World of Golden Growth & Profit Nest

swastika investmart
THE WEALTH MAKERS

CORPORATE INFORMATION

BOARD OF DIRECTORS

Managing Director

Sunil Nyati

Executive Director

Anil Nyati

Director

S. N. Maheshwari
Anita Nyati
Vinod Gupta
C. R. Doshi
Ramanlala Bhutda
Tarun Kumar Baldua

COMPANY SECRETARY

L. N. Joshi & Co.

AUDITORS

M. B. Ladha & Co.
Chartered Accountants, Mumbai

BANKERS

ICICI Bank Ltd.
HDFC Bank Ltd.

REGISTERED OFFICE

1st Floor, Bandukwala Building,
British Hotel Lane, Fort,
Mumbai - 400 001

ADMINISTRATIVE OFFICE

48, Jaora Compound,
M. Y. H. Road, Indore – 452001

REGISTRAR & SHARE TRANSFER AGENT

Ankit Consultancy Pvt. Ltd.,
2nd Floor, Alankar Point,
Geeta Bhawan Chouraha,
A. B. Road, Indore – 452001

LISTED AT

Bombay Stock Exchange Ltd., Mumbai

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"Golden growth through…

- Integrity
- Transparency
- Credibility
- Composite solutions
- Professional Expertise
- Positive Attitude

...to profit nest"

"We ensure value based golden growth of your investment."

"We multiply your investment on the foundation of trust."

"Your trust is our inspiration."

Managing Director's MESSAGE

Dear Shareholders,

I have a great pleasure to present Annual Report for the financial year 2009 - 10 of your company Swastika Investmart Limited. I must start that it was a new sunrise during 2009-10 after deep nights in the form of sharp slow down in growth momentum of global financial markets. This year was quite satisfactory, we entered the financial year 2009-10 after a year of uncertainty and various unforeseen challenges in the Indian economy and our industry. During this fiscal economy was showing signs of stability from the slow down it experienced on account of global financial turmoil, evidence for the same have been given by the substantial increase in the revenue and profit of your company during 2009-10.

During the fiscal consolidated revenue of your company increased by 58% from Rs. 1,125 Lacs to Rs. 1,780 Lacs, and profit of Rs. 231 Lacs as compared to previous year figures which were comparatively modest. During the fiscal Earning per Share of your company was Rs. 7.80/-. These figures are showing the committed efforts, entrepreneurial spirit and high levels of emotional energy of the people of your company.

We strongly believe in simple and generally accepted approach to run the business and also believe that concentrating on the core business activities of our company along with new services is the best strategy to promote growth and generate value for shareholders. We continue to follow the mentioned strategy, transparency and strength of our services to achieve our goals.

As the range of financial instruments increases, we want to provide all of those under the roof of your company in the guidance of trustworthy financial advisors who can help our existing and prospective investors to make appropriate investment decisions. To meet this need we are training our staff to get essential skills.

During this fiscal your company has became the members of NSE for MFSS (Mutual Fund Service System), Indian Commodity Exchange Ltd. through its subsidiary and applied to NSDL (National Securities Depository Ltd.) for its DP, and also a new subsidiary company incorporated to register as NBFC which will get registration from Reserve Bank of India and start its operations in the year 2010-11.

We are intent to expand our business at a large scale in the coming year, for that your company is going to appoint some senior and renowned persons from the field of stock and commodity broking across India.

We are committed to increase our reach and provide investor friendly and efficient services to our clients in all the available range of financial instruments.

We enormously value the trust that you have in your company swastika and would like to convey our gratitude and look forward to your continued support.

Sunil Nyati
Managing Director

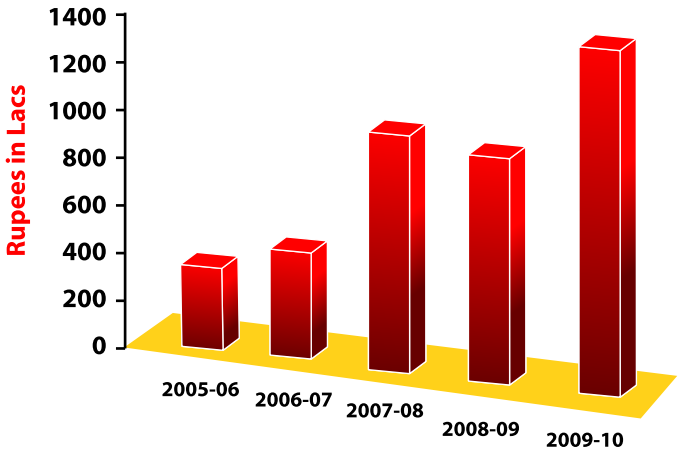
MARKET OUTLOOK

Price Movement

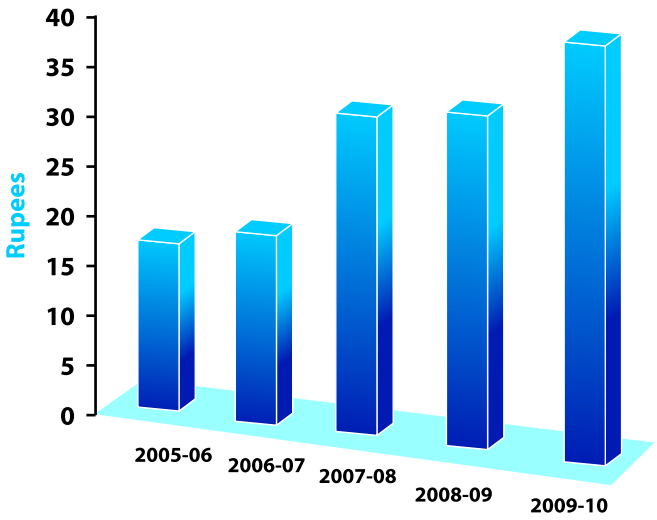
Index Comparison

FINANCIALS AT A GLANCE

Operational Income



Book Value



DIRECTORS' REPORT

Dear Members,

Your Directors have immense pleasure in presenting the 18th Annual Report of the Company and the Audited Accounts for the financial year ended 31st March, 2010.

FINANCIAL HIGHLIGHTS

(Amount in Rs. Lacs.)

PARTICULARS	31.03.2010	31.03.2009
Total Income	1635.51	1012.36
Profit before Depreciation, Interest, Tax	392.91	146.85
Less: Depreciation	64.28	58.88
Interest	3.19	12.64
Profit before Taxation	325.42	75.33
Less : Provision for Taxation		
Current tax	108.94	26.42
Fringe Benefit Tax	0.00	2.14
Wealth Tax	0.00	0.05
Deferred Tax	1.01	0.15
STT not Utilized	0.00	0.00
Net Profit	215.46	46.57
Less : Income Tax for Earlier Year	0.27	(0.40)
Add: Balance brought forward from Last Year	44.25	57.37
Amount available for appropriation	260.00	103.54
Appropriations:		
Transfer to General Reserve	150.00	25.00
Dividend @ 10%	29.60	29.3
Dividend Distribution Tax	5.03	4.98
Surplus carried to Balance Sheet	75.37	44.26

Company's performance over the years on various financial parameters

The Indian economy is back on track and poised to grow by 7.2% in 2009-10, higher than 6.7% in the previous year. During the fiscal year ended 31st March 2010, company has registered net profit of Rs. 215.46 Lacs in comparison to previous year's net profit of Rs. 46.56 Lacs.

DIVIDEND

Looking at the consistent growth in performance, your Directors are pleased to recommend a final dividend of 10% on the equity shares i.e. Re. 1/- per Equity Share of face value Rs.10/- subject to Approval of the members in ensuing Annual General Meeting .

DIRECTORS

Mr. Anil Nyati ceased from the post of Executive Director of the Board due to his resignation, however he will be continue as Director of the Company. The Board placed on record its deep sense of appreciation for the services rendered by Mr. Anil Nyati as an executive director of the Board.

Further Mr. Sunil Nyati, Managing Director of the Company has been reappointed for further period of three years with effect from 15th June, 2010 subject to approval of the members in ensuing annual general meeting.

In accordance with the provision of the Companies Act, 1956 and as per Article 128 of Articles of Association of the Company Shri Chain Raj Doshi, Shri Vinod Gupta and Shri Tarun kumar Baldua retire from the Board of Directors by rotation and they are eligible to offer themselves for reappointment in ensuing Annual General Meeting.

Companies rules 1988 (Disclosure of particulars in the reports of Board of Director)

As the Company is not engaged in any manufacturing activities, hence provisions of section 217 (1) (e) of the Companies Act, 1956 read with the Companies Rules, 1988 are not applicable to the Company. Further there was neither inflow nor outflow of foreign exchange during the year.

PUBLIC DEPOSITS

Your Company has not accepted any Public deposit within the meaning of section 58A of the Companies Act 1956, read with the Companies (Acceptance of Deposit) Rules, 1975

PARTICULARS OF EMPLOYEES

In accordance with the provisions of section 217 (2A) of the Companies Act, 1956 read with the Companies (particulars of employees) Rule 1975, the name and other particulars of employees are to be set out in the directors' report , as an addendum thereto. However, as per the provisions of section 219(1)(b)(iv) of the Companies Act, 1956 , the report and accounts as set out therein, are being sent to all the members of the Company excluding the aforesaid information about the employees. Any member, who is interested in obtaining such particulars about employee, may write to the Company at the Registered Office of the Company and same will be sent by post.

HUMAN RESOURCES DEVELOPMENT

Your Company believes that nurturing and development of human capital is of key importance for its operations, The HR policies and procedures of your Company are geared up towards this objective. In totality our employees have shown a high degree of maturity and responsibility in responding to the changing environment, economic and the market condition.

AUDITORS

The auditors M/s M.B. Ladha & Company, Mumbai are retiring and have informed that they do not wish to seek re-election as auditors at the ensuing Annual General Meeting. The Board records its sincere appreciation and fruitful association had with M/s M.B. Ladha & company, Chartered Accountants.

A Special notice has been received from member proposing the appointment of M/s. R.S. Bansal & Company, Chartered Accountants, Indore as Statutory Auditors of the Company to hold office up to the conclusion of next Annual general meeting.

AUDITOR'S REPORT

The Auditors in their report have referred to the notes forming part of the Accounts which are self-explanatory and do not require any explanation.

SECRETARIAL COMPLIANCE CERTIFICATE

As per the requirement of provision of section 383A of the Companies Act, 1956, the company appointed M/s L.N.Joshi & Co., Company Secretaries and obtained a Secretarial Compliance Certificate which is annexed herewith.

SUBSIDIARY COMPANY

Your company's subsidiary, Swastika Commodities Private Limited (SCPL) is registered with National Commodities and Derivative Exchange Limited and Multi Commodities Exchange Limited .For the year ended 31st March, 2010 SCPL has reported profit of Rs. 15.45 lacs in comparison to previous year's net profit of Rs. 7.43 lacs. Further Audited accounts of SCPL together with the reports of Directors and Auditors and statement thereon are attached to this annual report, as required under section 212 of the companies act, 1956. Further two other subsidiary companies of the Company viz M/s Swastika Insurance Services Limited and Swstika Finmart Private Limited have not started any business operation as these were incorporated in financial year 2009-2010. .

CONSOLIDATION OF ACCOUNTS

The audited Consolidated Accounts and cash flow statement, comprising of Swastika Investmart Limited and its subsidiary company Swastika Commodities Private Limited, Swastika Insurance Sevices Limited and Swastika Fin-Mart Private Limited are annexed to this Annual Report. The auditors report on the consolidation accounts is also attached. The consolidated accounts have been prepared in accordance with the accounting standards prescribed by the Institute of Chartered Accountants of India in this regard.

CODE OF CONDUCT

The company has laid-down a code of conduct for all Board members and senior management of the Company. All the Board members and senior management personnel have affirmed compliance with the code of conduct. The code of conduct has posted on website of the company i.e. www.swastika.co.in

CORPORATE GOVERNANCE

A separate section titled "Corporate Governance" including a certificate from the Auditors of the Company confirming compliance of the conditions of the Corporate Governance as stipulated under clause 49 of the Listing Agreement and also the Management Discussion and Analysis Report and CEO certification are annexed hereto and form part of the report.

DEPOSITORY SYSTEM

Your Company's shares are tradable compulsorily in electronic form and your Company has connectivity with both the Depositaries i.e. National Securities Depository Limited (NSDL) and Central Depository Service (India) Limited (CDSL). In view of the numerous advantage offered by the Depository System, members are requested to avail of the facility of Dematerialization of the Company's shares on either of the Depositories mentioned as aforesaid.

INSURANCE

The Company's assets are adequately insured against the loss of fire and other risk, as considered necessary by the Management from time to time .The Company has also taken insurance cover for any claims /losses arising out of its core business of security broking.

DIRECTOR'S RESPONSIBILITIES STATEMENT

Pursuant to the requirement under Section 217 (2AA) of the Companies Act, 1956, with respect to the Director's Responsibility Statement, your directors hereby confirm:

I) That in the preparation of the annual accounts for the financial year ended 31st March 2010; the applicable accounting standards have been followed ;

II) That they have selected such accounting policies and applied them consistently and made judgments, and estimate that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of financial year and of the profit of the Company for the year under review;

III) That they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of this Act, for safeguarding the assets of the Company and for preventing and detecting Fraud and other irregularities.

(IV) That they have prepared the annual accounts on a going concern basis.

LISTING OF THE SHARES

Equity shares of the company are listed on Bombay Stock Exchange Ltd., Mumbai and company has paid annual listing fee for financial year 2010-2011.

ACKNOWLEDGMENT

The Directors place on record their gratitude to the government, regulators, stock exchanges, other statutory bodies, customers, business partners and the company's bankers for the assistance, co-operation and encouragement they extended to the company. The Directors also place on record their sincere appreciation of the employees for their continuing support and dedicated efforts made in ensuring and excellent all-round operational performance. Last but not the least; the directors would like to thank valuable shareholders for their co-operation, support and contribution. We look forward to their continued support and co-operation in the future.

For and on behalf of the Board of Directors

Place : Mumbai
Date : 29.05.2010

Sunil Nyati (Managing Director)

Anita Nyati (Director)

REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Swastika Investmart Limited has always been committed to growth and long term shareholder wealth creation, while preserving the interest of other stakeholders – its employees, partners, customers, and the society at large. Swastika Investmart Limited seeks to adopt good corporate governance practices and to ensure compliance with all relevant laws and regulations. The basic objective of corporate governance policies adopted by the company is to attain the highest levels of transparency, accountability and integrity. The company believes that all its actions must serve the underlying goal of enhancing overall shareholder value over a sustained period of time.

BOARD OF DIRECTORS

A. The Board has an optimum combination of Executive and non Executive Directors, and confirms with clause 49 of the listing agreement entered in to with the Stock Exchange in which the Company's shares are listed. As on 31st March 2010, the Board of Directors comprised of eight members, of whom five are Non-Executive Directors. The category of each Director is given below.

The Board of Directors together with their details are as under. During the year 2009-10 the Board met 13(Thirteen) times on the following dates, namely:

17/04/2009	30/04/2009	14/05/2009	30/06/2009	18/07/2009
31/07/2009	30/08/2009	08/10/2009	30/10/2009	30/11/2009
14/01/2010	29/01/2010	22/03/2010	---	---

The last Annual General Meeting was held on 29th Sept. 2009.

Name of Director	Category	No. of Board Meetings Attended	Other Directorship		Committee Position	
			Chairman	Member	Chairman	Member
Sunil Nyati	MD	13	3	4	---	---
S.N. Maheshwari	NED	11	---	---	---	---
Anil Nyati	ED	10	---	2	---	---
Vinod Gupta	ID	04	---	---	3	3
C.R. Doshi	ID	04	---	---	---	3
Anita Nyati	WTD	13	1	2	---	-
Raman Lal Bhutda	ID	04	---	--	---	3
Tarun Kumar Baldua	ID	03	---	--	---	---

MD = Managing Director, NED = Non Executive Director,
ED = Executive Director, ID = Independent Director, WTD= Whole Time Director

All the Directors except Mr C.R. Doshi, Mr. Raman Lal Bhutda and Mr Tarun Kumar Baldua had attended the last Annual general Meeting held on 29th September, 2009.

None of the Director on the Board is a member of more than 10 Committees and Chairman of more than 5 Committees. All the Directors have made the requisite disclosure regarding committee's position held by them in other Companies.

B. Board Procedure

A detailed agenda folder is sent to each Director in advance of Board and Committee meetings. To enable the Board to discharge its responsibilities effectively, the Managing Director briefs the Board at every meeting on the overall Company performance.

C. Remuneration of directors

Remuneration paid or payable to Directors during the year 2009-2010

Name of Director	Sitting Fees	Commission on Profit	Salary & Allowance	Contribution to PF	Perquisites	Total
Sunil Nyati	---	---	24,00,000	9,360	---	24,09,360
Anil Nyati	---	---	12,00,000	9,360	---	12,09,360
Anita Nyati	---	---	12,00,000	9,360	---	12,09,360

No sitting Fees was paid to any Director of the Company during the financial year

D. Committees of the board

(I) Audit Committee

The audit Committee of the company has been constituted to perform the following functions:

- Overseeing the Company's financial reporting process and disclosure of financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending the appointment and removal of external auditor, fixation of audit fee and approval of payment of any other services:
- Reviewing with management, the annual financial statement before submission to the Board:
- Reviewing with the management and external and internal auditors, the adequacy of internal control systems:
- Reviewing the adequacy of internal audit function;
- Discussing with internal auditors, any significant findings and follow up on such issues;
- Reviewing the findings of any internal investigations by the internal auditors in matters where there is suspected fraud or irregularity, or a failure of internal control systems of a material nature, and then reporting such matters to the Board;
- Discussing with external auditors before the audit commences on the nature and scope of audit, as well as having post-audit discussion to ascertain any area of concern,
- Reviewing the Company's financial and risk management policies;

The Audit Committee reports its finding to the Board at the subsequent meeting and its recommendations are implemented by the management.

During the year the committee met on four occasions on following dates namely:

30/06/2009	31/07/2009	30/10/2009	29/01/2010

Composition of the committee and attendance of the members are as follows:

Name of the Director	Designation	No. of meetings attended
Mr. Vinod Gupta	Chairman	4
Mr. C.R. Doshi	Member	4
Mr. Raman Lal Bhutda	Member	4

(II) Remuneration Committee

The committee has been formed to recommend to the board the appointment of directors, and the induction of board members into various committees and the remuneration package of the directors. The committee has also been empowered to determine the periodic increments in salary and annual incentive of executive directors.

During the year the committee met on one occasion.

Composition of the committee and attendance of the members are as follows:

Name of the Director	Designation	No. of meetings attended
Mr. Vinod Gupta	Chairman	1
Mr. C.R.Doshi	Member	1
Mr. Ramanlal Bhutda	Member	1

(III) Shareholder / Investors Grievance Committee

The Company has a Shareholder/Investor grievance committee comprising of Shri Vinod Gupta, with Shri C.R. Doshi and Shri Raman Lal Bhutda, with Shri Vinod Gupta the independent Director as its Chairman. This committee is vested with the requisite powers and authorities to specifically look into shareholder and investor grievances. During the year under review complaints 7 (Seven) were received from shareholders and the same were resolved to the satisfaction of the shareholders and there were no complaints pending unresolved as at the end of the year.

MANAGEMENT

A. The Management discussion and analysis report

The Annual Report has a detailed chapter on Management Discussion and Analysis.

B. Disclosure by Management to the Board

All details relating to the financial and commercial transactions where directors may have a potential interest are provided to the Board, and the interested Directors neither participate in the discussion, nor do they vote on such matters.

SUBSIDIARY COMPANY

Swastika Investmart Limited has three subsidiaries company viz. M/s. Swastika Commodities Private Limited, M/s. Swastika Insurance Services Limited and M/s. Swastika Fin - Mart Private Limited and Mr. Sunil Nyati and Mr. Anil Nyati are also directors in Swastika Commodities Private Limited and M/s. Swastika Insurance Services Limited. Mr. Sunil Nyati and Mrs. Anita Nyati are directors in M/s. Swastika Fin - Mart Private Limited. As required under new clause 49 the Company has adopted a practice of placing the minutes and statements of all the significant transactions of unlisted subsidiary companies in the meeting of Board of Directors of Swastika Investmart Limited. The Audit Committee of the Company regularly reviews the financials of the subsidiary company M/s Swastika Commodities Private Limited only, as other subsidiary companies yet not started their business activities.

DISCLOSURES

A. There were no material transactions of the Company with its promoters, directors, and management or their relatives that may conflict with the interest of the Company at large.

B. The particulars of transactions between the Company and its related parties in accordance with the accounting standard 18 are set out in Annual report. These transactions are in the ordinary course of business and are not likely to have any conflict with the interest of the Company.

C. There has been no non-compliance by the company or penalty or strictures imposed on the company by the stock exchange or SEBI or any statutory authority, on any matter related to capital markets during last three years except penalty of Rs. 14,43,600/- which includes Rs. 9,49,100/- and Rs. 4,94,500/- for the year 2007-08 and 2009-10 respectively, which have been levied by NSE for non compliance found during the regular inspection in F & O segment.

D. During the year under review Company has not issued any type of securities. No GDR/ADR issued by the Company.

SHAREHOLDER'S INFORMATION

Means of Communication

The Company publishes its quarterly, half yearly and annual results regularly in the Free Press Journal (English) and Dainik Navshakti (Marathi).

The Company's website **www.swatika.co.in** contains information about the Company and its performance. Various presentations and reports of analysts, as and when made, are immediately put on the website for the benefit of the shareholders and the public at large. The secretarial department's mail address is **secretarial@swastika.co.in**

A. Investor grievances

As mentioned earlier, the company has duly constituted Shareholder/ Investors Grievances Committee for redressing shareholders and investor complaints. The status of compliance is reported to the Board of Directors through the minutes of the Committee Meeting of the Shareholders / Investors Grievances Committee. Smt. Smita Chaskar is the Compliance Officer of the company.

B. Share transfer

Share transfer in physical form are registered by the Registrar and returned to respective Transferee / person within a period ranging from two to three weeks provided the documents lodged with Registrar /Company are clear in all respects.

C. General body meetings

The last three Annual General Meetings of the Company were held as detailed below:

Meeting	Date	Time	Venue
17th	29th September 2009	2.00 p.m	1st Floor, Bandukwala Building, British Hotel Lane, Fort, Mumbai- 400001
16th	25th September 2008	2.00 p.m	29,Madhukunj No.1 Andheri(W), Mumbai.-400058
15th	29th September'2007	2.00 p.m.	29,Madhukunj No.1 Andheri(W), Mumbai.-400058

No resolutions were passed by postal ballot in the year under review.

D. General shareholder information

- **Registered office of the Company:**
  1st Floor, Bandukwala Building, British Hotel Lane Fort, Mumbai 400001
- **Forthcoming Annual General Meeting:**
  Date& time of meeting: 2nd September 2010 – 2.00 p.m. (Thursday)
  Venue of the meeting: Registered Office
  Last date for receipt of proxy forms: 30th August 2010
- **Financial Calendar:**

Annual General Meeting	12th Aug. 2010
Results for the quarter ended	
1st Quarter ending 30th June, 2010 (First quarter)	August, 2010
2nd Quarter ending 30th Sept, 2010(Second quarter)	November, 2010
3rd Quarter ending 31st Dec, 2010 (Third quarter)	February, 2011
4th Quarter ending 31st Mar, 2011 (Fourth quarter and Annual)	May, 2011

- **Book Closure:**

  The book closure period is from 28th August 2010 to 2nd September 2010 (both days inclusive) to determine the members entitled to dividend.

- **Dividend Payment :**

  Dividend, if any, declared in the forthcoming Annual general Meeting will be paid within 30 days from the date of declaration.

- **Unclaimed Dividend**

  Under the Companies Act, 1956 dividends that are unclaimed for a period of seven years are required to be transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government. Members, who have not encash the dividend warrant, are requested to make their claim to Swastika Investmart Limited. It may be noted that once the amounts in the unpaid dividend accounts are transferred to IEPF, then the Company in respect thereof and the Members would lose their right to claim such dividend.

- **Listing on Stock Exchange**

  The Company's equity shares are listed on "The Bombay Stock Exchange Ltd, Mumbai". The Company has paid listing fees for the Financial year 2010-2011.

  The stock code is as under:

Name of the Stock Exchange	**Stock Code**
Bombay Stock Exchange, Mumbai	530585

  The ISIN Number of Swastika Investmart Limited on both NSDL and the CSDL is **INE 691C01014.**

- **Secretarial Audit for Reconciliation of Capital.**

  As stipulated by SEBI a qualified practicing Company Secretary carries out secretarial Audit to reconcile the total admitted capital with NSDL and CDSL and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the listed stock exchanges. The audit confirms that the total listed and paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialized form. (Held with NSDL/CDSL) and total number of shares in physical form.

- **Code of Conduct**

  The Company has laid down a code of conduct for all Board members and senior management of the Company. All the Board members and management personnel have affirmed compliance with the Code of Conduct. The Code of conduct is posted on the website of the Company i.e **www.swastika.co.in**

- **Code for prevention of Insider trading practices.**

  In Compliance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1997, as amended till date on prohibition of insider trading, the Company has a comprehensive code of conduct and the same is being strictly adhered to by its management, staff and relevant business associates. The code expressly lays down the guidelines and the procedures to be followed and disclosures to be made, while dealing with shares of the Company and cautioning them on the consequences on non-compliance thereof.

- **CEO/CFO Certification**

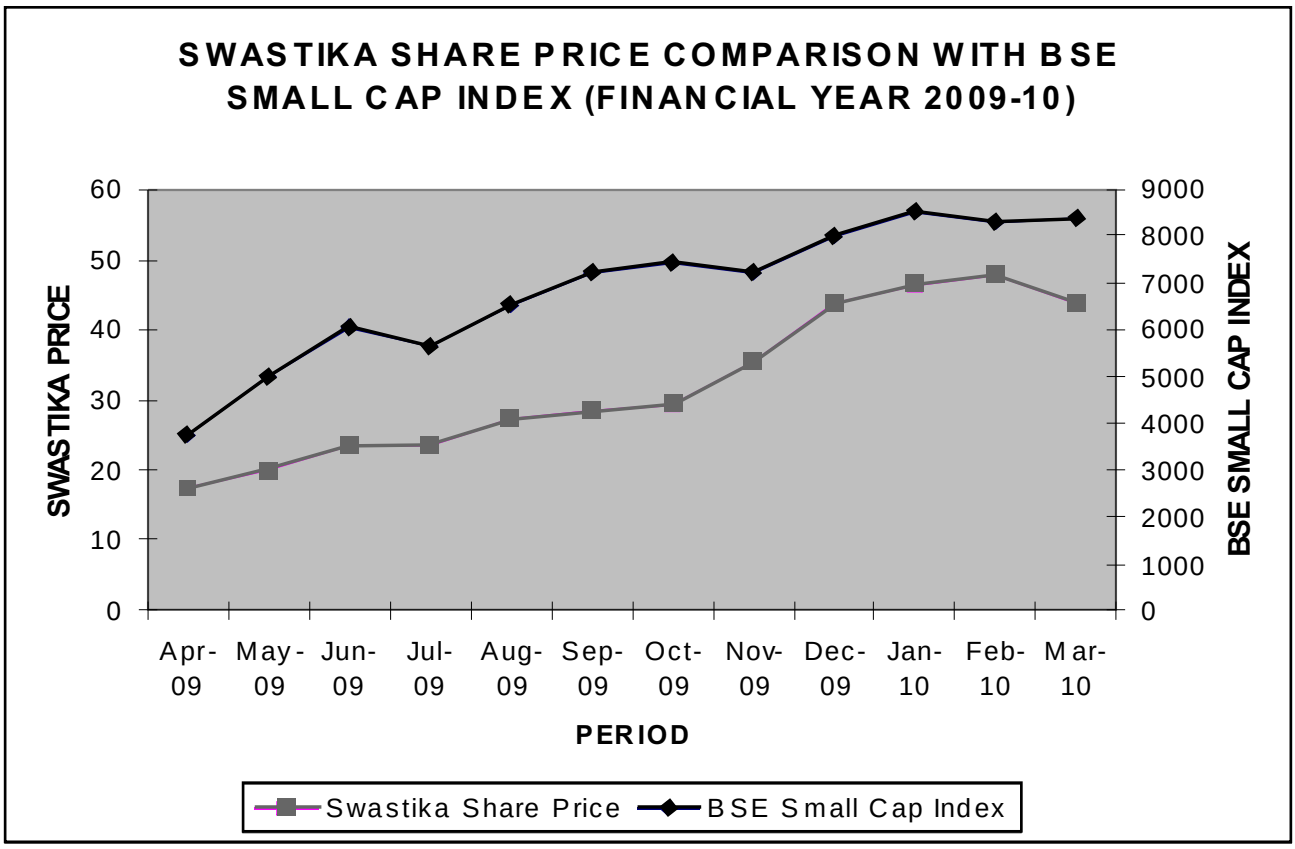
  The CEO/CFO certification of the financial statements and the cash flow statement for the year is obtained and was placed before the Board.

- **Market Price Data:**

April, 2009 to March, 2010 at BSE

Month	Apr.	May	June	July	Aug	Sept	Oct	Nov	Dec	Jan	Feb	March
SWASTIKA SHARE PRICE												
High	19.00	24.00	25.95	26.90	30.00	32.45	31.80	43.00	50.80	52.50	58.50	50.00
Low	15.95	16.05	20.90	20.00	24.50	24.75	27.00	27.75	36.30	40.05	37.05	37.60
Average	17.48	20.03	23.43	23.45	27.25	28.60	29.40	35.38	43.55	46.28	47.78	43.80
BSE SMALL CAP INDEX												
High	4252.49	6014.10	6644.98	6313.97	7048.60	7602.47	7883.50	7693.93	8425.57	9118.00	8631.19	8634.96
Low	3257.05	3978.44	5451.76	5011.12	6000.85	6849.46	7034.64	6725.22	7545.61	7926.82	7973.57	8085.87
Average	3754.77	4996.27	6048.37	5662.55	6524.73	7225.96	7459.07	7209.58	7985.59	8522.41	8302.38	8360.42

Share Price performance in comparison to BSE-SMALL CAP

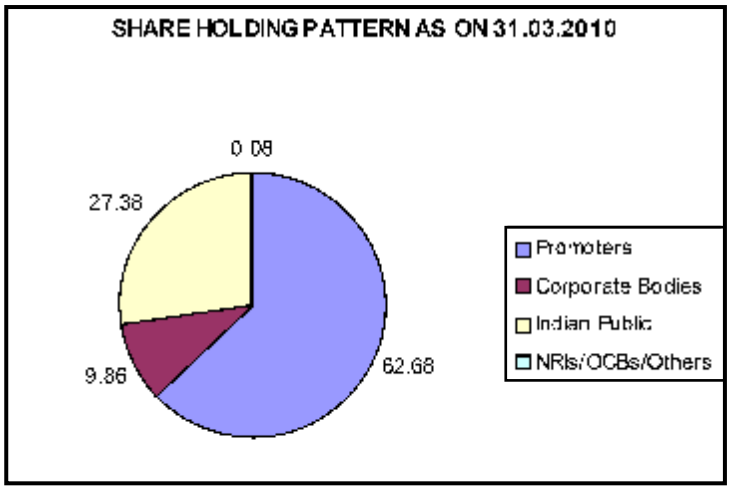


SHAREHOLDING PATTERN AS AT 31ST MARCH 2010
[SHAREHOLDING PATTERN]

	Category	No. of share held	Percentage of Shareholding
A	**Promoters Holding**		
1.	Promoters Indian Promoters: Foreign Promoters:	1855051	62.68
2.	Persons acting in concert		
	Sub Total	**1855051**	**62.68**
B	**Non-Promoters Holding**	**--**	**--**
1.	Institutional Investors	--	--
2.	Mutual Funds and UTI	--	--
3.	Banks, Financial Institutions, Insurance Companies [Central/ State Govt. Institutions, Non- Government Institutions]	--	--
4.	FIIs	--	--
5.	Sub-Total	--	--

	Category	No. of share held	Percentage of Shareholding
6.	Others	--	--
	Private Corporate Bodies	291746	9.86
7.	Individuals		
	Holding up to Rs. 1.00 lacs	621574	21.00
	Holding excess Rs. 1.00 lacs	188977	6.39
8.	NRIs/OCBs	2002	0.07
9.	Any other [please specify]	350	0.01
	Sub-Total	1104649	37.32
	Grand Total	**2959700**	**100.00**

Shareholding Pattern as on 31st March 2010



Distribution of Shareholding by size as on 31st March 2010:

	Shareholder		Share Amount	
Range of Share holding in Nominal Value (Rs.)	**Number**	**% of Total**	**In Rupees**	**% of Total**
(1)	**(2)**	**(3)**	**(4)**	**(5)**
Less than - 5000	750	71.21	1545150	5.22
5001 – 10000	159	15.10	1296610	4.38
10001 – 20000	49	4.65	742800	2.51
20001 – 30000	18	1.71	485000	1.64
30001 - 40000	7	0.66	252750	0.85
40001 - 50000	19	1.80	928500	3.14
50001 – 100000	23	2.18	1651580	5.58
100001 and above	28	2.66	22694610	76.68
	1053	**100.00**	**29597000**	**100.00**

- **Shares held in Physical and Dematerialization form:**

  As on 31st March 2010, 94.95% of shares were held in dematerialized form and rest 5.05% in physical form.

- **Outstanding GDRs / ADRs / Warrants or convertible instruments**

  Not Applicable

- **Address for Correspondence**

  Registrars and Share Transfer Agents
  Ankit Consultancy Pvt. Ltd.
  2nd Floor, Alankar Point, Geeta Bhavan Square,
  A.B. Road, INDORE – 452 001. (M.P.)
  Ph.0731-3042298

  Administrative Office of the Company (For general assistance)

  48, Jaora Compound, M.Y.H. Road, Indore. 452 001.(M.P.)
  Ph.0731-4043100

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT.

This is to confirm that the Company has adopted a code of conduct for the Board of Directors and Senior Management of the Company. The same is available on website of the Company as www. swastika.co.in.

As Managing Director of the Swastika Investmart Limited and as required by clause 49 (1) (D) (ii) of the Listing Agreement of the Stock Exchange in India, I hereby declare that all the Board Members and Senior Management personnel of the Company have affirmed compliance with the code of Conduct for financial year 2009-2010.

Place : Mumbai
Date : 29.05.2010

Sunil Nyati
Managing Director

CEO CERTIFICATION

I hereby certify to the Board of Directors of **SWASTIKA INVESTMART LIMITED** that:

a. I have reviewed financial statements and the cash flow statement for the year ended on 31/03/2010 and that to the best of my knowledge and belief.

   (i) These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading.

   (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b. There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

c. I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and I have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.

d. I have indicated to the auditors:

   i. Significant changes in internal control over financial reporting during the year;

   ii. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

   iii. Instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Place : Mumbai
Date : 29.05.2010

For **Swastika Investmart Limited**

SUNIL NYATI
Managing Director

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

We have examined to the compliance of conditions of Corporate Governance by Swastika Investmart Limited, for the year ended **31st March, 2010,** as stipulated in the clause 49 of the Listing agreement entered into by the company with the Stock Exchange.

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of Corporate Governance. 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 the representations made by Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in clause 49 of the above mentioned Listing agreement.

We state that in respect of investor grievances received during the year ended 31st March, 2010, the Registrars of the Company have certified that as at 31st March, 2010, there were no investor grievances remaining unattended/pending for more than 30 days.

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

Place : Mumbai

Date : 29.05.2010

For M. B. Ladha & Company
Chartered Accountants
Reg. No. 105503W

Mukesh Ladha (Proprietor)
Membership No.: 35544

ANNEXURE TO THE DIRECTORS' REPORT

Management Discussion and Analysis

1. Economic Outlook

After a year of reduced and instable economic growth and financial crises, Indian economy has performed with a remarkable stability and bounced back with strong industrial growth and GDP. During this fiscal, there were over all increase in capital expenditure and infrastructural investments. The Indian economy showed a GDP growth of 7.2% in 2009-10 when most countries were striving to get back on their feet with massive financial support from their governments for their banking and financial sectors. The credit of our remarkable performance in these difficult years must go to the conservative- and yet pragmatic- policies followed by our economic and monetary authorities by taking appropriate measures to regulate and stimulate fiscal policies as required from time to time.

2. Industry and Business Outlook

In March 2009 sensex was at 8763while the closing figure for sensex for the financial year is 17528, i.e., an awesome growth rate of 100 percent! The figure just doubled when it reached towards the end of the fiscal.

3. Company Overview

"Swastika" is a leading stock broking house with total net worth of Rs. 1068/- Lacs. Key functional areas of the Company are Stock and Commodity Trading, Depository, Portfolio Management and Investment Advisory, IPO financing, Technical and Research based Advice and Internet based Trading. The company is listed on Bombay Stock Exchange Ltd. (BSE). It has become the member of NSE for MFSS (Mutual Fund Service System) and applied to NSDL (National Securities Depository Ltd.) for its DP.

4. Opportunities and Threats

As is usual, your company faces normal market competition but its well crafted business strategies have enabled it to retain its market positions. The company strongly believes in its brand value and its ability to provide its customers with innovative financial solutions.

5. Risk and Internal Control System's Adequacy

Key risks of the company are market risk, competition risks, regulatory risks, loss of key personnel and operational risk. Your company has identified various risks and procedures to mitigate the same.

The company has a sound system of internal controls for financial reporting of various transactions, and compliance with relevant laws and regulations. The effectiveness of the internal controls is continuously monitored by the Audit Committee

6. Financial And Operational Performance

Financial And Operational Performance forms part of the Annual Report and is presented elsewhere in the Report.

7. Human Resources

The core competence of an organization is their 'Human Capital' and committed people are the differentiating factor for any company. The company has adopted best practices to retain key talent. Your company identifies employees who could grow faster (high potential) and supports them through training, to accelerate their growth. Your Company has been continuously focusing on people and processes and encourages and realizes their full potential. The Company had cordial relations with its employees during the year.

8. Cautionary Statement

Statements in the Management Discussion & Analysis describing the Company's objectives, expectations, predictions and assumptions may be "forward looking" within the meaning of applicable Securities Laws & Regulations. Actual results may differ materially from those expressed herein. Important factors that could influence the Company's operations include global and domestic economic conditions.

For and on behalf of the Board of Directors

Place : Mumbai
Date : 29.05.2010

Sunil Nyati (Managing Director)

Anita Nyati (Director)

COMPLIANCE CERTIFICATE
(See Rule 3)

CIN No. L65910MH1992PLC067052
Nominal Capital. Rs. 500.00 Lacs

We have examined the registers, records, books and papers of **M/S SWASTIKA INVESTMART LIMITED** as required to be maintained under the Companies Act, 1956, (herein after called Act) and rules made there under and also the provisions contained in the Memorandum and Article of Association of the Company for the financial year ended on 31st March, 2010. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, Maharastra within the time prescribed under the Act and the rules made there under.
3. The Company, being a Public Limited Company, Comments are not required.
4. The Board of Directors duly met thirteen times on 17.04.2009, 30.04.2009, 14.05.2009, 30.06.2009, 18.07.2009, 31.07.2009, 30.08.2009, 08.10.2009, 30.10.2009, 30.11.2009, 14.01.2010, 29.01.2010 and 22.03.2010 respectively in respect of which, meeting proper notices were given and the proceedings were properly recorded and signed.
5. The Company closed its Register of Members from 19th September 2009 to 29th September 2009 for the purpose of Annual General Meeting and Dividend and necessary compliance of section 154 of the Act has been made.
6. The Annual General Meeting for the financial year ended on 31st March 2009 was held on 29th September, 2009 giving due notice to the members of the Company and resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the financial year.
8. The Company has not advanced any loans to its Directors or persons or firms or Companies referred to under section 295 of the Companies Act, 1956 except in the ordinary course of business.
9. As informed by Management, except in normal course business transactions as share & stock Broker, the Company has not entered into any contracts falling within the purview of section 297 of the Act.
10. The Company has made necessary entries in the register maintained under section 301(3) of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the Company has not obtained any approval from the Board of Directors, members or central government.
12. The Company has issued duplicate share certificate during the financial year in accordance with the provision of the Act.
13. The Company has:
    - i) not allotted any securities during the financial year. However company have delivered all the certificate on lodgment thereof for transfer/transmission or any other purpose in accordance with the provision of the Act.
    - ii) deposited the amount of dividend declared during the year in separate bank account.
    - iii) posted/paid warrants for dividends to all the members entitled for dividend within a period of 30 days from the date of declaration and that all unclaimed/unpaid dividends has been transferred to Unpaid Dividend account of the Company in prescribed time.
    - iv) not required to transfer the amounts of application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund . **NA**
    - v) duly complied with the requirements of section 217 of the Act.

14. The Board of Directors of the Company is duly constituted and there was no appointment of additional Directors, alternate Directors and Directors to fill casual vacancy during the year.
15. The appointment of Managing Director/Whole time Director/Executive Director has been made in compliance with the provision of section 269 read with Schedule XIII to the Act wherever required.
16. The Company has not appointed any sole selling agent during the financial year of the Company.
17. The Company has not obtained any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/or such authorities prescribed under the various provisions of the Act during the financial year.
18. The Directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The company has not issued any shares, debentures or other securities during the financial year.
20. The Company has not bought back any shares during the financial year, however partly paid equity shares were forfeited by the company during the financial year.
21. The company does not have any preference share capital nor it has issued any debentures and therefore, the question of redemption of the same does not arise.
22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited/accepted any deposits including any unsecured loan falling within the purview of section 58A of the Act, read with the Companies (Acceptance of Deposits) Rules, 1975.
24. The Company has not made any borrowing during the financial year ended 31st March 2010 exceeding the limit prescribed under section 293 (1) (d) of the Act.
25. The Company has made loans and investments, or given guarantees or provides securities to other bodies corporate in compliance with the provision of the Act.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one state to another state during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. There was no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment was imposed on the Company during the financial year, for offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The Company has deposited both employee's and employer's contribution to provident fund with prescribed authorities pursuant to section 418 of the Act.

For L.N. Joshi & Co.
(Company Secretaries)
C.P. No.: 4216

Place: Indore
Date: 29th May, 2010

Annexure A

CIN No. L65910MH1992PLC067052
Nominal Capital. Rs. 500.00 Lacs

Registers as maintained **M/s Swastika Investmart Limited.**

Statutory Register.

1. Register of Members U/s 150 and Register of Index of Members U/s.151 under the Companies Act, 1956.
2. Registers and Returns under section 163 of Companies Act, 1956.
3. Minutes Book of Meeting under Sec 193 of the Act.
4. Books of Accounts U/s 209 of Companies Act, 1956.
5. Register maintained u/s 301(3) of the Act.
6. Register of Directors under section 303 of the Act.
7. Register of Directors' Shareholding under section 307 of the Act.
8. Register of Duplicate Share Certificate under Rule 7 of Companies (Issue of Share Certificates Rules, 1960).

Other Registers.

1. Register of Share Transfer/ Transmission.
2. Register of Shareholder's attendance.
3. Register of Proxies.

Annexure B

Forms and Returns as filed by the Company with Registrar of Companies, Maharastra during the financial year ending 31st March 2010.

S. No.	Form No/ Return	Filed u/s	For	Date of Filing & ROC receipt No.	Whether filed Within Prescribed Time Yes/No	If delay in filing Whether requi-site Additional fee Paid Yes/No.
1.	Secretarial Compliance Certificate Form No. 66	383A	F.Y.2008-2009	16.10.2009 P36330207	Yes	No
2.	Balance Sheet Form No. 23AC)	220	F.Y.2008-2009	16.10.2009 P36360428	Yes	No
3.	Annual Return (Form No. 20B)	159	F.Y.2008-2009 AGM: 29.09.09	09.11.2009 P40190274	Yes	No

For L.N. Joshi & Co.
(Company Secretaries)
C.P. No.: 4216

Place: Indore
Date: 29th May, 2010

AUDITOR'S REPORT

TO,
THE MEMBERS,
SWASTIKA INVESTMART LTD.
INDORE

We have audited the attached Balance Sheet of **SWASTIKA INVESTMART LTD.** as at 31st March 2010 and also the Profit and Loss Account for the period ended on that date annexed thereto. These financial statements are responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our Audit in accordance with auditing standards generally accepted in India. Those standards required 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 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.

We report as follows:

1) As required by the Companies (Auditor's Report) Order 2003 (as amended) issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the annexure a statement on the manner specified in paragraph 4 & 5 of the said order.

2) Further to our comments in the Annexure referred to in paragraph 1 above, we report that:

   a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of accounts as required by law have been kept by the company so far as it appears from our examination of those books.

   c) The Balance Sheet and Profit and Loss Account and Cash Flow Statements dealt with by this report are in agreement with the books of account.

   d) In our opinion, the Balance Sheet and Profit and Loss Account and Cash Flow Statements comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 to the extent they are applicable to the company.

   e) On the basis of written representations received from the directors as on 31st March, 2010 and taken on record by the Board of Directors, we report that none of the director is disqualified as on 31st March, 2010 from being appointed as a directors in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

   f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by 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 the Balance Sheet of the state of affairs of the Company as at 31st March 2010.

      ii. In the case of Profit and Loss Account of the Profit for the Year ended on that date and

      iii. In the case of the Cash Flow Statement of the cash flows for the year ended on that date.

For **M B LADHA & CO.**
Chartered Accountants
Reg. No. 105503W

Mukesh Ladha
Proprietor
Membership No:35544

Place: Mumbai
Date: 29.05.2010

ANNEXURE TO THE AUDITORS' REPORT

(Referred to in Para '1' of our report of even date)

1) (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

   (b) The Fixed assets of the Company have been physically verified by the management at reasonable intervals during the year, and no material discrepancies were noticed on such verification.

   (c) During the year the company has not disposed off a substantial part of its fixed assets so it does not affect the going concern assumption.

2) (a) The inventory of the company comprises of shares and securities, which have been physically verified during the year by the management at regular intervals.

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

   (c) The company is maintaining proper records of inventory. No material discrepancies have been noticed on physical verification of stock as compared to book records.

3) (a) The company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 301 of the Act and accordingly, paragraphs iii(b), iii(c) and iii(d) of the order, are not applicable.

   (b) The company has not taken any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 301 of the Act and accordingly, paragraphs iii(f) and iii(g) of the order, are not applicable.

4) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets. During the course of audit, no major weakness has been noticed in these internal controls.

5) According to the information and explanations given to us, there have been no contracts or arrangements referred to in section 301 of the Act during the period to be entered in the register required to be maintained under that section. Accordingly the question of commenting on transactions made in pursuance of such contracts or arrangements does not arise.

6) The Company has not accepted any public deposit, hence the provisions of sections 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 framed thereunder, are not applicable to the company.

7) In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.

8) Maintenance of Cost Records under section 209(1)(d) of the Companies Act, 1956 has not been prescribed by the central government for the company.

9) (a) The Company is generally regular in depositing with the appropriate authorities statutory dues including Investor Education and Protection Fund, Employees State Insurance, Provident fund Act, Income – tax, Sales – tax, Wealth Tax, Custom Duty, Excise Duty, Service Tax, Cess and other material Statutory Dues applicable to it.

   (b) There were no arrears as at 31st March 2010 for a period of more than six months from the date they became payable.

   (c) According to the information & explanations given to us, there is no amount pending deposit on account of any dispute, in respect of sales tax, income tax, customs duty, excise duty, service tax, cess.

10) The Company has no accumulated losses at the end of the financial year and it has not incurred any cash losses in the current or in the immediately preceding financial year.

11) According to the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions or banks. The company has no outstanding Debentures.

12) According to the information and explanations given to us, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

13) The company is not a chit fund or a nidhi mutual benefit fund/ society. Therefore, the provisions of clause 4 (xiii) of the Companies (Auditor's Report) Order 2003 are not applicable to the company.

14) According to the information and explanations given to us, the Company is dealing or trading in shares, securities, debentures and other investments. In our opinion, proper records have been maintained of the transactions and contracts and timely entries have been made therein. Shares, securities, debentures and other securities have been held by the company, in its own name as per the provisions of section 49 of the Companies Act, 1956.

15) According to the information and explanations given to us, the company has not given guarantees for loans taken by others from banks or financial institutions.

16) In our opinion and according to the information and explanations given to us, the company has not taken any term loan during the period covered by our report. Accordingly, the provisions of clause 4(xvi) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.

17) In our opinion and 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 on short-term basis have been used for long term investment and vice-versa.

18) According to the information and explanations given to us, the Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956.

19) In our opinion and according to the information and explanations given to us, the Company has not issued any secured debentures during the period covered by our report. Accordingly, the provisions of clause 4 (xix) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.

20) During the period covered by our audit report the Company has not raised any money by public issues.

21) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

For **M B LADHA & CO.**
Chartered Accountants
Reg. No. 105503W

Mukesh Ladha
Proprietor
Membership No:35544

Place: Mumbai
Date: 29.05.2010

BALANCE SHEET AS AT 31.03.2010

	PARTICULARS	Schedule	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
I	**SOURCES OF FUNDS**			
	1. Shareholders' Funds			
	a. Share Capital	1	29,825,500	29,679,500
	b. Reserve & Surplus	2	76,978,382	58,867,150
	2. Loans			
	a. Secured	3	6,777	0
	3. Deferred Tax Liability(Net)		4,465,382	4,363,768
	TOTAL		**111,276,041**	**92,910,418**
II	**APPLICATION OF FUNDS**			
	1. Fixed Assets	4		
	a. Gross Block		58,293,756	52,159,019
	b. Less : Depreciation		28,282,035	22,284,827
	c. Net Block		**30,011,721**	**29,874,192**
	2. Investment	5	**17,189,567**	**11,857,917**
	3. Current Assets , Loans and Advances	6		
	a. Stock in Trade		15,164,529	3,397,013
	b. Sundry Debtors		179,352,020	158,195,919
	c. Cash & Bank Balances		42,343,102	40,962,942
	d. Loans & Advances		39,389,099	44,168,055
	e. Other current assets		142,996,107	34,806,417
			419,244,856	**281,530,346**
	Less : Current Liabilities and Provisions	7		
	a. Current Liabilities		340,774,290	223,020,360
	b. Provisions		14,416,813	7,373,678
			355,191,103	**230,394,038**
	Net Current Assets		64,053,753	51,136,308
	4. Misc. Expenditure (To the extent not written off or adjusted)		21,000	42,000
	TOTAL		**111,276,041**	**92,910,418**
	Significant accounting policies & Notes to Accounts	11		

Schedules 1 to 7 and 11 referred to above form an integral part of the Balance Sheet.

As per our report of even date
FOR M.B. LADHA & COMPANY
Chartered Accountants
Reg. No. 105503W

For and on behalf of the Board of Directors

Mukesh Ladha
Proprietor
Membership No: 35544

Sunil Nyati
(Managing Director)

Anita Nyati
(Director)

Place: Mumbai
Date: 29.05.2010

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31.03.10

PARTICULARS	Schedule	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
INCOME			
Income from Operations	8	138,191,198	88,655,021
Other Income	9	25,360,441	12,581,823
TOTAL		**163,551,638**	**101,236,844**
EXPENDITURE			
Establishment, Administrative & Other Expenses	10	124,239,762	86,530,953
Interest		319,843	1,263,679
Depreciation		6,428,139	5,888,177
Miscellaneous Expenditure Written Off		21,000	21,000
TOTAL		**131,008,744**	**93,703,809**
PROFIT BEFORE TAX		**32,542,894**	**7,533,035**
Less : Current Tax		10,894,756	2,641,818
: Deferred Tax		101,614	15,629
: Fringe Benefit Tax		0	214,097
: Wealth Tax		0	4,684
PROFIT AFTER TAX		**21,546,524**	**4,656,807**
Add/(Less) : Tax for Earlier Years		27,409	(40,586)
Add : Balance brought forward		4,425,731	5,737,841
Amount Available for Appropriation		**25,999,664**	**10,354,062**
Appropriation			
Proposed Dividend		2,959,700	2,930,500
Corporate Dividend Tax		503,001	498,038
Transfer to General Reserve		15,000,000	2,500,000
Balance carried to Balance sheet		7,536,963	4,425,730
TOTAL		**25,999,664**	**10,354,268**
Earning Per Share (In Rs.)		**7.29**	**1.56**
Significant accounting policies & Notes to Accounts	11		

Schedules 8 to 10 & 11 referred to above form a integral part of the Profit & Loss Account.

As per our report of even date
FOR M.B. LADHA & COMPANY
Chartered Accountants
Reg. No. 105503W

For and on behalf of the Board of Directors

Mukesh Ladha
Proprietor
Membership No: 35544

Sunil Nyati
(Managing Director)

Anita Nyati
(Director)

Place: Mumbai
Date: 29.05.2010

SCHEDULES FORMING PART OF THE ACCOUNTS

	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
SCHEDULE '1' : SHARE CAPITAL		
Authorised:		
5,000,000 Equity Share of Rs. 10 each	**50,000,000**	**50,000,000**
Issued :		
2959700 Equity Share of Rs. 10 each Fully paid-up	**29,597,000**	**30,054,000**
Subscribed & Paid-Up:		
2959700 Equity Share of Rs. 10 each Fully paid-up	29,597,000	30,054,000
Less : Allotment Money Unpaid (Other than Directors)	0	374,500
Add : Share Forfeiture	228,500	0
	29,825,500	**29,679,500**
SCHEDULE '2' : RESERVES & SURPLUS		
General Reserve		
As per last Balance Sheet	54,441,419	51,941,419
Add : Transfer during the year	15,000,000	2,500,000
	69,441,419	54,441,419
Balance in Profit & Loss Account	7,536,963	4,425,730
	76,978,382	**58,867,149**
SCHEDULE"3"-SECURED LOANS		
Bank Overdraft Against FD	6,777	0
	6,777	**0**

SCHEDULE"4"-FIXED ASSETS

DEPRECIATION CHART AS PER SCHEDULE XIV OF COMPANIES ACT 1956 FOR THE YEAR 2009-2010

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	AS AT 01.04.2009	ADDITION	DEDUCTION	AS AT 31.03.2010	UPTO 01.04.2009	FOR THE YEAR	WRITEN BACK	UPTO 31.03.2010	AS AT 31.03.2010	AS AT 31.03.2009
CAR	2,937,717	1,276,275	676,416	3,537,576	829,305	269,419	304,901	793,823	2,743,753	2,108,412
COMPUTER	14,340,217	1,968,425	24,000	16,284,642	7,733,644	2,480,466	14,145	10,199,965	6,084,677	6,606,573
FURNITURE	6,053,304	856,970	0.00	6,910,274	1,691,111	386,876	0	2,077,987	4,832,287	4,362,193
SCOOTER	301,116	0	61,300	239,816	154,369	22,783	45,613	131,539	108,277	146,747
AIR CONDITIONER	969,473	75,292	21,000	1,023,765	275,401	48,005	15,135	308,271	715,494	694,072
OFFICE EQUIPMENT	5,115,484	697,657	156,450	5,656,691	678,557	250,548	50,664	878,441	4,778,250	4,436,927
V-SAT	1,587,603	0	0	1,587,603	372,783	158,760	0	531,543	1,056,060	1,214,820
INTANGIBLE ASSET	14,354,105	2,261,882	62,598	16,553,389	9,249,657	2,486,282	473	11,735,466	4,817,923	5,104,448
BSE CARD	6,500,001	0	0	6,500,001	1,300,000	325,000	0	1,625,000	4,875,001	5,200,001
TOTAL	**52,159,019**	**7,136,501**	**1,001,764**	**58,293,756**	**22,284,827**	**6,428,139**	**430,931**	**28,282,035**	**30,011,721**	**29,874,192**
Previous Year	**47,764,078**	**5,266,361**	**871,420**	**52,159,019**	**16,820,382**	**5,888,177**	**423,732**	**22,284,827**	**29,874,192**	**30,943,696**

SCHEDULE '5' : INVESTMENTS (LONG TERM)	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
Investment in Shares (Quoted/Non Traded Shares)		
Rajratan Gustav Wolf Ltd. (37551 Equity Shares of Rs. 10/- each)	4,657,283	0
Shricon Industries Ltd. (50000 Equity Shares of Rs.10/- each)	2,742,469	2,742,469
Biocon Ltd. (2000 Equity Shares of Rs.5/-each)	371,569	627,519
Decolight Ceramics Ltd. (10000 Equity Shares of Rs.10/-each)	233,504	233,504
Gujrat NRE Coke Ltd. (5740 Equity Shares of Rs.10/-each)	245,163	250,000
Kriti Industries India Ltd. (48750 Equity Shares of Re.1/-each)	540,638	540,638
Lakshmi machine Works Ltd. (104 Equity Shares of Rs.10/-each)	173,550	173,550
Polyplex Corporation Ltd. (2994 Equity Shares of Rs.10/-each)	511,510	511,510
Reliance Communications Ltd. (3000 Equity Shares of Rs.5/-each)	1,248,247	1,232,889
State Trading Corporation of India Ltd. (400 Equity Shares of Rs.10/-each)	65,842	65,842
Vakrangee Softwares Ltd. (500 Equity Shares of Rs.10/-each)	99,450	99,450
Wire and Wireless India Ltd. (10000 Equity Shares of Re.1/-each)	223,046	395,249
Investment in Mutual Fund		
Axis Equity Fund (50000 Units of Rs. 10/- each)	500,000	0
Investment in Shares (Unquoted/Traded Shares)		
Bombay Stock Exchange Ltd. (55874 Equity Shares of Rs.1/- each)	4,298	4,298
Swastika Commodities Pvt.Ltd. (99400 Equity Shares of Rs.10/-each)	4,981,000	4,981,000
Swastika Finmart Private Limited (9800 Equity Shares of Rs. 10/- each)	98,000	0
Swastika Insurance Services Limited (49400 Equity Shares of Rs. 10/- each)	494,000	0
	17,189,567	**11,857,917**
Market Value of Quoted Investments	14,096,978	4,733,747

		As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
SCHEDULE '6' : CURRENT ASSETS, LOANS & ADVANCES			
(a)	**Stock in Trade : (At cost or market value whichever is lower)**	15,164,529	3,397,013
(b)	**Cash & Bank Balance**		
	Cash in Hand	290,985	493,920
	Balance with Scheduled Banks		
	In Current Account	3,802,637	18,179,474
	In Fixed Deposit Account	37,478,588	21,629,861
	Bank of Rajasthan (Unclaimed Dividend-04-05)	25,000	26,000
	IDBI Bank (Unclaimed Dividend-04-05)	127,714	127,714
	ICICI Bank (Unclaimed Dividend-05-06)	162,195	162,195
	HDFC Bank (Unclaimed Dividend-06-07)	184,158	184,458
	HDFC Bank (Unclaimed Dividend 07-08)	156,469	159,319
	Axis Bank (Unclaimed Dividend 08-09)	115,356	0
		42,343,102	**40,962,942**
(c)	**Sundry Debtors**		
	(Unsecured - Considered Good)		
	Debts outstanding over Six month	13,251,328	19,119,938.20
	Other	166,100,692	139,075,981
		179,352,020	**158,195,919**
(d)	**Loans, Advances & Deposits (Unsecured, Considered Good)**		
	NSCCL (NSE Clearing House Deposit)	1,500,000	1,500,000
	National Stock Exchange of India Ltd. (Deposits)	12,000,000	12,000,000
	Advances recoverable in cash or in kind for value to be received	22,134,214	20,744,756
	Other Deposits	3,754,885	9,923,299
		39,389,099	**44,168,055**
(e)	**Other Current Assets (Unsecured Considered Good)**	142,996,107	34,806,417
	TOTAL (a+b+c+d+e)	**419,244,856**	**281,530,346**
SCHEDULE '7' : CURRENT LIABILITIES & PROVISIONS			
(a)	**Current Liabilities**		
	Sundry Creditors & Other Liabilities	314,150,381	197,732,445
	Deposits Received	19,881,532	15,173,429
	Expenses Payable	5,055,978	3,369,344
	Bank credit balance due to cheque overdrawn	915,713	6,085,662
	Unclaimed Dividend-2004-05	152,714	153,714
	Unclaimed Dividend-2005-06	162,195	162,195
	Unclaimed Dividend-2006-07	183,951	184,251
	Unclaimed Dividend-2007-08	156,469	159,319
	Unclaimed Dividend 2008-09	115,356	0
		340,774,290	**223,020,360**
(b)	**Provisions**		
	Income Tax	10,894,756	2,641,818
	Fringe Benefit Tax	0	214,097
	Wealth Tax	0	4,684
	Liability for Leave Encashment	0	44,919
	Livability for Gratuity Expenses	59,356	1,039,622
	Dividend Payable	2,959,700	2,930,500
	Dividend Tax Payable	503,001	498,038
		14,416,813	**7,373,678**
	TOTAL (a+b)	**355,191,103**	**230,394,038**

	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
SCHEDULE '8' : INCOME FROM OPERATIONS		
PROFIT FROM SECURITIES TRADING		
Sales	53,164,637	40,172,905
Add : Closing Stock	15,164,529	3,397,013
	68,329,166	**43,569,918**
Less : Opening Stock	3,397,013	4,086,820
Purchases	62,237,289	41,156,546
Direct Expenses	0	475,736
	2,694,863	**-2,149,183**
Profit from Jobbing Transactions	-151,312	1,811,255
	2,543,551	**-337,928**
INCOME FROM SHARE BROKING BUSINESS		
Brokerage Receipts	115,972,628	81,019,383
Turnover Charges	11,878,565	3,983,325
OTHERS		
Demat and Depository Charges	4,796,454	3,690,241
Consultancy fees	3,000,000	300,000
	138,191,198	**88,655,021**
SCHEDULE '9' : OTHER INCOME		
Dividend Income	516,585	390,936
Delaypayment Charges	8,651,073	2,162,941
Interest on Fixed Deposits & Others	6,530,031	4,001,814
Long Term Capital Gain/(Loss)	0	80,130
Other Operational Income	7,600,000	4,800,000
Miscellaneous income	316,602	539,238
Prior Period Income	0	382,717
Customised Advisory Charges	180,915	224,046
Contract Handling Charges	258,413	0
Short Term Capital Gain	1,306,822	0
	25,360,441	**12,581,823**

SCHEDULE '10' : ESTABLISHMENT, ADMINISTRATIVE AND OTHER EXPENSES	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
Advertisement Expenses	595,133	580,909
Auditor's Remuneration	408,830	229,522
Bank Charges	508,196	444,500
Brokerage, Commission & Incentives	17,233,698	9,272,648
Business and Sales Promotion Expenses	1,660,645	4,778
Business Convention Expenses	57,314	0
Client Servicing & Branch Management Exp.	38,666,402	25,569,182
Demat Charges	2,217,272	1,185,089
Depository Expenses	1,208,643	886,556
Directors Remuneration	4,800,000	3,900,000
Donation	38,000	2,001
Diwali Expenses	119,809	49,362
Dr./Cr. Balance Written off	5,685,100	64,024
Gratuity Expenses	59,356	357,064
Insurance Charges	417,117	429,856
Internet Based Trading Processing Fees	50,000	0
Legal & Professional Charges	2,301,644	2,625,286
Loss on wrongly Executed Trades	28,876	96,385
Loss on Sale of Fixed Assets	266,733	158,637
Long Term Capital Loss	41,004	0
Membership Fees & Subscription	170,250	30,965
NSDL Application Fees	30,000	0
Other General Expenses	1,106,425	696,644
Postage Telegram & Telephone Expenses	4,071,314	3,453,447
Printing & Stationary	870,361	851,997
Penalty Charges	574,692	120,549
Rates and Taxes	42,027	112,255
Rent	5,184,440	4,202,416
Repairs, Maintenance and Software Maintenance	2,223,873	1,366,933
Registration fee	291,666	100,000
Salaries & Bonus	28,154,959	23,664,513
SEBI Fees	457,721	364,089
Short Term Capital Loss	0	1,699,165
Staff Welfare Expenses	534,667	643,441
Security Transaction Tax Written Off	0	137,857
Travelling Expenses	856,321	864,138
V-SAT Expenses	1,374,405	495,907
Vehicle Running Expenses	97,410	153,609
Water and Electricity Expenses	1,835,460	1,717,230
	124,239,762	**86,530,953**

FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2010

SCHEDULE – 11 SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

A. SIGNIFICANT ACCOUNTING POLICIES

1. a) **BASIS OF PREPARATION OF FINANCIAL STATEMENTS :**

The Company maintains its accounts on accrual basis following the historical cost convention in accordance with Generally Accepted Accounting Principles (GAAP) and in compliance with the Accounting Standard referred to in section 211(3C) and other requirements of the companies Act, 1956.

b) **USE OF ESTIMATES :**

The Preparation of Financial Statements in conformity with Generally Accepted Accounting Principles requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known.

2. EMPLOYEE BENEFITS:

a) Short term employee benefits are recognized as an expense at the undiscounted amount in the Profit and Loss Account of the year in which the related service is rendered;

b) The present value of the obligation under defined benefit plans is determined based on an actuarial valuation using the Projected Unit Credit Method. Actuarial gains and losses arising on such valuation are recognized immediately in the Profit and Loss Account.

c) Long term compensated absences are provided on the basis on an actuarial valuation.

d) Termination benefits are recognized as an expense in the Profit and Loss Account of the year in which they are incurred.

3. PROVISION FOR CONTINGENT LIABILITIES AND CONTINGENT ASSETS:

Provision involving a substantial degree of estimation in measurement is recognized when there is a present obligation as a result of past events and is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the Financial Statements. Contingent Assets are neither recognized nor disclosed in the financial statements.

4. REVENUE RECOGNITION

a) Brokerage of secondary market is recognized at the end of each settlement period when bills are raised on clients.

b) Income from Depository operations is accounted on accrual basis net of discount.

c) Equity Index / Stock Future

- Equity Index / Stock Futures are marked to market on a daily basis. Debit or Credit balance disclosed under Loans and Advances or Current Liabilities, respectively, in the Mark to Market Margin Equity Index / Stock Futures Account, represents the net amount paid or received on the basis of movement in the process of Index / Stock futures till the balance sheet date.
- As on the Balance Sheet, Profit / Loss on open position in Equity Index /Stock Futures is accounted as follows:
  - ❏ Credit balance in the Mark-to-Market Margin Equity Index/ Stock Futures Account, being the anticipated Profit, is ignored and no Credit for the same is taken in the Profit and Loss Account.
  - ❏ Debit balance in the Mark-to-Market Margin Equity Index/ Stock Futures Account, being the anticipated loss, is provided in the Profit and Loss Account.

- ❑ On final settlement or squaring up of contracts for Equity Index/ Stock Futures, the Profit or Loss is calculated as the difference between the settlement / squaring up price and the contract price. Accordingly, debit or credit balance pertaining to the settled /squared - up contract in Mark to Market Margin - Equity Index/ Stock Futures Account after adjustment of the provision for anticipated losses is recognized in the Profit and Loss Account. When more than one contract in respect of the relevant series of Equity Index/ Stock Futures contract to which the squared up contract pertains is outstanding at the time of the squaring up of the contract, the contract price of the contract so squared up is determined using the weighted average cost method for calculating the Profit / Loss on Squaring up.

d) Option Contracts

- At the time of final settlement Premium paid/ received is recognized as an expense/ income on exercise of Option .Further, difference between the final settlement price as on the exercise/ expiry date and the strike price is recognized as Income / Loss.
- At the time of squaring off difference between the premium paid and received on squared off transaction is treated as Profit or Loss.

e) Interest income is recognized on a time proportion basis.

f) Dividend income is recognized only when the right to receive is established.

g) Brokerage income is recognized on trade date basis and is exclusive of service tax and Securities Transaction Tax (STT) wherever applicable.

h) Advisory fees and other income are accounted on accrual basis, net of service tax.

5. FIXED ASSETS

Fixed assets are stated at cost including all expenses attributable to such acquisition and installation less accumulated depreciation.

Depreciation

a) Depreciation is provided under the straight-line method at the rates specified in Schedule XIV of the Companies Act 1956. In cases where the useful lives are estimated to be lower than those considered in determining the rates specified in that Schedule, depreciation is provided under the straight-line method over the useful lives of the assets.

b) BSE Membership card is amortized on straight line basis over a period of 20 years starting from 2005-06.

c) Other Intangible Assets are amortized on straight line basis over a period of 4 years from the date of purchase.

6. INVESTMENTS

Investments are stated at cost of acquisition since they are long term in nature. Provision for diminution, if any, in the value of each Long term investment is made to recognize a decline, other than of a temporary nature.

7. STOCK- IN- TRADE

Stock –in- trade of shares & securities are valued at lower of the cost or market value.

8. MISCELLANEOUS EXPENDITURE

Miscellaneous expenditure comprising expenses related to increase in Authorised Share capital are amortized over a period of five years.

9. TAXES ON INCOME

a) Tax on income for the current period is determined on the basis of estimated taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961, and based on expected outcome of assessment/appeals.

b) Deferred Tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable incomes & accounting income that originate in one period and are capable of reversal in one or more subsequent period.

c) Deferred Tax assets are recognized and carried forward only to the extent that there is a reasonable certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized.

10. IMPAIRMENT OF ASSETS

At each balance sheet date, the management reviews the carrying amount of all the assets to determine whether there is any indication that those assets were impaired .If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss. And the impairment loss, if any, is debited to the Profit and Loss Account.

B. NOTES ON ACCOUNTS

1. a) Contingent liabilities for Bank Guarantee issued in favour of NSE / BSE is Rs. 300 Lacs.(Previous year was Rs 215 Lacs)

   b) Demand in respect of Income Tax Matter for which appeal is pending Rs. 9,25,484/-

2. In the opinion of Management the current assets, loans and advances have a value on realization in the ordinary course of the business at least equal to the amount at which they are stated and provisions for all known liabilities have been made. Balance of Sundry Debtors and Sundry Creditors are subject to confirmations.

3. Statutory auditor's remuneration :

Particulars	31.3.2010	31.3.2009
Statutory audit	1,80,000/-	85,000/-
Tax audit	35,000/-	25,000/-
Certification Fees	75,000/-	10,000/-
Other Services	25,000/-	55,000/-
TOTAL	**3,15,000/-**	**1,75,000/-**

4. Market value of shares shown as stock in trade is Rs.1,51,64,529/- (Previous year Rs. 33,97,013/-).

5. Particulars in respect of share traded:

Description	Units	31.03.2010		31.03.2009	
Quoted Share		**Quantity**	**Value**	**Quantity**	**Value**
Opening Stock	Nos.	67,816	33,97,013/-	94,094	40,86,820/-
Purchases	Nos.	4,14,523	6,22,37,289/-	4,74,275	4,11,56,546/-
Sales	Nos.	2,52,290	5,31,64,637/-	5,00,553	4,01,72,905/-
Closing Stock	Nos.	2,03,227	15,16,45,29/-	67,816	33,97,013/-

6. Disclosure of Related Parties/ Related Party transaction:

A. List of Related Parties (where transactions have taken place)

S.No.	Name of Related Party	Nature of Relationship
1.	Key Management Personnel/individuals having control or significant influence. a) Mr. Sunil Nyati b) Mr. Anil Nyati c) Mr. S.N. Maheshwari d) Mr. Vinod Gupta e) Mrs. Anita Nyati	 Managing Director Executive Director Director Director Director
2.	Relatives of Key Management Personnel / Individuals having control or significant influence. a) Mr. Parth Nyati b) Mrs. Sita Nyati c) Mr. Chandmal Nyati d) Mr. Vandit Nyati e) Mrs. Vandana Nyati f) Mrs. Krishna Prabha Maheshwari g) Mr. Manish Maheshwari h) Mrs. Raksha Maheshwari i) Mrs. Manjubala Baheti j) Mrs. Rekha Gupta	 Relatives of Managing Director Relatives of Executive Director Relatives of Director
3.	Enterprises owned/controlled by key managerial personnel or individuals having control or significant influence. a) Sunil Nyati H.U.F. b) Anil Nyati H.U.F. c) Vinod Rekha & Company d) Vinod Kumar Gupta & Sons HUF	 H.U.F. of Managing Director H.U.F. of Executive Director Firm of Director HUF of Director
4.	Subsidiary Swastika Commodities Pvt. Ltd. Swastika Insurance Services Limited Swastika Fin-Mart Private Limited	 Subsidiary

B. Transactions with Related Parties:

(Figures in Rs.)

S. No.	Particulars	Key Management Personnel/ Individuals having control or significant influence.	Relatives of Key Management Personnel / Individuals having control or significant influence.	Subsidiary	Enterprises owned/controlled by key managerial personnel or individuals having control or significant influence.	Total
1.	Expenditure Salaries and Other benefits	48,28,080/- (39,27,300/-)	– (–)	– (–)	– (–)	48,28,080/- (39,27,300/-)
	Office Rent	– (–)	– (–)	– (–)	1,80,000/- (1,80,000/-)	1,80,000/- (1,80,000/-)
	Professional Fees	– (–)	– (–)	– (–)	19,656/- (–)	19,656/- (–)
2.	Income Brokerage Received	3,690/- (12,410/-)	1,83,302/- (440/-)	– (–)	705/- (22,562/-)	1,87.697/- (35,412/-)
3.	Expenses Recovered	– (–)	– (–)	76,00,000/- (48,00,000/-)	– (–)	76,00,000/- (48,00,000/-)
4.	Expenses Incurred	– (–)	– (–)	14,00,000/- (–)	– (–)	14,00,000/- (–)
5.	Loans Taken	– (–)	– (–)	1,99,78,344/- (1,83,80,849/-)	– (–)	1,99,78,344/- (1,83,80,849/-)
6.	Loans Given	– (–)	– (–)	2,18,60,215/- (1,46,31,635/-)	– (–)	2,18,60,215/- (1,46,31,635/-)
7.	Outstandings: Loans & Advances	– (–)	– (–)	(–) (18,81,871/-)	– (–)	(–) (18,81,871/-)
	Creditors	7,265/- (30,679/-)	9,802/- (1,03,627/-)	– (–)	– (49,480/-)	17,067/- (1,83,786/-)
	Investments	– (–)	– (–)	55,73,000/- (49,81,000/-)	– (–)	55,73,000/- (49,81,000/-)

Note : Figures in brackets represent previous year balances.

C. Related Parties are identified by the management and relied upon by the Auditors.

D. No Balances in respect of Related Parties have been written off.

7. Remuneration Paid to the Directors of the Company:

The remuneration of the promoter directors and other directors are decided on the recommendation of the Remuneration Committee and approved by the Board of Directors and Shareholders. Any change in remuneration is also effected in the same manner and / or in line with the applicable statutory approvals.

The remuneration package of the Directors comprises of salary, perquisites and allowances, contribution to provident fund and superannuation fund and commission.

The details are summarized below:

Particulars		Year ended 31st March 2010 (Rupees)	Year ended 31st March 2009 (Rupees)
Salary	A	48,00,000/-	39,00,000/-
Contribution to PF	B	28,080/-	27,300/-
TOTAL	**A+B**	**48,28,080/-**	**39,27,300**

8. a) Fixed Deposits lodged with Exchanges towards security deposit/base minimum capital/Additional base capital.

Particulars	As at 31.03.2010 Rs.	As at 31.03.2009 Rs.
Bombay Stock Exchange Ltd. Cash Segment	1,25,000/-	1,25,000/-
TOTAL	**1,25,000/-**	**1,25,000/-**

b) Securities received from clients as collateral for margins are held by the Company in its own name in a fiduciary capacity and / or lodged with the exchanges towards additional base capital / exposure and / or pledged to bank against overdraft facility.

9. The company in compliance with Accounting Standards (AS) 15- "Employee Benefits" has, for the third time, provided for long term compensated absences.

An amount of Rs 59,356/- as contribution towards defined contribution plans is recognized as expenses in the profit & loss account.

Assumptions	Total
Discount Rate Previous Year	7.00%
Salary Escalation Previous year	4.50%
Discount Rate Current Year	8.00%
Salary Escalation Current year	7.00%
Amount Recognised in the Balance Sheet	
Present value of obligations as at the end of the year	11,31,210
Fair Value of Plan Assets at the end of the year	10,71,854
Difference	59,356
Amount Recognised in the Balance Sheet	59,356

10. There are no amounts payable to any micro, small and medium (SMEs) scale industrial undertaking as identified by the management from the information available with the company and relied upon by the Auditors.

11. Fixed Deposits with Banks of Rs. 1,65,00,000/- (P.Y. Rs. 2,07,50,000/-) have been pledged with Banks against Overdraft (Rs 1,48,50,000/-) and Bank Guarantee (1,50,00,000/-) facilities.

12. Earnings per Share as per (Accounting Standard - 20)

		2009-10	2008-09
Earnings per share have been computed as under:			
Profit attributable to equity shareholders (A)	Rs.	2,15,73,933/-	46,16,221/-
Average number of equity shares outstanding (B)		29,59,700	29,66,450
Basic / Diluted earnings per share (A/B)	Rs.	7.29	1.56

13. Deferred Tax Liability / (Assets) as per Accounting Standard-22.

Description	Deferred Tax Liability/ (Assets) As at 1.4.2009	Current year Charge Liability/ (Assets)	Deferred Liability /Tax (Assets) As at 31.3.2010
Depreciation Differences (Liability)	43,63,768	1,21,789	44,85,557
Exp. Disallowed u/s 40 (a) (Assets)	-	(20,175)	(20,175)
TOTAL	**43,63,768**	**1,01,614**	**44,65,382**

14. In the opinion of the management, fixed assets is not found to be impaired and therefore, no provision for impairment loss is made for the year.

15. Previous year figures have been reclassified wherever necessary to confirm to the Classification for the year.

FOR M.B. LADHA & COMPANY
Chartered Accountants
Reg. No. 105503W

For and on behalf of the Board of Directors

Mukesh Ladha
Proprietor
Membership No: 35544

Sunil Nyati (Managing Director)

Anita Nyati (Director)

Place: Mumbai
Date: 29.05.2010

BALANCE SHEET ABSTRACT & COMPANY'S GENERAL BUSINESS PROFILE AS PER THE PART (V) OF SCHEDULE VI TO THE COMPANIES ACT, 1956

I. Registration Details

Registration No.						6	7	0	5	2	State Code :						1	1
Balance Sheet Date :	3	1		0	3		2	0	1	0								

II. Capital raised during the year (Amount in Rupees Thousand)

Public Issue								N	I	L	Right Issue					N	I	L
Bonus Issue								N	I	L	Private Placement					N	I	L

III. **Position of Mobilisation and Deployment of Fund (Amount in Rupees Thousand)**

TOTAL LIABILITIES					**1**	**1**	**1**	**2**	**7**	**6**	**TOTAL ASSETS**		**1**	**1**	**1**	**2**	**7**	**6**
Source of Funds											**Application of funds**							
Paid-up Capital						2	9	8	2	5	Net fixed assets			3	0	0	1	1
Share Application								N	I	L	Net current assets			6	4	0	5	4
Secured Loans										7	Accumulated losses					N	I	L
Reserves and Surplus						7	6	9	7	8	**Investments**			1	7	1	9	0
Unsecured Loans								N	I	L	**Misc. Expenditure**						2	1

IV. Performance of Company (Amount in Rupees Thousand)

Turnover					1	6	3	5	5	2	Total Expenditure		1	3	1	0	0	9
Profit / (Loss) before tax						3	2	5	4	3	Profit/(Loss) after tax			2	1	5	7	4
Earning per Share (Annualised) Rs.							7	.	2	9	Dividend Rate %						1	0

V. Generic Names of Three Principal Products/Services of Company

(as per monetary terms)

Item Code No.	N	O	T		A	P	P	L	I	C	A	B	L	E

Product DescriptionStock Broking and Advisory Services etc

FOR M.B. LADHA & COMPANY
Chartered Accountants
Reg. No. 105503W

Mukesh Ladha
Proprietor
Membership No: 35544

Place: Mumbai
Date: 29.05.2010

For and on behalf of the Board of Directors

Sunil Nyati (Managing Director)

Anita Nyati (Director)

CASH FLOW STATEMENT

			For the year ended 31.3.2010 Rs	For the year ended 31.3.2009 Rs
A	**CASH FLOW FROM OPERATING ACTIVITIES**			
	Net Profit before Tax and Extra Ordinary items		**32,542,894**	**7,533,035**
	Adjustments for :			
	Depreciation		6,428,139	5,888,177
	(Profit) / Loss on sale of investments		(1,265,818)	1,619,035
	(Profit) / Loss on sale of Fixed Assets		266,733	158,637
	Dividend income		(516,585)	(390,936)
	Interest Income		(6,530,031)	(6,164,755)
	Interest Expenses		319,843	1,263,680
	Miscellaneous Expenses Written Off		21,000	21,000
	Operating profit before Working Capital Changes		**31,266,175**	**9,927,872**
	Adjustments for :			
	Trade and other receivables		(123177377.00)	(6,423,030)
	Inventories		(11,767,516)	689,807
	Trade and other payables		117,753,930	16,066,449
	Secured Loans		6,777	(5,093,587)
	Advances recoverable in cash or in kind		(1,389,458)	14,088,233
	Cash Generated from Operations		**12,692,531**	**29,255,744**
	Direct Taxes Paid		(3,290,219)	(13,835,585)
	Interest Paid		(319,843)	(1,263,680)
	Cash Flow before Extra -ordinary items		**9,082,469**	**14,156,479**
	Extra-ordinary items:			-
	Net Cash Flow from Operating Activities	**(A)**	**9,082,469**	**14,156,479**
B	**CASH FLOW FROM INVESTING ACTIVITIES**			
	Purchase of Fixed Assets		(7,136,501)	(5,266,361)
	Sale of Fixed Assets		1,001,764	871,420
	Purchase of Investments		(5,264,641)	(66,052,891)
	Sales of Investments		432,991	69,792,679
	Purchase of Investments(Mutual Funds)		(500,000)	-
	Sale of Investments(Mutual Funds)		-	-
	Dividend Received		516,585	390,936
	Interest Received		6,530,031	6,164,755
	Net Cash flow from Investing Activities	**(B)**	**(4,419,771)**	**5,900,538**
C	**CASH FLOW FROM FINANCING ACTIVITIES**			
	Repayments of Finance Lease Liabilities		-	-
	Unpaid allotment Money received		146,000	-
	Dividend & Dividend Tax Paid		(3,428,538)	(3,428,538)
	Net Cash Flow from Financing Activities	**(C)**	**(3,282,538)**	**(3,428,538)**
	Net Increase in Cash & Cash Equivalents	**(A+B+C)**	**1,380,160**	**16,628,479**
	Cash & Cash Equivalents (Opening)		40,962,942	24,334,462
	Cash & Cash Equivalents (Closing)		**42,343,102**	**40,962,942**

NOTES: Previous year figures have been regrouped / rearranged wherever necessary

FOR M.B. LADHA & COMPANY
Chartered Accountants
Reg. No. 105503W

Mukesh Ladha
Proprietor
Membership No: 35544

Place: Mumbai
Date: 29.05.2010

For and on behalf of the Board of Directors

Sunil Nyati (Managing Director)

Anita Nyati (Director)

Statement Pursuant to section 212 of the Companies Act, 1956 relating to Subsidiary Company for the Financial Year 2009-2010

Particulars	Swastika Commodities Private Limited	Swastika Insurance Services Limited	Swastika Fin-Mart Private Limited
1. Financial year of the subsidiary company ended on	31 March, 2010	31 March, 2010	31 March, 2010
2. Date from which it became subsidiary	9th Oct.,2006	11th May 2009	31st Dec. 2009
3. No. of Shares held by Swastika Investmart Ltd. in the capital of subsidiary	1,00,000 Equity Shares of Rs.10 each	50,000 Equity Shares of Rs.10 each	10,000 Equity Shares of Rs.10 each
4. Net Aggregate amount of Profit/(Losses) of the subsidiary so far as it concerns the members of Swastika Investmart Ltd and is not dealt with accounts of Swastika Investmart Ltd.			
(a) for the Financial Year ended 31st March 2010	Rs. 15,45,061/-	Rs. (1,000/-)	Rs. (2,000/-)
(b) for the previous Financial Years ended 31st March 2009, since it became Subsidiary of Swastika Investmart Ltd.	Rs. 7,43,429/-	Nil	Nil
5. Net Aggregate amount of Profit/(Losses) of the subsidiary so far as dealt with in the accounts of Swastika Investmart Ltd.			
(a) for the Financial Year ended 31st March 2010,	Nil	Nil	Nil
(b) for the previous Financial Years ended 31st March 2009, since it became Subsidiary of Swastika Investmart Ltd.	Nil	Nil	Nil

For **M B LADHA & CO.**
Chartered Accountants
Reg. No. 105503W

Mukesh Ladha
Proprietor
Membership No:35544

Place: Mumbai
Date: 29.05.2010

DIRECTORS' REPORT

Dear Members,

Your Directors hereby present the Annual Report of the Company together with the Audited Accounts for the financial year ended 31st March, 2010

FINANCIAL HIGHLIGHTS

(Amount in Rs. Lacs.)

PARTICULARS	31.03.2010	31.03.2009
Total Income	234.83	112.21
Profit before Depreciation, Interest & Tax	27.41	12.13
Less: Depreciation	5.02	3.72
Less: Interest	0.00	0.00
Profit before Taxation	22.39	8.42
Less: Provision for Taxation	6.94	0.98
Net Profit	15.45	7.43
Add: Balance brought forward from Last Year	3.89	1.46
Amount available for appropriation	19.34	8.89
Appropriations:		
Transfer to General Reserve	10.00	5.00
Surplus carried to Balance Sheet	9.34	3.89

DIVIDEND

Due to inadequate profit and plough back of profit, your directors have not recommended any dividend for the year under review.

DIRECTORS

In accordance with the provision of the Companies Act, 1956 and Articles of Association of the Company Shri Anil Kumar Nyati retires from the Board of Directors by rotation being eligible, offers himself for reappointment in ensuing Annual General Meeting.

DIRECTOR'S RESPONSIBILITIES STATEMENT

Pursuant to the requirement under Section 217 (2AA) of the Companies Act, 1956, with respect to the Director's Responsibility Statement, it is hereby confirmed:

I) That in the preparation of the annual accounts for the financial year ended 31st March 2010; the applicable accounting standards have been followed along with proper explanation relating to material departure;

II) That the directors have selected such accounting policies and applied them consistently and made judgments, and estimate that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of financial year and of the profit of the Company for the year under review ;

III) That they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of this Act for safeguarding the assets of the Company and for preventing and detecting Fraud and other irregularities.

(IV) That the directors have prepared the annual accounts on a going concern basis.

PUBLIC DEPOSITS

Your Company has not accepted any public deposit within the meaning of section 58A of the Companies Act 1956, read with the Companies (Acceptance of Deposit) Rules, 1975.

PARTICULARS OF EMPLOYEES

There was no employee during the period drawing remuneration attracting the provision of section 217 (2A) of the Companies Act, 1956 read with the Companies (particulars of employees) Rule 1975.

AUDITORS

The auditor, M/s N.P. Airan & Company, Chartered Accountants Indore retires and being eligible, offers themselves for re-appointment.

The Report of Auditors of the Company for the year under reference is self-explanatory and do not call for any comments from the directors.

SECRETARIAL COMPLIANCE CERTIFICATE

As per requirements of provision of section 383A of the Companies Act, 1956, the company has appointed M/s L.N. Joshi & Co., Company Secretaries and obtained a Secretarial Compliance Certificate which is annexed herewith.

DISCLOSURE OF SPECIAL PARTICULARS

The company does not have any manufacturing facility, hence particulars relating to conservation of energy and technology absorption stipulated in the Companies (Disclosure of particulars in the report of the Board of Directors) Rules, 1988 are not applicable. Further there was neither inflow nor outflow of foreign exchange during the period.

ACKNOWLEDGMENT

Your Directors have pleasure to place on record their sincere appreciation to its parent organization 'Swastika Investmart Limited' for support and guidance during the year.

Your Company & Directors also wish to extend sincere thanks to the Banks along with all the Shareholders of the Company for extending their sincere support and services.

For and on behalf of the Board of Directors

Place : Indore
Date : 29.05.2010

Sunil Nyati (Director)

Anil Nyati (Director)

COMPLIANCE CERTIFICATE
(See Rule 3)

CIN No. U01112MP1996PTC010404
Nominal Capital. Rs. 25.00 Lacs

We have examined the registers, records, books and papers of **M/s. SWASTIKA COMMODITIES PRIVATE LIMITED** as required to be maintained under the Companies Act, 1956, (herein after called Act) and rules made there under and also the provisions contained in the Memorandum and Article of Association of the Company for the financial year ended on 31st March, 2010. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, with fee prescribed under the Act and the rules made there under.
3. The Company being a Private Limited Company has the minimum prescribed paid- up Capital and its maximum number of Members during the said financial year was four including its present and past employees and the Company during the year under scrutiny:
   i) has not invited public to subscribe for its share or debentures; and
   ii) has not invited or accepted any deposits from person other than its members, directors and relatives.
4. The Board of Directors duly met 7 (seven) times on 30.04.2009, 01.06.2009, 27.06.2009, 31.07.2009, 30.08.2009, 30.11.2009 and 30.03.2010 respectively in respect of which, meeting proper notices were given and the proceedings were properly recorded.
5. The Company was not required to close its Register of Members during the Financial Year.
6. The Annual General Meeting for the financial year ended on 31st March 2009 was held on 30th September, 2009 giving due notice to the members of the Company and resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the financial year.
8. The Company has not advanced any loans to its Directors or persons or firms or Companies referred to under section 295 of the Companies Act, 1956.
9. As informed by the management the Company has entered into any contracts except from its holding company falling within the purview of section 297 of the Act.
10. The Company has made necessary entries in the register maintained under section 301(3) of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, as the Company has not obtained any approvals from the Board of Directors, Members or Central Government.
12. The Company has not issued any duplicate share certificate during the financial year.
13. The Company has:
    i) not allotted/transferred and securities during the financial year.
    ii) not declared any dividend during the financial year.
    iii) no unpaid Dividend Account in past years.
    iv) not required to transfer the amounts in unpaid dividend account, application money due for refund unpaid for period of seven years to investor Education and Protection Fund.
    v) complied with the requirements of section 217 of the Act.

14. The Board of Directors of the Company is duly constituted and there was no appointment of additional Directors, alternate Directors and Directors to fill casual vacancy during the year.
15. The Company has not appointed any Managing Director/ Whole-time Director/ Manager During the financial year as paid up share capital of the Company does not exceed more than Rs. 5.00 Crores.
16. The Company has not appointed any sole selling agent during the financial year of the Company.
17. The Company has not obtained any approvals of Central Government, Company Law Board, Regional Director, Registrar and such authorities prescribed under the various provisions of the Act during the financial year.
18. The Directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any shares, debentures or other securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or debentures during the financial year.
22. There was no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited/accepted any deposits including any unsecured loan falling within the purview of section 58A during the financial year.
24. The Company has not made any borrowing during the financial year ended 31st March 2010 exceeding the limit prescribed under section 293 (1) (d) of the Act.
25. The Company has not made loans and investment or given guarantees or provided any securities to other bodies corporate and consequently no entries have been made during the financial year in the register kept for the purpose.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one state to another state during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. There was no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment was imposed on the Company during the financial year, for offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The Provisions of the Provident Fund Act do not apply to the Company and hence the provisions of section 418 of the Act are not applicable.

For L.N. Joshi & Co.
(Company Secretaries)
C.P. No.: 4216

Place: Indore
Date: 29th May, 2010

Annexure A

CIN No. **U01112MP1996PTC010404**
Nominal Capital. Rs. 25.00 Lacs
Paid Up share Capital Rs. 10.00 Lacs

Registers as maintained **M/s.Swastika Commodities Private Limited.**

Statutory Register

1. Register of Members under section 150 of the Companies Act, 1956.
2. Registers and Returns under section 163 of Companies Act,1956
3. Minutes Book of Meeting under Sec 193 of the Act.
4. Register maintained u/s 301(3) of the Act.
5. Register of Directors under section 303 of the Act.
6. Register of Directors' Shareholding under section 307 of the Act.

Other Registers.

Register of Share Transfer.

Register of Fixed Assets.

Annexure B

Forms and Returns as filed by the Company with Registrar of Companies, M.P. during the financial year ending 31st March, 2010.

S. No.	Form No/ Return	Filed u/s	For the Year	Date of Filing & ROC receipt No.	Whether filed Within Prescribed Time Yes/No	If delay in filing Whether requi-site Additional fee Paid Yes/No.
1.	Secretarial Compliance Certificate (Form No. 66)	383A	F.Y.2008-2009	16.10.2009 P36330637	Yes	No
2.	Balance Sheet (Form No. 23AC)	220	F.Y.2008-2009	16.10.2009 P36364123	Yes	No
3.	Annual Return (Form No. 20B)	159	F.Y.2008-2009 AGM: 30.09.09	09.11.2009 P40192635	Yes	No

For L.N. Joshi & Co.
(Company Secretaries)
C.P. No.: 4216

Place: Indore
Date: 29th May, 2010

AUDITOR'S REPORT

TO,

THE MEMBERS

We have audited the attached Balance Sheet of **SWASTIKA COMMODITIES PVT. LTD.** as at **31st March 2010** and also the Profit and Loss Account for the period ended on that date annexed thereto. These financial statements are responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our Audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on test basis evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As required by the Companies (Auditor's Report) Order 2003 (as amended) issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the annexure a statement on the manner specified in paragraph 4 & 5 of the said order.

Further to our comments in the Annexure referred to in paragraph 1 above, we report that:

1) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.

2) In our opinion, proper books of accounts as required by law have been kept by the company as far as appears from our examination of those books and proper return adequate for the purpose of our audit have been received from the branches not visited by us.

3) The Company's Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of account of the Company.

4) In our opinion, the Balance Sheet and Profit and Loss Account comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 to the extent they are applicable to the company.

5) On the basis of written representations received from the directors as on 31st March, 2010 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2010 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

6) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

   a) In the case of the Balance Sheet of the state of affairs of the Company as at 31st March 2010.

   b) In the case of Profit and Loss Account of the Profit for the period ended on that date and

   c) In the case of the Cash Flow Statement of the cash flows for the year ended on that date.

PLACE : INDORE
DATE : 29.05.2010

FOR N.P. AIRAN & COMPANY
CHARTERED ACCOUNTANTS

N.P.AIRAN
(PROPRIETOR)
M.NO. 76150

ANNEXURE TO AUDITOR'S REPORT

(Referred to in paragraph 3 of our report of even date)

1) (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Fixed assets of the Company have been physically verified by the management at reasonable intervals during the year, and no material discrepancies were noticed on such verification.

(c) During the year the company has not disposed off a substantial part of its fixed assets so it does not affect the going concern assumption.

2) (a) The inventory of the company comprises of shares and securities, which have been physically verified during the year by the management at regular intervals.

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

(c) The company is maintaining proper records of inventory. No material discrepancies have been noticed on physical verification of stock as compared to book records.

3) (a) As informed to us, the Company has granted and taken loans, unsecured to company, covered in the register maintained under section 301 of the Act.

(b) As informed to us, the terms and conditions of loans given and taken by the company are not prejudicial to the interest of the company.

(c) The company is receiving and paying the amount at regular point of time.

(d) The provisions of clause 4(iii)(d) of the Companies (Auditor's Report) Order, 2003 are not applicable to 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. During the course of audit, no major weakness has been noticed in these internal controls.

5) (a) To the best of our knowledge and belief and according to the information and explanations given to us, we are of the opinion that the transactions that need to be entered into the register maintained under Section 301 of the Companies Act, 1956 have been so entered.

(b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts and arrangements referred to in (a) above and exceeding the value of Rupees Five Lakhs with any party have been made at reasonable prices.

6) The Company has not accepted any public deposit, hence the provisions of sections 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 framed there under, are not applicable to the company.

7) In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.

8) Maintenance of Cost Records under section 209(1)(d) of the Companies Act, 1956 has not been prescribed by the central government for the company.

9) (a) The Company is generally regular in depositing with the appropriate authorities statutory dues including Investor Education and Protection Fund, Employees' State Insurance, Provident fund Act, Income – tax, Sales – tax, Wealth Tax, Custom Duty, Excise Duty, Service Tax, Cess and other material Statutory Dues applicable to it.

(b) There were no arrears as at 31st March 2010 for a period of more than six months from the date they became payable.

(c) According to the information & explanations given to us, there is no amount pending deposit on account of any dispute, in respect of sales tax, income tax, customs duty, excise duty, service tax, cess .

10) The Company has no accumulated losses at the end of the financial year and it has not incurred any cash losses in the current or in the immediately preceding financial year.

11) According to the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions or banks. The company has no outstanding Debentures.

12) According to the information and explanations given to us, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

13) The company is not a chit fund or a nidhi mutual benefit fund/ society. Therefore, the provisions of clause 4 (xiii) of the Companies (Auditor's Report) Order 2003 are not applicable to the company.

14) According to the information and explanations given to us, the Company is dealing or trading in shares, securities, debentures and other investments. In our opinion, proper records have been maintained of the transactions and contracts and timely entries have been made therein. Shares, securities, debentures and other securities have been held by the company, in its own name as per the provisions of section 49 of the Companies Act, 1956.

15) According to the information and explanations given to us, the company has not given guarantees for loans taken by others from banks or financial institutions.

16) In our opinion and according to the information and explanations given to us, the company has not taken any term loan during the period covered by our report. Accordingly, the provisions of clause 4(xvi) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.

17) In our opinion and 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 on short-term basis have been used for long term investment and vice-versa.

18) According to the information and explanations given to us, the Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956.

19) In our opinion and according to the information and explanations given to us, the Company has not issued any secured debentures during the period covered by our report. Accordingly, the provisions of clause 4 (xix) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.

20) During the period covered by our audit report the Company has not raised any money by public issues.

21) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

PLACE : INDORE
DATE : 29.05.2010

FOR N.P. AIRAN & COMPANY
CHARTERED ACCOUNTANTS

N.P.AIRAN
(PROPRIETOR)
M.NO. 76150

BALANCE SHEET AS AT 31.03.2010

	PARTICULARS	Schedule Ref.	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
I.	**SOURCES OF FUNDS**			
1.	**Shareholders Funds**			
a)	Share Capital	1	1,000,000	1,000,000
c)	Reserve & Surplus	2	9,031,130	7,486,069
2.	**Deferred Tax Liability**		167,294	0
	TOTAL		**10,198,424**	**8,486,069**
II.	**APPLICATION OF FUNDS**			
1.	**Fixed Assets**	3		
	Gross Block		5,373,697	4,255,110
	Less: Depreciation		1,240,399	738,212
	Net Block		**4,133,298**	**3,516,898**
2.	**Investments**		0	0
3.	**Current Assets, Loans and Advances**	4		
a)	Sundry Debtors		6,579,521	6,202,032
b)	Cash & Bank Balance		8,038,900	2,210,163
c)	Loans, Advances & Other Deposits		15,215,400	11,278,820
d)	Other Current Assets		34,535	55,925
			29,868,357	19,746,940
	Less: Current Liabilities and Provisions	5	23,803,231	14,777,770
	Net Current Assets		**6,065,126**	**4,969,171**
	TOTAL		**10,198,424**	**8,486,069**
	Notes to the Accounts	8		

Schedule 1 to 5 & 8 referred to above form an integral part of the Balance Sheet.

As per our report of even date
FOR N.P.AIRAN & CO.
Chartered Accountants

For and on behalf of the Board of Directors

N.P. AIRAN
(Proprietor)
Membership No: 76150

Sunil Nyati
(Director)

Anil Nyati
(Director)

Place : Indore
Date : 29.05.2010

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31.03.10

PARTICULARS	Schedule Ref.	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
A.. INCOME			
Income from Operation	6	23,483,299	11,221,154
TOTAL		**23,483,299**	**11,221,154**
B. EXPENDITURE			
Administrative & Other Expenses	7	20,741,926	10,008,314
Depreciation		502,187	371,182
TOTAL		**21,244,113**	**10,379,496**
Profit & Loss Before Tax		**2,239,186**	**841,657**
Less : Current Tax		526,831	94,078
Deferred Tax		167,294	0
Fringe Benefit Tax		0	4,150
Profit & Loss After Tax		1,545,061	743,429
Add : Balance brought forward		389,069	145,640
Amount Available for Appropriation		**1,934,130**	**889,069**
Appropriation			
Transfer to General Reserve		1,000,000	500,000
Balance Carried to Balance Sheet		934,130	389,069
		1,934,130	**889,069**
Notes to Accounts	8		

Schedule 6, 7 & 8 referred to above form an integral part of the Profit & Loss Account.

As per our report of even date
FOR N.P.AIRAN & CO.
Chartered Accountants

For and on behalf of the Board of Directors

N.P.AIRAN
(Proprietor)
Membership No: 76150

Sunil Nyati
(Director)

Anil Nyati
(Director)

Place: Indore
Date: 29.05.2010

SCHEDULES FORMING PART OF THE ACCOUNTS

SCHEDULE 1 : SHARE CAPITAL	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
Authorised Capital		
2,50,000 Equity Share of Rs.10 each	**2,500,000**	**2,500,000**
Issued, Subscribed & Paid up Capital		
1 Lac Equity Share @ Rs.10 each Fully Paid up	1,000,000	1,000,000
	1,000,000	**1,000,000**

SCHEDULE 2 : RESERVES & SURPLUS		
A. Share Premium	6,597,000	6,597,000
B. General Reserve		
As per Last Balance Sheet	500,000	0
Add :Transfer During the year	1,000,000	500,000
	1,500,000	500,000
Balance in Profit & Loss Account	934,130	389,069
	9,031,130	**7,486,069**

SCHEDULE 3 : FIXED ASSETS

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	AS AT 01.04.2009	ADDITION DURING THE YEAR	DEDUCTION DURING THE YEAR	AS AT 31.03.2010	UPTO 01.04.2009	FOR THE YEAR	WRITEN BACK	UPTO 31.03.2010	AS AT 31.03.2010	AS AT 31.03.2009
Membership MCX	1,000,000	0	0	1,000,000	120,833	50,000	0	170,833	829,167	879,167
Membership NCDEX	500,000	0	0	500,000	64,583	25,000	0	89,583	410,417	435,417
V-Sat	1,109,709	289,000	0	1,398,709	132,868	64,772	0	197,640	1,201,069	976,841
COMPUTER & SOFTWARE	1,645,401	829,587	0	2,474,988	419,928	362,415	0	782,343	1,692,645	1,225,473
TOTAL Rs.	**4,255,110**	**1,118,587**	**0**	**5,373,697**	**738,212**	**502,187**	**0**	**1,240,399**	**4,133,298**	**3,516,898**
PREVIOUS YEAR	**3,638,996**	**616,114**	**0**	**4,255,110**	**367,030**	**371,182**	**0**	**738,212**	**3,516,898**	**3,271,966**

	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
SCHEDULE 4 : CURRENT ASSETS, LOANS & ADVANCES		
a) Sundry Debtors		
(Unsecured - Considered Good)		
Debts outstanding over Six month	486,287	1,705,661
Others	6,093,235	2,614,500
Swastika Investmart Limited	0	1,881,871
	6,579,521	**6,202,032**
b) Cash & Bank Balance		
Cash in hand	399,683	518,082
Balance with Scheduled Banks in Current Account		
In Current Accounts	5,326,718	1,692,081
In Fixed Deposit	2,312,500	0
	8,038,900	**2,210,163**
c) Loans, Advances & Deposits(Unsecured Considered Good)		
A. Advances Recoverable in Cash or Kind	10,710,400	6,773,820
B. Other Deposits	4,505,000	4,505,000
	15,215,400	**11,278,820**
	29,833,822	**19,691,015**
SCHEDULE 5: CURRENT LIABILITIES & PROVISIONS		
(A) Current Liabilities		
Sundry Creditors	21,763,491	13,223,636
Other Liabilities	1,312,808	619,229
Deposits Received	200,100	835,029
	23,276,400	**14,677,894**
(B) Provisions		
Provision for Income Tax	526,831	95,726
Provision for Fringe Benefit Tax	0	4,150
	526,831	**99,876**
	23,803,231	**14,777,770**
SCHEDULE 6: INCOME FROM OPERATION		
Sales	490,000	0
Less: Purchases	461,027	0
	28,973	**0**
Profit on Jobbing	61,975	18,942
Brokerage Realised	19,537,755	9,812,471
Turnover Charges	2,243,277	1,358,871
	21,871,980	**11,190,285**
Others		
Branch Management Income	1,400,000	0
Client Registration Charges	21,865	0
Interest on FD	8,981	0
Internet ID Charges	162,545	30,139
Misc. Income	17,928	730
	1,611,319	**30,869**

SCHEDULE 7: ADMINISTRATIVE & OTHER EXPENSES	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
Branch Operation Expenses	7,600,000	4,800,000
Admission Fees (ICEX)	250,000	0
Annual Membership Fees(NCDEX SPOT EXCHANGE)	10,000	0
Annual Subsciption Charges MCX	75,000	0
Annual Subsciption Charges NCDEX	50,000	50,000
Auditor's Remuneration	21,500	18,000
Bank Charges	91,030	33,272
Demat Charges	20,080	3,981
Client Servicing & Branch Management Expenses	9,407,473	3,671,853
Commodity Trading	89,419	0
Insurance Expenses	2,984	9,891
Inspection Fees	17,030	0
ID Charges	40,372	0
Legal & Professional Expenses	80,500	2,250
Loss on F&O Share Trading	1,043,724	176262
Other General Expenses	9,666	104,185
Processing Fees NCDX & ICEX	3,500	0
Printing & Stationery	54,260	29,176
Postage Telegram & Telephone Expenses	54,070	59,257
Professional Tax	0	3,455
Rates & Taxes	11,600	0
Salary & Bonus	1,533,909	392,343
SMS Charges	63,211	34,920
Software Maintainance Charges	84,452	47,274
Subscription for Software	48,264	0
V-SAT Charges	64,397	80,349
Written Off	6,999	11,645
Wrong Trade Loss by Operator	8,486	480,200
	20,741,926	**10,008,314**

SCHEDULE 8. SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

(I) Significant Accounting Policies:

a) Basis of Accounting

The financial statements have been prepared in accordance with accounting principles generally accepted in India and is following accrual basis of accounting.

b) Revenue Recognition

Income from brokerage activity is recognized as income on the trade date of transaction. In order to manage the risk of client's, client introduction and risk management expenses has been incurred and debited to profit and loss account.

c) Use of Estimates

The preparation of financial statement is in conformity with generally accepted accounting principles which require estimates and assumption to be made that affect the reported amount of revenues and expenses during the reporting period. Difference between actual result and estimates are recognized in which the results are known /materialized.

d) Fixed Assets and Depreciation

i) Fixed assets are stated at actual cost less accumulated depreciation. The actual cost capitalized includes acquisition cost, freight, installation cost, duties and taxes and other incidental expenses incurred during the construction/installation stage.

ii) Depreciation on Fixed Assets is computed on the Straight Line Method over their estimated useful life at the rate prescribed under schedule XIV of the Companies Act, 1956.

iii) Rs.5 lacs paid to NCDEX and Rs.10 lacs paid to MCX for obtaining membership right of training in commodities, being not refundable, the management has decided to write off the same in 20 years from the year 2006-07.

e) Provision for Taxation

Tax on income for the current period is determined on the basis of estimated taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961, and based on expected outcome of assessment/appeals.

f) Sundry Debtors & Creditors

Amounts receivable from and payable to clients for brokering transactions are recognized on trade date basis and disclosed wherever applicable.

(II) Notes on Accounts

1. In the opinion of the board, the current assets, loans & advances are approximately of the same value if realized in ordinary courses of business. The provision of all liabilities is adequate.

2. Segment Reporting

The Company's business activities fall within a single segment, viz. Commodities and Derivative Market. Accordingly, disclosure requirements under Accounting Standard (AS) 17 Segment Reporting, is not applicable.

3. **Disclosure of Related Parties/Relates Party Transaction.**

Name of Related Party	Nature of Relationship	Nature of Transaction	Amount Rs.	Balance Outstanding
Swastika Investmart Ltd.	Holding Company	Advance Taken Advance Given	21860215/- 19978343/-	Nil

4. **Deferred Tax Liability / (Assets) as per Accounting Standard-22.**

Description	Deferred Tax Liability/ (Assets) As at 1.4.2009	Current year Charge Liability/ (Assets)	Deferred Tax Liability / (Assets) As at 31.3.2010
Depreciation Differences (Liability)	---	1,67,294	1,67,294
TOTAL	---	**1,67,294**	**1,67,294**

5. The previous year figures have been reworked, regrouped, rearranged and reclassified wherever necessary.

As per our report of even date
FOR N.P.AIRAN & CO.
Chartered Accountants

For and on behalf of the Board of Directors

N.P.AIRAN
(Proprietor)
Membership No: 76150

Sunil Nyati (Director)

Anil Nyati (Director)

Place: Indore
Date: 29.05.2010

BALANCE SHEET ABSTRACT & COMPANY'S GENERAL BUSINESS PROFILE AS PER THE PART (V) OF SCHEDULE VI TO THE COMPANIES ACT, 1956

I. Registration Details

Registration No.						1	0	4	0	4	State Code :						1	0
Balance Sheet Date :	3	1		0	3		2	0	1	0								

II. Capital raised during the year (Amount in Rupees Thousand)

Public Issue								N	I	L	Right Issue					N	I	L
Bonus Issue								N	I	L	Private Placement					N	I	L

III. **Position of Mobilisation and Deployment of Fund (Amount in Rupees Thousand)**

TOTAL LIABILITIES						**1**	**0**	**1**	**9**	**8**	**TOTAL ASSETS**			**1**	**0**	**1**	**9**	**8**
Source of Funds											**Application of funds**							
Paid-up Capital							1	0	0	0	Net fixed assets				4	1	3	3
Share Application								N	I	L	Net current assets				6	0	6	5
Secured Loans								N	I	L	Accumulated losses					N	I	L
Reserves and Surplus							9	0	3	1	**Investments**					N	I	L
Unsecured Loans								N	I	L	**Misc. Expenditure**					N	I	L

IV. Performance of Company (Amount in Rupees Thousand)

Turnover						2	3	4	8	3	Total Expenditure			2	1	2	4	4
Profit / (Loss) before tax							2	2	3	9	Profit/(Loss) after tax				1	5	4	5
Earning per Share (Annualised) Rs.								N	I	L	Dividend Rate %					N	I	L

V. Generic Names of Three Principal Products/Services of Company

(as per monetary terms)

Item Code No.	N	O	T		A	P	P	L	I	C	A	B	L	E

Product Description Commodity Brokerage

As per our report of even date
FOR N.P.AIRAN & CO.
Chartered Accountants

For and on behalf of the Board of Directors

N.P.AIRAN
(Proprietor)
Membership No: 76150

Sunil Nyati
(Director)

Anil Nyati
(Director)

Place: Indore
Date: 29.05.2010

CASH FLOW STATEMENT

		For the year ended 31.3.2010 Rs	For the year ended 31.3.2009 Rs
A	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Net Profit before Tax and Extra Ordinary items	**2,239,186**	**841,657**
	Adjustments for :		
	Depreciation	502,187	371,182
	Operating profit before Working		
	Capital Changes	**2,741,373**	**1,212,839**
	Adjustments for :		
	Trade and other receivables	(2,259,361)	(1,324,348)
	Trade and other payables	8,498,631	7,856,925
	Advances recoverable in cash or in kind	(4,345,819)	(5,398,461)
	Cash Generated from Operations	**4,634,824**	**2,346,955**
	Direct Taxes Paid	-	-
	Cash Flow before Extra -ordinary items	**4,634,824**	**2,346,955**
	Extra-ordinary items:	-	-
	Net Cash Flow from Operating Activities	**4,634,824**	**2,346,955**
B	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Purchase of Fixed Assets	(1,118,587)	(616,114)
	Net Cash flow from Investing Activities	**(1,118,587)**	**(616,114)**
C	**CASH FLOW FROM FINANCING ACTIVITIES**		
		Nil	Nil
	Net Cash Flow from Financing Activities	Nil	Nil
	Net Increase in Cash & Cash Equivalents	**3,516,237**	**1,730,841**
	Cash & Cash Equivalents (Opening)	2,210,163	479,322
	Cash & Cash Equivalents (Closing)	**5,726,400**	**2,210,163**

NOTES: Previous year figures have been regrouped / rearranged wherever necessary

As per our report of even date
FOR N.P.AIRAN & CO.
Chartered Accountants

For and on behalf of the Board of Directors

N.P.AIRAN
(Proprietor)
Membership No: 76150

Sunil Nyati
(Director)

Anil Nyati
(Director)

Place: Indore
Date: 29.05.2010

AUDITOR'S REPORT

TO,
THE MEMBERS

We have audited the attached Balance Sheet of **SWASTIKA INVESTMART LIMITED** and its subsidiaries Swastika Commodities Private Limited, Swastika Insurance Services Limited & Swastika Fin-Mart Private Limited as at **31st March 2010** and also, the consolidated Profit and Loss Account and the Consolidated Cash Flow Statement for the period ended on that date, annexed thereto. These financial statements are responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our Audit in accordance with auditing standards generally accepted in India. Those standards required 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 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.

We report that Consolidated Financial Statements have been prepared by the company in accordance with the requirements of Accounting Standard (AS) 21, 'Consolidated Financial Statements', issued by the Institute of Chartered Accountants of India and on the basis of separate audited financial statements of Swastika Investmart Ltd. and its subsidiaries Swastika Commodities Private Limited, Swastika Insurance Services Limited & Swastika Fin-Mart Private Limited included in Consolidated Financial Statements.

In our opinion and to the best to our information and explanations given to us and on consideration of separate audit reports of the individual audited financial statements of Swastika Investmart Ltd. and its subsidiaries Swastika Commodities Private Limited, Swastika Insurance Services Limited & Swastika Fin-Mart Private Limited read together with the Significant Accounting Policies and other Notes to Accounts, give a true and fair view in conformity with the accounting principles generally accepted in India.

a) in the case of Consolidated Balance Sheet of the Consolidated Statement of affairs of Swastika Investmart Ltd. and its subsidiaries Swastika Commodities Private Limited, Swastika Insurance Services Limited & Swastika Fin-Mart Private Limited as at 31st March 2010.

b) in the case of Consolidated Profit and Loss Account of the Consolidated results of operation of Swastika Investmart Ltd. and its subsidiaries Swastika Commodities Private Limited, Swastika Insurance Services Limited & Swastika Fin-Mart Private Limited for the year ended on that date and

c) in the case of the Cash Flow Statement, of the Consolidated Cash Flows of Swastika Investmart Ltd. and its subsidiaries Swastika Commodities Private Limited, Swastika Insurance Services Limited & Swastika Fin-Mart Private Limited for the year ended on that date.

For M B LADHA & CO.
Chartered Accountants
Reg. No. 105503W

Mukesh Ladha
Proprietor
Membership No:35544

Place: Mumbai
Date: 29.05.2010

CONSOLIDATED BALANCE SHEET AS AT 31.03.2010

PARTICULARS	Schedule Ref.	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
I. SOURCES OF FUNDS			
1. Shareholders Funds			
a) Share Capital	1	29,825,500	29,679,500
c) Reserve & Surplus	2	82,033,512	62,372,219
2. Loans			
a. Secured	3	6,777	0
3. Deferred Tax Liability(Net)		4,632,676	4,363,768
TOTAL		**116,498,465**	**96,415,487**
II. APPLICATION OF FUNDS			
1. Fixed Assets	4		
Gross Block		63,667,453	56,414,129
Less: Depreciation		29,522,434	23,023,039
Net Block		**34,145,019**	**33,391,090**
2. Investment	5	11,616,567	6,876,917
3. Current Assets, Loans and Advances	6		
a. Stock in Trade		15,164,529	3,397,013
b. Sundry Debtors		185,931,541	162,516,079
c. Cash & Bank Balance		50,770,502	43,173,105
d. Loans, Advances & Other Deposits		54,604,499	55,446,875
e. Other Current Assets		143,030,642	34,862,342
		449,501,713	**299,395,415**
Less: Current Liabilities and Provisions	7		
a. Current Liabilities		364,200,795	235,816,381
b. Provisions		14,943,644	7,473,554
		379,144,439	**243,289,935**
Net Current Assets		**70,357,274**	**56,105,479**
4. Misc. Expenditure (To the extent not written off or adjusted)		379,605	42,000
TOTAL		**116,498,465**	**96,415,487**
5. Significant accounting policies & Notes to Accounts	11		

Schedules 1 to 7 and 11 referred to above form an integral part of the Balance Sheet.

As per our report of even date
FOR M.B. LADHA & COMPANY
Chartered Accountants
Reg. No. 105503W

Mukesh Ladha
Proprietor
Membership No: 35544

Place: Mumbai
Date: 29.05.2010

For and on behalf of the Board of Directors

Sunil Nyati (Managing Director)
Anita Nyati (Director)

CONSOLIDATED PROFIT & LOSS ACCOUNT

PARTICULARS	Schedule Ref.	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
INCOME			
Income from Operations	8	160,063,178	99,845,306
Other Income	9	17,971,759	7,812,692
TOTAL		**178,034,937**	**107,657,998**
EXPENDITURE			
Establishment, Administrative & Other Expenses	10	135,984,689	91,739,267
Interest		319,843	1,263,679
Depreciation		6,930,326	6,259,359
Miscellaneous Expenditure Written Off		21,000	21,000
TOTAL		**143,255,857**	**99,283,306**
PROFIT BEFORE TAX		34,779,080	8,374,692
Less : Current Tax		11,421,587	2,735,896
Fringe Benefit Tax		0	218,247
Wealth Tax		0	4,684
Deferred Tax		268,908	15,62
PROFIT AFTER TAX		23,088,585	5,400,236
Add/(Less): Tax for Earlier Years		27,409	(40,586)
Add : Balance brought forward		4,755,528	5,824,209
Amount Available for Appropriation		**27,871,522**	**11,183,859**
Appropriation			
Proposed Dividend		2,959,700	2,930,500
Corporate Dividend Tax		503,001	498,038
Transfer to General Reserve		16,000,000	3,000,000
Balance carried to Balance sheet		8,408,821	4,755,528
TOTAL		**27,871,522**	**11,183,859**
Earning Per Share (In Rs.)		**7.79**	**1.81**
Significant accounting policies & Notes to Accounts	11		

Schedules 8 to 10 & 11 referred to above form an integral part of the Profit & Loss Account.

As per our report of even date
FOR M.B. LADHA & COMPANY
Chartered Accountants
Reg. No. 105503W

Mukesh Ladha
Proprietor
Membership No: 35544

Place: Mumbai
Date: 29.05.2010

For and on behalf of the Board of Directors

Sunil Nyati (Managing Director)

Anita Nyati (Director)

SCHEDULES FORMING PART OF THE CONSOLIDATED ACCOUNTS

		As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
SCHEDULE '1' : SHARE CAPITAL			
Authorised :			
5,000,000 Equity Share of Rs. 10 each		50,000,000	50,000,000
Issued :			
2959700 Equity Share of Rs. 10 each Fully paid-up		29,597,000	30,054,000
Subscribed & Paid-Up :			
2959700 Equity Share of Rs. 10 each Fully paid-up		29,597,000	30,054,000
Less : Allotment Money Unpaid (Other than Directors)		0	374,500
Add : Share Forfeiture		228500	0
	TOTAL	**29,825,500**	**29,679,500**
SCHEDULE '2' : RESERVES & SURPLUS			
General Reserve			
As per last Balance Sheet		54,941,419	51,941,419
Add: Transfer during the year		16,000,000	3,000,000
		70,941,419	54,941,419
Capital Reserve (On Consolidation)		2,683,272	2,675,272
		73,624,691	57,616,691
Balance in Profit & Loss Account		8,408,821	4,755,528
	TOTAL	**82,033,512**	**62,372,219**
SCHEDULE '3'-SECURED LOANS			
Bank Overdraft Against Fixed Deposit		6,777	0
		6,777	**0**

SCHEDULE '4'-FIXED ASSETS

DEPRECIATION CHART AS PER SCHEDULE XIV OF COMPANIES ACT 1956 FOR THE YEAR 2009-2010

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	AS AT 01.04.2009	ADDITION	DEDUCTION	AS AT 31.03.2010	UPTO 01.04.2009	FOR THE YEAR	WRITEN BACK	UPTO 31.03.2010	AS AT 31.03.2010	AS AT 31.03.2009
CAR	2,937,717	1,276,275	676,416	3,537,576	829,305	269,419	304,901	793,823	2,743,753	2,108,412
COMPUTER	14,340,217	1,968,425	24,000	16,284,642	7,733,644	2,480,466	14,145	10,199,965	6,084,677	6,606,573
FURNITURE	6,053,304	856,970	0	6,910,274	1,691,111	386,876	0	2,077,987	4,832,287	4,362,193
SCOOTER	301,116	0	61,300	239,816	154,369	22,783	45,613	131,539	108,277	146,747
AIR CONDITIONER	969,473	75,292	21,000	1,023,765	275,401	48,005	15,135	308,271	715,494	694,072
OFFICE EQUIPMENT	5,115,484	697,657	156,450	5,656,691	678,557	250,548	50,664	878,441	4,778,250	4,436,927
V-SAT	2,697,312	289,000	0	2,986,312	505,651	223,532	0	729,183	2,257,129	2,191,661
INTANGIBLE ASSET	15,999,506	3,091,469	62,598	19,028,377	9,669,585	2,848,697	473	12,517,809	6,510,568	6,329,921
MEMBERSHIP MCX	1,000,000	0	0	1,000,000	120,833	50,000	0	170,833	829,167	879,167
MEMBERSHIP NCDEX	500,000	0	0	500,000	64,583	25,000	0	89,583	410,417	435,417
BSE CARD	6,500,001	0	0	6,500,001	1,300,000	325,000	0	1,625,000	4,875,001	5,200,001
TOTAL	**56,414,130**	**8,255,088**	**1,001,764**	**63,667,454**	**23,023,039**	**6,930,326**	**430,931**	**29,522,434**	**34,145,020**	**33,391,091**
Previous Year	**51,403,074**	**5,882,475**	**871,420**	**56,414,129**	**17,187,412**	**6,259,359**	**423,732**	**23,023,039**	**33,391,090**	**34,215,662**

SCHEDULE '5' : INVESTMENTS (LONG TERM)	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
(a) Investment in Shares (Quoted/Non Traded Shares)		
Rajratan Gustav Wolf Ltd.	4,657,283	0
(37551 Equity Shares of Rs. 10/- each)		
Shricon Industries Ltd.	2,742,469	2,742,469
(50000 Equity Shares of Rs.10/- each)		
Biocon Ltd.	371,569	627,519
(2000 Equity Shares of Rs.5/-each)		
Decolight Ceramics Ltd.	233,504	233,504
(10000 Equity Shares of Rs.10/-each)		
Gujrat NRE Coke Ltd.	245,163	250,000
(5740 Equity Shares of Rs.10/-each)		
Kriti Industries India Ltd.	540,638	540,638
(48750 Equity Shares of Re.1/-each)		
Lakshmi machine Works Ltd.	173,550	173,550
(104 Equity Shares of Rs.10/-each)		
Polyplex Corporation Ltd.	511,510	511,510
(2994 Equity Shares of Rs.10/-each)		
Reliance Communications Ltd.	1,248,247	1,232,889
(3000 Equity Shares of Rs.5/-each)		
State Trading Corporation of India Ltd.	65,842	65,842
(400 Equity Shares of Rs.10/-each)		
Vakrangee Softwares Ltd.	99,450	99,450
(500 Equity Shares of Rs.10/-each)		
Wire and Wireless India Ltd.	223,046	395,249
(10000 Equity Shares of Re.1/-each)		
	11,112,269	**6,872,619**
(b) Investment in Mutual Fund		
Axis Equity Fund	500,000	0
(50000 Units of Rs. 10/- each)		
	500,000	**0**
(c) Investment in Shares (Unquoted/Traded Shares)		
Bombay Stock Exchange Ltd.	4,298	4,298
(55874 Equity Shares of Rs.1/- each)		
TOTAL	**11,616,567**	**6,876,917**
Market Value of Quoted Investments	14,096,978	4,733,747

SCHEDULE '6' : CURRENT ASSETS, LOANS & ADVANCES	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
(a) Stock in Trade : (At cost)	15,164,529	3,397,013
(b) Cash & Bank Balance		
Cash in Hand	692,667	1,012,002
Balance with Scheduled Banks :		
In Current Account	9,515,855	19,871,555
In Fixed Deposit Account	39,791,088	21,629,861
Bank of Rajasthan (Unclaimed Dividend 04-05)	25,000	26,000
IDBI Bank (Unclaimed Dividend 04-05)	127,714	127,714
ICICI Bank (Unclaimed Dividend 05-06)	162,195	162,195
HDFC Bank 9697(Unclaimed Dividend (06-07)	184,158	184,458
Unclaimed Dividend (07-08)	156,469	159,319
Axis Bank (Unclaimed Dividend 08-09)	115,356	0
	50,770,502	**43,173,104**
(c) Sundry Debtors		
(Unsecured - Considered Good)		
Debts outstanding over Six month	13,737,615	20,825,598
Other	172,193,927	141,690,481
	185,931,541	**162,516,079**
(d) Loans, Advances & Deposits (Unsecured, Considered Good)		
NSCCL (NSE Clearing House Deposit)	1,500,000	1,500,000
National Stock Exchange of India Ltd. (Deposits)	12,000,000	12,000,000
Advances recoverable in cash or in kind for value to be received	32,844,614	27,518,576
Other Deposits	8,259,885	14,428,299
	54,604,499	**55,446,875**
(e) Other Current Assets	**143,030,642**	**34,862,342**
Total (a+b+c+d+e)	**306,471,071**	**264,533,071**

SCHEDULE '7' : CURRENT LIABILITIES & PROVISIONS	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
(a) Current Liabilities		
Sundry Creditors & Other Liabilities	337,376,786	209,074,210
Deposits Received	20,081,632	16,008,458
Expenses Payable	5,055,978	3,988,572
Bank credit balance due to cheque overdrawn	915,713	6,085,662
Unclaimed Dividend 2004-05	152,714	153,714
Unclaimed Dividend 2005-06	162,195	162,195
Unclaimed Dividend 2006-07	183,951	184,251
Unclaimed Dividend 2007-08	156,469	159,319
Unclaimed Dividend 2008-09	115,356	0
	364,200,795	**235,816,381**
(b) Provisions		
Income Tax	11,421,587	2,737,544
Fringe Benefit Tax	0	218,247
Wealth Tax	0	4,684
Dividend Payable	2,959,700	2,930,500
Dividend Tax Payable	503,001	498,038
Liability for Leave Encashment	0	44,919
Liability for Gratuity Expenses	59,356	1,039,622
	14,943,644	**7,473,554**
TOTAL (a+b)	**379,144,439**	**243,289,935**

	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
SCHEDULE '8' : INCOME FROM OPERATIONS		
PROFIT FROM SECURITIES TRADING		
Sales	53,654,637	40,172,905
Add: Closing Stock	15,164,529	3,397,013
	68,819,166	43,569,918
Less: Opening Stock	3,397,013	4,086,820
Purchases	62,698,317	41,156,546
Direct Expenses	0	475,736
	2,723,836	-2,149,183
Profit from Jobbing Transactions	-89,337	1,830,198
	2,634,499	**-318,985**
INCOME FROM SHARE BROKING BUSINESS		
Brokerage Receipts	135,510,383	90,831,854
Turnover Charges	14,121,842	5,342,196
OTHERS		
Demat and Depository Charges	4,796,454	3,690,241
Consultancy fees	3,000,000	300,000
	160,063,178	**99,845,306**
SCHEDULE '9' : OTHER INCOME		
Dividend Income	516,585	390,936
Delaypayment Charges	8,651,073	2,162,941
Interest on Fixed Deposits & Others	6,539,012	4,001,814
Long Term Capital Gain	0	80,130
Prior Period Income	0	382,717
Customised Advisory Charges	180,915	224,046
Miscellenous income	518,940	570,107
Contract Handling Charges	258,413	0
Short Term Capital Gain	1,306,822	0
	17,971,759	**7,812,692**

SCHEDULE '10' : ESTABLISHMENT, ADMINISTRATIVE AND OTHER EXPENSES	As at 31.03.10 (Rs.)	As at 31.03.09 (Rs.)
Advertisement Expenses	595,133	580,909
Auditor's Remuneration	433,330	247,522
Admission Fees ICEX	250,000	0
Bank Charges	599,226	477,772
Brokerage, Commission & Incentives	17,233,698	9,272,648
Business & Sales Promotion	1,660,645	4,778
Business Convention	57,314	0
Client Servicing & Branch Management Exp.	46,673,875	29,241,035
Commodity Trading	89,419	0
Depository Expenses	1,208,643	886,556
Demat Charges	2,237,352	1,185,089
Directors Remuneration	4,800,000	3,900,000
Donation	38,000	2,001
Diwali Expenses	119,809	49,362
Dr./Cr. Balances Written Off	5,692,099	75,669
Gratuity Expenses	59,356	357,064
Inspection Fees	17,030	0
Internet based trading processing fees	50,000	0
Insurance Charges	420,101	439,747
Legal & Professional Charges	2,382,144	2,627,536
Loss on Sale of Fixed Assets	266,733	158,637
Loss on wrongly Executed Trades	37,362	752,847
Loss on F&O Trading	1,043,724	0
Long Term Capital Loss	41,004	0
Membership Fees & Subscription	305,250	80,965
NSDL Application Fees	30,000	0
Other General Expenses	1,219,674	804,810
Penalty Charges	574,692	120,549
Postage Telegram & Telephone Expenses	4,125,384	3,512,705
Printing & Stationary	924,621	881,173
Processing Fees	3,500	0
Rates & Taxes	53,627	115,710
Rent	5,184,440	4,202,416
Repairs, Maintenance and Software Maintenance	2,356,589	1,449,126
Registration Fees	291,666	100,000
Salaries & Bonus	29,688,868	24,056,856
SEBI Fees	457,721	364,089
Staff Welfare Expenses	534,667	643,441
Security Transaction Tax Written Off	0	137,857
Short Term Capital Loss	0	1,699,165
Travelling Expenses	953,731	1,017,747
V-SAT Expenses	1,438,802	576,256
Water and Electricity Expenses	1,835,460	1,717,230
	135,984,689	**91,739,267**

SCHEDULE – 11 SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

A. SIGNIFICANT ACCOUNTING POLICIES

1. a) BASIS OF PREPARATION OF FINANCIAL STATEMENTS :

The Company maintains its accounts on accrual basis following the historical cost convention in accordance with Generally Accepted Accounting Principles (GAAP) and in compliance with the Accounting Standard referred to in section 211(3C) and other requirements of the companies Act, 1956.

b) USE OF ESTIMATES:

The Preparation of Financial statements in conformity with Generally Accepted Accounting Principles requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known.

2. EMPLOYEE BENEFITS:

a) Short term employee benefits are recognized as an expense at the undiscounted amount in the Profit and Loss Account of the year in which the related service is rendered;

b) The present value of the obligation under defined benefit plans is determined based on an actuarial valuation using the Projected Unit Credit Method. Actuarial gains and losses arising on such valuation are recognized immediately in the Profit and Loss Account.

c) Long term compensated absences are provided on the basis on an actuarial valuation.

d) Termination benefits are recognized as an expense in the Profit and Loss Account of the year in which they are incurred.

3. PROVISION FOR CONTINGENT LIABILITIES AND CONTINGENT ASSETS:

Provision involving a substantial degree of estimation in measurement is recognized when there is a present obligation as a result of past events and is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the Financial Statements. Contingent Assets are neither recognized nor disclosed in the financial statements.

4. REVENUE RECOGNITION

a) Brokerage of secondary market is recognized at the end of each settlement period when bills are raised on clients.

b) Income from Depository operations is accounted on accrual basis net of discount.

c) Equity Index / Stock Future

- Equity Index / Stock Futures are marked to market on a daily basis. Debit or Credit balance disclosed under Loans and Advances or Current Liabilities, respectively, in the Mark to Market Margin Equity Index / Stock Futures Account, represents the net amount paid or received on the basis of movement in the process of Index / Stock futures till the balance sheet date.
- As on the Balance Sheet, Profit / Loss on open position in Equity Index /Stock Futures is accounted as follows:
  - ❏ Credit balance in the Mark-to-Market Margin Equity Index/ Stock Futures Account, being the anticipated Profit, is ignored and no Credit for the same is taken in the Profit and Loss Account.
  - ❏ Debit balance in the Mark-to-Market Margin Equity Index/ Stock Futures Account, being the anticipated loss, is provided in the Profit and Loss Account.
- On final settlement or squaring up of contracts for Equity Index/ Stock Futures, the Profit or Loss is calculated as the difference between the settlement / squaring up price and the contract price. Accordingly, debit or credit balance pertaining to the settled /squared - up contract in Mark to Market Margin - Equity Index/ Stock Futures Account after adjustment of the provision for anticipated losses is recognized in the

Profit and Loss Account. When more than one contract in respect of the relevant series of Equity Index/ Stock Futures contract to which the squared up contract pertains is outstanding at the time of the squaring up of the contract, the contract price of the contract so squared up is determined using the weighted average cost method for calculating the Profit / Loss on Squaring up.

d) Option Contracts

· At the time of final settlement Premium paid/ received is recognized as an expense/ income on exercise of Option .Further, difference between the final settlement price as on the exercise/ expiry date and the strike price is recognized as Income / Loss.

· At the time of squaring off difference between the premium paid and received on squared off transaction is treated as Profit or Loss.

e) Interest income is recognized on a time proportion basis.

f) Dividend income is recognized only when the right to receive is established.

g) Brokerage income is recognized on trade date basis and is exclusive of service tax and Securities Transaction Tax (STT) wherever applicable.

h) Advisory fees and other income are accounted on accrual basis, net of service tax.

5. FIXED ASSETS

Fixed assets are stated at cost including all expenses attributable to such acquisition and installation less accumulated depreciation.

Depreciation

a) Depreciation is provided under the straight-line method at the rates specified in Schedule XIV of the Companies Act 1956. In cases where the useful lives are estimated to be lower than those considered in determining the rates specified in that Schedule, depreciation is provided under the straight-line method over the useful lives of the assets.

b) BSE Membership card is amortized on straight line basis over a period of 20 years starting from 2005-06.

c) Other Intangible Assets are amortized on straight line basis over a period of 4 years from the date of purchase.

6. INVESTMENTS

Investments are stated at cost of acquisition since they are long term in nature. Provision for diminution, if any, in the value of each Long term investment is made to recognize a decline, other than of a temporary nature.

7. STOCK- IN- TRADE

Stock –in- trade of shares & securities are valued at lower of the cost or market value.

8. MISCELLANEOUS EXPENDITURE

Miscellaneous expenditure comprising expenses related to increase in Authorised Share capital are amortized over a period of five years.

9. TAXES ON INCOME

a) Tax on income for the current period is determined on the basis of estimated taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961, and based on expected outcome of assessment/appeals.

b) Deferred Tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable incomes & accounting income that originate in one period and are capable of reversal in one or more subsequent period.

c) Deferred Tax assets are recognized and carried forward only to the extent that there is a reasonable certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized.

10. IMPAIRMENT OF ASSETS

At each balance sheet date, the management reviews the carrying amount of all the assets to determine whether there is any indication that those assets were impaired .If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss. And the impairment loss, if any, is debited to the Profit and Loss Account.

B. NOTES ON ACCOUNTS

1. The Consolidated Financial Statements(CFS) are prepared by the company in accordance with the requirements of Accounting Standard (AS) 21, 'Consolidated Financial Statements', issued by the Institute of Chartered Accountants of India (ICAI). The CFS comprises the financial statements of Swastika Investmart Ltd. and its wholly owned subsidiaries, Swastika Commodities Private Limited, Swastika Insurance Services Limited & Swastika Fin-Mart Private Limited.

2. a) Contingent liabilities for Bank Guarantee issued in favour of NSE / BSE is Rs. 300 Lacs.(Previous year was Rs 215 Lacs)

   b) Demand in respect of Income Tax Matter for which appeal is pending Rs. 9,25,484/-

3. In the opinion of Management the current assets, loans and advances have a value on realization in the ordinary course of the business at least equal to the amount at which they are stated and provisions for all known liabilities have been made. Balance of Sundry Debtors and Sundry Creditors are subject to confirmations.

4. Statutory auditor's remuneration :

Particulars	31.3.2010	31.3.2009
Statutory audit	1,80,000/-	85,000/-
Tax audit	35,000/-	25,000/-
Certification Fees	75,000/-	10,000/-
Other Services	25,000/-	55,000/-
TOTAL	**3,15,000/-**	**1,75,000/-**

5. Market value of shares shown as stock in trade is Rs.1,51,64,529/- (Previous year Rs. 33,97,013/-).

6. Particulars in respect of share traded:

Description	Units	31.03.2010		31.03.2009	
Quoted Share		**Quantity**	**Value**	**Quantity**	**Value**
Opening Stock	Nos.	67,816	33,97,013/-	94,094	40,86,820/-
Purchases	Nos.	4,14,523	6,22,37,289/-	4,74,275	4,11,56,546/-
Sales	Nos.	2,52,290	5,31,64,637/-	5,00,553	4,01,72,905/-
Closing Stock	Nos.	2,03,227	1,51,64,529/-	67,816	33,97,013/-

7. Disclosure of Related Parties/ Related Party transaction:

A. List of Related Parties (where transactions have taken place)

S.No.	Name of Related Party	Nature of Relationship
1.	Key Management Personnel/individuals having control or significant influence.	
	a) Mr. Sunil Nyati	Managing Director
	b) Mr. Anil Nyati	Executive Director
	c) Mr. S.N. Maheshwari	Director
	d) Mr. Vinod Gupta	Director
	e) Mrs. Anita Nyati	Director
2.	Relatives of Key Management Personnel / Individuals having control or significant influence.	
	a) Mr. Parth Nyati	Relatives of Managing Director
	b) Mrs. Sita Nyati	
	c) Mr. Chandmal Nyati	
	d) Mr. Vandit Nyati	Relatives of Executive Director
	e) Mrs. Vandana Nyati	
	f) Mrs. Krishna Prabha Maheshwari	Relatives of Director
	g) Mr. Manish Maheshwari	
	h) Mrs. Raksha Maheshwari	
	i) Mrs. Manjubala Baheti	
	j) Mrs. Rekha Gupta	
3.	Enterprises owned/controlled by key managerial personnel or individuals having control or significant influence.	
	a) Sunil Nyati H.U.F.	H.U.F. of Managing Director
	b) Anil Nyati H.U.F.	H.U.F. of Executive Director
	c) Vinod Rekha & Company	Firm of Director
	d) Vinod Kumar Gupta & Sons HUF	HUF of Director
4.	Subsidiary	
	Swastika Commodities Pvt. Ltd.	Subsidiary
	Swastika Insurance Services Limited	
	Swastika Fin-Mart Private Limited	

B. Transactions with Related Parties:

(Figures in Rs.)

S. No.	Particulars	Key Management Personnel/ Individuals having control or significant influence.	Relatives of Key Management Personnel / Individuals having control or significant influence.	Subsidiary	Enterprises owned/controlled by key managerial personnel or individuals having control or significant influence.	Total
1.	Expenditure Salaries and Other benefits	48,28,080/- (39,27,300/-)	– (–)	– (–)	– (–)	48,28,080/- (39,27,300/-)
	Office Rent	– (–)	– (–)	– (–)	1,80,000/- (1,80,000/-)	1,80,000/- (1,80,000/-)
	Professional Fees	– (–)	– (–)	– (–)	19,656/- (–)	19,656/- (–)
2.	Income Brokerage Received	3,690/- (12,410/-)	1,83,302/- (440/-)	– (–)	705/- (22,562/-)	1,87.697/- (35,412/-)
3.	Expenses Recovered	– (–)	– (–)	76,00,000/- (48,00,000/-)	– (–)	76,00,000/- (48,00,000/-)
4.	Expenses Incurred	– (–)	– (–)	14,00,000/- (–)	– (–)	14,00,000/- (–)
5.	Loans Taken	– (–)	– (–)	1,99,78,344/- (1,83,80,849/-)	– (–)	1,99,78,344/- (1,83,80,849/-)
6.	Loans Given	– (–)	– (–)	2,18,60,215/- (1,46,31,635/-)	– (–)	2,18,60,215/- (1,46,31,635/-)
7.	Outstandings: Loans & Advances	– (–)	– (–)	(–) (18,81,871/-)	– (–)	(–) (18,81,871/-)
	Creditors	7,265/- (30,679/-)	9,802/- (1,03,627/-)	– (–)	– (49,480/-)	17,067/- (1,83,786/-)
	Investments	– (–)	– (–)	55,73,000/- (49,81,000/-)	– (–)	55,73,000/- (49,81,000/-)

Note : Figures in brackets represent previous year balances.

C. Related Parties are identified by the management and relied upon by the Auditors.

D. No Balances in respect of Related Parties have been written off.

8. Remuneration Paid to the Directors of the Company:

The remuneration of the promoter directors and other directors are decided on the recommendation of the Remuneration Committee and approved by the Board of Directors and Shareholders. Any change in remuneration is also effected in the same manner and / or in line with the applicable statutory approvals.

The remuneration package of the Directors comprises of salary, perquisites and allowances, contribution to provident fund and superannuation fund and commission.

The details are summarized below:

Particulars		Year ended 31st March 2010 (Rupees)	Year ended 31st March 2009 (Rupees)
Salary	A	48,00,000/-	39,00,000/-
Contribution to PF	B	28,080/-	27,300/-
TOTAL	**A+B**	**48,28,080/-**	**39,27,300**

9. a) Fixed Deposits lodged with Exchanges towards security deposit/base minimum capital/Additional base capital.

Particulars	As at 31.03.2010 Rs.	As at 31.03.2009 Rs.
Bombay Stock Exchange Ltd. Cash Segment	1,25,000/-	1,25,000/-
TOTAL	**1,25,000/-**	**1,25,000/-**

b) Securities received from clients as collateral for margins are held by the Company in its own name in a fiduciary capacity and / or lodged with the exchanges towards additional base capital / exposure and / or pledged to bank against overdraft facility.

10. The company in compliance with Accounting Standards (AS) 15- "Employee Benefits" has, for the third time, provided for long term compensated absences.

An amount of Rs 59,356/- as contribution towards defined contribution plans is recognized as expenses in the profit & loss account.

Assumptions	Total
Discount Rate Previous Year	7.00%
Salary Escalation Previous year	4.50%
Discount Rate Current Year	8.00%
Salary Escalation Current year	7.00%
Amount Recognised in the Balance Sheet	
Present value of obligations as at the end of the year	11,31,210
Fair Value of Plan Assets at the end of the year	10,71,854
Difference	59,356
Amount Recognised in the Balance Sheet	59,356

11. There are no amounts payable to any micro, small and medium (SMEs) scale industrial undertaking as identified by the management from the information available with the company and relied upon by the Auditors.

12. Fixed Deposits with Banks of Rs. 1,65,00,000/- (P.Y. Rs. 2,07,50,000/-) have been pledged with Banks against Overdraft (Rs 1,48,50,000/-) and Bank Guarantee (1,50,00,000/-) facilities.

13.

Earnings per Share as per (Accounting Standard - 20)		2009-10	2008-09
Earnings per share have been computed as under:			
Profit attributable to equity shareholders (A)	Rs.	2,31,15,994/-	53,59,650/-
Average number of equity shares outstanding (B)		29,59,700	29,66,450
Basic / Diluted earnings per share (A/B)	Rs.	**7.29**	**1.81**

14. Deferred Tax Liability / (Assets) as per Accounting Standard-22.

Description	**Deferred Tax Liability/ (Assets) As at 1.4.2009**	**Current year Charge Liability/ (Assets)**	**Deferred Liability /Tax (Assets) As at 31.3.2010**
Depreciation Differences (Liability)	43,63,768	2,89,083	46,52,851
Exp. Disallowed u/s 40 (a) (Assets)	-	(20,175)	(20,175)
TOTAL	**43,63,768**	**2,68,908**	**46,32,676**

15. In the opinion of the management, fixed assets is not found to be impaired and therefore, no provision for impairment loss is made for the year.

16. Previous year figures have been reclassified wherever necessary to confirm to the Classification for the year.

FOR M.B. LADHA & COMPANY
Chartered Accountants
Reg. No. 105503W

Mukesh Ladha
Proprietor
Membership No: 35544

Place: Mumbai
Date: 29.05.2010

For and on behalf of the Board of Directors

Sunil Nyati (Managing Director)

Anita Nyati (Director)

BALANCE SHEET ABSTRACT & COMPANY'S GENERAL BUSINESS PROFILE AS PER THE PART (V) OF SCHEDULE VI TO THE COMPANIES ACT, 1956

I. Registration Details

Registration No.						6	7	0	5	2	State Code :						1	1
Balance Sheet Date :	3	1		0	3		2	0	1	0								

II. Capital raised during the year (Amount in Rupees Thousand)

Public Issue								N	I	L	Right Issue					N	I	L
Bonus Issue								N	I	L	Private Placement					N	I	L

III. **Position of Mobilisation and Deployment of Fund (Amount in Rupees Thousand)**

TOTAL LIABILITIES					**1**	**1**	**6**	**4**	**9**	**8**	**TOTAL ASSETS**		**1**	**1**	**6**	**4**	**9**	**8**
Source of Funds											**Application of funds**							
Paid-up Capital						2	9	8	2	5	Net fixed assets			3	4	1	4	5
Share Application								N	I	L	Net current assets			7	0	3	5	7
Secured Loans										7	Accumulated losses					N	I	L
Reserves and Surplus						**8**	**2**	**0**	**3**	**4**	**Investments**			1	1	6	1	7
Unsecured Loans								N	I	L	**Misc. Expenditure**					3	8	0

IV. Performance of Company (Amount in Rupees Thousand)

Turnover					1	7	8	0	3	5	Total Expenditure		1	4	3	2	5	6
Profit / (Loss) before tax						3	4	7	7	9	Profit/(Loss) after tax			2	3	1	1	6
Earning per Share (Annualised) Rs.							7	.	7	9	Dividend Rate %						1	0

V. Generic Names of Three Principal Products/Services of Company

(as per monetary terms)

Item Code No.	N	O	T		A	P	P	L	I	C	A	B	L	E

Product DescriptionStock Broking and Advisory Services etc

FOR M.B. LADHA & COMPANY
Chartered Accountants
Reg. No. 105503W

Mukesh Ladha
Proprietor
Membership No: 35544

Place: Mumbai
Date: 29.05.2010

For and on behalf of the Board of Directors

Sunil Nyati (Managing Director)

Anita Nyati (Director)

CONSOLIDATED CASH FLOW STATEMENT

			For the year ended 31.3.2010 Rs	For the year ended 31.3.2009 Rs
A	**CASH FLOW FROM OPERATING ACTIVITIES**			
	Net Profit before Tax and Extra Ordinary items		**34,779,080**	**8,374,692**
	Adjustments for :			
	Depreciation		6,930,326	6,259,359
	(Profit) / Loss on sale of investments		(1,265,818)	1,619,035
	(Profit) / Loss on sale of Fixed Assets		266,733	158,637
	Dividend income		(516,585)	(390,936)
	Interest Income		(6,530,031)	(6,164,755)
	Interest Expenses		319,843	1,263,680
	Miscellaneous Expenses Written Off		21,000	21,000
	Operating profit before Working Capital Changes		**34,004,548**	**11,140,712**
	Adjustments for :			
	Trade and other receivables		(125436738)	(7,747,378)
	Inventories		(11,767,516)	689,807
	Trade and other payables		126,402,666	23,923,374
	Secured Loans		6,777	(5,093,587)
	Advances recoverable in cash or in kind		(5,735,277)	8,689,772
	Cash Generated from Operations		**17,474,460**	**31,602,699**
	Direct Taxes Paid		(3,290,219)	(13,835,585)
	Interest Paid		(319,843)	(1,263,680)
	Cash Flow before Extra -ordinary items		**13,864,398**	**16,503,434**
	Extra-ordinary items:		(358,605)	0
	Net Cash Flow from Operating Activities	**(A)**	**14,223,003**	**16,503,434**
B	**CASH FLOW FROM INVESTING ACTIVITIES**			
	Purchase of Fixed Assets		(8,255,088)	(5,882,475)
	Sale of Fixed Assets		1,001,764	871,420
	Purchase of Investments		(5,264,641)	(66,052,891)
	Sales of Investments		432,991	69,792,679
	Purchase of Investments (Mutual Funds)		(500,000)	-
	Sale of Investments (Mutual Funds)		-	-
	Dividend Received		516,585	390,936
	Interest Received		6,530,031	6,164,755
	Net Cash flow from Investing Activities	**(B)**	**(5,538,358)**	**5,284,424**
C	**CASH FLOW FROM FINANCING ACTIVITIES**			
	Share Issue Proceeds		600,000	0
	Unpaid allotment Money received		146,000	0
	Dividend & Dividend Tax Paid		(3,428,538)	(3,428,538)
	Net Cash Flow from Financing Activities	**(C)**	**(2,682,538)**	**(3,428,538)**
	Net Increase in Cash & Cash Equivalents	**(A+B+C)**	**6,002,108**	**18,359,320**
	Cash & Cash Equivalents (Opening)		43,173,104	24,813,784
	Cash & Cash Equivalents (Closing)		**49,175,212**	**43,173,104**

NOTE: Previous year figures have been regrouped / rearranged wherever necessary.

FOR M.B. LADHA & COMPANY
Chartered Accountants
Reg. No. 105503W

Mukesh Ladha
Proprietor
Membership No: 35544

Place: Mumbai
Date: 29.05.2010

For and on behalf of the Board of Directors

Sunil Nyati (Managing Director)

Anita Nyati (Director)

Notice to the Shareholders

NOTICE is hereby given that the Eighteenth Annual General Meeting of **SWASTIKA INVESTMART LIMITED** will be held on Thursday, the 2nd day of September, 2010 at 2.00 p.m., at the Registered Office of the Company, 1st Floor, Bandukwala Building, British Hotel Lane fort, Mumbai – 400 001, to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the Audited Balance Sheet as at 31st March 2010 and the Profit & Loss Account of the company for the year ended on the same date and the Reports of the Board of Directors and Auditors thereon.
2. To declare a dividend on equity shares of the Company.
3. To appoint a director in place of Mr. Chain Raj Doshi, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a director in place of Mr. Vinod Kumar Gupta, who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint a director in place of Mr. Tarun Kumar Baldua, who retires by rotation and being eligible, offers himself for re-appointment.
6. To appoint Auditors to hold office from the conclusion of this Annual General Meeting to the conclusion of next Annual General Meeting and to authorize the Board to fix their remuneration. The retiring auditors M/s M.B. Ladha & Company, Chartered Accountants, Mumbai have informed the Company that they do not wish to seek re-election as Auditors of the Company. The Company has received a special notice from a member proposing the appointment of M/s. R.S. Bansal,Chartered Accountants, Indore as statutory Auditors of the Company.

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

   "RESOLVED THAT M/s. R.S. Bansal & Company, Chartered Accountants, Indore be and are hereby appointed as statutory Auditors of the Company in place of M/s M.B. Ladha & Company, Chartered Accountants, Mumbai to hold office from the conclusion of this Annual General Meeting to the conclusion of next Annual General meeting and the Board be and are hereby authorized to fix their remuneration."

SPECIAL BUSINESS

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

   "RESOLVED THAT pursuant to the provisions of Section 198, 269, 309, 310,311 and other applicable provisions, if any, and in terms of Schedule XIII of the Companies Act, 1956 as amended up to date and subject to approval of central government or any other appropriate authority, if required, Mr. Sunil Nyati, be and is hereby re-appointed as Managing Director of the Company for the period of three years with effect from 15th June, 2010 to 14th June, 2013 on the following terms, conditions, salary and perquisites:

   a) **Salary :** Rs. 2,50,000/- (Rupees Two Lacs Fifty Thousand only) per month.

   b) **Commission :** A commission based on the net profit of the company as may be determined by the Board, subject to overall ceiling laid down in section 198 and 309 of the Companies Act, 1956 and provided, however, the commission will be paid on pro-rata basis in the event of earlier cessation or termination of appointment.

   c) **Perquisites :** As detailed in Annexure to the Explanatory Statement , the annual value of which will be limited to a ceiling of 100% of annual salary.

   "RESOLVED FURTHER that where in any financial year the Company has no profits, or its profits are inadequate during the term of office of Mr. Sunil Nyati, the remuneration aforesaid shall be minimum remuneration."

   "RESOLVED FURTHER that the Board of Directors be and are hereby authorized to vary, alter, increase or enhance/ change from time to time, the terms and conditions of re-appointment and remuneration of Mr. Sunil Nyati subject to the limit laid down under the applicable provisions of the Companies Act, 1956 and subject to the requisite approvals, if any, being obtained"

   "RESOLVED FURTHER that for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper."

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

"RESOLVED THAT pursuant to the provisions of sections 198,269,309,310,311, and other applicable provisions if any, and in terms of schedule XIII of the Companies Act, 1956 as amended up to date remuneration of Mrs. Anita Nyati, Whole Time Director of the Company be and is here by increased from Rs. 100000/- per month to Rs. 1,25,000/- per month with effect from 1st June, 2010, as set out hereunder:

a **Salary :** Rs. 1,25,000/- (Rupees One Lac Twenty Five Thousand only) per month and other terms and conditions will remain same.

b **Perquisites :** In addition to the above salary Mrs. Anita Nyati, Whole Time Director shall also be entitled to the perquisite (evaluated as per Income Tax Rule wherever applicable and at actual cost to the Company in other cases) like benefits of furnished accommodation/House Rent Allowance with gardener and security guard, gas, electricity, water and furniture, chauffeur driven car and telephone at residence, medical reimbursement, personal accident insurance, leave and leave travel concession, club fees, provident fund, Superannuation fund, exgratia & gratuity in accordance with the scheme(s) and rule(s) applicable to the members of the staff or any modification(s) that may be made in any scheme/rule for the aforesaid benefits. However, perquisites shall be restricted to an amount equal to 25 % of annual salary."

"RESOLVED FURTHER that where in any financial year the Company has no profits, or its profits are inadequate during the term of office of Mrs . Anita Nyati, the remuneration aforesaid shall be minimum remuneration."

"RESOLVED FURTHER that the Board of Directors be and are hereby authorized to vary, alter, increase or enhance / change from time to time, the terms and conditions of remuneration of Mrs . Anita Nyati subject to the limit laid down under the applicable provisions of the Companies Act, 1956 and subject to the requisite approvals, if any, being obtained"

"RESOLVED FURTHER that for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper."

By order of the Board of Directors
For **Swastika Investmart Limited**

Date :July, 10th , 2010
Reg Off. 1st Floor Bandukwala
Building Hotel Lane Fort,
Mumbai 400001

Sunil Nyati
Managing Director

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES IN ORDER TO BE VALID, THE PROXY FORMS MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. The relative Explanatory Statement Pursuant to Section 173 (2) of the Companies Act, 1956 in respect of Special Business as set out above is annexed hereto.
3. The Register of Members and the Transfer Books of the Company will remain closed from Saturday, 28th August, 2010 to Thursday 2nd September 2010 (both days inclusive) for the purpose of payment of dividend to those members whose name stand on the Register of Members as on 27th August 2010. The Dividend in respect of equity shares held in electronic form will be payable to the beneficial owner of the equity shares as at the end of business hours on 27th August, 2010, as per the details furnished by the depositories for this purpose.
4. Members are requested to send their queries, if any, at least 7 days in advance so that the information can be made available at the meeting and members are requested to bring their copy of the Annual Report to the meeting as annual report will not be distributed at the Annual General Meeting.

5. Pursuant to Section 109A of the Companies Act, 1956, shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to fill and send form 2B (Copy of which will be made available on request).

6. In all correspondence with the Company, members are requested to quote their Account/Folio numbers and in case their shares are held in dematerialized form, they must quote their client ID number and their DP ID number.

7. Under the Companies Act, 1956 dividends that are unclaimed for a period of seven years are required to be transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government. Members, who have not encash the dividend warrant, are requested to make their claim to Swastika Investmart Limited. It may be noted that once the amounts in the unpaid dividend accounts are transferred to IEPF or the Company in respect thereof and the Members would lose their right to claim such dividend.

8. The Company has designated an exclusive email ID secretarial@swastika.co.in which would enable the members to post their grievances and monitor its redressed. Any member having any grievance may post the same to the said Email address for its quick redressal.

9. Members who wish to dematerialize the shares or seek any information regarding transfer of shares are requested to contact the Company Registrar and Share Transfer Agent.

10 Members attending the meeting are requested to bring with them the Attendance slip attached to the Annual Report dully filled in and signed and handover the same at the entrance of the hall.

11 Details under clause 49 of the Listing Agreement with the Stock Exchange in respect of Directors seeking re-appointment at the Annual General Meeting is annexed herewith.

Details of the Directors seeking re-appointment at the forthcoming Annual General Meeting as per Clause 49(1) (A) of the Listing Agreement.

Particulars	Mr. Chain Raj Doshi	Mr. Vinod Gupta	Mr. Tarun Baldua
Date of Birth	04/05/1944	05/02/1971	18/09/1961
Date of Appointment	25/08/2003	31/03/1998	20/08/2008
Qualification	Graduate	Charted Accountant by Profession.	Charted Accountant by Profession.
Expertise in specific functional area	Personnel and labor relations	Vast experience in Finance and Taxation	Vast experience in Accounts, Finance & Taxation.
Directorship held in other Companies	N.A	N.A.	N.A.
Number of shares held in the Company	N.A	N.A	N.A.

By order of the Board of Directors
For **Swastika Investmart Limited**

Date :July, 10th , 2010
Reg Off. 1st Floor Bandukwala
Building Hotel Lane Fort,
Mumbai 400001

Sunil Nyati
Managing Director

Explanatory Statement pursuant to section 173(2) of the Companies Act, 1956

ITEM NO. 7

Shri Sunil Nyati is science graduate and one of the promoter and founders of the Company. He carries a vision of growth of the Company and has made invaluable contributions to the success and performance of the Company over the years. Looking to his total devotion and resultant progress made by the Company under his dynamic leadership skills in spite of various difficulties faced by the Company in time to time, your Board of Directors feels that his continuation on the Board will be highly beneficial to the company and recommend the adoption of the resolution proposed under this item.

Accordingly, it is proposed to reappoint him as Managing Director w.e.f. 15th June, 2010 on remuneration as mentioned in resolution. For the same remuneration committee and Board of Directors have accorded their approval subject to approval of the members.

The proposed remuneration will be in the limit prescribed for the managerial person in Schedule XIII of the Companies Act, 1956 amended up to date.

Except Mr. Sunil Nyati, Mrs. Anita Nyati, Mr. Anil Nyati and Mr. S.N. Maheshwari , no other Director is concerned or interested in the proposed resolution. The contents of resolution along with explanatory statement and details contains therein shall be deemed to be abstract of the terms and conditions of change in remuneration of Mr. Sunil Nyati under section 302 of the Companies Act, 1956 and memorandum of interest in that behalf.

ANNEXURE TO THE EXPLANATORY STATEMENT

Perquisites shall be restricted to an amount equal to annual salary as detailed in categories 'A', 'B' and 'C' :

Category 'A'

1. Housing: House rent allowance @ 50% of the salary. The expenditure incurred by the Company on gas, electricity , water and furnishing shall be valued as per the Income – Tax Rules, 1962 which shall be subject to a ceiling of 5% of salary.
2. Medical Reimbursement: Medical expenses incurred by him and his family shall be reimbursed to him subject to a ceiling of one month salary in a year or three months salary over a period of three years.
3. Leave Travel Concession: For him and his family, once in a year, incurred in accordance with the Rule specified by the Company.
4. Club Fees: Fees of club subject to a maximum of two clubs. This will not include admission and life membership fees.
5. Personal Accident Insurance: Benefit of a personal accident insurance of an amount, the premium of which does not exceed Rs. 4,000/- per annum.

Explanation : For the purpose of Category 'A' above 'Family' means the spouse, dependent children and dependent parents of the Managing Director.

Category 'B'

1 Provident Fund etc.: Contribution to Provident Fund and Superannuation Fund or Annuity Fund and Leave to be in accordance with the practice, and Regulations in force, from time to time. The contribution to Provident Fund and Superannuation Fund or Annuity Fund will not be included in the computation of the ceiling of the perquisites to the extent these, either singly or put together, are not taxable under the Income-tax Act 1961.

2 Gratuity: Not exceeding half month's salary for every completed year of service.

Category 'C'

Provision of car for use on Company's business and telephone at residence:

These will not be considered as perquisites. However, personal long distance calls and use of the car for private purpose shall be billed by the Company to the Managing Director.

The Additional disclosures mentioned in Para 1(B)(iv) of Section II of Part II of Schedule XIII to the Companies Act, 1956 is as under:

(I)	**GENERAL INFORMATION:**	
1	Nature of Industry	Financial Services.
2	Date or expected date of Commencement Commercial Production.	The company is not engaged in any manufacturing activities and is engaged in Stocking broking activities.

3	In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the Prospectus.	Not Applicable		
4	Financial Performance based on given indicator.	As give below (Rs. in Lacs)		
		2006-07	2007-08	2008-09
	Turnover	615.36	1423.57	1012.36
	Profit/Loss before tax	148.74	535.33	75.33
	Profit/Loss after tax	58.24	383.01	46.16
	Net Worth	524.70	873.58	885.46
5	Export performance and net foreign Exchange collaborations.	Not Applicable		
		2006-07	2007-08	2008-09
	Export of Goods (FOB basic)	NA	NA	NA
6	Foreign investments or collaborators, if any	The company has no foreign investments or foreign collaborations. The company has not made any foreign investments or has any collaboration overseas.		
(II)	**INFORMATION ABOUT THE APPOINTEE**			
	Name of the Appointee	Mr. Sunil Nyati (Managing Director)		
	Background details	Mr. Sunil is science graduate and started his career as Managing Partner with M/s Swastika Agencies, Kota (Raj)., an authorized dealer of Kinetic Vehicles and looked after Marketing, Sales, dealership development, Hire Purchases and Lease Finance activities for a period of 8 years. In the year 1992 he promoted this company with the object of Hire purchase and Lease finance and also involved in various activities like Financial Advisory Services, Merchant Banking, Capital market Operations. The company has diversified in the field of Depository Participant, and the company has took the membership of CDSL and NSDL and setup mutual fund desk by acquiring membership of NCDEX & MCX, providing portfolio Management services to the investors only due to rich experience of Mr. Nyati. Swastika has been on a growth path under his able leadership and rich experience. His values of integrity and transparency have been inculcated in all the employees. He always innovates ideas; adapt latest technology so as to provide quality and unbiased investment solution to the investors.		
	Past remuneration	2,00,000 per month		
	Recognition or awards	None		
	Job profile and his suitability	Mr. Sunil Nyati a Managing Director as well as promoter Director of the company is responsible for overall management, general management, finance. The job profile essentially requires a leader who is innovative, self-motivated and result oriented.		

		Mr. Sunil Nyati has experience in conceptualizing; planning, directing and implementing finance business and financial strategies and translates them in terms of business growth.
	Remuneration proposed	2,50,000 per month
	Comparative remuneration profile with respect to industry, size of the company profile of the post and person (in case of expatriates the relevant details would be w.r.t. the country of origin.)	Though the exact latest data of the comparative profile with remuneration of the CEO/MD/Key Personnel of Financial Services Companies is not available, however generally the CEOs/MDs/Key Managerial personnel of Stock broking Companies of comparable status are generally receiving remuneration above Rs. 40 lacs per annum.
	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Mr.Sunil Nyati is a Promoter Director. He is related to Mrs. Anita Nyati, Whole time Director, Mr. Anil Nyati and Mr. S.N. Maheshwari, Director of the Company except form this he does not have any other pecuniary relationship with any of the director of the Company.
(III)	**OTHER INFORMATION**	
	Reason of loss or inadequate profits	Loss on account of sudden crash in the stock indices and also on account of loss in the Futures & Options segment due to high Intra-day volatility in the stock market.
	Expected increase in productivity and profits in measurable terms.	The growth in finance market specially stock market boom in India and other countries. The Company has already shown growth in the year 2007-2008 and 2008-2009 in comparison to previous years and company is continuing paying dividend since last five years. Increase in net worth of the Company. Enhancement of value of membership of BSE and NSE.
(IV)	**DISCLOSURES**	
	• Remuneration package payable to Mr. Sunil Nyati , Managing Director of the company has been disclosed in the commencing paragraph of this Explanatory Statement. • All elements of remuneration package to all directors is disclosed in the Corporate Governance Report. • The particulars set out hereinabove may be treated as the abstract of the terms and conditions for increase in remuneration of Mr. Sunil Nyati Managing Director of the Company, to be sent to the shareholders under section 302 of the Companies Act, 1956. • None of the Directors except Shri Sunil Nyati, Mrs. Anita Nyati, Mr. Anil Nyati and Mr. S.N. Maheshwari is concerned or interested in this resolution. • The Directors recommend the resolution for approval by the members. • Stock Option Details: NA	

ITEM NO. 8

Mrs. Anita Nyati is whole time director of the company. Mrs. Anita Nyati is matured business personality; she is Commerce Graduate and has done NCFM in Capital Market and Derivatives Module. She has over 20 years experience in accounting and capital market research. Mrs. Anita Nyati is handling account division, research division, capital market gurukul and all publications of the company. Looking to her total devotion, Board of Directors feels that her continuation must be awarded properly therefore board decided to increase her remuneration from Rs. 100000/- to Rs. 125000 per month.

Accordingly, it is proposed to increase her remuneration with effect from 1st June, 2010

The proposed remuneration will be in the limit prescribed for the managerial person in Schedule XIII of the Companies Act, 1956 amended up to date.

Except Mrs. Anita Nyati, Mr. Sunil Nyati, Mr. Anil Nyati and Mr. S.N. Maheshwari , no other Director is concerned or interested in the proposed resolution. The contents of resolution along with explanatory statement and details contains therein shall be deemed to be abstract of the terms and conditions of change in remuneration of Mrs. Anita Nyati under section 302 of the Companies Act, 1956 and memorandum of interest in that behalf.

By order of the Board of Directors
For **Swastika Investmart Limited**

Date :July, 10th , 2010
Reg Off. 1st Floor Bandukwala
Building Hotel Lane Fort,
Mumbai 400001

Sunil Nyati
Managing Director

Regd. Office: 1st Floor, Bandukwala Building, British Hotel Lane Fort, Mumbai–400 001

ATTENDANCE SLIP

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

I hereby record my presence at the Annual General Meeting of the Company at 1st Floor, Bandukwala Building, British Hotel Lane Fort, Mumbai-40001-M.H., on Thursday, 2nd day of September, 2010 at 2.00 P.M.

…….. ……..

Full name of the Shareholder / Proxy (in Capitals) Signature

Folio No……...

…….. ……..

Full name of the Shareholder / Proxy (in capitals) Signature

Regd. Office : 1st Floor, Bandukwala Building, British Hotel Lane Fort, Mumbai–400 001

PROXY FORM

I/We ……..……..

Of ……in district of ……Being a member/members of the above-named Company, hereby appoint ……of ……..

or failing him……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 Thursday, 2nd day of September, 2010 at 2.00 P.M and at any adjournment thereof.

Please Affix 1Rupee Revenue Stamp

Signed this…… ……day of ……2010.

Note: The Proxy must be returned so as to reach the registered office of the Company not less than 48 hours before the time for holding the aforesaid meeting. The proxy need not to be a member of the Company.

Visit of Hon'ble Mr. R.C. Lahoti,
Former Chief Justice of India,
at our Administrative Office.

Visit of Ms. Kamla K.,
Vice President, NSE India Ltd.
at our Administrative Office.

Creating
A Wealth of Trust Through
Consistently High Performance!

swastika investmart
THE WEALTH MAKERS

Investor Awareness Programme.

Honor by the Maheshwari Samaj for
contribution to the Society.

swastika investmart
THE WEALTH MAKERS

If undelivered, please return to :

SWASTIKA INVESTMART LIMITED

Corp. Office : 48, Jaora Compound, MYH Road, INDORE-452 001 (M.P.) Phone : 0731-3045000, 2705200, 4043100 Fax : 0731-3049216
Regd. Office : 1st Floor, Bandukwala Building, British Hotel Lane, Fort, Mumbai - 400 001 Phone : 30271671-72