

25th

**Annual Report
2011 - 2012**



STANDARD CAPITAL MARKETS LIMITED

STANDARD CAPITAL MARKETS LIMITED
8/28, W.E.A., ABDUL AZIZ ROAD, KAROL BAGH, NEW DELHI-110 005

STANDARD CAPITAL MARKETS LTD.
25TH ANNUAL REPORT 2011-2012

BOARD OF DIRECTORS

Durga Prasad Sharma	Director
Narender K. Arora	Director
Vijay Sehgal	Director
Kapoor Chand Gupta	Director

AUDITORS

TIWARI & ASSOCIATES
CHARTERED ACCOUNTANTS
1ST FLOOR, SEWAK BHAWAN
16/2, W.E.A., ABDUL AZIZ ROAD,
KAROL BAGH, NEW DELHI-110 005.

BANKERS

PUNJAB NATIONAL BANK
SECTOR-5, ROHINI BRANCH, DELHI, 110 085

REGISTRARS

SKYLINE FINANCIAL SERVICES PVT. LTD.
D-153A, 1ST FLOOR, OKHLA INDUSTRIAL AREA
PHASE-I, NEW DELHI- 110 020
PH. +91-11-26812682 +91-11-26812683

REGISTERED OFFICE

8/28, W.E.A., ABDUL AZIZ ROAD
KAROL BAGH, NEW DELHI-110 005

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Annual Report 2011-12

NOTICE

To
The Members,

NOTICE is hereby given that the 25th Annual General Meeting of Members of M/s Standard Capital Markets Limited will be held on Saturday, 29th September, 2012 at 11.00 AM at 94/16, Mukhmelpur Road, Zindpur, Alipur, Delhi-110 036 to transact the following business;

ORDINARY BUSINESS:

AGENDA ITEM NO 1 :

To consider, receive and adopt the audited Balance Sheet as at 31st March, 2012 and Profit & Loss Account of the Company and the Reports of Directors and Auditors thereon for the year ended 31st March, 2012.

AGENDA ITEM NO. 2 :

To appoint a Director in place of Shri. Vijay Kumar Sehgal who retires by rotation, and being eligible, offers himself for re-appointment.

AGENDA ITEM NO. 3 :

To appoint M/s TIWARI & ASSOCIATES, Chartered Accountants, (Registration No. 002870N) the retiring Auditors, 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 of the Company and to fix their remuneration.

Place : New Delhi
Dated : 4th, September, 2012

By order of the Board of Directors
Standard Capital Markets Limited

Narender K. Arora
Director

NOTES

1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy and vote in his stead. The proxy need not be a member of the Company. Proxy in the order to be valid must be lodged at the registered office of the Company not less than 48 hours, before the commencement of Meeting.
2. A Member or his proxy is requested to produce at the entrance of the registered office, attendance slip forwarded to them along with this Annual Report, to facilitate their attendance at the AGM.
3. Members desirous of getting any information related to the accounts of the Company for the period under reference are requested to write to the Company at least ten days before the meeting, to enable it to make the requisite details available at the Meeting.
4. Members are requested to address all correspondence, including intimation of change in their addresses, if any, to **M/s Skyline Financial Services Pvt. Ltd.**, who are Registrars & Shares Transfer Agents of the Company and whose address is given in Corporate Governance Report.
5. The Register of Members and share transfer book of the Company will remain closed from 21-09-2012 to 28.09.2012 both days inclusive)
6. Members are requested to bring a copy of the Annual Report along with them to the Annual General Meeting since as a measure of economy as extra copies will not be supplied at the meeting.
7. Members, who hold shares in dematerialized form, are requested to bring their Client ID and DP ID Nos. for easier identification of attendance at the meeting.
8. **For special attention of members: no gifts / coupons will be distributed at the Annual General Meeting.**

Registered Office:
STANDARD CAPITAL MARKETS LTD
8/28, W.E.A., Abdul Aziz Road,
Karol Bagh, New Delhi-110 005

By order of the Board of Directors
Standard Capital Markets Limited

Date : September 4, 2012
Place : New Delhi

Narender K. Arora
Director

DIRECTORS' REPORT

Dear Shareholders

Your Directors hereby present the 25th Annual Report and Audited Accounts of the Company for the year ended 31st March, 2012.

FINANCIAL RESULTS

(₹ in Lakh)

Particulars	Current Year (2011-2012)	Previous Year (2010-2011)
Gross Income	24.70	18.19
Expenditure	17.18	10.63
Profit/ (Loss) Before Depreciation & Tax	7.52	7.56
Depreciation	0.66	0.66
Provision for Deferred Tax (MAT)/Tax	2.35	1.36
Profit/ (Loss) for the Year	4.51	5.54
Balance brought forward from the Previous Year	(34.16)	(72.93)
APPROPRIATION		
General Reserve	NIL	NIL
Prov .for Doubtful Debts Written Back	NIL	33.53
Prov. For Doubtful Loans Written Back	NIL	0.95
Prov, For Doubtful Investment Written Back	NIL	NIL
Income Tax Paid for Earlier Years	NIL	0.15
Transferred to RBI Reserve Fund	0.90	1.10
Balance Carried Forward	(30.56)	(34.16)

DIVIDEND

In view of the accumulated losses of the Company, your Directors do not recommend any dividend for the year ended 31st March, 2012.

OPERATIONS AND FUTURE PROSPECTS

During the year, the Company has done all efforts to consolidate its portfolio and is doing consistent efforts to increase the revenue of the Company. Management is optimistic about better results in the current year as well as in future.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Please refer to Annexure 'A' of this report.

AUDITORS & THEIR REPORT

M/s Tiwari & Associates, Chartered Accountants retire as Auditors of the Company at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. The company has received a letter from them that their reappointment, if made would be within the prescribed limit under section 224 (1B) of Companies Act, 1956 and that they are not disqualified from being reappointed as Auditor U/s 226. The Board of Directors and the Audit Committee recommend their re appointment.

Auditors' Report is self-explanatory and required no comments by the Directors.

DIRECTORS

Shri Vijay Kumar Sehgal, Director retires by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The directors recommend his reappointment.

CORPORATE GOVERNANCE

The Company has complied with the mandatory provisions of Corporate Governance as prescribed in the Listing Agreement. A Separate report on Corporate Governance is included as a part of the Annual Report.

Certificate from the auditors of the Company M/s Tiwari & Associates confirming compliance of conditions of Corporate Governance as stipulated of under the clause 49 of Listing Agreement is annexed to this report as annexure "B"

PARTICULARS OF EMPLOYEES INFORMATION IN ACCORDANCE WITH SECTION 217(2A) OF THE COMPANIES ACT 1956 WITH COMPANIES (PARTICULARS OF EMPLOYEES) RULES 1975

During the year under review, no employees, whether employed for the whole or part of the year, was drawing remuneration exceeding the limits as laid down under section 217 (2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975 as amended. Hence the details required under Section 217 (2A) are not given.

PUBLIC DEPOSITS

The Company has not accepted any deposits from public within the meaning of section 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposit) Rules, 1975 during the year under review and hence no information is required to be furnished in this respect.

CONSERVATION OF ENERGY

The company is not engaged in any activity where conservation of energy/technology absorption is required. Hence the details required under section 217 of the Companies Act, 1956 are not given.

FOREIGN EXCHANGE EARNINGS AND OUTGO

There are no foreign exchange earning & outgo during the financial year under review.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 1956 as introduced by Companies (Amendment) Act, 2000, the Directors confirm that:

- (i) in the preparation of the annual accounts, the applicable accounting standards have been followed;
- (ii) Appropriate accounting policies have been selected and applied consistently, and judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2012 and of the profits of the Company for the year ended 31st March, 2012.
- (iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) The annual accounts have been prepared on a going concern basis.

COMPLIANCE CERTIFICATES

The Company has obtained Compliance Certificate from Practicing Company Secretary as required under provision to Section 383A(1) of the Companies Act, 1956.

ACKNOWLEDGEMENT

Your directors are pleased to place on record their sincere thanks to the Bankers and business associates of the company for their continued and valuable co-operation and support to the Company.

Your Directors also express their appreciation for the hard work and sincere services rendered by workers, staff and executives of the Company during the year.

The Board also acknowledges the faith reposed in the company by investing public and Banks for their valuable assistance, and look forward to their continued cooperation.

Place : New Delhi

Dated : 4th, September 2012

By order of the Board of Directors
Standard Capital Markets Limited

Durga Prasad Sharma
Director

Narender K. Arora
Director



ANNEXURE-A
MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. Operating Results

The Company earned a gross income of ₹ 24.70 Lacs during the year under review compared to ₹ 18.19 lacs in the previous year. Net profit before tax earned by the Company during the current year is ₹ 6.87 lacs compared to ₹ 6.90 lacs in the previous year.

2. Industry Trends and Business Analysis

During the year the BSE Sensitive Index which was 19420 at the start of the financial year, made a low of 15454 in December 2011 and a high and ended at 17,404 on 31st March, 2012.

The revision of India's long term Sovereign rating from "stable" to "negative" by international ratings agency "standard and poor" has huge implications for the Indian Economy and adversely affected the way Foreign investors view India as Investment destination. The revision has hurt sentiments of financial markets and tripped shares, the rupee and bonds.

3. Opportunities and Threats

With the globalization and electronic age, Indian Stock market changed over the past decade. Nearly 100% of all transactions are executed through electronic media online trading system, the developments of high-tech and transparent markets with an increasingly wide geographic footprint have increased the number of trading venues offering diverse pools of liquidity.

Current elevated rates of inflation pose significant risks to future growth. With the attention of Government focused in containing the inflation, the economic growth may see a deceleration with corporate turning in moderate growth.

4. Future Prospects and Outlook

High inflation is inimical to sustained growth and banks are also reducing its interest rates therefore the combination of both factors and global economic crises with reluctant looking FIIs, the entire picture of Indian market looks gloomy.

Further, uncertainties about the path of future global recovery and risks arising from large sovereign debt continue to threaten the return to stability in the international financial markets. These developments in the global financial market transmitted to the domestic financial markets could give way to volatility in stock prices and the exchange rate.

5. Risks and Concerns

The Company like any other Company is exposed to specific risks that are particular to its business and the environment within which it operates. The company is exposed to the market risk (including liquidity risk) and also the factors that are associated with capital market, which inter alia includes economic/ business cycle, fluctuations in the stock prices in the markets besides the interest rate volatility, and credit risk.

The Company is confident of managing these risks by maintaining a conservative financial profile, and by following prudent business and risk management practices.

6. Internal Control system and their adequacy

The Company has proper and adequate system of internal controls to ensure that all its assets are safeguarded and protected against loss from unauthorized use or disposition of assets and that the transactions are recorded and reported.

The Company ensures adherence to all internal control policies and procedures as well as compliance with all regulatory guidelines.

7. Financial Performance

Share Capital The Company's issued and subscribed share capital consists of Equity Share Capital only, the paid-up share capital of the company as on 31st March,2012 stood at 40,001,000/- Lacs comprising of 40,00,100/- Equity Shares of ₹ 10/- each.

Reserve & Surplus: During the year under review, the accumulated losses of the company has decreased due to the efforts taken by the management of the company.

Current Assets & Current Liabilities: The current assets and current liabilities at the end of the year under review stood at ₹ 374.46 Lacs and ₹ 13.30 Lacs respectively against ₹ 359.98 Lacs and ₹ 3.82 Lacs for the last year.

8. Human Resources

The Company has adequate qualified and trained employees which is commensurate with the size of operations. The Company recognizes the role and importance of human resources in the future prospects of the company and follows good man management practices.

9. Cautionary Statement

Statements in this "management's Discussion and Analysis" describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" are only predictions within the meaning of applicable securities laws and regulations and are subject to risks, uncertainties, and assumptions that are difficult to predict. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include interest rates and changes in the Government regulations, tax regimes, economic developments and other factors such as litigation etc.

Place : New Delhi
Dated : 4th, September 2012



By order of the Board of Directors
Standard Capital Markets Limited

Durga Parshad Sharma
Director

Narender Kumar Arora
Director

REPORT ON CORPORATE GOVERNANCE

Corporate Governance implies governance with highest standards of professionalism, integrity, accountability, fairness, transparency and business ethics for efficient and ethical conduct of business. Good Governance practices stem from the culture and mindset of the organization. As Shareholders evince keen interest in the practices and performance of Companies, Corporate Governance has emerged on the center stage.

In accordance with Clause 49 of the listing agreement entered into with the Stock Exchanges Corporate Governance Report of the Company for the financial year ending 31st March, 2012 is as follows:

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE :

The company's philosophy on corporate governance envisages attainment of the highest levels of transparency, accountability and equity in all facets of its operations and in all its interactions with stakeholders, including shareholders employees, lenders and the Government. The company is committed to achieve and maintain the highest standards of corporate governance. The company continuously endeavors to improve on these aspects on the ongoing basis.

2. Board of Directors ("Board")

a) The Board of Directors comprise four Non-Executive Directors. During the year 10 Board meetings were held on 28.04.2011, 11.05.2011, 15.07.2011, 23.08.2011, 30.09.2011, 28.10.2011, 02.12.2011, 25.01.2012, 11.02.2012, 19.03.2012. The Composition of Board of Directors and their attendance during the year and at last Annual General Meeting as also number of other Directorship/ Memberships of committees are as follows:

Name of Director	Category of Directorship	Attendance At	Whether attended	No. of Directorship/ Committee Memberships/ Chairmanship	
		Board Meeting	Last AGM	Other Directorship	Committee Membership
Durga Prasad Sharma	Non-Executive/ Non-Independent	10	Yes	2	No
Narender K. Arora	Non-Executive/ Non-Independent	10	Yes	4	Audit Committee
Vijay Sehgal	Non-Executive/ Independent	9	Yes	0	Audit Committee
Kapoor Chand Gupta	Non-Executive/ Independent	10	Yes	0	Audit Committee Chairman

(b) Information about persons who are being appointed/ reappointed as Directors.

NAME OF DIRECTOR, BRIEF RESUME, FIELD OF SPECIALISATION AND DIRECTORSHIP/ COMMITTEE MEMBERSHIP HELD BY HIM :

Sh. Vijay Sehgal is a practicing advocate with long experience in his field and also in the allied fields.

3. Board Committees

AUDIT COMMITTEE

The Board has constituted Audit Committee comprising three Non-Executive Directors out of which two are independent and one non independent. All the members of the Audit Committee possess financial / Accounting expertise and well versed in

finance and general business practices. The composition of the Audit Committee meets the requirements of Section 292A of the Companies Act, 1956 and Clause 49 of the Listing Agreements.

The terms of reference of the Audit Committee include:

- a) To review Financial Statement and pre publication announcements before submission to the Board.
- b) To ensure Compliance of Internal Control Systems and action taken on internal audit reports.
- c) To apprise the Board on the impact of accounting policies, accounting standard and legislation.
- d) To hold periodical discussions with statutory auditors on the scope and content of the audit.
- e) To review the Company's financial and risk management policies.

During the financial year 2011-2012 audit committee met on 11.05.2011, 15.07.2011, 23.08.2011, 28.10.2011, 11.02.2012,. The present composition & attendance of the members of the committee is as follows.

Member	Number of Meeting Attended
Narender K. Arora	5
Vijay Sehgal	4
Kapoor Chand Gupta	5

4. Remuneration of the Directors:

No remuneration has been paid to any of the Directors for the period from 01.04.2011 to 31.03.2012.

5. Shareholder's / Investors Grievance Committee:

Committee of the board of Directors of the Company known as Share transfer committee looks after the grievance of shareholders of the Company. Committee meets at frequent intervals to consider, inter alia approves issue of duplicate certificates and review all matters connected with transfer of securities of the Company. The committee also looks into redressal of shareholders' / investors' complaints related to transfer of shares, non receipt of balance sheet etc. The Committee oversees performance of the Registrars and Transfer Agents of the Company, and recommends measures for overall improvement in the quality of investor services. During the financial year 2011-2012 the Company has not received any complaints regarding transfer of shares etc.

No requests for transfer/ transmission/ dematerialization of shares were pending as on 31st March, 2012, except those, if any, which were required to be disposed by the Company within thirty days of receipt and this period of thirty days had not expired by 31st March 2012 or which have been received late. These requests, were subsequently approved/ dealt with by the Company.

6. General Body Meetings:

Location, date and time of the Annual General Meetings held during the preceding 3 years are as follows:

Financial Year	Location	Date	Time
2008-2009	94/16 , Mukhmelpur Road Zindpur, Alipur, Delhi-110036	29.09.2009	10.00 A .M.
2009-2010	As Above	29.09.2010	10.00 A .M.
2010-2011	As Above	30.09.2011	10 00 A.M.

7. Disclosures:

There are no materially significant related party transactions which may have potential conflict with the interest of the company at large.

8. Means of Communication:

(a) The quarterly, half yearly results and Annual Reports are prepared as per requirements of the Listing Agreement. These result are displayed on the web site of the Company i.e. www.stancap.in. for public information and in compliance with the listing agreement.

(b) Management Discussion and Analysis forms part of the annual report which is posted to the shareholders of the company.

9. General Shareholder Information:

9.1 Annual General Meeting

Date, Time and Venue

Saturday, 29th September, 2012 At 11.00 A. M.
94/16, Mukhmelpur Road, Zindpur, Alipur, Delhi-110 036

9.2 Financial Calendar 2011-2012

Results for quarter ending

30 th June, 2011 (unaudited)	15 th July, 2011
30 th September, 2011 (unaudited)	28 th October, 2011
31 st December, 2011 (unaudited)	11 th February, 2012
31 st March, 2012 (unaudited)	14 th May, 2012

9.3 Book Closure Period

21st September 2012 to 28th September, 2012(Both days inclusive)

9.4 Dividend Payment Date : Not Applicable

9.5 Listing of Stock Exchanges

The Company's shares are listed on the Delhi Stock Exchange Limited, Bombay Stock Exchange Limited. And Jaipur Stock Exchange Ltd.

9.6 Stock Code :

(a) Trading symbol at	:	Bombay Stock Exchange : 511700
(b) Demat ISIN Nos in NSDL & CDSL	:	INE625D01010

9.7 Market Price Data

Month	High price	Low Price	Close price	Volume
February, 2012	44.90	8.30	8.98	7726
March, 2012	9.84	8.12	9.35	4546

9.8 REGISTRAR AND SHARE TRANSFER AGENTS

SKYLINE FINANCIAL SERVICES LTD.
D153A, 1ST FLOOR, OKHLA INDUSTRIAL AREA
PHASE-1, NEW DELHI-110 020

9.9 DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2012

STANDARD CAPITAL MARKETS LIMITED
8/28, W.E.A., ABDUL AZIZ ROAD, KAROL BAGH, NEW DELHI-110 005

DISTRIBUTION OF SHARES AS ON 31ST MARCH, 2012
NOMINAL VALUE OF EACH SHARE/UNIT : ₹ 10/-

No. of SHARE HOLDING	SHARE HOLDERS NUMBERS	%TO TOTAL NUMBER	PHYSICAL	NSDL	SHARE CDSL	SHARES	TOTAL %AGE
UP TO 500	3306	85.69	566202.00	42076.00	15646.00	623924.00	15.60
501 1000	211	5.47	159232.00	13601.00	8400.00	181233.00	4.53
1001 2000	119	3.08	164099.00	11400.00	6975.00	182474.00	4.56
2001 3000	72	1.87	152164.00	21500.00	7700.00	181364.00	4.53
3001 4000	34	0.88	114400.00	10500.00	0.00	124900.00	3.12
4001 5000	21	0.54	87800.00	10000.00	0.00	97800.00	2.44
5001 10000	35	0.91	221346.00	17900.00	34300.00	273546.00	6.84
10001 & ABOVE	60	1.56	1957840.00	342319.00	34700.00	2334859.00	58.37
	3858	100.00	3423083.00	469296.00	107721.00	4000100.00	100.00

9.9 STATEMENT SHOWING SHAREHOLDING PATTERN AS ON 31ST MARCH, 2012

"Category code"	"Category of Shareholder"	"Number of Share holders"	"Total number of shares"	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
					As a percentage of (A+B)1	As a percentage of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)= (VIII)/(IV)*100
(A)	Shareholding of Promoter &							
1	Indian							
(a)	Individuals/ Hindu Undivided Family	78	814326	285519	20.36	20.36	52600	6.46
(b)	Bodies Corporate	30	1292874	0	32.32	32.32	501470	38.79
	Sub Total (A) (1)	108	2107200	285519	52.68	52.68	554070	26.29
2	Foreign	0	0	0	0.00	0.00	0	0.00
	Total Shareholding of Promoter	108	2107200	285519	52.68	52.68	554070	26.29
(B)	Public shareholding							
1	Institutions	0	0	0	0.00	0.00	0	
B 2	Non-institutions							
(a)	Bodies Corporate	51	273801	61601	6.84	6.84	0	
(b)	Individuals				0.00	0.00		
I	Individuals - I. Individual shareholders holding nominal share capital up to Rs 1 lakh	3689	1336799	173097	33.42	33.42	0	
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	10	282300	56800	7.06	7.06	0	
(c)	Any Other (specify)				0.00	0.00		
	Sub-Total (B)(2)	3750	1892900	291498	47.32	47.32		
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	3750	1892900	291498	47.32	47.32		
	TOTAL (A)+(B)	3858	4000100	577017	100.00	100.00		
	GRAND TOTAL							
	(A)+(B)	3858	4000100	577017	100.00	554070	13.85	

9.10 Share Transfer System

Application for transfer of shares held in the physical form are received at the registered office of the company as well as the office of the Registrar and Share Transfer Agents of the Company. All valid transfers are proposed and affected within 15 days from the date of receipt.

The company also offers transfer- cum-demat facility for the convenience of the investors. Shares hold in dematerialised form are electronically traded by the Depository Participants and the Registrar and Share Transfer Agents of the Company periodically received from the Depository Participants the beneficially holdings so as to enable them to update records and to send all corporate communications.

9.11 Dematerialization of Shares and Liquidity

14.42% of the paid up share capital of the Company's is represented in dematerialized form as on 31st March, 2012

9.12 Address for Shareholder Correspondence

(i) For transfer/transmission/transposition of name/issue of duplicate share certificates/Demat/Remat/ Change of Address and other work related to shareholder service/correspondence should be addressed to :

SKYLINE FINANCIAL SERVICES LTD.
D153A, 1ST FLOOR, OKHLA INDUSTRIAL AREA
PHASE-1, NEW DELHI-110 020

(ii) in the unlikely event of a long pending unattended request, shareholders may write to :

Narender K Arora
STANDARD CAPITAL MARKETS LTD.
8/28, W.E.A., ABDUL AZIZ ROAD
KAROL BAGH, NEW DELHI-110 005
TEL NO. 011-28755207,47068704



Registered Office:

8/28, W.E.A., ABDUL AZIZ ROAD
KAROL BAGH, NEW DELHI-110 005

9.13 Declaration by CEO of the Company on Code of Company;

A code of conduct for the board members and senior management of the company has been laid down by the board and it posted on the web site of the company. The same has been circulated to all the concerned who have affirmed the complained with it. In terms of clause 49(D) , of the listing agreement CEO of the company has given declaration to that effect which forms part of this report as Annexure -1.

9.14 CEO/CFO Certification:

CEO/CFO of the company has certified to the Board as required under clause-49(V) of the listing agreement. A copy of the Certificate is attached herewith.

Place : New Delhi
Dated : 4th September, 2012

By order of the Board of Directors
Standard Capital Markets Ltd.

Durga Prasad Sharma
Director

Narender K. Arora
Director

ANNEXURE 1 TO THE CORPORATE GOVERNANCE REPORT

To the shareholders

Affirmation of compliance with code of business conduct I, Narender K Arora (Director &CEO) declare that board of director of the company has received affirmation on compliance with code of Business conduct for the period from 1st April 2011 till 31st March 2012 from all members of the Board and employees under senior managements cadre.

Date : 4th September, 2012

Narender K Arora
(Director & CEO)



CERTIFICATION BY THE CEO/CFO

04, September 2012

To
The Board of Director,
8/28 WEA Abdul Aziz Road,
Karol Bagh
New Delhi- 110005.

We hereby certify that for the financial year ending 31st March , 2012, on the basis of the review of the financial statements and the cash flow statement and to the best of our knowledge and belief that:-

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards applicable laws and regulations;
3. There are, to the best of our knowledge and belief , no transactions entered into by the Company during the year ended on 31st March 2012, which are fraudulent ,illegal or violative of the company's code of conduct.
4. We accept responsibility for establishing and maintain internal controls. We have evaluated the effectiveness of the internal control system of the company and we have disclosed to the auditors and the audit committee those deficiencies, of which we are aware, in the design of operation of internal control systems and that we have taken the required steps to rectify these deficiencies.
5. We further certify that:-
 - a) There have been no significant changes in internal control during this year.
 - b) There have been no significant changes in accounting policies during this year.
 - c) There have been no instances of significant fraud of which we have become aware and involvement therein, of management or an employee having a significant role in the company's internal control system.

Date : 4th September 2012

Narender K Arora
(Director & CEO)

ANNEXURE - B

ANNEXURE TO THE DIRECTORS' REPORT- CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT

To
The Members
STANDARD CAPITAL MARKETS LTD.
NEW DELHI

We have examined the compliance of conditions of Corporate Governance procedure by Standard Capital Markets Limited, for the year ended 31st March, 2012 as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock exchange(s).

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementations thereof adopted by the company for ensuring compliance of the conditions of Corporate Governance as stipulated in the aforesaid Clause. It is neither an audit nor an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and Management, we certify that the Company has made its best efforts to comply with the conditions of Corporate Governance as stipulated in clause 49 of the above mentioned listing agreement..

As required by the Guidance Note issued by the Institute of Chartered Accountants of India we have to state that no investor grievance was pending for a period of one month against the company as per the records maintained by the shareholders/Investors Grievance Committee.

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

For TIWARI & ASSOCIATES
CHARTERED ACCOUNTANTS
(Firm Regn No. 002870N)

PLACE : NEW DELHI
DATE : 4th September, 2012

(KRISHAN KUMAR)
PARTNER
(M. NO. 85415)

AUDITORS' REPORT

TO THE MEMBERS OF STANDARD CAPITAL MARKETS LIMITED

We have audited the attached Balance Sheet of STANDARD CAPITAL MARKETS LIMITED as on 31st March'2012 Statement of Profit & Loss of the company for the year ended on that date annexed thereto and report that :-

1. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We have conducted our audit in accordance with Auditing Standards generally accepted in India. These Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. We further 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. Proper books of accounts as required by the law have been kept by the company so far as appears from our examination of such books.
 - c. The Balance Sheet and Statement of Profit & Loss dealt with by this report are in agreement with the books of accounts.
 - d. In our opinion, the Balance Sheet and Statement of Profit & Loss dealt with by this report compile with the Accounting Standards referred to in the section 211 (3C) of the Companies Act'1956.
 - e. On the basis of written representation received from the Directors, as on 31st March'2012, and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March'2012 from being appointed as a director in terms of section 274 (1) (g) of the Companies Act'1956.
 - f. In our opinion and to the best of our information and according to the explanation given to us, the said accounts, read with and subject to the remarks appearing thereon and as contained in the notes forming part of the accounts, give the information required by the companies act 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - i) In the case of Balance Sheet, of the state of affairs of the company as at 31st March' 2012.
 - ii) In the case of Statement of Profit & Loss, of the Profit of company for the year ended on that date.
 - iii) In the case of the Cash Flow Statement of the Cash Flows of the company for the year ended on that date.

Place : New Delhi
Dated : 04.09.2012

For TIWARI & ASSOCIATES
Chartered Accountants
(FRN-002870N)

(KRISHAN KUMAR)
Partner
(M.No. 085415)

TIWARI & ASSOCIATES

Chartered Accountants

1st FLOOR, SEWAK BHAWAN, 16/2, WEA ABDUL AZIZ AROAD, Karol Bagh, New Delhi-110 005.

**RE. : STANDARD CAPITAL MARKETS LTD.
NEW DELHI**

**ENCLOSURE TO AUDITORS' REPORT PURSUANT TO THE COMPANIES (AUDITOR'S REPORT) ORDER'2003
UNDER SECTION 227 (4A) OF COMPANIES ACT.**

1. a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
b) Fixed Assets have been physically verified by the management during the year and no material discrepancies were identified on such verification.
c) There was no substantial disposal of fixed assets during the year.
2. a) The management has conducted physical verification of inventory at reasonable intervals during the year.
b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of the business.
c) The company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification.
3. a) As per information and explanations given to us and the records produced before us, the company has granted loans to four parties, covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved is Rs. 54.29 Lacs and balance outstanding is Rs 49.29 Lacs.
b) In our opinion and according to the information and explanations given to us, the rate of interest wherever applicable and other terms and conditions of loans given by the company are not prima facie prejudicial to the interest of the company.
c) In respect of the loan given by the company, the same is repayable on demand and therefore the question of overdue amount does not arise.
e) The company has taken loans from three parties, covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved is Rs. 9.45 lacs and the balance outstanding is Rs. 9.45 lacs
f) In our opinion and according to the information and explanations given to us, the rate of interest wherever applicable and other terms and conditions of loans taken by the company are not prima facie prejudicial to the interest of the company.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods. During the course of our audit, no major weakness has been observed in the internal controls.
5. In our opinion and according to the information and explanations given to us, there are no transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act' 1956 and aggregating during the to Rs. 5.00 lacs or more in respect of any party.
6. According to the information and explanations given to us, the company has not accepted any deposits from the public. Therefore the provisions of Clause (vi) of the Companies (Auditor's Report) order 2003 are not applicable to the Company.
7. In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
8. The Central Govt. has not prescribed for the maintenance of cost records under section 209 (1) (d) of the Companies Act for this Company.

9. a) According to the records examined by us the company, undisputed statutory dues including Income Tax, Sales Tax, Custom duty ESI, Provident fund and other statutory dues as applicable have been generally regularly deposited b the company during the year with the appropriate authorities.
- b) According to the information and explanations given to us, no undisputed amount payable in respect of any statutory dues, applicable to the company, were outstanding at the year end for a period of more than six months for the date they became payable.
- c) According to the information and explanations given to us, there are no dues of Sales Tax, Income Tax, Custom Duty, Wealth Tax, Excise Duty, ESI, Provident Fund, Cess etc. that have not deposited on account of any dispute.
10. The company has accumulated losses at the end of the financial year, but it is less than 50% of the net worth of the company. The company has not incurred cash losses in such financial year and immediately preceding financial year.
11. Based on our audit procedures and the information and explanations given by the management, the company has not defaulted in repayment of dues to any financial institution, bank or debenture holders.
12. According to the information and explanation given to us and based on the documents and records produced to us, the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. In our opinion and according to the information and explanations given to us, the nature of activities of the company does not attract any special statute applicable to Chit Fund and Nidhi/Mutual benefit Fund/Societies.
14. The company has maintained proper records of the transactions and contacts in respect of dealing or trading in Shares, Securities, Debentures and other Investments and timely entries have been made therein, All shares, Securities, Debentures and other Investments have been held by the Company in its own name.
15. According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from Banks or financial institutions.
16. According to the information and explanations given to us, the company has not taken any term loans.
17. According to the information and explanation given to us and on an overall examination of the Balance sheet, we report than no funds raised on short-term basis have been used for long-term investment.
18. There was no any allotment of shares during the year. Thus there was no any preferential allotment to persons covered in the Register maintained under section 301 of the Act.
19. The company has not issued any debentures during the year
20. The company has not raised any money through a public issue during the year.
21. Based upon the audit procedures performed and as per information and explanations given by the management, we report that no fraud on or by the company has been noticed on reported during the course of our audit.

Place : New Delhi
Dated : 04.09.2012

For TIWARI & ASSOCIATES
Chartered Accountants
(FRN-002870N)

(KRISHAN KUMAR)
Partner
(M.No. 085415)

BALANCE SHEET AS AT 31st MARCH, 2012

PARTICULARS	NOTES	FIGURES AT THE END OF 31.03.2012	FIGURES AT THE END OF 31.03.2011
I EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	A	40,001,000.00	40,001,000.00
Reserve & Surplus	B	(2,579,951.56)	(3,031,109.30)
Non Current Liabilities			
Deferred Tax Liabilities	C	7,590.00	8,255.00
Current Liabilities			
Short Term Borrowings	D	944,525.00	
Trade Payables	E	206,749.63	189,738.63
Other Current Liabilities	F	58,782.00	56,391.00
Short Term Provisions	G	120,000.00	128,000.00
		38,758,695.07	37,352,275.33
II ASSETS			
Non-Current Assets			
Fixed Assets	H	417,521.17	483,659.85
- Tangible Assets			
Non Current Investments	I	870,002.00	870,003.00
Long Term Loans & Advances	J	25,000.00	25,000.00
Current Assets			
Inventories	K	481,200.00	662,024.19
Trade Recivables	L	1,575,222.26	997,423.66
Cash & Cash Equivalents	M	1,024,419.64	328,123.63
Short Term Loans & Advances	N	34,365,330.00	33,986,041.00
		38,758,695.07	37,352,275.33
NOTES & SIGNIFICANT ACCOUNTING POLICIES FORMING PART OF FINANCIAL STATEMENTS	A - W		

As per our separate report of even date.

(NARENDER K. ARORA) (DURGA PRASAD SHARMA)

Director

Director

For TIWARI & ASSOCIATES
Chartered Accountants
(FRN-002870N)

Place : New Delhi
Dated : 04.09.2012

(KRISHAN KUMAR)
Partner (M.No. 085415)

Annual Report 2011-12

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2012

PARTICULARS	NOTES	FIGURES FOR THE YEAR ENDED 31.03.2012	FIGURES FOR THE YEAR ENDED 31.03.2011
I INCOME			
Revenue from Operations	O	2,279,363.00	2,306,105.00
Other Income	P	191,021.42	(486,563.55)
TOTAL : `I'		2,470,384.42	1,819,541.45
II EXPENSES			
Employee benefit expense	Q	528,325.00	821,075.00
Financial cost	R	20,537.00	4,917.00
Depreciation & Amortization expense	S	66,138.68	66,379.47
Other expenses	T	1,168,956.00	236,624.23
TOTAL : `II'		1,783,956.68	1,128,995.70
III PROFIT BEFORE TAX (I - II)		686,427.74	690,545.75
IV Tax Expense	U		
- Current Tax		235,935.00	142,973.00
- Deferred Tax		(665.00)	8,255.00
V PROFIT/LOSS FOR THE PERIOD (III - IV)		451,157.74	539,317.75
VI EARNING per equity share:			
(1) Basic		0.11	0.13
(2) Diluted		-	-
NOTES & SIGNIFICANT ACCOUNTING POLICIES FORMING PART OF FINANCIAL STATEMENTS	A - X		

As per our separate report of even date.

(NARENDER K. ARORA) (DURGA PRASAD SHARMA)
Director Director

For TIWARI & ASSOCIATES
Chartered Accountants
(FRN-002870N)

Place : New Delhi
Dated : 04.09.2012

(KRISHAN KUMAR)
Partner (M.No. 085415)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH'2012

	(Amount in ₹)	
	FOR THE YEAR ENDED 31.03.2012	FOR THE YEAR ENDED 31.03.2011
OPERATING ACTIVITIES		
Net profit/loss before Tax and Extra-ordinary Items	686,427.74	690,545.75
Adjustment for		
- Depreciation	66,138.68	66,379.47
- Provision for Taxes	(235,270.00)	(136,255.00)
NET CASH FLOW FROM OPERATING ACTIVITIES PRIOR TO THE EFFECT OF CHANGES IN ASSETS & LIABILITIES	517,296.42	620,670.22
(INCREASE) / DECREASE IN OPERATING ASSETS		
Adjustment for		
- inventories	180,824.19	52,932.91
- Trade Receivables	(577,798.60)	(897,423.66)
- Other loans & Advances	(379,288.00)	3,296,802.00
INCREASE / (DECREASE) IN OPERATING LIABILITIES		
Adjustment for		
- Deferred Tax Liabilities	(665.00)	8,255.00
- Short Term Borrowings	944,525.00	-
- Trade Payables	17,011.00	(3,832,609.03)
- Other Current Liabilities	2,391.00	(62,426.00)
- Short Term Provisions	(8,000.00)	128,000.00
INVESTING ACTIVITIES		
Purchase of Fixed Assets	-	-
CASH FLOW FROM OPERATING ACTIVITIES	696,296.01	685,798.56
CASH & CASH EQUIVALANTS AT THE BEGINNING OF THE YEAR	328,123.63	1,013,922.19
CASH & CASH EQUIVALANTS AT THE END OF THE YEAR	1,024,419.64	328,123.63

As per our separate report of even date.

(NARENDER K. ARORA) (DURGA PRASAD SHARMA)

Director

Director

For TIWARI & ASSOCIATES
Chartered Accountants
(FRN-002870N)

Place : New Delhi
Dated : 04.09.2012

(KRISHAN KUMAR)
Partner (M.No. 085415)

NOTES & SIGNIFICANT ACCOUNTING POLICIES FOR THE YEAR ENDED 31ST MARCH, 2012

NOTE A: SHARE CAPITAL

Particulars	As at 31.03.2012		As at 31.03.2011	
	No. of Shares	Amount	No. of Shares	Amount
Authorized Shares				
Equity shares Rs. 10/- each	5,000,000	50,000,000.00	5,000,000	50,000,000.00
Issued, Subscribed & Fully Paid up Shares				
Equity shares Rs. 10/- each fully paid up	4,000,100	40,001,000.00	4,000,100	40,001,000.00
	4,000,100	40,001,000.00	4,000,100	40,001,000.00

(a) Terms/ rights attached to Equity Shares

The Company has only one class of Equity Shares having a par value of ` 10/- each. Each holder of Equity Shares is entitled to one vote per share. In the event of Liquidation of the company the holders of equity shares will be entitled to receive remaining assets of the company.

(b) Reconciliation of the Shares outstanding at the beginning and at the end of reporting period :

Particulars	As at 31.03.2012		As at 31.03.2011	
	No. of Shares	Amount	No. of Shares	Amount
Equity shares outstanding at the beginning of the year	4,000,100	4,000,100.00	4,000,100	4,000,100.00
Equity shares issued during the year	-	-	-	-
Equity shares outstanding at the end of the year	4,000,100	4,000,100.00	4,000,100	4,000,100.00

(c) Shareholders holding more than 5% of equity shares as at the end of the year :

Name of Shareholders	As at 31.03.2012		As at 31.03.2011	
	No. of Shares	Shareholding %	No. of Shares	Shareholding %
Sidh Automobiles Ltd	293,333	7.33	293,333	7.33

(d) Aggregate no. of equity Shares brought back and Bonus shares issued for consideration other than cash , during the period since company has incorporated till the reporting date is Nil (Nil). (Amount in ₹)

NOTE B: RESERVES & SURPLUS

General Reserve

	As at 31.03.2012	As at 31.03.2011
Opening Balance	129,094.99	129,094.99
Addition/Deletion	-	-
Closing Balance	129,094.99	129,094.99

Reserve Fund

	As at 31.03.2012	As at 31.03.2011
Opening Balance	256,751.73	145,893.58
Addition/Deletion	90,232.00	110,858.15
Closing Balance	346,983.73	256,751.73

Surplus in the statement of Profit & Loss

	As at 31.03.2012	As at 31.03.2011
Balance as per last financial statements	(3,416,956.02)	(7,293,597.62)
Profit/(Loss) for the year after Tax	451,157.74	539,317.75
Amount available for Appropriation	(2,965,798.28)	(6,754,279.87)
Appropriations	90,232.00	(3,337,323.85)
Closing Balance of Surplus	(3,056,030.28)	(3,416,956.02)
Total	(2,579,951.56)	(3,031,109.30)

NOTE C : DEFERRED TAX LIABILITIES (NET)

(Amount in ₹)

Particulars	As at 31.03.2012	As at 31.03.2011
Deferred Tax Liability	8,255.00	-
Opening Balance		
Add : Credit/ Charge during the year on account of depreciation & disallowances	(665.00)	8,255.00
Closing Balance (Net)	<u>7,590.00</u>	<u>8,255.00</u>

NOTE D : SHORT TERM BORROWINGS

Particulars	As at 31.03.2012	As at 31.03.2011
Loans & Advances from Related Parties	944,525.00	-
Total	<u>944,525.00</u>	<u>-</u>

NOTE E : TRADE PAYABLES

Particulars	As at 31.03.2012	As at 31.03.2011
Trade Payable- Micro & Small Enterprises	-	-
Trade Payable-Others	206,749.63	189,738.63
Total	<u>206,749.63</u>	<u>189,738.63</u>

NOTE F : OTHER CURRENT LIABILITIES

Particulars	As at 31.03.2012	As at 31.03.2011
Others Payables - Business Expenses	58,782.00	56,391.00
Total	<u>58,782.00</u>	<u>56,391.00</u>

NOTE G : SHORT TERM PROVISIONS

Particulars	As at 31.03.2012	As at 31.03.2011
Provision for Current Tax	120,000.00	128,000.00
Total	<u>120,000.00</u>	<u>128,000.00</u>

As per our separate report of even date.

(NARENDER K. ARORA)
Director

(DURGA PRASAD SHARMA)
Director

For TIWARI & ASSOCIATES
Chartered Accountants
(FRN-002870N)

(KRISHAN KUMAR)
Partner (M.No. 085415)

Place : New Delhi
Dated : 04.09.2012

		(Amount in ₹)	
NOTE I : NON CURRENT INVESTMENTS			
Particulars	As at 31.03.2012	As at 31.03.2011	
TRADE INVESTMENTS (UNQUOTED-AT COST)			
Investments in Associates			
Investments in Equity Instruments			
Akar Shares Intermediates Pvt. Ltd.	100,000.00	100,000.00	
ADL International Ltd.	290,000.00	290,000.00	
Hari Creations Pvt. Ltd.	770,000.00	770,000.00	
	<u>1,160,000.00</u>	<u>1,160,000.00</u>	
Less: Provision For Dimunititon in Value	(289,999.00)	(289,999.00)	
	<u>870,001.00</u>	<u>870,001.00</u>	
Others			
Investments in Equity Instruments			
Madhav Cotex Pvt. Ltd.	-	2,005,000.00	
India Cotvel Pvt. Ltd.	950,000.00	950,000.00	
	<u>950,000.00</u>	<u>2,955,000.00</u>	
Less: Provision For Dimunititon in Value	(949,999.00)	(2,954,998.00)	
	1.00	2.00	
Total	<u>870,002.00</u>	<u>870,003.00</u>	
Aggregate amount of Unquoted Investments	2,110,000.00	4,115,000.00	
Aggregate amount of provision for Dimunititon in value	1,239,998.00	3,244,997.00	
NOTE J : LONG TERM LOANS & ADVANCES			
Security Deposit (Unsecured, considered good)			
- For OTCEI	25,000.00	25,000.00	
Closing Balance	<u>25,000.00</u>	<u>25,000.00</u>	
NOTE K : INVENTORIES			
Stock-in-trade			
	481,200.00	662,024.19	
Total	<u>481,200.00</u>	<u>662,024.19</u>	
NOTE L : TRADE RECEIVABLES			
Debts (Unsecured, considered good)			
(From Company in which Director is member)			
- Outstanding for a period exceeding six months	1,575,222.26	997,423.66	
- Others	-	-	
Total	<u>1,575,222.26</u>	<u>997,423.66</u>	
NOTE M : CASH & CASH EQUIVALENTS			
Balances with Banks			
- Standard Chartered Bank	1,351.17	21,205.17	
- Punjab National Bank	507,065.47	(12,582.53)	
Cash in Hand	516,003.00	319,500.99	
Total	<u>1,024,419.64</u>	<u>328,123.632</u>	

NOTE N : SHORT TERM LOANS & ADVANCES

(Amount in ₹)

Particulars	As at 31.03.2012	As at 31.03.2011
	Loans & Advances (Unsecured , Considered good)	
To Associate Companies	1,851,456.00	1,851,456.00
To Related Parties	3,077,138.00	3,343,425.00
To Others	28,889,210.00	27,832,194.00
Others		
T.D.S (Current Year)	170,966.00	234,958.00
T.D.S (Previous Year)	376,560.00	724,008.00
Total	34,365,330.00	33,986,041.00

NOTE O: REVENUE FROM OPERATIONS

(Amount in ₹)

Particulars	Year ended 31.03.2012	Year ended 31.03.2011
	Interest on Loans	2,257,038.00
Interest on IT Refund	22,325.00	-
Total	2,279,363.00	2,306,105.00

NOTE P : Other Income

(Amount in ₹)

Particulars	Year ended 31.03.2012	Year ended 31.03.2011
	Profit from Share Trading	185,778.91
Dividend Received	826.50	1,603.70
Sundry Parties W/off	2,623.00	9,562.00
Short & Excess	1,793.01	-
Total	191,021.42	(486,563.55)

As per our separate report of even date.

(NARENDER K. ARORA) (DURGA PRASAD SHARMA)
Director Director

For TIWARI & ASSOCIATES
Chartered Accountants
(FRN-002870N)

Place : New Delhi
Dated : 04.09.2012

(KRISHAN KUMAR)
Partner (M.No. 085415)

NOTE Q : EMPLOYEE BENEFIT EXPENSE

Particulars

Salary to Employees
Staff Welfare Expenses

Total

(Amount in ₹)

Year ended 31.03.2012	Year ended 31.03.2011
506,500.00	769,500.00
21,825.00	51,575.00
528,325.00	821,075.00

NOTE R : FINANCIAL COST

Particulars

Interest on Listing Fee
Bank Charges

Total

(Amount in ₹)	
Year ended 31.03.2012	Year ended 31.03.2011
-	4,284.00
20,537.00	633.00
20,537.00	4,917.00

NOTE S : DEPRICIATION & AMORTIZATION

Particulars

Depreciation

Total



(Amount in ₹)	
Year ended 31.03.2012	Year ended 31.03.2011
66,138.68	66,379.47
66,138.68	66,379.47

As per our separate report of even date.

(NARENDER K. ARORA) (DURGA PRASAD SHARMA)

Director

Director

For TIWARI & ASSOCIATES

Chartered Accountants
(FRN-002870N)

(KRISHAN KUMAR)

Partner (M.No. 085415)

Place : New Delhi
Dated : 04.09.2012

NOTE T : OTHER EXPENSES

Particulars

Printing & Stationery
Postage & Courier
Telephone Expenses
Directors Meeting Expense
AGM Expenses
Filing Fees
Advertisement Expenses
Connectivity Charges
Electricity & Water Exp.
Business Promotion
Share Transfer Charges
Relisting Expenses
Vehicle Running & Maint.
Website Maint. Charges
Travelling & Conveyance
Listing Fees
Insurance Charges
Custodial Expenses
General Expenses
Short & Excess
Demat Charges
Professional Charges
Auditor's Remuneration

Total

NOTE U : TAX EXPENSE

Particulars

CURRENT TAX
Provision for Current Tax
Excess Provision for Income Tax

DEFERRED TAX
Provision for Deferred Tax

Total

NOTE V : APPROPRIATION

Particulars

Provision for Doubtful Debts Written back
Provision for Doubtful Loans Written back
Transfer to RBI Reserve Fund

Total

(Amount in ₹)

	Year ended 31.03.2012	Year ended 31.03.2011
	56,780.00	31,140.00
	67,756.00	30,230.00
	11,875.00	10,958.00
	11,300.00	9,881.00
	14,350.00	15,581.00
	1,500.00	1,500.00
	21,447.00	-
	5,074.00	-
	22,300.00	-
	9,642.00	-
	29,781.00	-
	744,525.00	-
	45,350.00	-
	9,000.00	-
	36,825.00	40,650.00
	28,107.00	19,303.00
	-	5,285.00
	26,699.00	32,844.00
	-	111.00
	-	2,549.80
	1,100.00	1,626.43
	19,927.00	29,347.00
	5,618.00	5,618.00
Total	1,168,956.00	236,624.23
		(Amount in ₹)
	Year ended 31.03.2012	Year ended 31.03.2011
CURRENT TAX		
Provision for Current Tax	120,000.00	128,000.00
Excess Provision for Income Tax	115,935.00	14,973.00
	235,935.00	142,973.00
DEFERRED TAX		
Provision for Deferred Tax	(665.00)	8,255.00
	(665.00)	8,255.00
Total	235,270.00	151,228.00
		(Amount in ₹)
	Year ended 31.03.2012	Year ended 31.03.2011
Provision for Doubtful Debts Written back	-	(3,352,738.00)
Provision for Doubtful Loans Written back	-	(95,444.00)
Transfer to RBI Reserve Fund	90,232.00	110,858.15
Total	90,232.00	(3,337,323.85)

S.No.	Assets Description	GROSS BLOCK-Cost/Book Value				DEPRECIATION			NET BLOCK		
		Opening Balance at 01.04.2011	Additions	Sales/ Adjustment	Balance as 31.03.2012	As at 31.03.2011	For the year	Adjustment	As at 31.03.2012	As at 31.03.2011	
	TANGIBLE ASSETS										
I	Vehicle										
1.	Car	544,996.00	-	-	544,996.00	128,372.69	51,774.62	-	180,147.31	364,848.69	416,623.31
III	Furniture & Fixtures										
1.	Furniture & Fixtures	271,363.30	-	-	271,363.30	271,363.30	-	-	271,363.30	-	-
IV	Computer Equipments										
1.	Computer Equipments	472,893.60	-	-	472,893.60	472,893.60	-	-	472,893.60	-	-
V	Other Office Equipments										
1.	Office Equipments	302,401.20	-	-	302,401.20	235,364.66	14,364.06	-	249,728.72	52,672.48	67,036.54
	TOTAL	1,591,654.10	-	-	1,591,654.10	1,107,994.25	66,138.68	-	1,174,132.93	417,521.17	483,659.85
		1,591,654.10	-	-	1,591,654.10	1,041,614.78	66,379.47	-	1,107,994.25	483,659.85	550,039.32

(Amount in Rs.)

W. NOTES ON ACCOUNTS

- 1. CONTINGENT LIABILITIES** NIL(NIL)
2. Previous year's figures have been regrouped or rearranged, wherever considered necessary
3. In the opinion of directors, current assets and loans and advances have a value on realization in the ordinary course of the business at least equal to the amount at which these have been stated in the Balance Sheet.
4. Foreign Currency Exposures
The year end Foreign Currency Exposure are given below:
I) Expenditure in Foreign Currency Rs. NIL (NIL)
II) Earnings in Foreign Currency Rs. Nil (NIL)
5. The Company has not provided for the Employees Benefits as on the date of the Balance Sheet. In the opinion of the management, no provision is required for employees' benefits, as at present consolidated salaries are being paid to employees and there are no retirement benefit plans. Moreover, there is no employee who has rendered service to qualify for payment under Gratuity Act. The necessary policies will be made in due course and the accounting for the same will be done as per applicable accounting standard (AS-15) notified by the ICAI.
6. The Company has started the process of identification of Parties, whether they come under the purview of The Micro, Small And Medium Enterprise Development Act,2006, However, as on date, the company doesn't have the sufficient information to comply with the disclosure requirement of the Act.
7. Deferred Tax Liability
As required by Accounting Standard (AS-22) 'Taxes on Income' issued by the ICAI, the Company has recognized deferred taxes, which result from timing difference between book profits and tax profits. The Deferred Tax Liability (Net) as on 31.03.2012 is as under :

Particulars	Deferred Tax liability As on 31.03.2011	Credit(Charge) during the year	Deferred Tax Liability as on 31.03.2012
Depreciation	8,255 /-	(-) 665/-	7,590/-
	-----	-----	-----
Net Balance	Rs. 8,255/-	(-) 665/-	Rs. 7,590/-

8. Related Parties Disclosures
The Related Parties disclosure and transactions with them during the year in the ordinary course of business are as follow:
Key Management Personnel
- Narender Kumar Arora
 - Durga Prasad Sharma
 - Vijay Sehgal
 - Kapoor Chand Gupta
- List of Related Parties
- Parthy & Widge Securities Ltd.
 - Hari Creations Private limited
 - Standard Securities & Investment Intermediates ltd
 - ADL international Ltd
 - Akar Share Intermediates Pvt. Ltd.

- Geeta Arora
- Arpit Arora

Transactions with the Related Parties during the year and balance as 31.03.2012

Nature of transaction	Amount (Rs. Lacs)	Balance as on 31.03.12
- Loans Returned from Parties	5,00,000/-	49,28,594/-
- Advance from Parties	9,44,525/-	9,44,525/-
- Investment in Shares	----	11,60,000/-
- Sales of Shares	12,61,091/-	----
- Purchase of Shares	7,19,334/-	----
- Derivative Trading	41726/-	----
- Interest Earned	2,40,523/-	----

9. Segment Reporting

In the opinion of the management, there are no separate reportable segments as per Accounting Standard Segment Reporting (AS-17)

10. The parties' accounts, whether in debit or credit, are subject to confirmation.

11. The Statement showing quantitative information for purchases, Sales and Stock is given as under

S. NO.	PARTICULARS	OP. BALANCE	PURCHASE	TOTAL	SALES	CL. BAL.
1.	SHARES	72,999	1,43,12,746	1,43,85,745	1,43,24,345	61,400
	Total	72,999	1,43,12,746	1,43,85,745	1,43,24,345	61,400

12. Details of Auditors' Remuneration are as under :

	2011-12	2010-11
Audit Fees	5,000.00	5,000.00
Service Tax/Ed.cess	618.00	618.00
	-----	-----
	5,618.00	5,618.00
	-----	-----

13. Earning per Share

Basic & Diluted Earning per Share of the Company is as under:

	31.03.2012	31.03.2011
Profit after Tax (A)	4,51,158/-	5,39,318/-
Wtd. Average No. of Shares	40,00,100	40,00,100
Nominal Value per share	10/-	10/-
Earning per Share	0.11	0.13

X. SIGNIFICANT ACCOUNTING POLICIES

1. BASIS OF PREPARATION OF FIANANCIAL STATEMENTS

The accounts of the company are prepared under historical cost convention and on accrual basis, in accordance with the generally accepted accounting principles in India, the applicable Accounting Standards issued by the ICAI and the relevant provisions of The Companies Act,1956, except otherwise stated.

2. USE OF ESTIMATES

The preparation of financial statements requires management to make certain estimates assumptions that affect the amounts reported in the financial statements and notes thereto. Differences between actual amounts and estimates are recognized in the period in which they materialize.

3. FIXED ASSETS

Fixed Assets have been stated at cost. The cost means cost of acquisition inclusive of freight, duties and incidental expenses.

4. DEPRECIATION

Depreciation on fixed assets has been provided on `straight line method' at the rates and in the manner specified under schedule XIV of the Companies Act'1956.

5. INVENTORY

Inventories of stock in trade are valued at lower of cost and market value.

6. INVESTMENTS

Non Current/Long term Investments are stated at cost. Provision for diminution in the value of of long term/Non Current investments is made only if such a decline is other than temporary.

7. CLASSIFICATION OF ASSETS AND PROVISIONING

Classification of Assets on finance as `non-performing assets' and making appropriate provisions thereon have been made in consonance to the Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directirons'1998 (Notification No. 119, dated 31.01.1998, as amended from time to time)

8. REVENUE RECOGNITION & ACCRUAL OF EXPENSES

Sales are recognized at Sale Value exclusive of taxes and are recorded at net of discounts and returns, if any. Income is recognized on accrual basis.

All expenses are charged to Profit & Loss Account as and when accrued. Provisions are made for all known losses and liabilities.

9. BORROWING COSTS

Borrowing Cost related to general business activities are recognized as an expense in the period in which these are incurred.

10. TAXES ON INCOME

Provision for Current Income Tax is made on the current tax rate based on the assessable income computed under the Income Tax Act,1961.

Deferred Tax Assets and Liabilities are recognized for future tax consequences attributable to the timing differences between taxable income and accounting income that are capable of reversal in one or more subsequent periods and are measured using tax rates enacted as a the Balance Sheet date.

As per our separate report of even date.

(NARENDER K. ARORA) (DURGA PRASAD SHARMA)

Director

Director

For TIWARI & ASSOCIATES

Chartered Accountants
(FRN-002870N)

(KRISHAN KUMAR)

Partner (M.No. 085415)

Place : New Delhi

Dated : 04.09.2012

Annual Report 2011-12

STANDARD CAPITAL MARKETS LIMITED
8/28, W.E.A., ABDUL AZIZ ROAD, KAROL BAGH, NEW DELHI-110 005

SCHEDULE FORMING PART OF BALANCE SHEET AND PROFIT & LOSS ACCOUNT
(Information pursuant to part IV of Sec. VI of Companies Act' 1956)

BALANCE SHEET ABSTRACT AND A COMPANY'S GENERAL BUSINESS PROFILE

I. REGISTRATION DETAILS

Registration No.				027057
State Code				55
Balance Sheet Date	31	03		2012
	(Date	Month		Year)

II. CAPITAL RAISED DURING THE YEAR (Amount in Rs. thousands).

Public Issue	-----
Rights Issue	-----
Bonus Issue	-----
Private Placement	-----

III. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS

	(Amount in Rs. Thousands)
Equity & Liabilities	38759
Assets	38759
Equity & Liabilities	
Shareholders Funds	37422
Non current Liabilities	7
Current Liabilities	1330
Assets	
Non Current Assets	1313
Current Assets	37446



IV. PERFORMANCE OF COMPANY (Amount in Rs. Thousands)

Turnover	2470
Total Expenditure	1784
Profit /Loss (Before Tax)	686
Profit /Loss (After Tax)	451
Earning Per Share (in Rs).	0.11

V. GENERIC NAMES OF 1 PRINCIPLES PRODUCTS/SERVICES OF COMPANY

	(As per Monetary Terms)
Item Code No. (ITC Code)	-----
Products Description	Financing/Trading in Shares

Place : New Delhi
Dated : 04.09.2012

(NARENDER K. ARORA) (DURGA PRASAD SHARMA)
Director Director

SCHEDULE TO THE BALANCE SHEET OF STANDARD CAPITAL MARKETS LTD. AS ON 31.03.2011 (AS REQUIRED IN TERMS OF PARAGRAPH 13 OF NON-BANKING FINANCIAL (NON-DEPOSIT ACCEPTING OR HOLDING) COMPANIES PRUDENTIAL NORMS (RESERVE BANK) DIRECTIONS, 2007

Particulars	Amount Outstanding	Amount Overdue
Liabilities side:		
(1) Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:		
(a) Debentures : Secured	Nil	Nil
: Unsecured (other than falling within the meaning of public deposits)	Nil	Nil
(b) Deferred Credits	Nil	Nil
(c) Term Loan	Nil	Nil
(d) Inter corporate Loans and borrowing	Nil	Nil
(e) Commercial Papers	Nil	Nil
(f) Public Deposit	Nil	Nil
(g) Other Loans (from Related Parties)	9.45	Nil
(2) Break-up of (1)(f) above (Outstanding public Deposit inclusive of interest accrued thereon but not paid.)	Nil	Nil
(a) In the form of Unsecured debentures	Nil	Nil
(b) In the form of partly secured debenture i.e. debentures where there is a shortfall in the value of security	Nil	Nil
© Other public deposits	Nil	Nil

Particulars	Amount Outstanding
Assets side:	
(3) Break-up of Loans and advances including bills receivables (other than those included in (4) below:	
(a) Secured	
(b) Unsecured	338.18
-Net of provisions	
(4) Break up of leased Assets and stock on hire and hypothecation loans counting towards EL/HP activities	
(i) Lease assets including lease rentals under sundry debtors:	
(a) Financial Lease	—
(b) Operating Lease	—
(ii) Stock on hire including hire charges under sundry debtor	
(a) Assets on hire	—
(b) Repossessed Assets	—
(iii) (a) Hypothecation loans counting towards EL/HP activities	
(b) Loans other than (a) above.	—
(5) Break-up of Investments :	
<i>Current investments</i>	
1. Quoted	
(i) Shares : (a) Equity 4.81	(ii) Debentures and Bonds —
(b) Preference —	(iii) Units of Mutual Funds —
(ii) Debentures and Bonds —	(iv) Government Securities —
(iii) Units of Mutual Funds —	(v) Others (Please specify) —
(iv) Government Securities —	<i>Long Term investments</i>
(v) Others (Please specify) —	1. Quoted
2. Unquoted	(i) Shares : (a) Equity —
(i) Shares : (a) Equity —	(b) Preference —
(b) Preference —	(ii) Debentures and Bonds —
	(iii) Units of Mutual Funds —
	(iv) Government Securities —
	(v) Others (Please specify) —
	(i) Shares : (a) Equity —
	(b) Preference —
	(ii) Debentures and Bonds —
	(iii) Units of Mutual Funds —
	(iv) Government Securities —
	(v) Others (Please specify) —

(6) Borrower group-wise classification of all leased assets, stock in trade and loans and advances

Category	Amount of provisions		
	Secured	Unsecured	Total
1. Related parties			
a. Subsidiaries	—	—	—
b. Companies in same group	—	18.51	18.51
c. Other related parties	—	30.77	30.77
2. Other than related parties	—	288.90	288.90
Total		338.18	338.18

(7) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted & unquoted)

Category	Market Value/Break up or Fair value or NAV	Book value net of provisions
1. Related parties		
a. Subsidiaries	—	—
b. Companies in same group	8.70	8.70
c. Other related parties	—	—
2. Other than related parties	—	—
Total	8.70	8.70

(8) Other information

Particulars	Amount
(i) Gross Non-performing Assets	
(a) Related Parties	18.51
(b) Other than related parties	—
(ii) Net Non-performing Assets	
(a) Related Parties	—
(b) Other than related parties	—
(iii) Assets acquired in satisfaction of debt	—

Annual Report 2011-12

NARENDER K ARORA
DURGA PRASAD SHARMA (Directors)

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For **TIWARI & ASSOCIATES**
(Firm Registration no 002870N)
Chartered Accountants

Place : New Delhi
Dated : 4th September, 2012

(KRISHAN KUMAR)
Partner
M.No. 85415

**STANDARD CAPITAL MARKETS LIMITED.**

Registered Office: 8/28, W.E.A., Adbul Aziz Road, Karol Bagh

New Delhi-110 005

DP No.	
Demat A/cNo.	

L. F. No.	
No. of Shares	

ATTENDANCE SLIP

I/We hereby record my/ our presence at the Annual General Meeting of the Company held at 94/16, Mukhmelpur Road, Zindpur, Alipur, Delhi-110 036. India on Friday, 29th September, 2012 at 11.00 A.M.

NAME OF THE SHAREHOLDER (IN BLOCK LETTERS)	
NAME OF THE PROXY, IF ANY (IN BLOCK LETTERS)	
SIGNATURE OF THE SHARE HOLDER / PROXY	

- Notes:** 1. You are requested to sign and hand over this slip at the entrance of the meeting hall.
2. If you intend to appoint a proxy to attend the Meeting instead of yourself, the enclosed proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the Meeting.



Tear Here

DP No.	
Demat A/cNo.	

STANDARD CAPITAL MARKETS LIMITED

L. F. No.	
No. of Shares	

FORM OF PROXY

Tear Here

I/We of.....
in the district of.....being a Member/Members of the
STANDARD CAPITAL MARKETS LIMITED, hereby appointof.....in the
district of.....of failing him.....
of.....in the district of..... As my/.our proxy
to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on
..... and at any adjournment thereof.
I/We wish my/our Proxy to vote "for" or "against" the Resolutions as ticked (✓) in the box below:

RESOLUTIONS	FOR	AGAINST
1. Adoption of Accounts & Reports		
2. Re-appointment of Sh Vijay Kumar Sehgal		
3. Appointment of Statutory Auditors		

Signed this.....day of.....2012.

Please Affix
1/-
Revenue
Stamp
and sign
across it

BOOK POST



If undelivered, please return to :

STANDARD CAPITAL MARKETS LIMITED

8/28, WEA, Abdul Aziz Road, Karol Bagh, New Delhi - 110 005