Cash flow from Investing activities</b>		
Purchase of Fixed Assets	-	-
Sale of Fixed Assets	332,694	-
Purchase of Investment	-	(12,204,164)
Sale of Investment	8,971,445	25,440,856
Net cash used in Investment-activities (B)	9,304,139	13,236,692
<b>C. Cash flow from Financing activities</b>		
Increase/(Decrease) in Term Loan (Net of Repayment)	-	(2,928,753)
Increase/(Decrease) in Unsecured Loan (Net of Repayment)	-	-
Proceeds from issue of Share Capital	-	-
Dividend Paid (Net)	-	-
Net cash used in financing activities (C)	-	(2,928,753)
Net increase / decrease in cash and cash equivalents (A+B+C)	(2,542,970)	661,024
Cash & cash equivalents as at 01.04.2008	2,629,063	1,968,039
(Opening balance ) cash in hand & balance with banks		
Cash & cash equivalents as at 31.03.2009	86,094	2,629,063
(closing balance ) cash in hand & balance with banks		

Note: Figures in brackets represent outflows

**As per our report of even date**For **BATRA SAPRA & COMPANY**  
Chartered Accountants

For and on behalf of the Board of Directors

**K S Kamath**  
Partner  
Membership No. 044492**(J.P. Rai)**  
Director**(N. Ravichandran)**  
DirectorPlace: New Delhi  
Date: May 29, 2009

Schedules attached to and forming a part of the Balance Sheet as at 31<sup>st</sup> March, 2009  
and Profit and Loss Account for the year ended on that date.

	Current Year Amount (Rs.)	Previous Year Amount (Rs.)
<b><u>SCHEDULE : 1</u></b>		
<b><u>SHARE CAPITAL</u></b>		
<b>Authorised</b>		
40,00,000 (40,00,000) Equity Shares of Rs.10/- each	40,000,000	40,000,000
<b>Issued,Subscribed and paid up</b>		
30,06,000 (30,06,000) Equity Shares of Rs.10/- Each (Fully Paid up)	30,060,000	30,060,000
	<u>30,060,000</u>	<u>30,060,000</u>

**SCHEDULE : 2**

**RESERVES AND SURPLUS**

General Reserve	45,000	45,000
Statutory Reserve	707,628	-
Profit & Loss Account	6,409,884	3,579,372
	<u>7,162,512</u>	<u>3,624,372</u>

**SCHEDULE : 3**

**FIXED ASSETS**

(Rs.)

DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 1st April, 2008	Additions/ Adjustment during the year	Deductions/ Adjustments during the year	As at 31st March 2009	Upto 1st April 2008	Provided During the year	Deductions/ Adjustments during the year	Upto 31st March, 2009	As on 31st March, 2009	As on 31st March, 2008
Land	316,183	-	316,183	-	-	-	-	-	-	316,183
Vehicles	465,984	-	465,984	-	449,473	-	449,473	-	-	16,511
Total	782,167	-	782,167	-	449,473	-	449,473	-	-	332,694
Previous Year	27,977,929	-	27,195,762	782,167	14,337,821	1,870,933	15,759,281	449,473	332,694	13,640,108

**SCHEDULE: 4****INVESTMENT****Long Term Investment****a) (QUOTED: AT COST)**

	Quantity (Nos)	As at 31.03.09	As at 31.03.08
FACE VALUE OF 10 EACH			
NIL (22175) UCO BANK	0	-	548,016
NIL (3764) ALLAHABAD BANK	0	-	272,275
NIL (300) RELIANCE	0	-	413,658
NIL (500) Nector Life Science	0	-	72,025
NIL (7428) GTL INFRASTRUCTURE	0	-	74,280
NIL (2550) MONNET ISPAT	0	-	1,176,637
NIL (500) EMAMI	0	-	140,140
NIL (250) ERA CONSTRUCTION	0	-	125,776
NIL (3943) NUCHEM	0	-	36,946
NIL (3350) SUJANA METAL	0	-	98,367
NIL (762) RAJESH EXPORT	0	-	101,902
NIL (1800) ROLTA (Bonus Shares)	0	-	-
NIL (1524) RAJESH EXPORTS (Bonus Shares)	0	-	-
NIL (200) BALMER Lawrie and Company (Bonus Shares)	0	-	-
		-	<b>3,060,022</b>

**b) UNQUOTED SHARES: AT COST**

FACE VALUE OF 10 EACH	-	700.00
KHUSHAL SECURITIES PVT. LTD.		
(Previous year 70000 Equity Shares)		

**c) INVESTMENTS IN MUTUAL FUNDS**

ICICI PRUD. SERVICES INFRA FUND	-	811,423
(P.year 45,764.21 Units)		
LOTUS INDIA MUTUAL FUND	-	4,400,000
(P.year 311,067.24 Units)		
	-	<b>5,911,423</b>
<b>GROSS TOTAL OF INVESTMENT (QUOTED &amp; UNQUOTED)</b>	-	<b>8,971,445</b>

MARKET VALUE OF QUOTED INVESTMENTS	-	5,574,377
------------------------------------	---	-----------

Current Year Amount (Rs.)	Previous Year Amount (Rs.)
------------------------------	-------------------------------

**SCHEDULE: 5****INVENTORIES**

Closing Stock of Shares and Securities in hand	-	10,648,778
(at cost or market value whichever is lower)	-	<b>10,648,778</b>

	Current Year Amount (Rs.)	Previous Year Amount (Rs.)
<b><u>SCHEDULE: 6</u></b>		
<b><u>SUNDRY DEBTORS</u></b>		
(a) Debts due for a period exceeding six months	-	-
(b) Other debts	-	12,080,062
	<u>-</u>	<u>12,080,062</u>
<b><u>SCHEDULE: 7</u></b>		
<b><u>CASH, BANK BALANCES &amp; MARGIN MONEY</u></b>		
Cash on hand / Transit	46,183	9,833
Margin Money & Fixed Deposit	-	160,000
Balance with Scheduled Banks	39,911	2,459,231
(In Current Account)	<u>86,094</u>	<u>2,629,064</u>
<b><u>SCHEDULE: 8</u></b>		
<b><u>LOANS &amp; ADVANCES</u></b>		
(Unsecured & Considered Good)		
Advances	36,204,045	176,814
Inter Corporate Deposit	4,531,716	-
	<u>40,735,761</u>	<u>176,814</u>
<b><u>SCHEDULE: 9</u></b>		
<b><u>CURRENT LIABILITIES AND PROVISIONS</u></b>		
<b>A. <u>CURRENT LIABILITIES</u></b>		
<b><u>Sundry Creditors</u></b>		
Creditor For Expenses	2,869,059	38,164
Others - Duties and Taxes	-	108
	<u>2,869,059</u>	<u>38,272</u>
<b>B. <u>PROVISIONS</u></b>		
Provision for Expenses	5,000	1,000
Provision for Income tax	725,000	-
Provision for FBT	284	475
Provision for Retirement Benefits (Leave Encashment)	-	198,000
	<u>730,284</u>	<u>199,475</u>
<b><u>SCHEDULE: 10</u></b>		
<b><u>INCOME FROM OPERATIONS</u></b>		
Income / (Loss) from Capital Market Operations	574,528	(1,156,044)
Value of Electricity Units supplied to Tamil Nadu Electricity Board (TNEB)	-	2,454,969
Income from Finance Operation	5,175,000	-
	<u>5,749,528</u>	<u>1,298,926</u>

	Current Year Amount (Rs.)	Previous Year Amount (Rs.)
<b><u>SCHEDULE: 11</u></b>		
<b><u>OTHER INCOME</u></b>		
Interest from Bank (TDS Rs NIL, P.Y. Rs. 19007)	4,396	146,526
Interest on ICD (TDS Rs.8229/- P.Y. Rs. Nil)	39,945	-
Dividend (Investments)	8,800	279,984
Miscellaneous Income	-	6,621
Short term Income from Mutual Fund	77,527	42,184
	<b>130,667</b>	<b>475,316</b>

**SCHEDULE: 12**

**OPERATING, ADMINISTRATIVE AND OTHER EXPENSES**

Vehicle Running and Maintenance	-	16,722
Printing & Stationary	2,846	36,941
Books, Magazines & Periodicals	-	330
Auditors Remuneration	29,260	39,327
Advertisement	64,867	24,692
Insurance	-	168,651
Turnover charges	730	5,910
Rent Expenses	10,000	24,000
Telephone and Telegraph	4,320	9,021
Postage & Courier	200	8,000
Operating Expenses	2,742,400	379,869
Share Registrar's charges	-	32,918
Sitting Fees Expenses	22,500	7,500
Fee, Taxes & legal charges	107,342	60,011
Demat charges	3,514	10,558
Bank charges	3,885	11,300
Travelling & Conveyance	380	1,500
Director Travelling Expenses	4,719	-
Security Transaction Tax	172,562	179,899
Miscellaneous	1,377	-
<b>TOTAL</b>	<b>3,170,902</b>	<b>1,017,150</b>

**SCHEDULE : 13**

**PERSONNEL EXPENSES**

Salaries, Wages and Bonus	229,131	402,187
House Rent Allowance	44,000	123,000
Gratuity	110,000	-
Leave Encashment	22,000	198,000
	<b>405,131</b>	<b>723,187</b>

**SCHEDULE : 14**

**INTEREST**

Interest on Term Loan	-	230,525
	<b>-</b>	<b>230,525</b>

Schedules attached to and forming a part of the Balance Sheet as at 31<sup>st</sup> March, 2009 and Profit and Loss Account for the year ended on that date.

**SCHEDULE: 15**

**01. SIGNIFICATION ACCOUNTING POLICES**

**A. Basis of preparation of Accounts**

The financial statements are prepared on accrual basis, following the historical cost convention in accordance with the Generally Accepted Accounting Principles (GAAP) which are consistently adopted by the Company, and in compliance with the Accounting Standard issued by the Institute of Chartered Accountants of India and provisions of the Companies Act 1956, to the extent applicable.

**B. Fixed Assets**

Fixed Assets are stated at cost of acquisition, Less accumulated depreciation and impairment loss, if any.

**C. Depreciation**

The Company follows the written down value method of Depreciation (WDV). The Rates of Depreciation charged on all fixed assets are those specified in Schedule XIV to Companies Act.1956.

**D. Investments**

Long Term investments are stated at cost after providing for any diminution in value, if such demunition is of permanent nature. Current Investments are stated at lower of cost or market value.

**E. Revenue Recognition**

Significant items of Income and expenditure are recognised on Accrual basis, except those with significant uncertainties. Income on NPI is recognised on realization.

**F. Employee Benfits**

Short-term employee benfits are recognized as an expense at the undiscounted amount in the profit and loss account of the year in which the related service is render.

Post employment and other long term employee benefits are recognized as an expense in the profit and loss account for the year in which the employee has render services. The expense is recognized at the present value of the amount payable determined using actuarial valuation techniques. Actuarial gains and loss in respect of post employment and other long term benfits are charged to the profit and loss account.

**G. Provision for Current and Deferred Tax**

Provision for current tax is made after taking into consideration benfits admissable under the provisions of the Income tax Act,1961. Deferred tax resulting from "time differences" between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on balance sheet date. The effect of deferred tax asset & liabilities of a charge in tax rates is recognised in the profit & loss account in the year of change.

**02. NOTES ON ACCOUNTS**

- a. Previous year figures have been regrouped or rearrangeed wherever necessary.
- b. Figures are rounded of to nearest rupees.
- c. In the opinion of the Management current assets, advances are approximately of the value stated if realized in the ordinary course of business except otherwise stated.



## d. Related Party Disclosure: (As Identified By Management)

*List of Related Parties*

01. Major Shareholder having control over the company  
Awaita Properties Pvt. Ltd.
02. Key Management Personal  
Mr. Nikhil P. Gandhi (Non Executive Director)  
Mr. N.Ravichandran (Non Executive Director)  
Mr. Jagdish Prashad Totla (MD - resigned effective 31st October 2008)
03. Companies under Common Control  
Khusal Securities Pvt. Ltd.  
Awaita Properties Pvt. Ltd.  
SKIL Infrastructure Ltd.

## e. Disclosure of Related Party Transaction between the Company and related parties for the year end.

	As At 31 <sup>st</sup> March 2009 (Amount in Rs.)	As At 31 <sup>st</sup> March 2008 (Amount in Rs.)
01. Directors Remuneration (Salary) Mr. Jagdish Prashad Totla	264,000	384,000
02. Reimbursement of Expenses SKIL Infrastructure Ltd.	2,742,400	-
03. Sale of Shares Khusal Securities Pvt. Ltd.	91,040	-
04. Advance received (Liability) Awaita Properties Pvt. Ltd.	60,981	-

## f. Director's Remuneration :- Rs. 2,64,000/-

## g. Management has policy of making provision of leave encashment on accrual basis as per 'AS 15 regarding Retirement benefits'.

## h. Segment Information : The Company's main business is to act as broker, underwriters, moneylenders and financing. All other activities of the Company are related to the main business. As such there are no separate reportable segments, as per the Accounting Standard on 'Segment Reporting' (AS-17), issued by the institute of Chartered Accounts of India.

## i. The Company does not have on its records any intimation from suppliers regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure, if any, relating to amounts unpaid at the year end together with interest paid / payable as required under the said act have not been furnished.

## j. Payment to Auditors

	As At 31 <sup>st</sup> March 2009 (Amount in Rs.)	As At 31 <sup>st</sup> March 2008 (Amount in Rs.)
a) As Auditors	25,000	35,000
b) Service tax	2,575	4,327
c) Certification & Other Matters	16,751	-
<b>Total</b>	<b>44,326</b>	<b>39,327</b>

k. Deferred Tax Liability / (Asset) comprises mainly of the following

Particulars	As At 31 <sup>st</sup> March 2009 (Amount in Rs.)	As At 31 <sup>st</sup> March 2008 (Amount in Rs.)
<b>Deferred Tax Liability</b>		
On account of fixed assets	-	983,385
	-	983,385
<b>Deferred Tax Assets</b>		
Retirement Benefits	-	66,647
	-	66,647
<b>Deferred Tax Liability / (Asset) Net</b>	-	916,738

l. Earning Per Share

Particulars	As At 31 <sup>st</sup> March 2009 (Amount in Rs.)	As At 31 <sup>st</sup> March 2008 (Amount in Rs.)
Net Profit / (Loss) After Tax available for Equity Share Holders	3,538,141	575,348
Weighted Average Number of Equity Shares of Rs. 10/- each outstanding during the year	3,006,000	3,006,000
Basic / Diluted Earning Per Share Rs.	1.18	0.19

As per our report of even date

For BATRA SAPRA & COMPANY  
Chartered Accountants

For and on behalf of the Board of Directors

K S Kamath  
Partner  
Membership No. 044492

(J.P. Rai)  
Director

(N. Ravichandran)  
Director

Place: New Delhi  
Date: May 29, 2009

Disclosures of details as required by Revised Para 13 of Non Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 2007, earlier Para 9BB of Non Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998.

Rs. In Lakhs

**Liabilities Side**

	Amount Outstanding	Amount Overdue
1 Loans and Advances availed by the NBFCs inclusive of Interest accrued thereon but not paid	0.00	0.00
a. Debentures	0.00	0.00
Secured	0.00	0.00
Unsecured (other than falling within the meaning of Public Deposits)	0.00	0.00
b. Deferred Credits	0.00	0.00
c. Term Loans	0.00	0.00
d. Inter-corporate loans and borrowing	0.00	0.00
e. Commercial Paper	0.00	0.00
f. Other loans	0.00	0.00
<b>Total</b>	<b>0.00</b>	<b>0.00</b>

**Asset Side**

Rs. In Lakhs

	Amount Outstanding
2 Break up of Loans and Advances including bills receivables (other than those included in [4] below):	
a. Secured	0.00
b. Unsecured	0.00
<b>Total</b>	<b>0.00</b>
3 Break up of Leased Assets and stock on hire and other assets counting towards AFC activities	
(i) Lease assets including lease rentals under sundry debtors:	
a. Financial Lease	0.00
b. Operating Lease	0.00
(ii) Stock on hire including hire charges under sundry debtors:	
a. Assets on hire	0.00
b. Repossessed Assets	0.00
(iii) Other loans counting towards AFC activities:	
a. Loans where assets have been repossessed	0.00
b. Loans other than (a) above	0.00
<b>Total</b>	<b>0.00</b>

**Asset Side**

**Rs. In Lakhs**  
**Amount**  
**Outstanding**

**4 Break-up of Investments:****Current Investments:****1. Quoted:****(i) Shares:****a. Equity****0.00****b. Preference****0.00****(ii) Debentures and Bonds****0.00****(iii) Units of Mutual Funds****0.00****(iv) Government Securities****0.00****(v) Others****0.00****Total****0.00****2. Unquoted:****(i) Shares:****a. Equity****0.00****b. Preference****0.00****(ii) Debentures and Bonds****0.00****(iii) Units of Mutual Funds****0.00****(iv) Government Securities****0.00****(v) Others****0.00****Total****0.00****Long Term Investments:****1. Quoted:****(i) Shares:****a. Equity****0.00****b. Preference****0.00****(ii) Debentures and Bonds****0.00****(iii) Units of Mutual Funds****0.00****(iv) Government Securities****0.00****(v) Others****0.00****Total****0.00****2. Unquoted:****(i) Shares:****a. Equity****0.00****b. Preference****0.00****(ii) Debentures and Bonds****0.00****(iii) Units of Mutual Funds****0.00****(iv) Government Securities****0.00****(v) Others****0.00****Total****0.00**

5 Borrower group-wise classification of assets financed as in (2) and (3) above:

Category	Amount net of provisions		
	Secured	Unsecured	Total
1. Related Parties			
a. Subsidiaries	0.00	0.00	0.00
b. Companies in the same group	0.00	0.00	0.00
c. Other related parties	0.00	0.00	0.00
2. Other than related parties	0.00	0.00	0.00
<b>Total</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

6 Investor group-wise classification of all investments (current and long term) in shares and securites (both quoted and unquoted):

Category	Market Value /	Book Value
	Break up of fair value or NAV	(Net of Provisions)
1. Related Parties		
a. Subsidiaries	0.00	0.00
b. Companies in the same group	0.00	0.00
c. Other related parties	0.00	0.00
2. Other than related parties	0.00	0.00
<b>Total</b>	<b>0.00</b>	<b>0.00</b>

7 Other Information

	Amount
(i) Gross Non-performing Assets	
a. Related parties	0.00
b. Other than related parties	0.00
(ii) Net Non-performing Assets	
a. Related parties	0.00
b. Other than related parties	0.00
(iii) Assets acquired in satisfaction of debt	0.00

As per our report of even date

For BATRA SAPRA & COMPANY  
Chartered Accountants

For and on behalf of the Board of Directors

K S Kamath  
Partner  
Membership No. 044492

(J.P. Rai)  
Director

(N. Ravichandran)  
Director

Place: New Delhi  
Date: May 29, 2009

**BALANCE SHEET ABSTRACTS AND BUSINESS PROFILE:**

Information pursuant to the provisions of Part IV of Schedule VI of the Companies Act, 1956.

**I Registration Details**

Registration. No.

L 6 7 1 2 0 D L 1 9 9 4 P L C 0 5 8 4 0 8

State Code

5 5

Balance Sheet Date

M A R C H 3 1 , 0 9

**II Capital raised during the year**

(Amt. in Rs.)

Public Issue

N I L

Right Issue

N I L

Bonus Issue

N I L

Private Placement

N I L

**III Position of Mobilization and Deployment of Fund**

(Amt. in Rs.)

Total Liabilities

3 7 2 2 2 5 1 2

Total Assets

3 7 2 2 2 2 1 2

**IV Sources of Funds**

Paid up Capital

3 0 0 6 0 0 0 0

Reserves &amp; Surplus

7 1 6 2 5 1 2

Secured Loans

N I L

Unsecured Loans

N I L

Deferred Tax

N I L

Application of Funds

Net Fixed Assets:

N I L

Investments:

N I L

Net Current Assets:

3 7 2 2 2 5 1 2

Miscellaneous Expenditure:

N I L

**V Performance of the Company**

(Amt. in Rs.)

Turnover including other income

6 9 2 2 7 2 0

Total Expenditure including Depreciation

3 5 7 6 0 3 3

Profit Before Tax

3 3 4 6 6 8 7

Profit After Tax and adjustment

3 5 3 8 1 4 1

Earning Per Share:

1 1 8

Dividend Rate:

N I L

**VI Generic Names of the Three Principal Products / Services of the Company**

(As per monetary terms)

Item Code No. (ITC Code) : N o t A p p l i c a b l e

Product Description : N o t A p p l i c a b l e

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**JPT SECURITIES LIMITED**

R-13 & 14, LGF, Ansal Chambers-II, 6,  
Bhikajicama Place, New Delhi-110066

MEMBERS PLEASE NOTE THAT NO  
GIFTS/GIFTCOUPONS SHALL BE  
DISTRIBUTED AT THE MEETING