



Premium Capital Market & Investments Ltd.

Regd. Off. : 401, Starlit Tower, IV Floor 29, Y.N. Road, Indore -452003
Phone : 91-731- 2433348, 2536127 ★ Fax : 0731 - 4066309

FORM A

Format of Covering Letter of the Annual Audit Report to be filed with the Stock Exchange.

1	Name of the Company	Premium Capital Market & Investment Ltd.
2	Annual Financial Statement for the year ended	31 st March, 2014
3	Type of Audit Observation	Unqualified
4	Frequency of Observation	N.A.
5	To be signed by	Audit Committee Chairman

For Premium Capital Market & Investment Ltd.

Shivdutt Bohra
(Audit Committee Chairman)

22nd ANNUAL REPORT 2013-2014



**Premium
Capital Market And
Investments Limited**



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PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED

Board of Directors'

: Shri S.K.Bandi
Chairman

Shri Shivdatt Bohra
Director

Shri Vinay F.Kothari
Director

Shri Sumer Chand Jain
Director

Auditors

: Airen & Saluja
Chartered Accountants
310, Shagun Arcade,
Above U Turn Show Room,
Vijay Nagar Square, A B Road
Indore (M.P.)

Secretarial Auditor

Neelesh Gupta & Co.
Company Secretaries
311, Block C, 3rd Floor, Silver Mall,
8, R.N.T Marg, Indore (M.P) 452001,

Registered Office

: 401, Starlit Tower, 4th Floor
29, Y.N. Road,
Indore (M.P.) - 452003
Tel : 2536127, 2433348
Fax : (0731) 4066309

Premium Capital Market & Investment Ltd.

Director



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PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED

NOTICE

NOTICE is hereby given that 22nd Annual General Meeting of the Premium Capital Market and Investments Limited will be held at 401 Starlit Tower, 4th Floor, 29 Y.N.Road, Indore (M.P.) - 452003, on Saturday, the 27th Day of September, 2014 at 10.00 A.M. to transact the following business:

I. ORDINARY BUSINESS:

- 1) To receive, consider and adopt the Financial Statements of the Company for the year ended March 31, 2014 including audited Balance Sheet as at March 31, 2014 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

- 2) To appoint a director in place of Mr. Shri Vinay F Kothari (holding DIN 01079754), who retires by rotation and being eligible offers himself for re-appointment.
To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Vinay F Kothari (holding DIN 01079754), who retires by rotation from the Board of Directors and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company and whose office shall be liable to retire by rotation."

- 3) To appoint a director in place of Mr. Sumerchand Jain (holding DIN 01678839), who retires by rotation and being eligible offers himself for re-appointment.
To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Sumerchand Jain (holding DIN 01678839), who retires by rotation from the Board of Directors and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company and whose office shall be liable to retire by rotation"

- 4) Appointment of Auditors and to fix their remuneration:
To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 139 and 142 and other applicable provisions, if any of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. Airen & Saluja, Chartered Accountants (Firm Registration No. 004588C, be and is hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting ("AGM") till the conclusion of the 25th (twenty fifth) AGM of the Company to be held in the year 2017 (subject to ratification of their appointment at every AGM), at such remuneration in addition to reimbursement of out-of-pocket expenses, as may be mutually agreed between the Board of Directors of the Company and the Auditors."

By Orders of the Board
For Premium Capital Market and Investments Ltd.

Sd/-

S.K.Bandi

Director

DIN: 00789385

Place : Indore

Date : 25th August, 2014



PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED

NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
2. Register of Member and Share Transfer Book of the Company will remain closed from 22-09-14 to 27-09-14 (both day inclusive)
3. a) Members are requested to notify immediately any change of address;
(i) to their Depository Participants (DPs) in respect of their electronics share account ;and
(ii) to the Company's Share Transfer Agents in respect of their physical share folios, if any.
(b) In case the mailing address on this Annual Report is without the PINCODE, member are requested to kindly inform their PINCODE immediately.
4. Non-resident Indian Shareholders are requested to inform Share Transfer Agent immediately:
a) the change in the residential status on return to India for permanent settlement .
b) the particulars of NRE Account with a Bank in India .if not furnished earlier.
5. All documents referred to in accompanying notice are open for inspection at the Registered office of the Company on all working days, except Saturday between 11.00A.M.to 1.00P.M.
6. Members who are holding shares in identical order of names in more than one folio are requested to send to the Company the details of such folio together with the share certificate for consolidating their holding in one folio. The share certificate will be returned to the members after making requisite changes thereon.
7. Members desires of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the Meeting so the information required may be available at the Meeting.
8. The Company has connectivity from the CDSL & NSDL and equity shares of the Company may also be held in the Electronic form with any Depository Participant (DP) with whom the members /investors having their depository account .The ISIN No. for the Equity Share of the Company is INE 555D01019 In case of any query/difficulty in any matter relating there to may be addressed to the Share Transfer Agent Ankit Consultancy Pvt. Ltd, 60, Electronic Complex Pardesipura, Indore (M.P.)
9. As per the provisions of the Companies Act, 1956, facility for making nominations is now available to INDIVIDUALS holding shares in the Company. The Nomination Form-2B prescribed by the Government can be obtained from the Share Transfer Agent or may be down load from the website of the Ministry of Corporate Affairs.
10. Pursuant to the recommendation of SEBI Committee on Corporate Governance for re-appointment of the retiring, a statement containing details of the concerned directors is attached hereto.



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STATEMENT REGARDING THE DIRECTORS PROPOSED FOR APPOINTMENT / RE-APPOINTMENT

NAME AND DESIGNATION APPOINTEE	AGE / YEARS	QUALIFICATIONS	EXPERTISATION / EXPERIENCE	DATE OF RE-APPOINTMENT / APPOINTMENT	OTHER DIRECTORSHIP HELD
Shri Vinay F Kothari	69	B. Com., FCA	Finance & Corporate Law Consultant	29-09-12	NIL
Shri Sumerchand Jain	66	Graduate	_____	29-09-12	NIL

By Orders of the Board
For Premium Capital Market and Investments Ltd.

Sd/-
S.K.Bandi
Director

Place : Indore
Date : 25th August, 2014



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DIRECTORS' REPORT

To,
The Members,
Premium Capital Market and Investments Limited

The Director present their 22nd Annual report on the business and operations of the Company along with the Audited Balance Sheet and statement of Profit & Loss for the year ended 31st March, 2014.

FINANCIAL RESULT :

Financial Result of the company for the year under review along with the comparative figures for previous year are as follows:

	2013-14	(Rs. in Lakhs) 2012-13
Total Income from operations	07.53	8.24
Profit (Loss) before tax and depreciation	(119.19)	0.43
Less : depreciation	0.36	0.36
Profit (Loss) before Tax	(119.55)	0.07
Previous year's adjustment	0.00	0.00
Provision for Tax.	0.00	0.00
	(119.55)	0.07
	(486.84)	(486.91)
Add : Balance brought forward from previous year	(606.39)	(486.84)
Losses carried to Balance Sheet	(01.82)	0.00
Earning Per Share		

DIVIDEND:

Looking into the heavy business losses suffered by the Company, it is not possible for the management to recommend any dividend for the year under review.

REVIEW ON OPERATIONS:

During the Financial Year 2013-14, the Company has incurred loss of Rs.119.55 Lacs which is due to making provision of Rs.119.61 Lacs for doubtful debts otherwise there is profit of Rs.0.06 lacs which is at par in comparison to last year profit. The company's funds are blocked with sundry debtors and advances made by the company, for which necessary legal proceedings were already initiated by the Company which are under various stages, therefore necessary provisions were created. Though, in absence of the liquidity of funds the Company could generate better comparatively results during the year under review.

INTERNAL CONTROL SYSTEM & THEIR ADEQUACY:

The Company has reasonable system of internal control comprising authority levels and the powers, supervision, checks, policies, and the procedures. The Audit Committee consists of Shri Shivdatt Bohra (Chairman of the Audit Committee), Shri Sumarchand Jain (Director) & Shri Vinay F. Kothari (Director).



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The said Committee review the adequacy of internal control system and the Compliance thereof. Further the annual financial statement of the company are reviewed and approved by the committee and placed before the Board for the consideration. The committee also reviewed the internal control system during the year.

SHARE CAPITAL & LISTING:

The Equity Share of the Company can also be kept in Electronic form your Company has obtained connectivity from the Central Depository Services (India) Ltd. (CDSL) and National Securities Depository Ltd (NSDL) to provide facilities to all members and investors to hold the Company's shares in Dematerialized form.

Company's Equity Shares are listed with the Stock Exchange, Mumbai, M.P. & Ahmedabad. In view of the SEBI (Delisting of Securities) Guidelines, 2003 application has been made with the M.P. and Ahmedabad Stock Exchange for delisting which is under consideration. Therefore, Company Shares will be listed only with the BSE, where the Equity shares of the Company being traded generally.

Your Company is regular in payment of Annual Listing Fee to the Stock Exchange.

DIRECTORS:

The Board consists of executive & non-executive directors including independent director who have wide & varied experience in different disciplines of corporate functioning.

Shri Vinay F Kothari, Director of the Company will retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment.

Shri Sumerchand Jain, Director of the Company will retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment.

PUBLIC DEPOSITS:

In view of the Directions of the RBI issued on 2nd January, 1998 your Company has neither accepted nor invited any deposit from the General Public. There is no outstanding amount of matured deposits remain unpaid at the end of the financial year.

DIRECTORS RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section of 217(2AA) of the Companies Act, 1956 your directors State that :

- In the preparation of accounts, the applicable accounting standards have been followed.
- Accounting policies selected were applied consistently. Reasonable and prudent judgments and estimates were made so as to give a true and fair view of the state of affairs of the company as at the end of March 31, 2014 and the Statement of Profit / Loss of the company for the year ended on that date.
- Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provision of Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities.
- The annual accounts of the company have been prepared on a going concern basis.

AUDITORS REPORT:

The Auditors in their report have referred to the Notes forming part of the Accounts, considering the principle of the materiality; the notes are self-explanatory and need no comments.



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AUDITORS:

The Statutory Auditors, M/s. Airen & Saluja Chartered Accountants (ICAI Registration No. 004588C), hold office until the conclusion of ensuing AGM and are eligible for re-appointment for further period of up to three consecutive years as per Section 139 of the Companies Act, 2013. M/s. Airen & Saluja, while offering themselves for re-appointment, has provided certificate to the effect that, their re-appointment, if made, shall be in accordance with the provisions of Section 139 of the Companies Act, 2013 and they satisfy the criteria provided under Section 141 of the Companies Act, 2013.

In view of the above and based on the recommendation of the Audit Committee, the Board of Directors recommends re-appointment of, M/s. Airen & Saluja as the Statutory Auditors of the Company for a period of three consecutive years to hold office from the conclusion of this AGM till the conclusion of 25th AGM of the Company, subject to ratification of their appointment by the Members at every AGM held after this AGM.

CORPORATE GOVERNANCE:

Your Company is committed to good Corporate Governance Practice and follows the principles of fair representation and full disclosure in all its dealings and communications, thereby protecting the rights and interests of all its shareholders. The Company's goal is to find creative & productive ways of delighting its stakeholders, i.e. investors, customers and associates, while fulfilling the role of a responsible Corporate representative committed to the best practices.

Your Company has complied with the mandatory requirements of clause 49 of the listing agreement within the stipulated time. A report on the Corporate Governance has been attached to the Directors' Report.

PERSONNEL:

The Company continued to have cordial relationship with its employees during the year under review.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION:

Particulars pursuant to the Companies (Disclosure of Particulars in the Report of Board of Directors) Rule, 1988 are not applicable to the Company as it has no manufacturing activities during the year under review. The Company has no earning or outflow of any foreign exchange.

PARTICULARS OF EMPLOYEES:

Particulars of the employees as required under section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of the Employees) Rules, 1975 are not applicable since, none of the employee of the Company is drawing more than Rs.24,00,000/- P.A. or Rs.2,00,000/- P.M. for the part of the year under review.

ACKNOWLEDGEMENT:

Your Director wish to place on record their sincere appreciation and acknowledge with the gratitude forth assistance, co-operation and encouragement by valued customers, suppliers, bankers, shareholders and employees of the Company and look forward for their continued support.

For & on Behalf of the Board

For & on Behalf of the Board

Sd/-

S.K.Bandi

Director

DIN : 00789385

Place : Indore

Date : 25th August, 2014

**CORPORATE GOVERNANCE REPORT
REPORT OF COMPLIANCE WITH CLAUSE 49
OF THE LISTING AGREEMENT OF THE STOCK EXCHANGES**

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company's Philosophy on the code of Governance envisages the attainment of the highest level of transparency, accountability and equity in all facets of its operation and in all interaction with its stakeholders, employers, the government & lenders.

2. BOARD OF DIRECTORS:

(i) Details of Director:

During the year ended 31.03.2014 there were four directors on the Board of the company out of which 3 Directors were independent directors on the Board of Director of the Company. Details of the Directors of the Company as at 31st March, 2014 are as under:

Directors	Executive / Executive Independent	Non	No. of Outside Directorship Held		No. of Outside Positions Held	Committee
		/	Public	Private	Member	Chairman
Shri S.K. Bandi	Chairman	-	-	3	-	-
Shri Shivdatt Bohara	NED / Independent	-	-	-	-	-
Shri Vinay F. Kothari	NED / Independent	-	-	-	-	-
Shri Sumer Chand Jain	NED / Independent	-	-	-	-	-

(ii) Details of Board Meeting held during the year:

During the financial year 2013-14 there was total five meetings of the Board of Directors of the Company. Detail regarding the date, venue & Strength of the Board of Directors present at the respective meeting are as under:

Date of Board Meeting	Name of Director Present at Meeting	Total Strength of the Board	No. of Directors Present
11 th May 2013	SKB, VFK, SCJ	4	3
03 th Aug 2013	SKB, VFK, SB	4	3
14 th Aug 2013	SKB, SB, SCJ	4	3
09 rd Nov 2013	VFK, SCJ, SB	4	3
01 st Feb 2014	SKB, SB, SCJ	4	3

3. AUDIT COMMITTEE:

(A) BRIEF DESCRIPTION OF TERMS OF REFERENCE:

- Oversight of the Company's financial reporting and the disclosure of its financial information.
- Recommending the appointment and removal of external auditors, fixation of audit fees and also approval for payment for any other services.
- Review with the management the annual /half yearly financial statement before submission to the Board, focusing primarily on:
 - any changes in accounting policies and practices ;



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- (ii) major accounting entries based on exercise based on exercise of judgment by management;
 - (iii) qualification in draft audit report;
 - (iv) significant adjustment arising out of audit ;
 - (v) the going concern assumption;
 - (vi) compliance with Accounting Standards, Stock Exchange and legal requirement concerning financial statement; and
 - (vii) any related party transitions.
- (d) Hold discussion with external auditors before the audit commences nature and scope of audit as well as have post-audit discussion to ascertain any area of concern.
- (e) Review the Company's financial and risk management policies and the adequacy of Internal control system.
- (f) Review the adequacy of accounting records maintained in accordance with the provisions of the Companies Act 1956.
- (g) Review the performance of Statutory Auditors and recommend their appointment & remuneration to the Board, considering their independence & effectiveness.
- (h) Perform other activities consistent with the Company's Memorandum & Articles, the Companies Act, 1956 and other Governing Laws.

(B) Composition of Committee and Number of Meeting held :

S.No.	Name	Designation	Position of Committee
1	Shri Shivdatt Bohra	Director	Chairman
2	Shri Vinay F. Kothari	Director	Member
3	Shri Sumer Chand Jain	Director	Member

The Statutory Auditors and Whole Time Director of the Company were also invited by the Committee to express their views in the meeting.

During the year under review, the Audit Committee of the Board met 5 times viz. 11th May 2013, 3rd August 2013, 14th August 2013, 09th November 2013, and 01st February 2014 to deliberate on various matters.

4. SHAREHOLDERS /INVESTERS GRIEVANCE COMMITTEE:

A) Brief description of terms of reference:

The Company has a "Shareholders Grievance & Transfer Committee " at the Board level to look into the readdressing of Shareholders & investors complaints like :

- a) Transfer of shares, transmission and delay in confirmation in D-mat of shares.
- b) Non-receipt of Annual Report etc.

The Committee oversees the performance of the Registrar and Share Transfer Agent and recommend measure for overall improvement in the quality of investors services.

B) Composition of Committee and number of meeting held :

S.No.	Name	Designation	Position in Committee
1	Shri Shivdatt Bohra	Director	Chairman
2	Shri Vinay F.Kothari	Director	Member
3	Shri Sumer Chand Jain	Director	Member

During the year under review, the Shareholders Grievance & Transfer Committee of the Board met five times viz.



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PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED11th May 2013, 03rd Aug 2013, 14th August 2013, 09th November 2013, and 01st February 2014 .

- (i) Name & Designation of Compliance Officer : Smt. Sheetal Gurjar
Accounts Officer
- (ii) No. of Shareholders complaints/query received : Nil
- (iii) No. of complaints/query solved during the year : Nil
- (iv) No. of complaints/query pending at the end of the year : Nil

The company has given powers to implement transfer, transmission and D-mat of shares to the share transfer agent and to resolve the relating problem as Professional Agency. The Committee need only specific nature of complaints not resolved within a period of 15 days from the date of its received.

5. REMUNERATION COMMITTEE:**(A) Brief Description of terms of reference :**

The terms of reference of the committee are to review and recommend compensation payable to the executive directors .The Committee also ensures that policy of the Company provides for performance oriented incentives to managements. Composition of Committee and number of meeting held:

Sr.	Name	Designation	Position in Committee
1	Shri Shivdatt Bohra	Director	Chairman
2	Shri Vinay F. Kothari	Director	Member
3	Shri Sumer Chand Jain	Director	Member

During the year under review, no meeting of the Remuneration Committee was held.

6. GENERAL MEETING:**Location and time, where last three AGMs HELD :**

Financial Year	2010-2011	2011-2012	2012-2013
Date	24 th Sept., 2011	29 th Sep., 2012	28 th Sept., 2013
Time	10.00 A.M.	10.00 A.M.	10.00 A.M.
Venue	401, Starlit Tower, 4 th Floor, 29 Y.N. Road, Indore (M.P)	401, Starlit Tower, 4 th Floor, 29 Y.N. Road, Indore (M.P)	401, Starlit Tower, 4 th Floor, 29 Y.N. Road, Indore (M.P)

The details of special resolutions passed in previous 3 Annual General Meeting are as under:-

- AGM 2013 : No Special Resolution was passed.
- AGM 2012 : No Special Resolution was passed
- AGM 2011 : No Special Resolution was passed.

Postal Ballot

No Special resolution was passed by Postal Ballot during the year or proposed to be passed at the ensuing AGM



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7. DISCLOSURES:

- (i) Related Party Transactions made by the Company have been disclosed in the Notes to Accounts for the year ended 31st March, 2014. The Register of Contracts containing transaction in which directors are interested is placed before the Board regularly for its approval.
- (ii) During the last three years there was no penalties, strictures imposed on the Company by Stock Exchange or SEBI or any Statutory, on any matter related to capital markets.

8. MEANS OF COMMUNICATION :

Quarterly results of the Company are published in leading newspapers such as Dainik Avantika. The results were promptly submitted to the Stock Exchanges where the shares of the Company are listed. The Management Discussion and Analysis have been given in the Directors' Report.

9. GENERAL INFORMATION TO SHAREHOLDERS

- (i) Date Time and venue of Annual General Meeting : 27th September, 2014
at 10.00A.M.
at 401, Starlit Tower, 4th Floor,
29 Y.N.Road, Indore - 452003 (M.P.)
- (ii) Financial Calendar:
 - First Quarter Results on or before 14th Aug, 2013
 - Second Quarter Results on or before 14th Nov, 2013
 - Third Quarter Results on or before 14th Feb, 2014
 - 31st March, 2014 on or before 15th May, 2014
- (iii) Dates of Books Closure From 22-09-2014 to 27-09-2014
- (iv) Listing on Stock Exchange Madhya Pradesh Stock Exchange Ltd.,
Indore*
Bombay Stock Exchange Ltd, Mumbai
Ahmedabad Stock Exchange Ltd., Ahmedabad*

* The application with the M.P. and Ahmedabad Stock Exchange for delisting is under consideration.

- (V) Stock Code :
 - Madhya Pradesh Stock Exchange Ltd., Indore : N.A.
 - Ahmedabad Stock Exchange Ltd., Ahmedabad : N.A.
 - Bombay Stock Exchange Ltd., Mumbai : 511660
- (VI) Demat ISIN No. for CDSL and NSDL : INE55D01019
- (VII) Stock Market Data : Bombay Stock Exchange Ltd., Mumbai
- High & low during each month in the last Financial Year :



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Month	Highest (Rs.)	Lowest (Rs.)
April, 13	1.03	0.96
May, 13	0.92	0.92
June, 13	0.99	0.92
July, 13	0.99	0.92
Aug., 13	0.99	0.92
Sept., 13	0.92	0.92
Oct., 13	0.88	0.74
Nov., 13	0.92	0.77
Dec., 13	0.88	0.55
Jan., 14	1.12	0.86
Feb., 14	1.69	1.05
Mar., 14	2.65	1.77

(VIII) Share Transfer System :

Shareholders / Investors' Grievance Committee also approves shares transfer and meets frequent intervals. The Company's Share Transfer Agent Ankit Consultancy Pvt. Ltd. process these transfers. Share transfers are registered and returned within a period of 15 days from the date of Receipt, if the documents are cleared in all respects. In case where share are transferred after sending notice to the transferors, in compliance of applicable provisions, the period of transfer is reckoned from the date of expiry of the notice.

(IX) Dematerialisation / Dematerialization :

Based on SEBI directives, Company's Shares are traded in electronic (demat) form. As on 31st March, 2014 the Company's 4105680 shares are held by share owners in dematerialized form comprising of NSDL & CDSL aggregating 62.65% of the Equity Share Capital.

(X) Distribution of Share holding as on 31st March, 2014

Shareholding of Nominal Value of Rs	No. of Owners	% of Share holders	No. of Share	% to Total
Up to 1000	13233	87.91	1318951	20.13
1001-2000	542	03.60	107216	01.14
2001-3000	308	2.05	91455	01.10
3001-4000	183	01.22	72812	01.11
4001-5000	172	01.14	85508	01.10
5001-10000	317	02.11	250928	03.83
10001-20000	156	01.04	226916	03.46
20001-30000	52	00.35	132915	02.03
30001-40000	22	00.15	76942	01.07
40001-50000	17	00.11	79411	01.21
50001-100000	20	00.13	149332	02.28
100000 & Above	31	00.21	3961314	60.44
	15053	100.00	6553700	100.00



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(IX) Categories of Shareholders as on 31st March, 2014 :

Sr. Category	No. of Shares Held	% of Shareholding
A Promoters Holding		
1) Promoters		
Indian Promoters	2852120	43.52
Foreign Promoters	Nil	Nil
2) Persons acting in Concert	Nil	Nil
SUB TOTAL	2852120	43.52
B. Non Promoters Holding		
3) Institutional Investors	Nil	Nil
a. Mutual Funds & UTI	500	0.01
b. Banks, Financial Institutions, Companies (Central /State Govt./ Non-Govt. Institutions)	Nil	Nil
c. FII's	Nil	Nil
SUB TOTAL	500	0.01
4 Others		
a. Private Corporate Bodies	443898	6.77
b. Indian Public	2705843	41.29
c. NRI/ OCBs	551339	8.41
d. Any Other	Nil	Nil
SUB TOTAL	3701080	56.47
GRAND TOTAL	6553700	100.00

(X) Address for Communication:

Shareholders should address their correspondence to the Company's Share Transfer Agent Ankit Consultancy Pvt. Ltd., 60, Electronic Complex Pardesipura, Indore (M.P.) and may also contact at the Registered office of the Company.

For & on Behalf of the Board

Place : Indore

Dated : 25th August, 2014

Sd/-
S.K. BANDI
CHAIRMAN

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE

Your Company is presently doing fees based activity and looking forward for a revival.

OPPORTUNITIES AND THREATS

Today's India's focus is on Service Sector and overall growth of economy. Though initial forecast for the current year are to be good. The economy growth will decide prospects for the year.

FINANCIAL PERFORMANCE v/s OPERATIONAL PERFORMANCE

Over the last few years the company has incurred significant losses and now the company is improving its financial by doing fees based activity and looking forward for revival. The Company is implementing its business strategies to achieve its long term objects.

Cutting cost on all fronts improving its efficiencies across its operations. This however, needs further improvement.

Redefining business is necessary for growth and remain profitable. PCMIL always tried to harness available opportunities.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The company has adequate internal control Systems which specifically focus towards:-

- Efficiency of operations
- Conservation of resources
- Accuracy and promptness of financial reporting
- Regular compliance with statutes and regulations

Your Company is working towards further strengthening of organization structure, authority levels, documented policy guideline/procedures and management review systems.

DEVELOPMENT IN HUMAN RESOURCES

The Company's all relations continued to be harmonious and cordial with focus on improving inter personnel relationship, team building, productivity, quality and safety. The focus is on providing and maintaining a high level of motivation, on leadership development and upgrading of human skills.

CAUTIONARY STATEMENT

Estimates and expectations stated in this Management Discussion and Analysis report may be "forward-looking statement" with in the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make difference to your Company's operations include economic conditions, changes in Government regulations, tax laws, and other statutes and other incidental factors.



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CERTIFICATE OF STATUTORY AUDITORS ON CLAUSE 49 OF THE LISTING AGREEMENT WITH THE STOCK EXCHANGES

To
The Board of Directors'
Premium Capital Market and Investments Ltd.

We have examined the compliance of conditions of Corporate Governance procedures as stipulated in Clause 49 of Listing Agreement entered into the Company with the Stock Exchange, for the financial year beginning 1st April, 2013 and ending 31st March, 2014.

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

We have conducted our review on the basis of the relevant records and documents maintained by the company and furnished to us for review and the information and explanations given to us by the company. Based on such review, in our opinion, the Corporate Governance Report of the company, referred to above, reflects on a fair basis the status of compliance by the company with Clause 49 of the Listing Agreement of the Stock Exchange relating to Corporate Governance, for the FY 2013-14 and that no investors grievances is pending for a period exceeding one month against the Company as per the records mentioned by the Share Department / Share Transfer Agent of the Company.

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

FOR AIREN & SALUJA,
CHARTERED ACCOUNTANTS,
FRN:-004588C

Sd/-

CA. SANJAY KUMAR AIREN
PARTNER
M.No.073305

Place : Indore

Date: 25th August, 2014

Independent Auditor's Report

To the Members of PREMIUM CAPITAL MARKET & INVESTMENT LIMITED.

Report on the Financial Statements

We have audited the accompanying financial statements of PREMIUM CAPITAL MARKET & INVESTMENT LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2014 and the Statement of Profit and Loss and Cash Flow Statement for the year the ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") (Which continue to applicable in respect of section 133 of the companies Act, 2013 in terms of General Circular 15/2013 dated 13th Sept. 2013 of the Ministry of Corporate Affairs) and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

Opinion

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

- in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- in the case of the Profit and Loss Account, of the loss for the year ended on that date; and
- in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.



Premium

PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED

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 purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - c) The Balance Sheet, Statement of Profit and Loss, and 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 Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956 (Which continue to be applicable in respect of section 133 of the companies Act, 2013 in terms of General Circular 15/2013 dated 13th Sept. 2013 of the Ministry of Corporate Affairs);
 - e) On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

FOR AIREN & SALUJA,
CHARTERED ACCOUNTANTS,
FRN:-004588C

Sd/-

CA. SANJAY KUMAR AIREN
PARTNER
M.No.073305

Place : Indore

Date: 25th August, 2014



Premium

PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED

ANNEXURE TO THE AUDITORS REPORT

(As referred to in paragraph 3 of our report of even date)

- i. (a) The company has maintained proper record showing full particulars, including quantitative details and situations of its fixed assets.
(b) As explained to us all assets have been physically verified by the management at reasonable intervals during the year, no material discrepancies have been noticed on such verification as compared to the books records.
(c) No substantial part of fixed assets has been disposed off by the company during this year hence there is no effect on going concern.
- ii. (a) The clause regarding finished goods and raw material is not applicable to the company being not a manufacturing or trading company.
(b) The clause regarding physical verification of stocks is not applicable to the company being not a manufacturing or trading company.
(c) The clause regarding material discrepancies in stock is not applicable to the company being not a manufacturing or trading company.
- iii. (a) The Company has taken unsecured loans from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act. There are total two parties and amount outstanding as on 31.03.2014 is of Rs.15.10 Lacs. The maximum outstanding during the year was Rs.36.43Lacs.
(b) The rate of interest and other terms and conditions of the loan taken by the company from the parties covered in the register maintained u/s 301 of the Companies Act, 1956 are not prima-facie prejudicial to the interest of the company.
(c) The repayment of principle amount and interest is generally regular.
(d) The Company has given loans to Directors and their relatives concerns. There are total two parties and amount outstanding as on 31st March 2014 is Rs.12.57 Lacs. The Maximum outstanding during the year was of Rs.20.28 Lacs. The terms and conditions and rate of interest of such loans have not been stipulated, hence we are unable to comment upon above transactions.
- iv. According to the information's and explanations given to us, there are, in our opinion, adequate internal control procedure commensurate with size of company and nature of its business for the purchase of inventories, fixed assets and for the sale of goods/services. As observed by us, there is no Continuing failure to correct major weakness in the internal control.
- v. (a) As informed and explained to us, transactions that need to be entered into a register in pursuance of section 301 of the Companies Act, have been entered.
(b) In our opinion and according to the information and explanations given to us, transactions of purchase of goods and materials made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the companies Act, 1956, aggregating during the year to Rs.5 Lacs or more in respect of each party is NIL.
- vi. As informed and explained to us, the company has not taken any deposit-covered u/s - 58-A of the Companies Act, 1956.
- vii. As informed and explained to us the Company has an internal audit system commensurate with its size and nature of business.
- viii. As informed and Explained to us, the Central Government has not prescribed maintenance of cost records u/s 209 (i) of the Companies Act, 1956.



Premium

PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED

- ix. (a) According to information and as per explanation given to us there is no undisputed amount outstanding as on 31.3.14 investor Education and Protection Fund, Sales Tax, Service Tax, Cess and any other statutory dues which were due for more than six months from the date they become payable.
- (b) As informed and explained to us, there is no disputed amount in respect of Sales Tax, Income Tax, Custom Duty, Wealth Tax, Excise Duty, Service Tax or Cess, except an Income Tax demand for the A.Y. 1996-97 against which an appeal was pending before the CIT (Appeals)- II, Indore, relief in assessed Income of Rs.56.45 Lacs is granted by the Hon'ble CIT(Appeals)-II which reduces our tax demand approximately to Rs.91.18 Lacs from Rs.171.85 Lacs and for the balance demand the company has also filed appeal before the Hon'ble ITAT Indore bench and the same is pending for decision.
- x. The Accumulated losses of the company are not less than fifty percent of the net worth of the company. In this financial year the company has earned cash profit of Rs.45,076/- and in the preceding financial year the Company has earned cash profit of Rs.43,478/-
- xi. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to Financial institutions, Banks or debentures holders.
- xii. As informed and explained to us the Company has not granted loans and advances on the basis of securities by way of pledge of shares, debentures and other similar securities during the year under audit.
- xiii. As informed and explained to us the Provision of any Special Statute applicable to chit fund nidhi, mutual benefit/ society are not applicable to company.
- xiv. As informed and explained to us the Company has maintained proper records of transactions and contracts in respect of trading in shares, debentures and other securities and that timely entries have been made therein. All shares / debentures and other securities have been held by the company in its own name and / or pending for transfer as they are market deliveries except to the extent of exemption if any, granted under Section 49 of the Companies Act, 1956. There are some shares which could not be transferred in the name of the company due to some reasons beyond the control of the company and as informed to us the company is in the process of getting it transferred from the respective persons.
- xv. As informed and explained to us the company has not given any type of guarantee for loans taken by others from Bank or any financial institution.
- xvi. The company has not taken any term loan during year.
- xvii. According to the information and explanations given to us and on an overall examination of the Balance Sheet of the company, we report that, no funds raised for short-term basis have been utilized for Long Term Investments.
- xviii. The Company has not made any preferential allotment of shares during the year.
- xix. No debenture have been issued by the company during this year.
- xx. The Company has not raised any money by way of Public Issue during the year.
- xxi. As informed and explained to us no frauds on or by company has been noticed or reported during the year.

FOR AIREN & SALUJA,
CHARTERED ACCOUNTANTS,
FRN:-004588C

Sd/-

CA. SANJAY KUMAR AIREN
PARTNER
M.No.073305

Place : Indore

Date: 25th August, 2014



PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED

Premium

BALANCE SHEET AS ON 31ST MARCH, 2014

In ₹ (Rupees)

Particulars	Note No.	Amount as at 31-Mar-2014	Amount as at 31-Mar-2013
I. EQUITY AND LIABILITIES			
1 Shareholders' Funds		5139337	17094667
(a) Share Capital	1	65537000	65537000
(b) Reserves and Surplus	2	(60397663)	(48442333)
(c) Money received against share warrants		0	0
2 Share application money pending allotment		0	0
3 Non-Current Liabilities		0	0
(a) Long-Term Borrowings		0	0
(b) Deferred tax liabilities (Net)		0	0
(c) Other Long-Term Liabilities		0	0
(d) Long-term provisions		0	0
4 Current Liabilities		3160998	5963863
(a) Short-Term Borrowings	3	1510695	3642565
(b) Trade Payables	4	440265	861737
(c) Other Current Liabilities	5	1164705	1401632
(d) Short-Term Provisions	6	45333	57929
Total		8300335	23058530
II. ASSETS			
1 Non-Current Assets		7862937	21999951
(a) Fixed Assets	7	108987	144940
(i) Tangible Assets		87577	146269
(ii) Intangible Assets		21410	34624
(iii) Capital work-in-progress		0	0
(iv) Intangible assets under development		0	0
(b) Non Current Investments	8	4965000	4565000
(c) Deferred tax assets (net)		0	0
(d) Long-Term Loans and Advances	9	1477374	6301310
(e) Other Non-Current Assets	10	1311577	10588701
2 Current Assets		437398	1058579
(a) Current Investments		0	0
(b) Inventories		0	0
(c) Cash and Cash Equivalents	11	437398	287581
(d) Short Term Loans & Advances	12	0	770998
(e) Other current assets		0	0
Total		8300335	23058530

Notes on Accounts & Significant Accounting Policies 18-19

Notes referred to above form an integral part of accounts.

For and On Behalf of the Board of Directors

For M/s. Airen & Saluja
Chartered Accountants
Firm Reg. No : 004588C

Sd/-

CA. Sanjay Kumar Airen
Partner

Membership No.: 073305

Place: Indore Date: 25/08/2014

Sd/-
S K Bandi
Director

Sd/-
Vinay F Kothari
Director



Premium

PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED

Statement of Profit and Loss for the year ended 31-Mar-2014 In ₹ (Rupees)

Particulars	Note No.	Amount 31-3-2014	Amount 31-3-2013
I Revenue from Operations	13	752000	824000
II Other Income	14	1073	0
III TOTAL REVENUE (I + II)		753073	824000
IV EXPENSES			
Cost of materials consumed		0	0
Purchases of Stock-in-Trade		0	0
Changes in inventories of finished goods work-in-progress and stock-in trade		0	0
Employee Benefit Expenses	15	178164	165500
Finance Costs	16	165458	257031
Depreciation and Amortization Expenses		35953	35953
Other Expenses	17	12328829	357991
TOTAL EXPENSES		12708404	816475
V Profit before Exceptional and Extraordinary Items and Tax (III-IV)		(11955330)	7525
VI Exceptional Items		0	0
VII Profit before Extraordinary Items and Tax		(11955330)	7525
VIII Extraordinary Items		0	0
IX Profit Before Tax		(11955330)	7525
X Tax Expense		0	0
Current Tax		0	0
Deferred Tax		0	0
XI Profit/(Loss) for the period from Continuing Operations (IX-X)		(11955330)	7525
XII Profit/(Loss) from Discontinuing Operations		0	0
XIII Tax Expense of Discontinuing Operations		0	0
XIV Profit/(Loss) from Discontinuing		0	0
XV Profit(Loss) for the Period (XI+XIV)		(11955330)	7525
XVI Earnings per Equity Share			
-Basic		(1.82)	0
-Diluted		(1.82)	0

The Notes referred to above form an integral part of the Balance Sheet.

As Per Our report of even date

For and On Behalf of the Board of Directors

For M/s. Airen & Saluja
Chartered Accountants
Firm Reg. No : 004588C

Sd/-

CA. Sanjay Kumar Airen

Partner

Membership No. : 073305

Place: Indore

Date: 25th August 2014

Sd/-

S K Bandi

Director

Sd/-

Vinay F Kothari

Director

Notes to and forming part of Balance Sheet as at 31-Mar-2014

Note 1. Share Capital

1. 1 Authorized, Issued, Subscribed and Paidup share capital In ₹ (Rupees)

Particulars	as at 31-Mar-2014		as at 31-Mar-2013	
	No. of Shares	Amount	No. of Shares	Amount
Authorised Share Capital				
Equity Shares of ₹ 10.00 each	10000000	100000000	10000000	100000000
Total	10000000	100000000	10000000	100000000
Issued Share Capital				
Equity Shares of ₹ 10.00 each	6553800	65538000	6553800	65538000
Total	6553800	65538000	6553800	65538000
Subscribed and fully paid				
Equity Shares of ₹ 10.00 each	6553800	65538000	6553800	65538000
Less:- Calls in Arrears	100	1000	100	1000
Total	6553700	65537000	6553700	65537000
Total	6553700	65537000	6553700	65537000

1. 2 Reconciliation of share capital

Equity Shares (Face Value ₹ 10.00)

Shares outstanding at the beginning of the year	6553700	65537000	6553700	65537000
Shares Issued during the year	0	0	0	0
Shares bought back during the year	0	0	0	0
Shares outstanding at the end of the year	6553700	65537000	6553700	65537000

1. 3 Shareholders holding more than 5% of Share

Particulars	as at 31-Mar-2014		as at 31-Mar-2013	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Dr. Mrs. Sushma Bandi	1285000	19.61	1285000	19.61
Mr. Gaurav Bandi	792550	12.09	792550	12.09
Mr. Sudarshan Kumar Bandi	443330	6.76	443330	6.76



Premium

PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED

Notes to and forming part of Balance Sheet as at 31-Mar-2014

In ₹ (Rupees)

Note 2 . Reserves and Surplus

Particulars	as at 31-Mar-2014	as at 31-Mar-2013
Other Reserves	241534	241534
Opening balance	241534	241534
Closing balance	241534	241534
Surplus		
Opening Balance	(48683867)	(48691392)
(+) Net profit/(Net loss) for the Current Year	(11955330)	7525
(+) Transfer from reserves	0	0
(-) Transfer to reserves	0	0
Closing balance (B)	(60639197)	(48683867)
Total (A+B)	(60397663)	(48442333)

Note 3 . Short-Term Borrowings

Unsecured

Loans and advances from related parties		
P.G.C. & D. Pvt. Ltd.	0	1224728
Premium Glob. Sec. P. Ltd.	1510695	2417837
Total	1510695	3642565

Note 4 . Trade Payables

Others	440265	861737
Total	440265	861737

Note 5 . Others Current Liabilities

Others Payable	1164705	1401632
Total	1164705	1401632

Note 6 . Short Terms Provisions

Provision for Employee Benefits	10125	15325
Salary and Reimbursements	10125	15325
Others	35208	42604
Total	45333	57929

Notes to and forming part of Balance Sheet as at 31-Mar-2014

Note 7 . Fixed Assets Schedule

Particulars	Gross Block					Depreciation and Amortization					Net Block	
	Opening Balance	Additions	Deductions / Retirement	Acquired through Business Combination	Other Adj.	Closing Balance	Opening Balance	Depreciation charge	Revaluation Adjustments	On Disposals / Reversals	Impairment Loss	Closing Balance
Tangible Assets												
Freehold-Furniture and Fixtures	1687532	0	0	0	0	1687532	1683872	0	0	0	0	1683872
Freehold Office Equipment	779294	0	0	0	0	779294	666032	29346	0	0	0	695378
Total	2466827	0	0	0	0	2466827	2349904	29346	0	0	0	2379250
Intangible Assets												
Computer Software	139100	0	0	0	0	139100	111083	6607	0	0	0	117690
Total	139100	0	0	0	0	139100	111083	6607	0	0	0	117690
Grand Total	2605927	0	0	0	0	2605927	2460987	35953	0	0	0	2496940
Previous Year	2605927	0	0	0	0	2605927	2425034	35953	0	0	0	2460987
							180893					144940

Notes to and forming part of Balance Sheet as at 31-Mar-2014

Note 8 Non Current Investments

In ₹ (Rupees)

Particulars	As at 31 March 2014	As at 31 March 2013
A		
Other Investments (Refer A below)		
(a) Investment in Equity instruments	49,65,000	49,65,000
Total	49,65,000	49,65,000
Less : Provision for diminution in the value of Investments		
Total	49,65,000	49,65,000

Particulars	As at 31 March 2014	As at 31 March 2013
Aggregate amount of unquoted investments (Previous Year ₹ 48,65,000/-)	49,65,000	49,65,000

Details of Other Investments													
A.	Sr. No.	Name of the Body Corporate	Subsidiary / Associate / JV/ Controlled Entity / Others	No. of Shares / Units		Quoted / Unquoted	Partly Paid / Fully paid	Extent of Holding (%)		Amount (₹)		Whether stated at Cost Yes / No	If Answer to Column (9) is 'No'- Basis of Valuation
				As at 31 March 2014	As at 31 March 2013			As at 31 March 2014	As at 31 March 2013	As at 31 March 2014	As at 31 March 2013		
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
	(a)	Investment in Equity Instruments											
	1	Premium Global Securities Pvt. Ltd.	Associate	350000	350000	Unquoted	Fully Paid	31.58%	31.58%	3500000	3500000	Yes	NA
	2	Premium Global Commodities & Derivatives Pvt. Ltd.	Associate	60000	60000	Unquoted	Fully Paid	10.34%	10.34%	600000	600000	Yes	NA
	3	Alaska Capital Market Pvt. Ltd.	Associate	85500	85500	Unquoted	Fully Paid	36.38%	36.38%	855000	855000	Yes	NA
	4	Girnar H & D Pvt. Ltd.	Associate	1000	1000	Unquoted	Fully Paid	10%	10%	10000	10000	Yes	NA
		Total								49,65,000	49,65,000		

Notes to and forming part of Balance Sheet as at 31-Mar-2014

Notes to and forming part of Balance Sheet as at 31-Mar-2014

Note 9. Long-Term Loans and Advances

In ₹ (Rupees)		
Particulars	as at 31-Mar-2014	as at 31-Mar-2013
Security Deposits	0	0
Secured, considered good	0	106000
Unsecured, loans and advances to related Party	1257000	1257000
Other loans and advances		
Unsecured, Considered good	220374	4938310
Considered Doubtful	5845497	1031561
Less: Provision for doubtful other loans and advances	(5845497)	(1031561)
Total	1477374	6301310

Note 10. Other Non-Current Assets

a. Long term trade receivables		
Unsecured, considered Doubtful	1311577	10283104
Less: Provision for other doubtful debts	0	(2109170)
Total	1311577	8173933
b. Others		
Unsecured, considered good	0	2414767
Considered Doubtful	20140613	10883945
Less: Provision for other doubtful debts	(20140613)	(10883945)
Total	0	2414767
G. Total	1311577	10588701

Note 11. Cash and Cash Equivalents

Balance with banks	(23755)	10962
Cash on hand	461153	276619
Total	437398	287581

Note 12. Short Term Loans & Advances

Loans & Advances to Related Party		
Unsecured Considered Good		
S.K. Bandi Director	0	770998
Total	0	770998

Note 13. Revenue from Operations

Other Operating Revenues	752000	824000
Total	752000	824000

Note 14. Other Income

Interest	0	0
Dividend	1073	0
Profit on Sale of Shares	0	0
Total	1073	0

Note 15. Employee Benefit Expenses

Salaries and Wages	178164	165500
Total	178164	165500



Premium

PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED

In ₹ (Rupees)

Particulars	as at 31-Mar-2014	as at 31-Mar-2013
Note 16 . Finance Costs		
Interest Expense	165458	257031
Total	165458	257031
Note 17 . Other Expenses		
Audit Fees		
Payment to Auditors as Auditor	16854	16854
Total (A)	16854	16854
Other Expenses		
Bank Charges	2986	3222
Advertisement Expenses	1500	5000
Rent	6000	6000
Conveyance	0	150
Legal & Professional	19170	76484
Listing Fees	29613	28840
Office Expenses	8500	9927
Postage & Couries	77529	65500
Share Transfer Fees & Exp.	112208	84974
Interest on TDS	1356	790
Stationery & Printing	85659	57250
Electricity Exp.	3000	3000
Sundry Balances Written off (net)	3020	0
Provision for Doubtful Debt	11961434	0
Total (B)	12311975	341137
Total (A+B)	12328829	357991



Premium

PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED**Note :-18 :- NOTES TO THE ACCOUNTS.****1. Information Relating to Directors' Remuneration:**

	2013-14 (Rs.)	2012-13 (Rs.)
a. Remuneration	—	—
b. Allowances	—	—
Total

c. As no commission is payable to directors, the computation of net profit as per section 340 of the Company Act, 1956 is not furnished.

2. Auditors Remuneration:

	2013-14 (Rs.)	2012-13 (Rs.)
Statutory Audit Fees	16854	16854
Tax Audit Fees	—	—
Total	16854	16854

3. The Company has not made provision for Income tax for this year due to losses (Provision Year Rs. NIL) under the income Tax Act, 1961, as per expert advice taken in this respect.

4. Expenditure in foreign currency:

	2013-14 (Rs.)	2012-13 (Rs.)
	NIL	NIL
Earning in foreign Currency:	NIL	NIL

6. In the opinion of Board of Directors, the Current Assets i.e. Sundry Debtors Loans and Advances and Other Current Assets as at the end of year 31.03.2014 have a value on realization in the ordinary course of the business at least equal to the amount at which these are stated.

7. Contingent Liabilities not provided for:

Income Tax demand for the A.Y. 1996-97 against which an appeal was pending before the CIT (Appeals)-II, Indore, relief in assessed Income of Rs.56.45 Lacs is granted by the Hon'ble CIT (Appeals)-II which reduces our tax demand approximately to Rs.91.18 Lacs from Rs.171.85 Lacs and for the balance demand the company has also filed appeal before the Hon'ble ITAT Indore bench and the same is pending for decision.

8. Previous year figures are regrouped /rearrange wherever necessary to confirm with current year classification. Amount rounded off to nearest of Rupee.

9. Debit and Credit Balance of Parties are subject to confirmation from concerned parties.

10. Bank Accounts are subject to reconciliation.

11. Provision for Deferred Tax Assets not made as company is running in Losses and there is no virtual certainty that in near future sufficient taxable income will be available.



Premium

PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED

12. Related Party Disclosure :

Sr. No.	Name of the Related Party	Relation	Nature of Transaction	Transaction Amount (Rs.)	
i.	S.K. BANDI	DIRECTOR	ON A/C PAYMENTS ON A/C RECEIPTS CLOSING BALANCE	Nil 770998 Nil	
ii.	PREMIUM GLOBAL SECURITIES PVT. LTD.	ASSOCIATE COMPANY	ON A/C PAYMENTS ON A/C RECEIPTS Rent Interest CLOSING BALANCE	1009453 --- 6000 102311 1510695	Cr.
iii.	PREMIUM GLOBAL & COMMODITIES DERIVATIVES PVT. LTD.	ASSOCIATE COMPANY	ON A/C PAYMENT ON A/C RECEIPTS Interest CLOSING BALANCE	1270985 --- 46257 Nil	
iv.	PREMIUM OUTSOURCING	DIRECTORS' RELATIVE CONCERN	ON A/C PAYMENTS ON A/C RECEIPTS CLOSING BALANCE	--- --- 1257000	Dr

13. Earning Per Share: (Figures in Bracket shows Loss)

YEAR	2012-13	2011-12
Net Profit (Loss) After Tax for the year		
Used as the Numerator	(11955330)	7525
Weighted average number of Equity Shares used as Denominator	6553700	6553700
Basic Diluted Earning Per Share (Rupee)	(1.82)	0.00

14. During the year under the company has provided Rs.119.61 lacs towards bad and doubtful debtors and loans and advances.
15. During the year the company has written off Rs.5.73 lacs towards bad debts and written back Rs.5.70 lacs from Trade Payables and the net amount after set off Rs. 0.03 lacs has been debited to Sundry balances written off account.



Premium

PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED

Note - 19. :- SIGNIFICANT ACCOUNTING POLOCIES

A. INCOME RECOGNITION:

1. Dividend Income accounted for on receipt basis.
2. Interest and other income are account for on accrual basis expect for not performing assets.

B. EXPENSES:

It is the policy of the company to provide all the known expenses on accrual basis expect as state elsewhere in the notes to the accounts.

C. FIXED ASSETS:

Fixed Assets are stated at Historical cost less depreciation.

D. DEPRECIATION:

Depreciation on Fixed assets has been provided on straight line method on Pro-rata basis as per the rates prescribed in schedule XIV on the Companies Act, 1956.

E. VALUATION OF INVESTMENTS:

Unquoted Investments are valued at cost.

F. BORROWING COSTS:

Borrowing cost that are directly attributable to the acquisition of qualifying assets are capitalized for the period until the asset is ready for its intended use. Other borrowing costs are recognized as an expense in the period in which they are incurred. No. borrowing costs were eligible for capitalization during the financial year.

G. RETIREMENT BENEFITS:

The company has not provided for Retirement benefits as in the opinion of management provision of provident fund, Gratuity, Leave encashment are not applicable to the company.

As per our audit report of even date annexed.

For AIREN & SALUJA,
CHARTERED ACCOUNTANTES,
FRN:-004588C

For and on behalf of the Board

Sd/-

CA. Sanjay Kumar Airen
(Partner)
M.No.073305

Sd/-

Vinay F. Kothari
(Director)

Sd/-

S. K. Bandi
(Director)

Place : Indore

Date : 25th August, 2014



Premium

PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDING ON 31ST MARCH 2014

	2013-14	2012-13
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit Before Interest, Tax and Extra-Ordinary Items	(11789872)	264556
ADJUSTMENTS FOR :-		
Depreciation	35953	35953
Interest Income	0	0
Dividend	0	0
Loss / (Profit) on Sale of Investments	0	0
Future & Option Trading Loss / (Profit)	0	0
Profit on Sale of Fixed Assets	0	0
Provision for Diminutions in Current Investments	0	0
other Income	0	0
Operating Profit Before Working Capital Changes	(11753919)	300509
ADJUSTMENTS FOR :-		
Decrease in Trade and Other Receivable	14872058	2838591
Increase / (Decrease) in Trade Payables and Other Liabilities	(670994)	(191029)
NET CASH FROM OPERATING ACTIVITIES (A)	2447144	2948071
B. CASH FLOW FROM INVESTING ACTIVITIES		
Sale of Fixed Assets	0	0
Net Decrease / (Increase) in Investments	0	(2300000)
Interest Income	0	0
Dividend Received	0	0
Profit (Loss) from Trading in Share	0	0
Future & Option Trading Loss / (Profit)	0	0
Other Income	0	0
NET CASH USED IN INVESTING ACTIVITY (B)	0	(2300000)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Finance Charged Paid	(165458)	(257031)
Unsecured Loans Increase (Decrease)	(2131870)	(1023674)
Proceeds from Bank Borrowings	0	0
NET CASH FROM FINANCING ACTIVITIES (C)	(2297328)	(1280705)
NET INCREASE IN CASH AND CASH EQUIVALENTS (A) + (B) + (C)	149817	(632634)
Cash and Cash Equivalents as at the commencement of the Year	287582	920216
Cash and Cash Equivalents as at the end of the Year	437399	287582
Net Increase as Disclosed Above	149817	(632634)

Note : All Figures in Brackets are outflows

For and on behalf of the Board

Sd/-

Vinay F. Kothari
(Director)

Sd/-

S.K. Bandi
(Director)



PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED

AIREN & SALUJA
CHARTERED ACCOUNTANTS,

310, Shagun Arcade,
Above U Turn Show Room,
Vijay Nagar, Square, A.B.
Road,
Indore (M.P.)
Tel.: (O) 2511441 (R) 2383134

To
The Board Of Directors
Premium Capital Market and Investments Ltd.
INDORE

We have verified the attached Cash Flow Statement of PREMIUM CAPITAL MARKET AND INVESTMENTS LIMITED complied from the audit annual financial statement for the year ended on 31st March, 2014 and found the same to be drawn in accordance there with and also with the requirements of Clause 32 of the agreement with stock exchanges.

For AIREN & SALUJA
CHARTERED ACCOUNTANTS,
FRN:-004588C

Sd/-

CA. SANJAY KUMAR AIREN
PARTNER
M.No.073305

Place: Indore
Date : 25th August, 2014

Premium Capital Market & Investment Ltd.

Director



Premium

PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED

PREMIUM CAPITAL MARKET AND INVESTMENTS LIMITED
401 STARLIT TOWER, 4TH FLOOR, 29 Y.N. ROAD, INDORE 452003

PROXY FORM

I/We.....of in the
district of.....being a members / members of
the above named company, here by appointof.....in the
district ofor failing him / her
of in the district of
as my / our proxy to attend and vote for me/us on my / our behalf at the 22st ANNUAL GENERAL MEETING of the
Company to be held on 27th September, 2014 and at any adjournment thereof.

Signed this _____ Day of _____ 2014

Signature _____

(Affix
Rupee 1
Revenue
Stamp)

Reference Folio No.

No. of Shares

Note: -

- The form should be signed accrossed the stamp as per specimen signature registered with the company.
- This Form duly completed and signed must be deposited at the Registered Office of the Company not less 48 hours before the time fixed for holding the aforesaid meeting.

(Tear Here)

PREMIUM CAPITAL MARKET AND INVESTMENTS LIMITED
401, STARLIT TOWER, 29 Y.N. ROAD, INDORE 452003

ATTENDANCE SLIP

(To be handed over the entrance of the meeting hall)

I /We hereby record my/presence at the 22nd ANNUAL GENERAL MEETING held at 401, STARLIT TOWER, 4TH FLOOR, 29 Y.N. ROAD, INDORE 452003 on 27th September, 2014.

Full name of Member (in block letters)

Reg. Folio No.No. of Shares held

Full name of Proxy (in block letters)

Signature of the Member's /Proxy's /proxies, Present

Please complete and sign. This attendance slip and over at the entrance of the meeting hall, only Member (s) or their proxies with this attendance slip will be allowed entry to the meeting.