

18th Annual Report 2012 - 2013

Board of Directors

Arun Kr. Agarwal
Ravi Kr. Newatia
Prasanta Dhar
Ashok Bothra

Chairman & Managing Director
Executive Director
Independent Director
Independent Director

Compliance Officer

Ms. Suruchi Garodia

Registered Office

53-A, Mirza Ghalib Street
4th Floor
Kolkata-700 016

Bankers

IndusInd Bank Limited

Auditors

Mukesh Choudhary & Associates
Chartered Accountants
Commerce House
2-A, Ganesh Chandra Avenue
Kolkata - 700 013

Registrar & Share Transfer Agent

Purva Sharegistry (India) Pvt. Ltd.
No. 9, Shiv Shakti Ind. Estate
Gr. Floor, J. R. Boricha Marg
Lower Parel, Mumbai-400 011

Annual General Meeting

Date : 24th September 2013
Time : 11.00 A.M.
Venue : 53-A, Mirza Ghalib Street
4th Floor, Kolkata-700 016

Contents

- ❖ Notice
- ❖ Directors' Report
- ❖ Management Discussions & Analysis
- ❖ Report on Corporate Governance
- ❖ Auditors' Certificate on Corporate Governance
- ❖ Secretarial Compliance Report
- ❖ Auditors' Report
- ❖ Balance Sheet
- ❖ Statement of Profit & Loss Account
- ❖ Statement of Cash Flow
- ❖ Notes on Financial Statements

Members are requested to bring their copy of Annual Report at the time of Meeting

NOTICE

Notice is hereby given that the Eighteenth Annual General Meeting of the members of Dynamic Portfolio Management & Services Limited will be held on Tuesday, the 24th day of September, 2013 at 11.00 A.M. at 53-A, Mirza Ghalib Street 4th Floor, Kolkata-700 016 to transact the following businesses as :

ORDINARY BUSINESS :

1. To receive, consider and adopt the Directors' Report and Audited Statement of Accounts for the year ended 31st March 2013.
2. To appoint a Director in place of Mr. Ashok Bothra, who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and thought fit, to pass, with or without modification(s), the following Resolution, as an Ordinary Resolution:

“RESOLVED THAT M/s. Mukesh Choudhary & Associates, Chartered Accountants, Kolkata be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting, to examine and audit the accounts of the Company for the financial year 2013-2014, at such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors plus reimbursement of out of pocket expenses and applicable taxes.”

Kolkata, May 30, 2013

By order of the Board
For Dynamic Portfolio Management & Services Limited

Registered Office :

53-A, Mirza Ghalib Street
4th Floor, Kolkata-700 016

Arun Kumar Agarwal
Chairman & Managing Director

Dynamic Portfolio Management & Services Limited

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 the proxy need not be a member of the Company.
2. Proxies, in order to be effective, must be received at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.
3. The Register of Member and the Share Transfer Books of the Company will remain closed from 17th September 2013 to 24th September 2013 (both days inclusive).
4. Shareholders/Investors are advised to send their queries/complaints through the dedicated e-mail Id dpms.kolkata@gmail.com for quick and prompt redressal of their grievances.
5. The Shares of the Company are mandated by the Securities & Exchange Board of India (SEBI) for trading in dematerialized form by all investors.
6. The identity/signature of Members holding shares in electronic/demat form is liable for verification with the specimen signatures furnished by NSDL/CDSL. Such Members are advised to bring the relevant identity card issued by the Depository Participant to the Annual General Meeting.
7. Members desirous of getting any information about the accounts of the Company, are requested to send their queries so as to reach at-least ten days before the meeting at the Registered Office of the Company, so that the information required can be made readily available at the meeting.
8. Members are requested to intimate change in their address immediately to M/s Purva Sharegistry (India) Pvt. Ltd., the Company's Registrar and Share Transfer Agents, at their office at 9, Shiv Shakti Ind. Estate, Ground Floor, J. R. Boricha Marg, Lower Parel, Mumbai-400 011.
9. Members holding shares in physical form in the same set of names under different folios are requested to apply for consolidation of such folios along with relevant Share Certificates to M/s Purva Sharegistry (India) Pvt. Ltd., Registrar and Share Transfer Agents of the Company, at their address given above.
10. Pursuant to SEBI Circular, the Shareholders holding shares in physical form are requested to submit self attested copy of PAN at the time of sending their request for share transfer/transmission of name/transposition of name.
11. Members holding shares in physical form and wishing to avail of the nomination facility, are requested to send the duly filled in nomination in the prescribed form (form 2B) to M/s Purva Sharegistry (India) Pvt. Ltd., Registrar and Share Transfer Agents of the Company, at their address given above or to the Compliance Officer at the Registered Office of the Company.
12. Members are requested to bring copies of Annual Report to the Annual General Meeting.
13. Members/Proxies should bring the attendance slip duly filed in and signed for attending the meeting.
14. Members are requested to quote Folio Number/DP ID & Client ID in their correspondence.
15. The Equity shares of the Company are listed on Calcutta & Bombay Stock Exchanges and Listing Fees for the financial year 2013-2014 have been paid to both the Stock Exchanges.
16. **Details of Director seeking re-appointment in the 18th Annual General Meeting on 24th September 2013 (in term of Clause 49 of the Listing Agreement)**

Kolkata, May 30, 2013

By order of the Board
For Dynamic Portfolio Management & Services Limited

Registered Office :

53-A, Mirza Ghalib Street
4th Floor, Kolkata-700 016

Arun Kumar Agarwal
Chairman & Managing Director

Dynamic Portfolio Management & Services Limited

<p><u>Ashok Bothra</u></p> <p>Fathers' Name</p> <p>Date of Birth</p> <p>Date of Appointment</p> <p>Expertise in specific functional areas</p> <p>Years of Experience</p> <p>Qualifications</p> <p>List of outside Directorship held</p> <p>Member of Committee on the Board</p> <p>Member/Chairman of Committee in other Companies</p> <p>No. of Shares held in own name or in the name of Relatives</p>	<p>K. C. Bothra</p> <p>8th August 1965</p> <p>15th January 2010</p> <p>In depth knowledge of Company Law, Accounts, Audit, Taxation & Capital Market related activities</p> <p>16 Years</p> <p>B.Com.</p> <ol style="list-style-type: none"> 1. Anugraha Jewellers Limited 2. Global Infratech & Finance Limited 3. JMD Telefilms Industries Limited 4. Unisys Softwares & Holding Industries Ltd. 5. GCM Securities Limited <p>Member – Audit Committee & Share Transfer Committee</p> <p>Chairman – Investor Grievance Committee</p> <ul style="list-style-type: none"> • Global Infratech & Finance Ltd. <ul style="list-style-type: none"> ❖ Member - Audit Committee & Share Transfer Committee. ❖ Chairman – Investor Grievance Committee • JMD Telefilms Industries Limited <ul style="list-style-type: none"> ❖ Member - Audit Committee & Share Transfer Committee. ❖ Chairman – Investor Grievance Committee • Unisys Softwares & Holding Industries Ltd. <ul style="list-style-type: none"> ❖ Chairman - Audit Committee and Share Transfer Committee ❖ Member - Investor Grievance Committee <p>Nil</p>
---	--

Kolkata, May 30, 2013

By order of the Board
For Dynamic Portfolio Management & Services Limited

Registered Office :
53-A, Mirza Ghalib Street
4th Floor, Kolkata-700 016

Arun Kumar Agarwal
Chairman & Managing Director

Dynamic Portfolio Management & Services Limited

Directors' Report

To
The Members,

Your Directors have pleasure in presenting the Eighteenth Annual Report of your Company together with the Audited Statements of Accounts for the financial year ended March 31, 2013.

(` in Lac)

Financial Results	Year Ended 31.03.2013	Year Ended 31.03.2012
Income	103.16	105.26
Profit before Tax & Extraordinary Items	4.38	21.17
Less : Provision for Taxation	2.05	7.23
Profit after Tax	2.33	13.94
Less : Extra Ordinary Items	0.00	0.00
Profit available for appropriation after adding to its Previous Years b/f	2.33	13.94
Appropriated as under :		
Transfer to General Reserve	0.00	0.00
Balance carried forward to Next Year	-2.07	-4.40

OVERVIEW OF ECONOMY

According to the latest estimates, Indian Economy grew by 5% in FY 2013, reflecting lower than expected growth in both industry and services sectors. Inflation also was at elevated levels. However with commodity and crude oil prices on the decline from the peak and with various policy initiatives coming through, the Economy is estimated to grow by around 6% in FY2014 with lower Inflation.

OVERALL PERFORMANCE & OUTLOOK

The Business environment remains extremely challenging and the recessionary economic conditions leading to slowdown in demand and inflation pushed scale up of input costs left its adverse imprint on overall performance for 2012-2013. Directors are pleased to inform that in spite of difficult times, your Company, based on its intrinsic strength, has broadly maintained its track record of profit making Company. During the year, the Company registered a Gross Sales/Revenue of ` 103.16 Lac as compared to profit of ` 105.26 Lac in previous financial year. PBT Margin during the year remains ` 4.38 Lac in comparison to last years' figure of ` 21.17 Lac whereas Net Profit remains at ` 2.33 Lac in comparison to last years' figure of ` 13.94 Lac.

The Company is in to the Business of lending its surplus fund in to the Capital and Money Market as well as to lending money to Corporate and HNIs.

The outlook for the current year is challenging mainly due to sluggish economy. However, your Company expects to grow despite the adverse environment due to its commitment to clients of the Company.

DIVIDEND

In view of inadequate profit and in order to meet financial requirements to implement its future plans, your Directors do not propose any dividend for the year under review.

SUBSIDIARY COMPANY

The Company does not have any subsidiary.

MANAGEMENT DISCUSSION & ANALYSIS

As required by Clause 49 of Listing Agreement, the Management Discussion and Analysis is annexed and forms part of the Directors' Report.

MANAGEMENT

There is no Change in Management of the Company during the year under review.

DIRECTORS

During the year, both Mr. Ritesh Kr. Newatia and Mr. Vikash Kr. Agarwal have retired from the Board in the recently concluded Annual General Meeting. Your Directors wish to place on record their appreciation for the guidance and inputs provided by both Mr. Ritesh Kr. Newatia and Mr. Vikash Kr. Agarwal during their tenure as Directors of your Company.

In accordance with the provisions of Act and Articles of Association of your Company, Mr. Ashok Bothra, Director of your Company, retires by rotation and being eligible, offers himself for re-appointment at the ensuing Annual General Meeting.

Further, none of the Directors of the Company are disqualified under section 274(1)(g) of the Companies Act 1956.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 217 (2AA) of the Companies (Amendment) Act, 2000 the Directors confirm that:

1. In the preparation of the annual accounts, for the year ended 31st March 2013, all the applicable accounting standards prescribed by the Institute of Chartered Accountants of India have been followed;
2. The Directors had adopted such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
3. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
4. The Directors had prepared the annual accounts on a going concern basis.

STATUTORY INFORMATION

The Company being basically into the Financing and Capital Market, requirement, regarding and disclosures of Particulars of conservation of energy and technology absorption prescribed by the rule is not applicable to us.

INFORMATION TECHNOLOGY

Your Company believes that in addition to progressive thought, it is imperative to invest in Information and Technology to ascertain future exposure and prepare for challenges. In its endeavor to obtain and deliver the best, your Company has tie-ups with an IT solution Company to harness and tap the

latest and the best of technology in the world and deploy/absorb technology wherever feasible, relevant and appropriate.

RESEARCH & DEVELOPMENT

The Company believes that technological obsolescence is a reality. Only progressive research and development will help us to measure up to future challenges and opportunities. We invest in and encourage continuous innovation. During the year under review, expenditure on research and development is not significant in relation to the nature size of operations of your Company.

AUDITORS

The Auditors M/s Mukesh Choudhary & Associates, Chartered Accountants, Kolkata holds the office until the conclusion of ensuing Annual General Meeting. Your Company has received certificate from the Auditors U/S 224(1B) of the Companies Act, 1956 to the effect that their reappointment if made, will be within the limit prescribed. The shareholders are requested to appoint Auditors and fix their remuneration.

COMMENTS ON AUDITOR'S REPORT :

The notes referred to in the Auditor's Report are self explanatory and as such they do not call for any further explanation as required under section 217(3) of the Companies Act, 1956.

PARTICULARS OF EMPLOYEES

People are the backbone of our operations. It is a matter of great satisfaction for our Company that our employees have been very supportive of the Company's plan. By far the employee's relations have been cordial throughout the year.

The information as required by provisions of section 217(2A) of the Companies Act, 1956 read with the companies (Particular of employees) amendments rules, 1975 is reported to be NIL.

PARTICULARS UNDER SECTION 217 (1) (E) OF THE COMPANIES ACT, 1956

Since the Company is into the Business of Financing (NBFC Activities) and into the Investing activities in Shares and Securities; hence the information regarding conservation of energy, Technology Absorption, Adoption and innovation, the information required under section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules 1975, is reported to be NIL.

FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company has not earned or used foreign exchange earnings/outgoings during the year under review.

PUBLIC DEPOSITS

During the year under review, your Company has not accepted any deposits from the public within the meaning of section 58A of the Companies Act 1956 and the rules there under.

REPORT ON CORPORATE GOVERNANCE

The Company conforms to the norms of Corporate Governance as envisaged in the Companies Act, 1956 and the Listing Agreement with the Bombay Stock Exchange Limited. Pursuant to Clause 49 of

the Listing Agreement, a Report on the Corporate Governance and the Auditors Certificate on Corporate Governance are annexed to this report.

APPRECIATION

Your Directors wish to place on record their appreciation towards the contribution of all the employees of the Company and their gratitude to the Company's valued customers, bankers, vendors and members for their continued support and confidence in the Company.

Dynamic Portfolio Management & Services Limited

Kolkata, May 30, 2013

By order of the Board
For Dynamic Portfolio Management & Services Limited

Registered Office :

53-A, Mirza Ghalib Street
4th Floor, Kolkata-700 016

Arun Kumar Agarwal
Chairman & Managing Director

Management Discussion & Analysis**MACRO ECONOMIC ENVIRONMENT**

The year 2012 had been a year of slow growth world over and as per IMF forecast Global Economy is likely to show a growth of 3.3% during 2013 as compared to growth of 3.2% during 2012. The Global Economies witnessed a subdued growth with diverging growth paths across major economies. US economy which has registered a modest recovery is again subject to the adverse impact of the budget sequestration which will gradually gain pace during 2013. Japan's economy has shown signs of improvement on account of monetary and fiscal stimulus undertaken. The sovereign debt crises and the danger of a banking system meltdown in peripheral euro zone countries coupled with contraction in its major economies like Germany has resulted in negative growth in Euro zone.

The growth in the Emerging Market Economies which are viewed as growth engines of the world economy world over have also slowed down with Brazil and South Africa registering accelerated growth where as Russia, China and India a lower growth.

According to the Central Statistics Office's advance estimate of GDP growth, Indian Economy is expected to grow at 5% during the year 2012-13 as compared to a growth of 6.21% registered during 2011-12. This has been mainly on account of weak industrial activity compounded by domestic supply bottlenecks and slackening of external demand. This has also slowdown the growth in the service sector which has been the main driver of the growth.

The Reserve Bank of India in order to strike a balance in growth- inflation dynamics has initiated various measures during 2012-2013 to provide greater liquidity to financial system. This has resulted in moderating the headline inflation within its acceptable level. The food inflation as measured by new combined (rural and urban) consumer price index (CPI) remains in double digit is a cause of concern. The measures initiated are expected to result in moderate growth in GDP in the second half of 2013-2014.

REVIEW OF OPERATIONS

The performance of the Company for the current financial year was affected badly due to negative sentiments, lack of liquidity in Capital Market as well as fear of bad loans in the Money Market.

The Company registered a Gross Sales/Revenue of ` 103.16 Lac as compared to profit of ` 105.26 Lac in previous financial year. PBT Margin during the year remains ` 4.38 Lac in comparison to last years' figure of ` 21.17 Lac whereas Net Profit remains at ` 2.33 Lac in comparison to last years' figure of ` 13.94 Lac.

BUSINESS SEGMENT

During the year, the Company was into the business of Investment in Capital Market and is doing NBFC or financing activities in accordance with the Accounting Standard 17 notified by Companies (Accounting Standards) Rules 2006.

OPPORTUNITIES

The Indian money market is "a market for short-term and Long term funds with maturity ranging from overnight to one year and includes financial instruments that are deemed to be close substitutes of money. It is diversified and has evolved through many stages, from the conventional platform of

treasury bills and call money to commercial paper, certificates of deposit, repos, FRAs and IRS more recently.

The Indian money market consists of diverse sub-markets, each dealing in a particular type of short-term credit. The money market fulfills the borrowing and investment requirements of providers and users of short-term funds, and balances the demand for and supply of short-term funds by providing an equilibrium mechanism.

In Stock Market or Capital Market, the first and foremost thing of strength is its ability to provide high return. SEBI is a regulatory body of Indian stock market which protects the interest of the investors which is an added benefit of Stock Market. Large number of securities which provides medium for investment and thus people can make money by way of investing wisely in Stock Market. Large numbers of Brokers are there in Market who plays a role of facilitator for investment.

THREATS & CONCERNS

The Indian economy is caught between low growth and stubbornly high inflation. Last month, the International Monetary Fund (IMF) revised the year-over-year GDP growth forecast of India to 5.7 percent for 2013, down from its January estimate of 5.9 percent. The IMF attributed structural factors as the primary reasons for the poor performance, rather than the cyclical factors cited by the government last month. Additionally, the IMF expects consumer-price inflation to remain at around 10 percent in 2013 due to a rise in food and fuel prices. Lately, there have been signs of easing inflationary pressures. The wholesale-price inflation has steadily decreased since late 2012, while consumer-price inflation went below 10 percent this May, as the economy operates below capacity. However, the government's attempt to reduce the fuel subsidy bill by raising administered fuel prices will likely reverse the fall in inflation in the remaining part of the year.

The situation for India is unique because both fiscal and monetary policies have had limited flexibility to bail out the economy. High fiscal and current-account deficits restrict the government's ability to undertake proactive stimulus programs to boost the economy. The level of domestic inflation remains higher than the Reserve Bank of India's (RBI's) comfort level, which limits the RBI's ability to ease monetary policy further. Despite such pressures, the RBI is expected to reduce the policy rates, though marginally, in order to boost economic activity in the country.

Fiscal deficit is expected to be 5.3 percent of GDP in 2012–2013, while the current account recorded the largest-ever deficit of 6.7 percent of GDP in the third quarter of 2012–2013. The government's strategy of fiscal consolidation has repeatedly gone off course since 2008 due to a series of unfavorable developments. Since last September, the government has taken bold measures to cut down fuel subsidies to prop up public finance, helping the government to restrict the fiscal deficit within the revised target of 5.1 percent of GDP. However, with general elections being just a year away, progress in this direction will be limited and even likely reverse.

RISK MANAGEMENT

The Company has aligned its policy on risk assessment in line with global approach and risk assessment reports are reviewed on regular intervals. The Company has adopted a focused approach towards risk management in the form of a corporate insurance program which has the goal of optimizing the financing of insurable risks by using a combination of risk retention and risk transfer. The program covers all potential risks relating to business operations of the Company.

The Company's business critical software is operated on a server with regular maintenance and back-up of data. The system's parallel architecture overcomes failures and breakdowns. Reliable and permanently updated tools guard against virus attacks. Updated tools are regularly loaded to ensure a virus free environment.

INTERNAL CONTROL SYSTEMS AND ADEQUACY

The Company has implemented a comprehensive system of internal controls and risk management systems for achieving operational efficiency, optimal utilisation of resources, credible financial reporting and compliance with local laws. These controls are regularly reviewed by both internal and external agencies for its efficiency and effectiveness. Management information and reporting system for key operational activities form part of overall control mechanism.

The Company has retained the services of independent firms of professionals to function as internal auditors and provide reports on various activities covering observations on adequacy of internal controls and their recommendations. Findings of internal audit reports and effectiveness of internal control measures are reviewed by top management and audit committee of the Board. During the year, internal audit team of Company performed audits of major operational areas of the Company and carried out elaborate checks and verification and shared their findings with top management for remediation of minor gaps wherever required.

HUMAN RESOURCES

The Company recognizes that its success is deeply embedded in the success of its human capital. During 2012-2013, the Company continued to strengthen its HR processes in line with its objective of creating an inspired workforce. The employee engagement initiatives included placing greater emphasis on learning and development, launching leadership development programme, introducing internal communication, providing opportunities to staff to seek inspirational roles through internal job postings, streamlining the Performance Management System, making the compensation structure more competitive and streamlining the performance-link rewards and incentives.

The Company believes that learning is an ongoing process. Towards this end, the Company has built a training infrastructure which seeks to upgrade skill levels across grades and functions through a combination of in-house and external programme.

CORPORATE SUSTAINABILITY AND SOCIAL RESPONSIBILITY

The Company constantly strives to meet and exceed expectations in terms of the quality of its business and services. The Company commits itself to ethical and sustainable operation and development of all business activities according to responsible care and its own code of conduct. Corporate Social Responsibility is an integral part of the Company's philosophy and participates in activities in the area of education and health.

CAUTIONARY STATEMENT

Certain statements under "Management Discussion & Analysis" describing the Company's objectives, projections, estimates, expectations or predictions may be forward looking statement within the meaning of applicable securities laws and regulations. Although the expectations are based on reasonable assumptions, the actual results could materially differ from those expressed or implied, since the Company's operations are influenced by many external and internal factors beyond the control of the Company. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

COMPLIANCE

The Compliance function of the Company is responsible for independently ensuring that operating and business units comply with regulatory and internal guidelines. The Compliance Department of the Company is continued to play a pivotal role in ensuring implementation of compliance functions in accordance with the directives issued by regulators, the Company's Board of Directors and the

Company's Compliance Policy. The Audit Committee of the Board reviews the performance of the Compliance Department and the status of compliance with regulatory/internal guidelines on a periodic basis.

New Instructions/Guidelines issued by the regulatory authorities were disseminated across the Company to ensure that the business and functional units operate within the boundaries set by regulators and that compliance risks are suitably monitored and mitigated in course of their activities and processes. New products and process launched during the year were subjected to scrutiny from the Compliance Standpoint and proposals of financial services were screened from risk control prospective.

The Company has complied with all requirements of regulatory authorities. No penalties/strictures were imposed on the Company by stock exchanges or SEBI or any statutory authority on any matter related to capital market during the last three years except re-instatement fees paid to BSE for revocation of suspension from trading in the Equity Shares of the Company.

Kolkata, May 30, 2013

By order of the Board
For Dynamic Portfolio Management & Services Limited

Registered Office :

53-A, Mirza Ghalib Street
4th Floor, Kolkata-700 016

Arun Kumar Agarwal
Chairman & Managing Director

Annexure to the Directors' Report

Your Company, pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges, furnishes its report on the code on Corporate Governance :

Company's Philosophy on Code of Corporate Governance

Corporate Governance for the Company means achieving high level of accountability, efficiency, responsibility and fairness in all areas of operation. Our Employees are committed towards the protection of the interest of the Stakeholders viz. Shareholders, creditors, investors, clients etc. Our policies consistently undergo improvements keeping in mind our goal i.e. maximization of value of all the stakeholders.

The goal is achieved through –

- ✓ Infusion of best expertise in the Board;
- ✓ Consistent monitoring and improvement of the human and physical resources;
- ✓ Board/Committee meetings at regular intervals to keep the Board informed of the recent happenings.

BOARD OF DIRECTORS

Composition of Directors

The Board has four members with an Executive Chairman. The Independent Directors on the Board are competent and highly respected professionals from their respective fields and have vast experience in general corporate management, finance, banking and other allied fields which enable them to contribute effectively to the Company in their capacity as members of the Board. The day to day management of the Company is conducted by Managing Director subject to supervisions and control of the Board and its Senior Members.

All the Directors are liable to retire by rotation as per Article 128 of the Article of Association and eligible for re-election.

None of the non-executive directors has any material pecuniary relationships or transactions with the company, its promoters, directors and associates which in their judgment would affect their independence. None of the directors are inter-se related to each other.

The Board of Directors met 5 times on 30th May, 30th June, 10th August and 12th November in year 2012 and on 13th February in the year 2013 during the financial year 2012-2013.

The composition and category of the Board of Directors as at March 31, 2013, the number of other Directorships/Committee memberships held by them and also the attendance of the Directors at the Board meetings of the Company are as under:

Name	Designation	Board Meeting s Attende d	Whether Attende d AGM	Committee Membershi p in other Listed Cos.	Committee Chairman Ship in other Listed Cos.	No. of Directorship in other Listed Cos.
Arun Kr. Agarwal*	Chairman & Managing Director	5	Yes	Nil	Nil	Nil
Ravi Kr. Newatia	Executive Director	5	Yes	Nil	Nil	Nil
Prashant Dhar	Independen t Director	5	Yes	Nil	Nil	Nil
Ashok Bothra	Independen t Director	5	Yes	6	3	5

*Chairman of Board

AUDIT COMMITTEE

The Audit Committee consists of two Independent Directors & the Managing Director. All members of the Audit Committee are financially literate and they have accounting or related financial management expertise.

The primary purpose of the Audit Committee is to assist the Board of Directors (the “Board”) of Dynamic Portfolio Management & Services Ltd., (the “Company”) in fulfilling its oversight responsibilities with respect to (a) the accounting and financial reporting processes of the Company, including the integrity of the audited financial results and other financial information provided by the Company to its stockholders, the public, stock exchanges and others, (b) the Company’s compliances with legal and regulatory requirements, (c) the Company’s independent auditors’ qualification and independence, (d) the audit of the Company’s Financial statements, and the performance of the Company’s internal audit function and its Independent Auditors.

Terms of Reference

The Audit Committee inter alia performs the functions of approving Annual Internal Audit Plan, review of financial reporting System, internal control system, discussion on quarterly, half-yearly and annual financial results, interaction with Statutory & Internal Auditors, one-on-one meeting with Statutory and Internal Auditors, recommendation for the appointment of Statutory and fixing their remuneration, appointment and remuneration of Internal Auditors, Review of Business Risk Management Plan, Management Discussions & Analysis, Review of Internal Audit Reports, significant related party transactions. The Company has framed the Audit Committee Charter for the purpose of effective compliance of Clause 49 of the Listing Agreement. In fulfilling the above role, the Audit Committee has powers to investigate any activity within its terms of reference, to seek information from employees and to obtain outside legal and professional advice.

Additionally, the following terms of reference were issued to the Audit Committee by the Board of Directors:

- to consider and recommend to the Board the investment guidelines for Capital and Money Market operations;
- to review the Annual Budget;

- c) to take note of the significant decisions taken or important developments considered at the Management
- d) Committee/Working Board Meetings; and
- e) to carry out any other duties that may be delegated to the Audit Committee by the Board of Directors from time-to-time.

Authority and Responsibilities

The Audit Committee has power to investigate any activity within its terms of reference, call upon any of the Employees of the Company, to obtain outside legal or other professional advice as and when the same is being required and to secure attendance of outsiders with relevant expertise, if it considers necessary.

Following are the Role of Audit Committee –

1. Oversight 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.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
 - a. Matters required 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. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Qualifications in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
7. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.
8. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
9. Discussion with internal auditors any significant findings and follow up there on.

10. Reviewing the findings of any internal investigations by the internal auditors into matters 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.
11. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
12. To look 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.
13. To review the functioning of the Whistle Blower mechanism.
14. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
15. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

In addition to the above, Audit Committee reviews the followings :

- i Management discussion and analysis of financial condition and results of operations;
- ii Statement of significant related party transactions submitted by management;
- iii Management letters / letters of internal control weaknesses issued by the statutory auditors and qualification in draft audit report;
- iv Internal audit reports relating to internal control weaknesses;
- v To review the annual financial statements and to recommend their adoption to the Board, with particular reference to disclosure of any related party transaction;
- vi To review the Quarterly financial statements and recommend their adoption to the Board; and
- vii The appointment, removal and terms of remuneration of the Chief internal auditor.

The Audit Committee was reconstituted effective from 24th September 2012.

The members of Audit Committee met 5 times on 30th May, 30th June, 10th August and 12th November in year 2012 and on 13th February in the year 2013 during the financial year 2012-2013.

Name	Number of Meetings Held	Meetings Attended
Arun Kr. Agarwal	5	5
Prashant Dhar*	5	5
Vikash Agarwal@	3	3
Ashok Bothra#	2	2

* Chairman of the Committee

@ Retired from the Board & Committee effective from 24th September 2012

Appointed as Committee Member with effect from 24th September 2012.

REMUNERATION COMMITTEE

Since the Company does not have remuneration Committee (constitution of which is a non-mandatory requirement), the details pertaining to the same are not provided.

Details of Remuneration paid to Directors

The payment of salary to Directors was Nil during the financial year 2012-2013.

No Stock option has been allotted to any of the Directors during the financial year 2012-2013.

None of the Independent Directors holds any shares in their name or in the name of their relatives.

SHARE TRANSFER COMMITTEE

The Share Transfer Committee was reconstituted effective from 24th September 2012.

The members of Share Transfer Committee met five times on 5th April, 21st July and 23rd October in year 2012 and on 31st January and 15th March in year 2013 during the financial year ended on 31st March 2013.

Name	Number of Meetings Held	Meetings Attended
Mr. Ravi Newatia*	5	5
Mr. Vikash Agarwal@	2	2
Mr. Ashok Bothra#	5	5
Mr. Prashant Dhar	3	3

*Chairman of Committee

@ Retired from the Board & Committee effective from 24th September 2012

Appointed as Committee Member with effect from 24th September 2012.

INVESTOR GRIEVANCE COMMITTEE

The Board of Dynamic Portfolio Management & Services Limited has constituted a Committee of Directors, which inter-alia also functions as "Shareholders/Investors" Grievance Committee, consisting of three members, chaired by a Non-Executive, Independent Director. The Committee meets once a month and inter-alia, deals with various matter relating to:

- ✓ Transfer/transmission/transposition of shares;
- ✓ Consolidation/splitting of shares/folios;
- ✓ Issue of Share Certificates for lost, sub-divided, consolidated, rematerialize, defaced etc;
- ✓ Review of Shares dematerialized and all other related matters; and
- ✓ Investors' grievances and redressal mechanism and recommend measures to improve the level of Investor Services.

The Share Department of the Company and the Registrar and Share Transfer Agent, Purva Sharegistry (India) Private Limited attend to all grievances of the shareholders and investors received directly or through SEBI, Stock Exchanges and Registrar of Companies etc.

The Minutes of Shareholders'/Grievances Committee are noted by the Board of Directors at the Board Meetings.

The Investor Grievance Committee was reconstituted effective from 24th September 2012.

Continuous efforts are made to ensure that grievances are more expeditiously redressed to the complete satisfaction of the investors. Shareholders are requested to furnish their telephone numbers and email addresses to facilitate prompt action.

Compliance Officer

The Company has appointed Ms. Suruchi Garodia as a Compliance Officer within the meaning of Listing Agreement.

Composition of Committee and Meetings attended

During the year, twelve meetings of the Committee of Directors were held on April 2, May 2, June 4, July 2, August 1, September 3, October 1, November 1 and December 3 in year 2012 and on January 2, February 1 and March 1 in year 2013.

Brief Details of Names, Position, Category and meeting attended by Members of Committee is as follows:

Name	Position	Category	Meetings Attended
Mr. Prashant Dhar	Chairman	Wholetime Director	12
Mr. Arun Kr. Agarwal	Member	Chairman & Managing Director	12
Mr. Vikas Agarwal @	Member	Independent, Non-Executive	6
Mr. Ashok Bothra*	Member	Independent, Non-Executive	6

*Chairman of Committee

@ Retired from the Board & Committee effective from 24th September 2012

Appointed as Committee Member with effect from 24th September 2012

Details of Shareholders' Complaints

During the year the Company did not receive any complaint from any of the share holder and there was no pending complaint at the close of the financial year.

The Company has designated email ID under Clause 47(f) of Listing Agreement and the same is dpms.kolkata@gmail.com to lodge Investor complaints.

General Body Meetings

Location & time for the last three Annual General Meetings :

Annual General Meeting	Date & Time	Venue
17 th Annual General Meeting	24 th September 2012, 11.00 AM	53-A, Mirza Ghalib Street 4 th Floor, Kolkata-700 016
16 th Annual General Meeting	17 th August 2011, 11.00 AM	53-A, Mirza Ghalib Street 4 th Floor, Kolkata-700 016
15 th Annual General Meeting	31 st July 2010, 11.00 AM	53-A, Mirza Ghalib Street 4 th Floor, Kolkata-700 016

Special Resolution passed at last three Annual General Meetings:

No Special Resolution was being passed in last three Annual General Meetings.

Passing of Resolution by Postal Ballot:

No Resolution has been passed through Postal Ballot Rules, 2012 during last three financial years.

Extra-Ordinary General Meeting

No Extra-Ordinary General Meeting was held by the Company during the financial year ended 31st March 2013.

BOARD DISCLOSURES

RISK MANAGEMENT

The Company has a Risk Management Policy which has been adopted by the Board of Directors, currently, the Company's risk management approach comprises of the following :-

- ❖ Governance of Risk
- ❖ Identification of Risk
- ❖ Assessment of Control of Risk

The risks have been prioritized through a companywide exercise. Members of Senior Management have undertaken the ownership and are working on mitigating the same through co-ordination among the various departments, insurance coverage, security policy and personal accident coverage for lives of all employees.

The Company has appointed a Risk Officer and also put in place the risk management framework, which helps to identify various risks cutting across its business lines. The risks are identified and are discussed by the representatives from various functions.

Risk Officer will make a presentation periodically on risk management to the Board of Directors and the Audit Committee. The Board and the Audit Committee provide oversight and review the risk management policy periodically.

DISCLOSURE OF ACCOUNTING TREATMENT

In the preparation of financial statements, the Company has followed the Accounting Standards referred to in Section 211(3)(c) of the Companies Act, 1956. The Significant Accounting Policies which are consistently applied are set out in the Notes to the Financial Statements.

INSIDER TRADING

The Securities and Exchange Board of India (SEBI) has over the years introduced various amendments to the Insider Trading Regulations of 1992 which ordain new action steps by corporate and other market intermediaries for the purposes of prevention of Insider Trading.

Pursuant to the above requirements of SEBI (Prohibition of Insider Trading) Regulations, 1992 as amended, the Company has adopted a `Code of Conduct` for Prevention of Insider Trading (The Code) with effect from October 1, 2002. The Code is applicable to all Directors and such Designated Employees who are expected to have access to unpublished price sensitive information relating to the Company. The Compliance Officer has been appointed for monitoring adherence to the said Regulations.

DISCLOSURES

- a) There are no transactions with related party i.e. with Promoters, Directors, Management, Subsidiaries or Relatives that may have potential conflict of interest with the Company at large.
- b) There has been no instance of non-compliance by the Company on any matter related to Capital Markets and hence the question of penalties or strictures being imposed on the Company by the Stock Exchange or SEBI or any Statutory Authority does not arise.
- c) In Compliance with the Securities & Exchange Board of India (Prohibition of Insider Trading Regulations, 1992) as amended till date, on Prohibition of Insider Trading, the Company has a comprehensive Code of Conduct and the same is being strictly adhered to by its management, staff and relevant business associates. The code expressly lays down the guidelines and the procedure to be followed and disclosures to be made, while dealing with shares of the Company and cautioning them on the consequences of non-compliance thereof. Further, we affirm that no personnel has been denied access to the Audit Committee.

- d) Share Reconciliation Audit (Formerly Secretarial Audit) :- A qualified Practicing Company Secretary carried out Secretarial Audit on quarterly basis to reconcile the total admitted capital with Central Depository Services (India) Ltd. (CDSL) and National Securities Depository Ltd. (NSDL) and the total issued and listed capital. The secretarial audit report confirms that the total issued / paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

CODE OF BUSINESS CONDUCT & ETHICS

The Company has adopted Code of Business Conduct and Ethics ("the Code") which is applicable to the Board of Directors and Senior Management Team (one level below the Board of Directors) of the Company. The Board of Directors and the members of Senior Management Team are required to affirm semi-annual compliance of this Code. The Code requires Directors and Employees to act honestly, fairly, ethically and with integrity, conduct themselves in professional, courteous and respectful manner. The Code is displayed on the Company website.

CONFLICT OF INTEREST

Each Director informs the Company on an annual basis about the Board and the Committee positions he occupies in other companies including Chairmanships and notifies changes during the year. Members of Board while discharging their duties, avoid conflict of interest in the decision making process. The members of Board restrict themselves from any discussions and voting in transactions that they have concern or interest.

DISCLOSURES ON NON-MANDATORY REQUIREMENTS

The Company has adopted/complied with the following non-mandatory requirements as prescribed in Annexure I D to Clause 49 of Listing Agreement with the Stock Exchange :-

- a) None of the Independent Directors on the Board of the Company has served for the tenure of exceeding nine years. The Company has ensured that the person who is being appointed as an Independent Director has the requisite qualifications and experience which would be of use to the Company and which in the opinion of the Company would enable him to contribute effectively to the Company in his capacity as an Independent Director.
- b) The Company has not setup Compensation and Remuneration Committee.
- c) We publish our quarterly results and half yearly results in widely circulated newspapers whereas we did not send half yearly results to any of shareholders.
- d) The financial statements of the Company are unqualified.
- e) The Board of Directors of the Company at its meeting held on 26th August 2009 has adopted the Whistle Blower Policy and appointed an ombudsperson. Employees can report to the Management concerned unethical behavior, act or suspected fraud or violation of the Company's Code of Conduct Policy. No Employee has been denied access to the Audit Committee.

MEANS OF COMMUNICATIONS

- The Company regularly provides information to the Stock Exchanges as per the requirements of the listing Agreement.
- The Quarterly/Half Yearly/Nine Months & Annual Results have been submitted to BSE Limited (BSE) and Calcutta Stock Exchange Association Ltd. (CSE) and also have been published in the

leading English Newspapers i.e. Eco of India and in vernacular language Newspaper i.e. Arthkruti.

- Company is posting its Quarterly Results/Half Yearly/ Nine Months & Annual Results on its website namely www.dynamicwealthservices.com
- The Company has its own website namely dynamicwealthservices.com wherein Company regularly updates its Shareholding Pattern, Quarterly Results, Corporate Governance Report, Code of Conduct as well all those events which occurs from time to time.
- No formal representations were made to Institutional Investors or Analysts during the year under review.
- Management Discussion and Analysis forms part of the Annual Report is available on its website www.dynamicwealthservices.com and also on BSE website www.bseindia.com. Further, if Investor is desirous of getting physical copy of Annual Report, Investor can send their request to M/s. Purva Sharegistry (India) Pvt. Ltd., Registrar & Share Transfer Agent, by sending request letter or by sending email to them.

GENERAL SHAREHOLDER INFORMATION

Detailed information in this regard is provided in section "Shareholders Information" which forms part of this Annual Report.

SHAREHOLDERS' INFORMATION

a. Next Annual General Meeting

The information regarding 18th Annual General Meeting for the financial year ended on 31st March 2013 is as follows :-

Date : 24th September 2013
 Time : 11.00 A.M.
 Venue : 53-A, Mirza Ghalib Street, 4th Floor, Kolkata-700 016.

b. Financial Calendar : 1st April to 31st March.

c. Future Calendar :

Subject Matter	Date
Financial Reporting of 1 st Quarter ended on 30 th June 2013	Mid of August, 2013
Financial Reporting of 2 nd Quarter ended on 30 th September 2013	Mid of November, 2013
Financial Reporting of 3 rd Quarter ended on 31 st December 2013	Mid of February 2014
Financial Reporting of 4 th Quarter ended on 31 st March 2014	During May 2014
Date of Annual General Meeting	During September 2014

d. Date of Book Closure : September 17 to September 24, 2013. (Both days inclusive)

e. Dividend Payment : No Dividend has been proposed for payment for the year under review.

f. Listing of Shares : Calcutta, Guwahati and Bombay Stock Exchanges

g. Custody Charges & Listing Fees : Annual Custody Charges to NSDL & CDSL and Annual Listing Fees for Financial year 2013-2014 have been paid.

h. Stock Code & ISIN Code : 530779 on BSE & 14037 on CSE
: INE118C01018 on CDSL & NSDL

i. Market Price Data :

Month	Price on BSE (₹) & Volume			BSE Sensitive Index	
	High	Low	Volume	High	Low
April 2012	4.53	4.20	6,214	17,664.10	17,010.16
May 2012	4.70	4.28	2,509	17,432.33	15,809.71
June 2012	4.25	4.25	27	17,448.48	15,748.98
July 2012	4.05	3.86	271	17,631.19	16,598.48
August 2012	5.93	3.68	7,575	17,972.54	17,026.97
September 2012	6.23	5.15	762	18,869.94	17,250.80
October 2012	6.00	4.71	4,351	19,137.29	18,393.42
November 2012	4.72	4.72	200	19,372.70	18,255.69
December 2012	4.72	2.87	3,861	19,612.18	19,149.03
January 2013	3.01	3.01	5	20,203.66	19,508.93
February 2013	3.30	2.86	626	19,966.69	18,793.97
March 2013	4.53	4.20	6,214	19,754.66	18,568.43

j. Registrar & Share Transfer Agent.

M/s. Purva Sharegistry (India) Private Limited has been appointed as Registrar & Share Transfer Agent for all work relating to share registry in terms of both physical and electronic mode. All transfer, transmission, request related to correspondence/queries, intimation of change of address etc. should be addressed to our RTA directly at the following Address:

k. M/s. Purva Sharegistry (India) Pvt. Ltd.

9, Shiv Shakti Ind. Estate, Ground Floor, J. R. Boricha Marg, Lower Parel, Mumbai-400 011
Tel : 022-23016761 / 8261, Website : www.purvashare.com, Email : purvashr@mtnl.net.in

l. Share Transfer Systems

The Share transfer is processed by the Registrar & Share Transfer Agent, **Purva Sharegistry (India) Private Limited** and approved by Share Transfer Committee, if the documents are complete in all respects, within 15 days from the date of lodgment.

m. Shareholding Pattern as on 31st March 2013

Categories	No. of Shares	% of Shareholding
Promoters, Directors, Relatives & Person acting in concert	1517000	12.97
Indian Bank / Mutual Funds	0	0.00
NRI/OCBS	0	0.00
Private Corporate Bodies	3396135	29.05

Dynamic Portfolio Management & Services Limited

Indian Public	6727035	57.54
Hindu Undivided Families (HUF)	51630	0.44
Total	11691800	100.00

n. Distribution of Shareholding as on 31st March 2013.

No. of Equity Shares	No. of Share Holders	% of Share Holders	Total No. of Shares Held	% of Share Holding
1-500	812	59.88	201896	1.73
501-1000	166	12.24	132590	1.13
1001-2000	133	9.81	192478	1.65
2001-3000	83	6.12	214185	1.83
0001-4000	36	2.65	125700	1.08
4001-5000	8	0.59	36700	0.31
50001-10000	45	3.32	322096	2.75
10001 and Above	73	5.38	10466155	89.52
Total....	1356	100.00	11691800	100.00

o. Dematerialization of Shares & Liquidity

The Company's Equity Shares are in Demat trading segment and the Company had established connectivity with both NSDL & CDSL by signing the necessary agreements.

Procedures for dematerialization / rematerialization of Equity Shares:-

Shareholders seeking demat / remat of their shares need to approach their Depository Participants (DP) with whom they maintain a demat account. The DP will generate an electronic request and will send the physical share certificates to Registrar and Share Transfer Agents of the Company. Upon receipt of the request and share certificates, the Registrar will verify the same. Upon verification, the Registrar will request NSDL/CDSL to confirm the demat request. The demat account of the respective share holder will be credited with equivalent number of shares. In case of rejection of the request, the same shall be communicated to the shareholder.

In case of remat, upon receipt of the request from the shareholder, the DP generates a request and verification of the same is done by the Registrar. The Registrar then requests NSDL or CDSL to confirm the same. Approval of the Company is being sought and equivalent numbers of shares are issued in physical form to the shareholder. The share certificates are dispatched within 15 days from the date of issue of Shares.

The Shares of Company are under "B" category on Bombay Stock Exchange Ltd. Further, 72.70% of the Company's Equity Share Capital held under Public category has been dematerialized up to 31st March 2013.

p. Nomination

Individual Shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in case of death of the registered shareholder(s). Nomination facility in respect of shares held in electronic form is also available with the depository participants as per the bye-laws and business rules applicable to NSDL and CDSL.

Nomination forms can be obtained from the Company's Registrar and Share Transfer Agent and/or from DP (Depository Participants) of respective Members.

q. Listing Fees & Annual Custodial Fees

The Company has paid the Annual Listing Fees for year 2012-2013 to BSE & CSE. Annual Custodial Fees to both the Depositories for the year 2012-2013 have also been paid.

r. Details on use of Public Funds Obtained in the last three years :

No Fund has been raised by the Company by way of Public Issue or Right Issue or Preferential Issue during last three years.

s. Investors Correspondence

Shareholders can contact the following Officials for secretarial matters of the Company :-
Ms. Suruchi Garodia - dpms.kolkata@gmail.com

t. Electronic Clearing Service

The Securities and Exchange Board of India (SEBI) has made it mandatory for all companies to use the bank account details furnished by the Depositories for depositing dividends. Dividend will be credited to the Members' bank account through NECS wherever complete core banking details are available with the Company. In case where the core banking details are not available, dividend warrants will be issued to the Members with bank details printed thereon as available in the Company's records. This ensures that the dividend warrants, even if lost or stolen, cannot be used for any purpose other than for depositing the money in the accounts specified on the dividend warrants and ensures safety for the investors. The Company complies with the SEBI requirement.

u. Service of Documents through Electronic Mode

As a part of Green Initiatives, the members who wish to receive the notice/documents through e-mail, may kindly intimate their e-mail address to the Company's Registrar and Share Transfer Agent, Purva Shareregistry (India) Pvt. Ltd. to their dedicated e-mail id i.e., "purvashr@mtnl.net.in"

v. Green initiatives in Corporate Governance to receive documents through email by registering your email address :

The Ministry of Corporate Affairs (MCA) has taken a "Green initiative in the Corporate Governance" by providing an opportunity to the shareholders to register their email address with Company and changes therein from time to time.

The Company will send notices/documents such as Annual Reports and notices by email to the shareholders registering their email address. To support this laudable move of the Government, the members who have not registered their email address, so far, are requested to do so at the earliest, in respect of demat holding through the respective Depository Participant (DP) and in respect of physical holding through the Registrar and Share Transfer Agent (RTA) M/s. Purva Shareregistry (India) Pvt. Ltd.

While every notice/document will be sent through email address registered with the Company, in case you desire to receive any notice/document in physical form, please intimate by email and the same shall be sent to your address registered with the Company/DP.

We solicit your patronage and support in joining hands with the Company to implement the e-governance initiative.

o. Outstanding GDRs./ADRs/Warrants or any convertible instruments, conversion data likely impact on Equity :

Not Applicable.

p. Code of Conduct

The Board of Directors of the Company has laid down Code of Conduct for Directors and for Senior Management & Employees. All Board Members and Senior Management have affirmed compliance with the Code of Conduct for the year under review. Declaration to this effect signed by the Managing Director & Chief Executive Officer is annexed to this report.

q. Address for Correspondence

53-A, Mirza Ghalib Street, 4th Floor, Kolkata-700 016

Email: dpms.kolkata@gmail.com

Chairman & Managing Director's Declaration on Code of Conduct

As required by Clause 49 of Listing Agreement, the Managing Director and CEO's Declaration for Code of Conduct is given below:

The Members of

Dynamic Portfolio Management & Services Limited

- (a) We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our 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) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We 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 we 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.
- (e) We further declare that all Board Members and Senior Managerial Personnel have affirmed compliance with the Code of Conduct for the current Financial Year.

For **Dynamic Portfolio Management & Services Ltd.**

S/d-

Arun Kumar Agarwal

Place : Kolkata

Chairman & Managing
Director

Date : 30th May 2013

**ANNUAL CERTIFICATE UNDER CLAUSE 49(I)(D) OF THE LISTING AGREEMENT WITH THE
STOCK EXCHANGES**

I, Arun Kr. Agarwal, Chairman of the M/s. Dynamic Portfolio Management & Services Limited declare that all Board Members and Senior Management of the Company have affirmed compliance with the Code of Conduct during the year ended 31st March 2013.

For **Dynamic Portfolio Management & Services Ltd.**

S/d-

Arun Kumar Agarwal

Chairman & Managing Director

Place : Kolkata

Date : 30th May 2013

Secretarial Compliance Report for the Year ended 31st March 2013

To

The Board of Directors,

Dynamic Portfolio Management & Services Limited

Kolkata-700 016

We have examined the registers, records and papers of M/s. Dynamic Portfolio Management & Services Limited as required to be maintained under the Companies Act, 1956, (hereinafter referred to as "The Act"), the rules made there under and also the provisions contained in the Memorandum of Association and Articles of Association of the Company for the year ended 31st March 2013.

On the basis of our examination as well as information and explanations furnished by the Company and the records made available to us, we report that:

1. The Company has kept and maintained all registers and records as per Annexure "A" to this certificate, as per the provisions of the Companies Act 1956 (the Act) and the rules made there under and all entries therein have been duly recorded during the year.
2. The Company has filed the forms and return as stated in Annexure "B" to this certificate, with the Registrar of Companies or other authorities within the time prescribed under the Act and the rules made there under.
3. The Company has given proper notice along with the agenda for convening of Board Meeting, Committee Meetings and Annual General Meetings during the year.
4. The proceedings of the Meetings were properly recorded in the Minutes Books during the year.
5. The Board of Directors of the Company is duly constituted during the year.

6. The Company has obtained all the necessary approvals from the Board and Shareholders as required by the Act during the year.
7. The Company has not accepted any Deposit in terms of Section 58A of the Act read with Companies (Acceptance of Deposit) Rules, 1975 during the year.
8. No Extra-Ordinary General Meeting was held during the year.
9. The Company has not paid remuneration to the Managing Director of the Company during the year in terms of section 198, 269, 309 read with Schedule XIII of the Act.
10. The Company has not appointed any sole selling agent in terms of section 294 of the Act during the year.
11. The Company has not advanced any loans to its Directors or persons or firms or Companies referred to under section 295 of the Act during the year.
12. The Company has not entered into any transactions, which falls under section 297 of the Act during the year.
13. The Directors have disclosed their interest in other firms / Companies to the Board of Directors pursuant to the provisions section 299 of the Act.
14. The Company has not appointed any person as a place of profit in terms of section 314 of the Act during the year.
15. The Company has not issued any duplicate share certificate during the financial year.
16. The Company has complied with the provisions of section 372A of the Act.
17. The Company :
 - a) Has delivered all the Share Certificates on lodgment thereof for transfer/transmission or any other purpose in accordance with the provisions of the Act;
 - b) Was not required to deposit any amount in a separate Bank Account as the Company has not declared any Dividend during the year.
 - c) Was not required to post warrants to any member of the Company as no dividend was declared during the financial year.
 - d) Was not required to transfer any amount to Investor Education and Protection Fund.
 - e) Has duly complied with the requirement of section 217 of Companies Act, 1956.
18. The Board of Directors of the Company is duly constituted and there was no appointment of Additional Director/s alternate Director/s and Directors to fill the casual vacancy during the financial year.
19. The Company was not required to obtain approvals of the Central Government, Company Law Board, Regional Director, Registrar or such other authorities as prescribed under the various provisions of the Act.
20. The Company has not issued any Shares, Debentures or other Securities during the financial year.
21. The Company has not bought back any share during the financial year.

22. There was no redemption of preference shares or debentures during the financial year.
23. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
24. As per the information and explanation given, the Company has not invited / accepted any deposits including any unsecured loans falling within the purview of Section 15A during the financial year.
25. The Company has not borrowed fund from its Directors, members, public, financial institutions, banks and others during the financial year ending on 31st March 2013.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's Registered Office from one state to another during the year under scrutiny
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to the name of the Company during the year under scrutiny.
29. The Company has not altered its Memorandum of Association and Articles of Association with respect to the Share Capital of the Company during the year under scrutiny.
30. There was no prosecution initiated against the Company, or Show Cause Notices received by the Company, for offences under the Act.
31. The Company has not received any money as security from its employees during the financial year 2012-2013.

For Amit R. Dadheech & Associates
Company Secretaries

Place : Mumbai
Date : May 30, 2013

Amit R. Dadheech
Proprietor
C. P. No. 8952

Annexure “A”

Register as maintained by the Company :-

Statutory Registers :

1. Register of Members u/s 150
2. Register of Directors, Managing Director, Manager and Secretary u/s 303
3. Register of Disclosures of Interest by Directors u/s 301(3)
4. Minutes Book u/s 301
5. Register of Directors Shareholding u/s 307

Annexure “B”

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other Authorities during the financial year ending on 31st March 2013.

Sr. No.	Form N. / Return	Filed u/s	For	SRN	Date of filing and Payment of Challan	Whether filed within prescribed time Yes / No	If delay in filing whether requisite additional Fees paid Yes/No
1.	Form 23AC and ACA for the Financial Year ended on 31 st March 2012	220	Annual Requirement	Q04828497	24 th Oct 2012	Yes	N. A.
2.	Form 20B for the Financial Year ended 31 st March 2012	159	Annual Requirement	Q02192870	24 th Nov 2012	Yes	N. A.

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of Dynamic Portfolio Management & Services Ltd.

We have examined the compliance of the conditions of Corporate Governance by M/s. Dynamic Portfolio Management & Services Ltd. (The Company) for the year ended 31st March 2013 as stipulated in Clause 49 of the Listing Agreement of the said Company with all stock exchanges where the Shares of Company are listed.

The compliance of the conditions of Corporate Governance is the responsibility of the Company's management. Our examination was limited to the 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 an opinion on the financial statement of the Company.

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

We state that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Shareholders/Investors Grievances 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 the management has conducted the affairs of the Company.

For **Mukesh Choudhary & Associates**
Chartered Accountants
Firm Registration No. 325258E

Place : Kolkata
Date : May 30, 2013

Ranjit Kr. Modi
Partner
Membership No. 062254

To the Members of **Dynamic Portfolio Management & Services Limited**

Report on the Financial Statements

We have audited the accompanying financial statements of M/s. Dynamic Portfolio Management & Services Limited, which comprise the Balance Sheet as at 31st March, 2013, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

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

Opinion

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by Section 227(3) of the Act, we report that:
 - a) 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.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet, Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Act.
 - e) On the basis of the written representations received from the directors as on 31st March, 2013 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2013 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act.

For **Mukesh Choudhary & Associates**
Chartered Accountants
Firm Registration No. 325258E

Place : Kolkata
Date : May 30, 2013

Ranjit Kr. Modi
Partner
Membership No. 062254

(Referred to in Paragraph 1 of our report of even date)

1. (a) The Company has maintained memorandum of Fixed Assets Register showing full particulars including quantitative details and situations of fixed assets.
- (b) As per the information and explanations given to us, the Company has carried out physical verification of fixed assets during the year. In our opinion, the frequency of such verification is reasonable.
- (c) Any substantial part of fixed assets has not been disposed off during the year, which will affect its status as a going concern.

2. The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.

The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.

On the basis of our examination of the records of inventory, we are of the opinion that the Company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.

3. (a) According to the information and explanation given to us and on the basis of records furnished before us, the Company has not granted any loans, secured or unsecured to Companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
- (b) In view of above, Clause 4(iii)(a),(b),(c) and (d) of Companies (Auditors' Report) Order, 2003 are not applicable.
- (c) According to the information and explanation given to us and on the basis of records furnished before us for the verification, the Company has not taken any loans, secured or unsecured from Companies, firms or other parties covered in the register maintained under section 301 of the Act.
- (d) In view of above, clause 4(iii)(e), (f) and (g) of Companies (Auditors' Report) Order, 2003 are not applicable.
4. In our opinion and according the information & explanations given to us, there is an adequate internal control procedure commensurate with the size of the Company and nature of business for the purchase of fixed assets and for the sale of services. During the course of our Audit, no major weakness has been noticed in the internal control system in respect of these areas.
5. (a) In our opinion and according the information & explanations provided by the management, the particulars of contract or arrangements that were required to be entered in the register maintained under Section 301 of the Companies Act 1956 have been so entered in the said register.
- (b) In our opinion and according the information & explanations given to us, the transactions made in pursuance of such contracts or arrangements exceeding value of ` five lac have been entered into during the financial year at prices which are prima-facie reasonable having regard to prevailing market prices at the relevant time.

6. The Company has not accepted any deposits from the public hence Clause 4(vi) of Companies (Auditors' Report) Order 2003 is not applicable.
7. In our opinion, the Company has an internal audit system commensurate with its size and the nature of its business.
8. We are informed that the Central Government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act 1956 in respect of products dealt with by the Company.
9. (a) In our opinion and according to the information and explanations given to us, undisputed statutory dues including Provident Fund, Investors' Education & Protection Fund, Employees State Insurance Scheme, Income Tax, Sales Tax, Wealth Tax, Custom Duty, Excise Duty, CESS and any other statutory dues have been regularly deposited in time during the year with appropriate authorities and there are no undisputed statutory dues payable for a period of six months from the date they became payable as at 31st March 2013.

(b) According to the information and explanation given to us there are no disputes pending before the authorities in respect of Sales Tax, Income Tax, Custom Duty and CESS.
10. The Company does not have accumulated losses as at the end of financial year and has not incurred cash losses in the current financial year and in the immediate preceding financial year.
11. According to the records made available to us and information and explanation given to us by the management, the Company has not defaulted in repayment of any dues to financial institutions or banks.
12. According to the information and explanations given to us, the Company has not granted any loans & advances on the basis of security by way of pledge of shares, debentures and other securities.
13. In our opinion, the Company is not chit fund, nidhi, mutual fund and societies and accordingly clause 4(xiii) of Companies (Auditors' Report) Order, 2003 is not applicable.
14. In our opinion and according to the information and explanations given to us, the Company has maintained proper records of transactions and contracts relating to dealing in shares, securities and other investments during the year and timely entries have been made therein. Further, such securities have been held by the Company in its own name or are in the process of transfer in its name, except to the extent of the exemption granted section 49 of the Act.
15. In our opinion and according to the information and explanations given to us, the Company has not given guarantees for loans taken by others from Banks & Financial Institutions. Accordingly Clause 4(xv) of Companies (Auditors' Report) Order, 2003 is not applicable.
16. In our opinion and according to the information and explanations given to us, the Company has not obtained any Term Loan. Accordingly Clause 4(xvi) of Companies (Auditors' Report) Order, 2003 is not applicable.
17. According to the information and explanations given to us and on the basis of and overall examination of the Balance Sheet of the Company, no funds raised on short term basis have been utilized for long term investment and vice versa.

18. The company has not made preferential allotment of shares to parties and/or to the companies covered in the register maintained under section 301 of the Companies Act 1956. Therefore, the provisions of clause 4(xviii) of the Companies (Auditors Report) Order, 2003 are not applicable to the Company.
19. During the period, the Company has not issued unsecured debentures on private placement basis and therefore, the provisions of clause 4(xix) of the Companies (Auditors Report) Order, 2003 are not applicable to the Company.
20. The Company has not raised any money through public issue during the year and therefore, the provisions of clause 4(xx) of the Companies (Auditors Report) Order, 2003 are not applicable to the Company.
21. During the course of examination of the books and records of the Company, carried out in accordance with generally accepted auditing practices in India, and according to the information and explanation given to us, we have neither come across any instance of fraud on or by the Company noticed or reported during the period nor we have been informed of such instances by the management.

For Mukesh Choudhary & Associates
Chartered Accountants
Firm Registration No. 325258E

Place : Kolkata
Date : May 30, 2013

Ranjit Kr. Modi
Partner
Membership No. 062254

NOTES 1**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2013****Significant Accounting Policies General****Basis of Preparation of Financial Statements**

1. The Financial Statements are prepared on mercantile basis under the historical cost convention in accordance with the generally accepted accounting principles in India, Accounting Standards notified under section 211(3C) of the Companies Act 1956, read with the Companies (Accounting Standard) Rules, 2006 and the other relevant provisions of the Companies Act, 1956.

Revenue Recognition

2. All revenue and expenses are accounted on accrual basis.

Fixed Assets

3. Fixed Assets are stated at cost less Depreciation, cost comprises the purchases price and other attributable costs. Depreciation on assets is provided on written down value method as per rates prescribed in Schedule XIV to the Companies Act 1956.

Depreciation

4. Depreciation is provided on Straight-line basis at the rates prescribed in Schedule XIV to the Companies Act 1956.
5. Depreciation on additions/ deletions is calculated on pro-rata with respect to date of addition/ deletions.

Inventories

6. Stock-in-Trade is valued at cost or market value whichever is lower (Scrip wise).

Investments

7. Stock / Securities acquired and intended to be held for a longer period are classified as Investments.
8. Investments are valued at cost of acquisition with the provision where necessary for diminution, other than temporary, in the value of investments.

Retirement Benefit

9. None of the Employee has completed the service period to become eligible for payment of gratuity.

Income Tax

10. Tax expenses comprise of current, deferred and fringe benefit tax.

11. Provision for current income tax and fringe benefit tax is made on the basis of relevant provisions of Income Tax Act, 1961 as applicable to the financial year.
12. Deferred Tax is recognized subject to the consideration of prudence on timing differences, being the difference between taxable Income and Accounting Income that originate in one period and are capable of reversal in one or more subsequent periods.

Provisions, Contingent Liabilities & Contingent Assets

13. The Company creates a provision when there is a present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation.
14. A disclosure for a contingent liability is made when there is a possible obligation or present obligation that probably will not require an outflow of resources or where reliable estimate of the amount of the obligation cannot be made.
15. Contingent Assets are neither recognized nor disclosed.

Others

16. None of the Raw Materials, Stores, Spares and Components consumed or purchased during the year have been imported.
17. None of the Earnings / Expenditures is in Foreign Currency.
18. Balance of Debtors, Creditors, Deposits, Loans and Advances are subject to confirmation.
19. In the opinion of the Board, the Current Assets, Loans & Advances are approximately of the value stated if realized in the ordinary course of business. The provision for depreciation and all known liabilities are adequate and not in excess of the amounts reasonably necessary.
20. Investments of the Company have been considered by the management to be of a long term nature and hence they are long term investments and are valued at cost of acquisitions.

Segment Report

21. Segment reporting as defined in Accounting Standard 17 is not applicable as the Company is primarily engaged in NBFC Activities as well as Investments in Shares & Securities. As informed to us, there are not separate segment within the Company as defined as 17 (Segment Report).

Notes to Accounts

22. In the opinion of the Board, Current Assets, Loans and Advances are approximately of the value state, if realized in the ordinary course of business. Provisions for all known liabilities are adequate and not in excess of the amount considered necessary for the same.

Contingent Liabilities

23. Contingent Liabilities not provided for – Rs. Nil

Particulars of Director's Remuneration (In Rupees)

24. Rs. Nil has been paid to Directors as Directors' Remuneration for the Year (P.Y. Rs. Nil)

Related Party Transactions

25. Key Management Personnel –

- a. Mr. Arun Kr. Agarwal
- b. Ravi Kr. Newatia

26. Subsidiary & Group Companies or Companies under same management –

1. Ritesh Real Estates Private Limited
2. Ritesh Construction Private Limited
3. Charisma Combines Private Limited
4. Ranisati Mercantile Private Limited
5. Indo Polysacks Private Limited
6. Shiv Shankar Securities Private Limited
7. Speed Business Private Limited
8. Ritesh Stock Broking Private Limited
9. Om Vincom Private Limited
10. VPL Oil Marketing Private Limited
11. Darshan Vyapaar Private Limited

27. Details of transactions with related parties –

Transaction with related parties	Subsidiary Companies	Key Management Personnel & Relatives
Remuneration	-	Nil
	(-)	(Nil)
Investments:		
Investment in Subsidiary		-
	(-)	(-)
Investment in Group Cos.	730961	-
	5556122	(-)

Differed Tax on Income

28. Differed Tax Asset (Net) for the year ended 31st March 2013 amounts to Rs Nil

29. Remuneration to Auditors

Particulars	31.03.2013	31.03.2012
Remuneration to Auditors for Audit Purpose	16500	7000

Earning per Equity Share

30.

	Unit	31.03.2013	31.03.2012
Net Profit after Tax available for Share holders	Rs.	2,32,555	7,23,068
No. of Equity Shares	No.	11691180	11691180
Basis & Diluted Earning Per Share (Rs.)	Rs.	0.02	0.12

31. Sundry Debtors and creditors are subject to confirmation and reconciliation.
32. There are no Micro and Small Scale Business Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at March 31, 2013. This information as required to be disclosed under Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.
33. Information pursuant to provisions of paragraph 3,4(C) and 4(D) of Part II of Schedule VI of the Companies Act, 1956 to the extent applicable is as under:
34. Details of sales and purchases in respect of stock in trade:

Opening Stock		Purchases		Sales		Closing Stock	
Qty.	Value	Qty.	Value	Qty.	Value	Qty.	Value
747961	7256122	215200	12263805.76	68000	3226163.04	895161	11562655.56
746461	7856122	16250	2350000	14750	2950000	747961	7256122

35. Previous years' figures have been regrouped, rearranged wherever necessary to make them comparable with those of current year.

As per our report of even date

For M/s. Mukesh Choudhary & Associates

Chartered Accountant

Firm Registration No. 325258E

Ranjit Kr. Modi

Partner

Membership No. 066254

Kolkata, May 30, 2013

Arun Kr. Agarwal

Director

Ravi Kr. Newatia

Director

Dynamic Portfolio Management & Services Limited

BALANCE SHEET AS AT 31ST MARCH, 2013

	Note No.	31.3.2013 Amount (Rs.)	31.3.2012 Amount (Rs.)
I. EQUITY AND LIABILITIES			
1. SHARE HOLDERS' FUNDS			
a) Share Capital	3	116129450.00	116129450.00
b) Reserve and Surplus	4	(207435.68)	(439990.37)
		115,922,014.32	115,689,459.63
2. NON- CURRENT LIABILITIES			
b) Long - term Provisions	5	612475.07	388701.72
		612475.07	388701.72
3. CURRENT LIABILITIES			
a) short - term borrowings	6	30794.77	146849.75
c) Other Current Liabilities	7	7000.00	7000.00
d) Short Term Provisions	8	904551.00	742743.75
		942345.77	896592.75
GRAND TOTAL		117476835.16	116974754.10
II. ASSETS			
1. NON- CURRENT ASSETS			
a) Fixed Assets			
(i) Tangible assets	9	376,741.38	424,944.38
b) Deferred Tax Assets (net)	10	4480.38	6,660.32
c) Non-current investments	11	12,000,000.00	10,000,000.00
d) Long Term Loans and Advances	12	89,515,341.00	96,091,486.00
		101,896,562.76	106,523,090.70
2 CURRENT ASSETS			
a) Inventories	13	11,562,655.56	7,256,122.00
b) Trade receivables	14	0.00	0.00
c) Cash and cash equivalents	15	1,883,484.21	1,042,857.77
d) Short term loans and advances	16	2,134,132.63	2,152,683.63
		15,580,272.40	10,451,663.40
GRAND TOTAL		117,476,835.16	116,974,754.10
		0	0

**Summary of Significant -
Accounting Policies**

2

The accompanying notes are an integral part of the financial statements. As per our report of even date attached

**FOR MUKESH CHOUDHARY & ASSOCIATES
CHARTERED ACCOUNTANTS**

For and on behalf of the Board of Directors

(CA. RANJIT KUMAR MODI)
Membership No. : 062254
Firm Reg. No.: 325258E
Kolkata, 30/05/2013

Dynamic Portfolio Management & Services Limited

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2012

	Note No.	Year ended on 31.3.2013	Year ended on 31.3.2012
INCOME			
I. Revenue From Operations	17	3226163.04	2950000.00
II. Other Income	18	7089701.00	7576122.46
III. TOTAL REVENUE (I+II)		10315864.04	10526122.46
IV. EXPENSES			
Changes in inventories of Stock-in-Trade	19	(4306533.56)	600000.00
Cost of Goods Traded		12263805.76	2350000.00
Employee benefits expenses	20	413627.00	386726.00
Other Expenses	21	1457610.71	5023773.20
TOTAL		9828509.91	8360499.20
Earning before interest, tax, depreciation and amortization (EBITDA)		487354.13	2165623.27
Depreciation and amortization expense	22	48203.00	48203.00
Finance Cost	23	903.50	0.00
V. Profit/(loss) before prior period item		438247.63	2117420.27
Prior Period Item		0.00	0.00
Profit/(loss) before tax		438247.63	2117420.27
Tax expense			
1. Current Tax		202386.00	702165.00
2. Deferred Tax		2179.94	5176.68
3. Excess/Short Provision for Tax	10	1127.00	15726.00
Total Tax expense		205692.94	723067.68
Profit/(loss) for the year		232554.69	1394352.59
Earnings Per equity Shares [nominal value of share Rs.10]	24		
31st March 2012; Basic and Diluted		0.02	0.1200

The accompanying notes are an integral part of the financial statements.
As per our report of even date attached

FOR MUKESH CHOUDHARY & ASSOCIATES
CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors

(CA. RANJIT KUMAR MODI)
Membership No. : 062254
Firm Reg. No.: 325258E
Kolkata, 30 /05 /2013

Dynamic Portfolio Management & Services Limited

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

3 SHARE CAPITAL	31st March 2013		31st March 2012	
	No. of Share	Amt. (in Rs.)	No. of Share	Amt. (in Rs.)
Authorised				
Equity Shares of Rs. 10/- each	12110000	121,100,000.00	12110000	121,100,000.00
Issued, Subscribed & Paid Up				
Equity Shares of Rs. 10/- each fully paid up	11691800	116,918,000.00	116,918,00	116,918,000.00
Less: Calls in Arrear		788,550.00		788,550.00
		116,129,450.00		116,129,450.00

A Reconciliation of outstanding share not applicable as there is no movement during the year

B Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity share will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

C The company has not issued any bonus shares or any shares for consideration other than cash, nor the company has bought during the period of five year immediately preceeding the pervious year

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

Name of Shareholder	31st March 2013		31st March 2012	
	No. of Share Held	% of Share Held	No. of Share Held	% of Share Held
Ritesh Commercial Holdings Ltd	962000	8.23%	962000	8.23%

4 RESERVES & SURPLUS

PARTICULARS	Amt. (in RS.)	
	31st March 2013	31st March 2012
Special Reserve u/s 451C of the RBI Act 1934		
Opening Balance	485,602.67	62,118.00
Add: From P&L A/c	84,649.53	423,484.67
Closing Balance	573,252.20	485,602.67
Surplus/(deficit) in the statement of profit and loss		
Balance as per last financial statements	(925593.04)	(1896460.96)
Profit/(loss) for the year	232554.69	1394352.59
	(693038.35)	(502108.37)
Less: Transfer to Special Reserve	87649.53	423484.67
Closing Balance	(780687.87)	(925593.04)
TOTAL	(207435.68)	(439990.37)

5 LONG TERM PROVISIONS

	Amt. (in RS.)	
PARTICULARS	31st March 2013	31st March 2012
Provision for NPA	148,488.00	148488.00
Provision on Standard Assets	463,987.07	240,213.72
TOTAL	612,475.07	388,701.72

6 SHORT TERM BORROWINGS

	Amt. (in RS.)	
PARTICULARS	31st March 2013	31st March 2012
TERM LOANS - SECURED		
Vehicle Loan - HDFC Bank LTD.	30,794.77	146,849.75
TOTAL	30,794.77	146,849.75

- A Term Loan from HDFC Bank. The loan is repayable in 36 monthly installments of Rs. 10430 from 5th July 2010 .

7 OTHER LIABILITIES

	Amt. (in RS.)	
PARTICULARS	31st March 2013	31st March 2012
Other Liabilities		
Other Out standing Expenses	7,000.00	7,000.00
TOTAL	7,000.00	7,000.00

8 SHORT TERM PROVISION

	Amt. (in RS.)	
PARTICULARS	31st March 2013	31st March 2012
Short Term Provisions		
Provision for Income Tax	904,551.00	742,743.00
TOTAL	904,551.00	742,743.00

Dynamic Portfolio Management & Services Limited

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

10 Deffered tax Asset

Amt. (in RS.)

Deferred Tax Liability	31st March 2013	31st March 2012
Fixed Assets- Depreciation	7,054.81	16,753.00
Total	7,054.81	16,753.00
Provision for Deferred Tax (net)	2,179.94	5,177.00

11 NON-CURRENT INVESTMENT

Amt. (in RS.)

PARTICULARS	31st March 2013	31st March 2012
Share Application	1,20,00,000.00	10,00,000.00
TOTAL	1,20,00,000.00	10,00,000.00

12 LONG TERM LOANS & ADVANCES

Amt. (in RS.)

PARTICULARS	31st March 2013	31st March 2012
Unsecured Considered Goods		
Loans Given	8,95,09,341.00	96,085,486.00
Security Deposits	6,000.00	6,000.00
TOTAL	8,95,15,341.00	96,091,486.00

13 INVENTORIES

Amt. (in RS.)

PARTICULARS	No of Share	31st March'13	No of Share	31st March'12
Ambaa Securities Pvt. Ltd.	1,03,600	1,55,400.00	1,03,600	1,55,400.00
Ambaashree Envirocare projects Pvt. Ltd.	4,250	8,50,000.00	4,250	8,50,000.00
Darshan Vyapaar Pvt. Ltd.	96,700	1,45,050.00	96,700	1,45,050.00
Dhenu Buidcon India	20,000	13,22,000.00	0.00	0.00
First Fin Service	4,200	11,84,533.56	0	0.00
Indo Polysacks Pvt. Ltd.	6,000	3,00,000.00	6,000	3,00,000.00
Indo Plast Udyog Pvt. Ltd.	140000	3500000	0.00	0.00
Jwei Moulders & Holdings Pvt. Ltd.	2,35,300	3,52,950.00	2,35,300	3,52,950.00
Jalgaon Re-Rolling	0	0.00	0	0.00
Matashree Metals Pvt. Ltd.	1,000	1,00,000.00	0	0.00
Ranisati Mercantiles Pvt. Ltd.	13,000	26,00,000.00	13,000	26,00,000.00
Ritesh Commercial Holdings Ltd.	2,00,361	4,00,722.00	2,00,361	4,00,722.00
Ritesh Exim Pvt. Ltd.	68,000	1,02,000.00	68,000	1,02,000.00
Ritesh Projects Pvt. Ltd.	2,750	5,50,000.00	2,750	5,50,000.00
S.M Niryat Pvt. Ltd.	0	0.00	12,000	15,00,000.00
Suman Securities Pvt. Ltd.	0	0.00	6,000	3,00,000.00
Wagend infra Venture	0	0.00	0	0 00
TOTAL	8,95,161	1,15,62,655.56	7,41,961.00	72,56,122.00

Dynamic Portfolio Management & Services Limited

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

14 TRADE RECEIVABLES

Amt. (in RS.)

PARTICULARS	31st March 2013	31st March 2012
Unsecured Debts outstanding for a period exceeding six Months from due date	-	-
TOTAL	0.00	0.00

15 CASH AND BANK BALANCES

Amt. (in RS.)

PARTICULARS	31st March 2013	31st March 2012
Cash and cash equivalents		
Current		
Current Accounts-Standard Chartered Bank	13,320.26	13,320.26
Current Accounts-Indusind Bank	76,513.33	4,72,022.09
Current Accounts-Vysya Bank	778.00	778.00
Cash In Hand	17,92,872.62	5,56,737.42
	18,83,484.21	10,42,857.77
Non Current		
Fixed Deposit Including Interest	0.00	0.00
Less: Amount disclosed under non current assets (Note 14)	0.00	0.00
	-	-
GRAND TOTAL	18,83,484.21	10,42,857.77

16 SHORT TERM LOANS AND ADVANCES

Amt. (in RS.)

PARTICULARS	31st March 2013	31st March 2012
Other Advances		
Advance Tax Including Tax deducted at Source	21,34,132.63	21,52,683.63
Other	0.00	0.00
TOTAL	21,34,132.63	21,52,683.63

17 REVENUE FROM OPERATIONS

Amt. (in RS.)

PARTICULARS	31st March 2013	31st March 2012
Sale of Product Shares	32,26,163.04	29,50,000.00
REVENUE FROM OPERATIONS (NET)	32,26,163.04	29,50,000.00

18 OTHER INCOME

Amt. (in RS.)

PARTICULARS	31st March 2013	31st March 2012
Other Income	0.00	68,500.46
Dividend Income	0.00	4,167.00
Interest on IT Refund	32,403.00	21,690.00
Interest Received	70,57,298.00	7,485,932.00
TOTAL	70,89,701.00	7,576,122.46

Dynamic Portfolio Management & Services Limited

19 CHANGES IN INVENTORIES OF STOCK TRADED Amt. (in RS.)

PARTICULARS	31st March 2013	31st March 2012
(Increase)/Decrease in STOCK		
Opening Stock	72,56,122.00	78,56,122.00
Closing Stock	1,15,62,655.56	72,56,122.00
	(43,06,533.56)	6,00,000.00
TOTAL	(43,06,533.56)	6,00,000.00

20 EMPLOYEE BENEFITS EXPENSES Amt. (in RS.)

PARTICULARS	31st March 2013	31st March 2012
Salaries, Wages and Bonus	3,96,500.00	370,500.00
Staff Welfare Expenses	17,127.00	16,226.00
TOTAL	4,13,627.00	386,726.00

21 OTHER EXPENSES Amt. (in RS.)

PARTICULARS	31st March 2013	31st March 2012
Advertisement Expenses	7,231.00	-
Filing Fees	3,000.00	5,000.00
General Expenses	55,096.80	56,954.64
Interest (others)	9,105.02	19,716.15
Legal & Professional Fees	27,895.00	27,623.00
Listing Fee	1,06,742.00	61,768.00
Loss on Share Trading	6,27,766.02	34,73,583.80
Motor Car Expenses	1,39,803.00	1,18,186.00
Meeting Expenses	31,280.00	32,300.00
Audit Fee	16,500.00	7,000.00
Postage & Stamp	29,330.00	28,700.00
Printing & Stationery	54,981.00	43,070.00
Provision on Std. Assets (.25% of std Assets)	2,23,773.35	2,40,213.72
Rates & Taxes	1,900.00	1,900.00
Share Transaction Charge	15,437.69	3,763.79
D-Mat Charges	1,000.00	-
Transfer Agent Fee	62,514.00	8,51,398.00
Travelling & Conveyance	41,054.00	40,905.00
Website Design Expenses	3,201.83	11,691.10
TOTAL	14,57,610.71	50,23,773.20

22 Depreciation and amortisation expense Amt. (in RS.)

PARTICULARS	31st March 2013	31st March 2012
Depreciation of tangible assets	48203.00	48203.00
	48203.00	48203.00

23 FINANCE COST Amt. (in RS.)

PARTICULARS	31st March 2013	31st March 2012
Interest Expenses	0.00	0.00
Bank Charges and ancillary borrowing cost	903.50	
TOTAL	903.50	0.00

- 24** Basic and diluted earnings per shares is computed by dividing the net profit attributable to equity share holders for the year, by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earning per share, the net profit or loss for the year attributable to equity share holders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

Earnings/ (Loss) per share (EPS) (Basic and Diluted)		31st Mar'2013	31st Mar'2012
Net Profit / (Loss) for the year	Amt (In RS)		
		2,32,554.69	13,94,352.59
Number of shares at the beginning of the year	No.	11691800	11,69,18,000
Total Number of shares outstanding for the period	No.	11691800	11,69,18,000
Weighted Number of Equity Shares outstanding during the period (For Basic and Diluted EPS)	No.	11691800	116,918,000
Earning Per Share – Basic and Diluted	Rs.	0.02	0.01193

25 RELATED PARTY DISCLOSURE

Names of related parties and related party relationship

Key Management Person of Company

- a) RITESH KUMAR NEWATIA
- b) RAVI KUMAR NEWATIA
- c) ARUN KUMAR AGARWAL
- d) VIKAS KUMAR AGARWAL
- e) ASHOK BOTHRA
- f) PRASANTADHAR

Enterprises over Which Key Management Personnel have significant influence

Ritesh Real Estates Pvt. Ltd.
Ritesh Construction Pvt. Ltd.
Charishma Combines Pvt. Ltd.
Ranisati Mercantile Pvt. Ltd.
Indo Polysacks Pvt. Ltd.
Shiv Shankar Securities Pvt. Ltd.
Speed Business Pvt. Ltd.
Ritesh Stock Broking Pvt. Ltd.
OM Vincom Pvt. Ltd.
VPL Oil Marketing Pvt. Ltd.
Darshan Vyapaar Pvt. Ltd.

Dynamic Portfolio Management & Services Limited

ACCOUNTING POLICIES & NOTES FORMING PART OF THE ACCOUNTS

1. General Information

DYNAMIC PORTFOLIO MANAGEMENT AND SERVICES LIMITED having Registered Office at 53A, Mirza Ghalib Street, 4th Floor, Kolkata-700016. The Company has carried on NBFC Business during the financial Year 2012-13. The Company is a public limited company and its shares are listed in Bombay Stock Exchange Limited.

2. Summary of significant accounting policies

2.1 Basis of preparation of Financial Statements

The financial statement are prepared under historical cost convention on accrual basis, except so far as they relate to revaluation of Plant and Machinery, Equipment etc., This financial statement has been prepared to comply with all material aspects the accounting standards had notified under Section 211 (3C) and Companies (Accounting Standard) Rules, 2006 and other relevant provisions of the Companies Act, 1956.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule VI to the Companies Act, 1956. Based on the nature of operations, the Company has ascertained its operating cycle as 12 months for the purpose of current/ non current classification of assets and liabilities.

2.2 Use of Estimates

The preparation of financial statements in conformity with the generally accepted accounting principles requires the management to make estimate and assumptions that affect the report amount of assets, liabilities, revenue and expenses and disclosure of contingent liabilities as of the date of the financial statements. The estimates and assumptions used in the accompanying financial statements are based upon the management's evaluations of the relevant facts and circumstances as of the date of the financial statement. Actual results could differ from these estimates.

2.3 Tangible Assets

All tangible assets are stated at cost. Cost includes related taxes, duties freight etc. and interest on borrowed funds attributable to acquisition / construction of qualifying fixed assets and is net of Cenvat and VAT credits.

Depreciation on Tangible assets (other than revalued assets which have been fully depreciated) is provided on straight line method at the rates specified in Schedule XIV to the Companies Act, 1956. Assets costing individually upto Rs.5, 000/- are fully depreciation in the year of purchase.

2.4 Impairment

Consideration is given at each Balance Sheet date to determine whether there is any modification or impairment of the carrying amount of the fixed assets. If any condition exists, an asset's recoverable amount is estimated. An impairment loss is recognized whenever the carrying amount of any asset exceeds the recoverable amount.

2.5 Investments

Investments that are readily realizable and are intended to be held for not more than one year from the date, on which such investments are made, are classified as current investments. All other investments are classified as long term investments. Current investments are carried at cost or fair value, whichever is lower. Long-term investments are carried at cost. However, provision for diminution

is made to recognize a decline, other than temporary, in the value of the investments, such reduction being determined and made for each investment individually

2.6 Inventories

Inventories, Consisting of Share, have been valued as under.

Quoted Share : At Cost or Market Price, whichever is lower

Unquoted Share : At Cost

2.7 Revenue Recognition

Item of Income & Expenditure are recognized on accrual basis.

Dividend income is recognized when right to receive dividend is established. Interest income is recognised on a time proportion basis taking into account the outstanding and the rate applicable.

2.8 Employee Benefits

- a) Short term employee benefits (i.e. benefit payable within one year) are recognized in the period in which employee services are rendered.
- b) Contribution made towards Provident Fund, in accordance with applicable rules/statutes, is charged to revenue
- c) No Provision for gratuity is made since it will be considered on cash Basis.

2.9 Current and Deferred Tax

Tax expense for the year, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in the respective jurisdictions.

Deferred tax is recognized for all the timing differences, being the difference between Taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent period. Deferred tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. At each Balance Sheet date, the Company reassesses unrecognized deferred tax assets, if any.

2.10 Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share are the net profit for the period attributable to equity shareholders.

The weight average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period Attributable to equity shareholders and the weighted average number of shares outstanding During the period is adjusted for the effects of all dilutive potential equity shares.

2.11 Provision and Contingent liabilities

Provision under Expenditure in profit & Loss Account include for Provision for Standard Assets is in accordance with RBI Direction on Non-Banking Financial Companies: a 463986.72 (.25% on Standard Assets)

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is termed as a contingent liability.

2.12 Cash and Cash Equivalents

In the cash flow statement, cash and cash equivalents includes cash and cash cheques in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

2.13 Previous Year figures have been regrouped / classified wherever necessary.

Dynamic Portfolio Management & Services Limited

STATEMENT PURSUANT TO PART IV OF SCHEDULE VI TO THE COMPANIES ACT, 1956

Balance Sheet Abstract and Company's General Business Profile

I Registration Details

Registration No.	:	63178
State Code No.	:	21
Balance Sheet Date	:	31.03.2012

II Capital raised during the year

Public Issue	:	0.00
Right Issue	:	0.00
Bonus Issue	:	0.00
Private Placement	:	0.00

III Position of Mobilisation and Deployment of Funds ('000)

Total Liabilities	:	117476835.16
Total Assets	:	117476835.16

Sources of funds

Paid-up Capital	:	116129.45
Reserves & Surplus	:	207.44
Secured Loans	:	30.79
Unsecured Loans	:	0.00
Share Application Money	:	0.00
Deferred Tax Liability	:	0.00

Application of funds

Net Fixed Assets	:	376.74
Investments	:	12000.00
Net Current Assets	:	14637.93
Deferred Tax Asset	:	0.00
Accumulated losses	:	207.44

IV Performance of Company ('000)

Turnover	:	10315.86
Total Expenditure	:	9877.62
Profit / Loss before taxes	:	438.25
Profit /Loss after taxes	:	232.55
Earning Per Share	:	0.02
Dividend rate	:	0.00

V Generic Names of Three Principal Products/Services of the Company (as per monetary terms)

Item Code No. (ITC Code)	:	N.A.
Product Description	:	
Item Code No. (ITC Code)	:	
Product Description	:	
Item Code No. (ITC Code)	:	
Product Description	:	

Note : For ITC Code of products please refer to the the publication Indian Trade Classification based on harmonized commodity description and coding system by Ministry Commerce, Directorate General of Commercial Intelligence & Statistics, Calcutta-700 001

Dynamic Portfolio Management & Services Limited

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2013

PARTICULARS	AS AT 31.03.2013 Amount (Rs.)	AS AT 31.03.2012 Amount (Rs.)
Cash Flow From Operating Activities		
Net Profit Before Tax	438247.63	2117420.27
Adjustments for: Depreciation	48203.00	48203.00
Operating Profit Before Working Capital Changes	486450.63	2165623.27
Adjustments for:		
Increase/(decrease) in short term provision	161808.00	691245.00
Increase/(decrease) in long term provision	223773.35	240213.72
Increase/(decrease) in other current liabilities	0.00	(19000.00)
Decraes/(Increase) in trade receivables	0.00	420386.00
Decraes/(Increase) in trade inventories	(4306533.56)	600000.00
Decraes/(Increase) in long term loans and advances	6576145.00	6889795.00
Decraes/(increase) in short term loans and advances	18551.00	188761.00
Decraes/(Increase) in other current asset		
	2673743.7	99011400.72
Direct Taxes Paid	(203513.00)	(717891.00)
Net Cash from Operating Activities [A]	2956681.42	10459132.99
Cash Flow from Investing Activities		
Purchase of Fixed Assets	0.00	0.00
Purchase of Share	(2000000.00)	(10000000.00)
Adjustment in Fixed Assets	0.00	(68500.47)
Net Cash Used in Investing Activities [B]	(2000000.00)	(10068500.47)
Cash FlowS from Financing Activities		
Proceeds from Long Term Borrowings (net)	(116054.98)	(105443.85)
Proceeds from Issu of equity Share		
Net Cash from Financing Activities [C]	(116054.98)	(105443.85)
Net Increase/(Decrease) in Cash & Cash	840626.44	285188.67
Cash & Cash Equivalents at the begning of the	1042857.77	757669.09
Cash & Cash Equivalents at the end of the	1883484.21	1042857.76
Components of Cash and Cash Equivalents		
Cash on hand	1792872.62	556737.42
Current accounts	90611.59	485342.35
Total Cash and Cash Equivalents [Note 16]		

As per our report of even date attached

FOR MUKESH CHOUDHARY & ASSOCIATES
CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors

(CA. RANJIT KUMAR MODI)

Membership No. : 062254

Firm Reg. No.: 325258E

Kolkata, 30 /05 /2013

Dynamic Portfolio Management & Services Ltd.

53A, Mirza Ghalib Street, 4th Floor, Kolkata-700 016

PROXY FORM

I/We _____ resident of _____
in the district of _____ being member/members of the above
named Company, hereby appoint _____
resident of _____ in the district of _____
_____ or failing him _____
resident of _____ in the district of _____ as my/our
proxy to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company
to be held on Monday, the 24th day of September 2013 at 11.00 A.M., at Registered Office of the
Company at 53-A, Mirza Ghalib Street, 4th Floor, Kolkata-700 016 and any adjournment thereof.

Registered Folio No./DP-Client ID _____ No. of Shares held _____

Signed on this _____ day of _____ 2013

Signed by the said _____

Signature of Proxy _____

Attested by Shareholder _____

Affix
Revenue
Stamp

Dynamic Portfolio Management & Services Ltd.

53A, Mirza Ghalib Street, 4th Floor, Kolkata-700 016

ATTENDANCE SLIP

I hereby record my presence at the Annual General Meeting of the Company held on Monday, the 24th day of September 2013 at 11.00 A.M, at Registered Office of the Company at 53A, Mirza Ghalib Street, 4th Floor, Kolkata-700 016.

Name of Shareholder/s _____

Father/Husband's Name _____

Name of Proxy or Company Representative _____

Registered Folio No. / DP-Client ID _____ No. of Shares held _____

Signature of the Shareholder(s) or Proxy or Company Representative _____

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

Dynamic Portfolio Management & Services Limited

BOOK - POST

If undelivered please return to :

DYNAMIC PORTFOLIO MANAGEMENT & SERVICES LIMITED

Regd. Office : 53A, Mirza Ghalib Street, 4th Floor

Kolkata - 700 016