



BERYL SECURITIES LIMITED

Regd. Off.: 43-44, 2nd Floor, Dawa Bazar, 13-14, RNT Marg, INDORE - 452001 (M.P.)
Tel. : (0731) 3228696 E-mail : berylsecurities@gmail.com CIN : L67120MP1994PLC008882

FORM A

(Pursuant to Clause 31(a) of the Listing Agreement)

1.	Name of the Company	Beryl Securities Limited
2.	Annual Financial Statements for the year ended	March 31, 2015
3.	Type of Audit observation	Un- qualified
4.	Frequency of observation	Not Applicable

For Beryl Securities Ltd

Sudhir Sethi
Managing Director

For Beryl Securities Ltd.

Sanjay Sethi
Director

For Beryl Securities Ltd.

Avinash Sharma
Chairman Audit Committee

For Beryl Securities Ltd

Neeraj Khanwilkar
Chief Financial Officer

For Subhash Chand Jain Anurag & Associates
Chartered Accountants (FR. NO. 04733C)



Akanksha Shrivastava
Partner

21ST
ANNUAL REPORT
2014-2015



BERYL
SECURITIES LIMITED



TWENTY FIRST ANNUAL REPORT 2014-2015 CORPORATE INFORMATION

BOARD OF DIRECTORS :

Shri Sudhir Sethi - Managing Director
Shri Sanjay Sethi - Chairman & Director
Shri Sunil Jain - Independent Director
Shri Avinash Sharma - Independent Director
Shri Hemant Jain - Independent Director
Mrs. Bharti Gurjar - Non Executive Director

COMPANY SECRETARY & COMPLIANCE OFFICER :

CS Kamlesh Gupta

CHIEF FINANCIAL OFFICER :

Mr. Neeraj Khanwilkar

REGISTERED OFFICE :

43-44, 2ND FLOOR,
Dawa Bazar, 13-14, R.N.T. Marg,
Indore - 452 001 (M.P.) INDIA.

AUDITORS :**SUBHASH CHAND JAIN ANURAG & ASSOCIATES,**

Chartered Accountants.

4, Archana Apartment, 8-B, Ratlam Kothi,
Indore - 452 001 (M.P.) INDIA

BANKERS :

1. Punjab National Bank, Indore
2. Bank of India, Indore

LISTED STOCK EXCHANGE :

1. **Bombay Stock Exchange, Mumbai**
Phiroze Jeejeebhoy Tower, Dala Street,
Fort, Mumbai - 400 001
2. **Jaipur Stock Exchange, Jaipur**
Stock Exchange Building, JLN Marg
Malviya Nagar, Jaipur- 302017

REGISTRAR AND SHARE TRANSFER AGENT :**M/s. Adroit Corporate Services (P) Ltd.**

19/20, Jaferbhoy, Industrial Estate, 1st Floor Makwana
Road, Moral Naka, Andheri (E) Mumbai- 400 059

E-Mail: adroit@vsnl.net

Ph.: 022 - 42070400 Fax : 022 - 28503748

BOARD COMMITTEES**AUDIT COMMITTEE :**

Shri Avinash Sharma - Chairman
Shri Sunil Jain
Shri Hemant Jain

NOMINATION AND REMUNERATION COMMITTEE

Shri Sunil Jain - Chairman
Shri Avinash Sharma
Shri Hemant Jain

STAKEHOLDERS RELATIONSHIP COMMITTEE

Shri Hemant Jain - Chairman
Shri Sunil Jain
Shri Avinash Sharma

RISK MANAGEMENT COMMITTEE

Shri Sanjay Sethi- Chairman
Shri Kamlesh Gupta
Shri Neeraj Khanwilkar

21st ANNUAL GENERAL MEETING :

Date : September 30th, 2015
Day : Wednesday • Time : 01:00 P.M.
Venue : Kanchan Palace, Community Hall,
Nipania Ring Road, Indore. (M.P.)

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NOTICE

NOTICE is hereby given that the **Twenty First Annual General Meeting** of Members of **BERYL SECURITIES LIMITED** will be held at Kanchan Palace, Community Hall, Nipania Ring Road Indore (M.P.) on **Wednesday, the 30th day of September, 2015** at 01.00 P.M. to transact the businesses as set out in the Notice sent to the Shareholders.

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March 2015 and Profit & Loss Account for the year ended on that date along with Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Bharti Gurjar, who retires by rotation and, being eligible, offers herself for re-appointment.
3. To appoint M/s Subhash Chand Jain Anurag & Associates, Chartered Accountants, Indore, as Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the Twenty Third Annual General Meeting and fix their remuneration.

SPECIAL BUSINESS:

ITEM NO. 4

Adoption of new set of Articles of Association of the Company in accordance with the provisions of the Companies Act, 2013 To consider and if thought fit to pass the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Section 14 and other applicable, provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, the draft set of Articles of Association of the Company, a copy of which is placed before the meeting, be and is hereby approved and adopted as the new Articles of Association of the Company, in substitution of the existing Articles of Association of the Company.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E- form with the Registrar of Companies, Gwalior."

ITEM NO. 5

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

"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 ("Act") and other applicable provisions, if any, (including any statutory modification or re-enactment thereof) and the Articles of Association of the Company, the consent of the Company be and is hereby accorded to the Board of Directors of the Company, to borrow, from time to time, any sum or sums of money as may be required from one or more Banks, Financial Institutions and other persons, firms, bodies corporate, whether in India or abroad, notwithstanding that the monies so borrowed together with the monies already borrowed (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may at any time exceed the aggregate of the paid up Capital of the Company and its Free Reserves (reserves not set apart for any specific purpose) provided that the total amount that may be borrowed by the Board and outstanding at any point of time, shall not exceed the sum of Rs. 2 Crores (Rupees Two Crores only) and the Board be and is hereby authorized to decide all terms and conditions in relation to such borrowing, at their absolute discretion and to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required."

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy and to attend and on a poll to vote instead of himself and the proxy need not be a member of the Company. A member unable to attend may appoint a person (whether a member or not) as his proxy in the enclosed form which shall be deposited with the principal office of the Company.

THE PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.

2. The register of members and share transfer books of the Company will remain closed from September 22, 2015 to September 30, 2015 (both days inclusive).
3. Members are requested to intimate immediately any change in their addresses at the registered office of the Company.
4. Shareholders desiring any information on the Accounts at the Annual General Meeting are requested to intimate the Company at least 7 days in advance so, as to enable the Company to keep the information ready.
5. Shareholders are requested to bring their copy of Annual Report to the meeting along with the attendance slip.
6. The members holding shares in identical order of names in more than one folio are requested to write to the Share transfer agent of the Company to consolidate their holding in one folio.
7. Members are requested to quote their Folio Number in all their correspondence.
8. The documents referred to in this notice/ Explanatory Statements are open for inspection by the members at the principal office of the Company during the business hours of the Company on any working day upto the last date of the Annual General meeting.
9. Pursuant to the Clause 49 of the Listing Agreement, Profile of the Directors proposed for re-appointment being given in a statement containing details of the concerned directors is attached thereto.
10. An explanatory Statement under section 102(2) of the Companies Act, 2013 is annexed hereto.
11. Electronic copy of the Notice along with the Annual Report is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report are being sent in the permitted mode.
12. Information required to be furnished under clause 49 IV (G) of the Listing Agreement is given in the Annexure to this Notice. (In case of appointment of new director)
13. Non-resident Indian shareholders are requested to inform about the change in the residential status on return to India for permanent settlement to our Share Transfer Agent or the concerned Depository Participant, as the case may be, immediately.
 1. In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder, the Members are provided with the facility to cast their vote electronically through the e-voting services provided by Central Depository Services (India) Limited (CDSL), on all resolutions set forth in this Notice.

The instructions for members for voting electronically are as under:

(A) In case of members receiving e-mail:

- (i) The voting period begins on Thursday, 24th September, 2015 (9.00 A.M.) and ends on Saturday, 26th September, 2015 (06.00 P.M.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st September, 2015 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Log on to the e-voting website **www.evotingindia.com**
- (iv) Click on "Shareholders" tab.
- (v) Now, select "**Beryl Securities Limited**" from the drop down menu and click on "SUBMIT"
- (vi) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,

- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vii) Next enter the Image Verification as displayed and Click on Login.
 (viii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 (ix) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN* (Parmanent Account Number)	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account / folio number in the PAN field. In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. eg. If your name is ADITYA SHARMA with folio number 100 then enter AD00000100 in the PAN field.
DOB (Date of Birth)	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut off date in the Dividend Bank details field.

- (x) After entering these details appropriately, click on "SUBMIT" tab.
 (xi) Members holding shares in physical form will then reach directly the Company selection screen.
 However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 (xii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
 (xiii) Click on the EVSN for the relevant "**Beryl Securities Limited**" on which you choose to vote.
 (xiv) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
 (xv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
 (xvi) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
 (xvii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 (xviii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

- (xix) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xx) **Note for Non - Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to **www.evotingindia.com** and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to **helpdesk.evoting@cdslindia.com**.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to **helpdesk.evoting@cdslindia.com** and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at **www.evotingindia.com**, under help section or write an email to **helpdesk.evoting@cdslindia.com**.

Regd. Office :
43-44, 2nd Floor, Dawa Bazar,
13-14, RNT Marg, Indore - 452001 (M.P.)
CIN : L67120MP1994PLC008882
Dated : 04th September, 2015

For and on Behalf of the Board
BERYL SECURITIES LTD.
Sd/-
(SUDHIR SETHI)
Managing Director
DIN : 00090172

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**ITEM NO. 4:**

The existing Articles of Association (AOA) of the Company is based on Companies Act, 1956 and several regulations in the existing AOA contains specific reference of the Companies Act, 1956 and some of the regulations are not in conformity with the Companies Act, 2013. Pursuant to the notifications of the substantive sections of the Companies Act, 2013, several regulations of the existing AOA of the Company require alteration or deletion. It is, therefore proposed to replace the existing AOA with the new set of AOA. The revised set of AOA shall be placed at the meeting and also available for the inspection at the Registered Office of the Company during business hours on all working days except Sundays.

None of the Directors/ Key Managerial Personnel and their relative is in any way, interested or concerned in the passing of the resolution. The Board recommends the special resolution set forth in item No. 4 of the Notice for approval of the Shareholders.

ITEM NO. 5:

As per the Companies Act, 2013 and circulars issued by the Ministry of Corporate Affairs, the Companies are required to pass the above resolutions under the new Act. In view of this, it is, necessary for the members to pass a Special Resolution under Section 180(1)(c) and 180(1) (a) and other applicable provisions of the Companies Act, 2013, as set out at Item No.5 of the Notice.

The Board accordingly recommends the Special Resolution as mentioned at item no. 5 of this Notice for your approval.

None of the Directors or KMP or their relatives of Directors and KMP concerned with or interested in the said Resolution.

DIRECTORS' REPORT

To,
The Members,
Beryl Securities Limited
Indore.

We are pleased to present the **TWENTY FIRST ANNUAL REPORT** to the members, along with the audited Balance Sheet as at 31st March 2015, the Profit & Loss Account and Cash Flow Statement for the financial year ended on March 31, 2015.

1. REVIEW OF YEAR FOR NBFCs:

Financial Year 2014-2015 was quite challenging in terms of the macroeconomic environment in domestic as well as international markets especially for the financial services sector. In India, slower economic growth and high inflation coupled with high interest rates have been very challenging for all business enterprises. Challenging credit environment and tightening liquidity were like strong head winds for most of year.

Improvement in connectivity to rural areas will result in robustness of demand from semi urban and rural areas. With the government's initiative to boost infrastructure projects, NBFCs can also look for growth in asset financing. We will continue to be well prepared for the forthcoming years keeping the above strategic intent in mind.

2. FINANCIAL RESULTS AND OPERATION:

The financial performance of the Company during the financial year has been summarized as follows:
(In Rs.)

Particulars	Year ended 31.3.2015	Year ended 31.3.2014
Income from interest	5947173.00	4351833.00
Other income	1997341.75	1527332.62
Total Expenditure excluding depreciation	2271986.71	2908733.38
Depreciation	344621.57	380241.77
Profit/ (loss) before prior period adjustment	5327906.47	2590190.47
Adjustment of Provision for Tax	1110543.00	654617.00
Profit/ (loss) after tax	4496092.47	3009693.95

3. DIVIDEND :

As the company is deciding to strengthen its position further hence your directors are not able to declare any dividend. The Directors regret for their inability to recommend any dividend for the financial year 2014-2015

4. RESERVES

The Company proposes to transfer Rs. 899218.49 to the general reserve.

5. PUBLIC DEPOSITS :

The Company has neither invited nor accepted any deposit from the public during the year.

6. RBI REGISTRATION :

The registration granted by Reserve Bank of India as Non-Banking Financial Company is also continues during the year under review.

Further, pursuant to Non-Banking Financial Companies Auditor's Report (Reserve Bank of India) Directions, 1998, a report from the statutory auditor of the Company has been received by the Board of Directors of the Company. This report shows that the Company has complied with all the directions and prudential norms as prescribed under Reserve Bank of India Act, 1934.

7. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion & Analysis Report, as required under the Listing agreement with the Stock Exchanges is enclosed here with this report.

8. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Mrs. Bharti Gurjar is appointed on the Board of the Company as Non Executive Director of the Company at the last annual general meeting held 30th day of September, 2014. Mrs. Bharti Gurjar, who retires by rotation at this annual general meeting and, being eligible, offers her for re-appointment

The designation of Mr. Sanjay Sethi is change from Whole Time Director to Non Executive Director and also appointed as Chairman of the Company w.e.f 04/09/2014.

Pursuant to the provisions of Section 149 of the Act, which came into effect from April 1, 2014, Mr. Sunil Jain, Mr. Hemant Jain and Mr. Avinash Sharma were appointed as independent directors at the annual general meeting of the Company held on September 30, 2014. The terms and conditions of appointment of independent directors are as per Schedule IV of the Act. They have submitted a declaration that each of them meets the criteria of independence as provided in Section 149(6) of the Act and there has been no change in the circumstances which may affect their status as independent director during the year.

During the year, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company.

9. DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to the provision of Section 134(5) of the Companies Act, 2013 as amended with respect to Director's responsibility statement and subject to where so ever otherwise contained in the Audit Report, Your Directors hereby confirm.

1. That in the preparation of the annual accounts for the financial period ended on 31st March, 2015 the applicable accounting standards subject to notes to the accounts in Auditors Report had been followed, along with proper explanation relating to material departures;
2. That the Director have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial period ended and profit of the Company for the period under review;
3. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records, in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. That the Directors have prepared the annual accounts on a going concern basis.
5. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

10. AUDITORS:

Pursuant to the provisions of Section 139 of the Act and the rules framed there under, M/s. Subhash Chand Jain Anurag & Associates, Chartered Accountants, Indore (M.P.), were appointed as statutory auditors of the Company from the conclusion of the twenty first annual general meeting (AGM) of the Company held on September 30, 2014 till the conclusion of the twenty third AGM to be held in the year 2016, subject to ratification of their appointment at every AGM.

11. PARTICULARS OF EMPLOYEES:

There are no employees as on date on the rolls of the Company who are in receipt of remuneration which requires disclosures under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 i.e. Company does not have any employee receiving Remuneration exceeding Rs. 60, 00,000.00 per annum or Rs 5, 00,000.00 per month or part thereof.

During the year under review, relationship with the employees is cordial.

12. DISCLOSURE OF CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:

Since, Company is not a manufacturing Company; therefore the particulars with respect to conservation of energy & technology absorption as required under Companies (disclosure of particulars in the report of the Director) Rules, 1988 are not required. There was no foreign exchange earning & outgo during the year.

13. CORPORATE GOVERNANCE:

The Company has complied with the mandatory statutory requirement of corporate Governance specified by the Securities and Exchange Board of India through Clause 49 of the Listing agreement. As required by the said clause, a separate report on the Corporate Governance forms part of this Annual report.

A certificate from the Company Secretary in Practice regarding compliance of conditions of Corporate Governance has been obtained and is enclosed to this report.

14. LISTING AT STOCK EXCHANGES:

The Equity Shares of the Company are listed with the Bombay Stock Exchange Ltd and Jaipur Stock Exchange Limited.

The Company has delisted its securities from Madhya Pradesh Stock Exchanges w.e.f 30th May, 2015.

15. RISK MANAGEMENT

The Board of the Company has formed a risk management committee to frame, implement and monitor the risk management plan for the Company. The Committee formed will identify evaluate of operational, strategic and external environment risks. The committee has overall responsibility for monitoring and approving the risk policies and associated practices of the Company."

The development and implementation of risk management policy has been covered in the management discussion and analysis, which forms part of this report.

16. TRANSACTIONS WITH RELATED PARTIES

None of the transactions with related parties falls under the scope of Section 188(1) of the Act. Information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in **Annexure I** in Form AOC-2 and the same forms part of this report.

17. EXTRACT OF ANNUAL RETURN

As provided under Section 92(3) of the Act, the extract of annual return is given in **Annexure II** in the prescribed Form MGT-9, which forms part of this report.

18. SECRETARIAL AUDITORS' REPORT

In Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Ashish Karodia & Company a firm of Practicing Company Secretaries to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit is annexed as **Annexure - III**

19. CORPORATE SOCIAL RESPONSIBILITY

The policy of the Corporate Social Responsibility is not applicable to the Company.

20. AUDIT COMMITTEE

The details pertaining to composition of audit committee are included in the Corporate Governance Report, Which forms part of this report.

21. VIGIL MECHANISM

The details pertaining to establishment of vigil mechanism for employees and directors are included in the Corporate Governance Report which forms part of this report.

22. NOMINATION AND REMUNERATION COMMITTEE

The details pertaining to composition of committee are included in the Corporate Governance Report, which forms part of this report.

23. STAKEHOLDERS RELATIONSHIP COMMITTEE:

The details pertaining to composition of committee are included in the Corporate Governance Report, which forms part of this report.

24. ACKNOWLEDGEMENT

Your Company is grateful for the continued Company-operation and assistance extended to it by the Government and Semi-Government Authorities, Banks and other Statutory Bodies. Your Director also expresses their warm appreciation for the dedicated and sincere services rendered by the employees of the Company.

For and on Behalf of the Board
FOR BERYL SECURITIES LTD.

Place : Indore

Dated : 24th July, 2015

Sd/-
SUDHIR SETHI
Managing Director
DIN : 00090172

Sd/-
SANJAY SETHI
Director
DIN : 00090277

ANNEXURE - I**Form No. AOC - 2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts / arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto:

1. Details of contracts or arrangements or transactions not at arm's length basis :

Beryl Securities Limited (BSL) has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length during financial year 2014-15.

2. Details of material contracts or arrangement or transactions at arm's length basis :

- a. Name(s) of the related party and nature of relationship: N.A
- b. Nature of contracts / arrangements / transactions: N.A.
- c. Duration of the contracts / arrangements / transactions: N.A.
- d. Salient terms of the contracts or arrangements or transactions including the value, if any: N.A.
- e. Date(s) of approval by the Board, if any: N.A.
- f. Amount paid as advances, if any: N.A.

**On behalf of Board of Director of
Beryl Drugs Ltd.**

Sd/-

SUDHIR SETHI

Managing Director

DIN : 00090172

Place : Indore

Dated : 24th July, 2015

**ANNEXURE - II
MGT - 9**

Extract of Annual Return As on financial year ended on 31st March 2015

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION & OTHER DETAILS:

1	CIN	L67120MP1994PLC008882
2	Registration Date	20/12/1994
3	Name of the Company	BERYL SECURITIES LIMITED
4	Category / Sub-Category of the Company	Non Banking Financial Company limited by shares
5	Address of the Registered office and Contact details	43-44, 2nd Floor, Dawa Bazaar, 13-14 RNT Marg, Indore (M.P) - 452001 Ph: 0731 - 3228696 Email : sinhadk133@yahoo.com Website : www.berylsecurities.in
6	Whether listed company Yes/ No	Yes
7	Name, Address and Contact details of Registrar and Transfer Agent, if any	ADROIT CORPORATE SERVICES PVT. LTD. 1st Floor, Makwana Road, Marol Naka, Andheri (East), Mumbai - 400059 Ph.: 022 - 42270400 Website : www.adroitcorporate.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S.	Name and Description of Main No.	NIC Code of the Products/ Services	% of Total Turnover of the Products/ Services Company
1	Non Banking Financial Company	64990	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and Address Of Company	CIN/GLN	Holding / Subsidiary / Asscoiate	& of Shares Held	Applicable Section
-	-	-	-	-	-

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)
(I) CATEGORY WISE SHARE HOLDING

Category of Shareholder	No. of Shares Held at the begining of the year As on 01st April 2014				No. of Shares Held at the end of the year As on 31st March 2015				% Change during the year
	Demat	Physical	Total	% of the total Share	Demat	Physical	Total	% of the total Share	
A. Promoter's									
(1) Indian									
a) Individual/HUF	0	0	0	0.00	0	0	0	0.00	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
e) Banks /FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any other									
f-1) DIRECTORS	363000	0	363000	7.48	363000	0	363000	7.48	0.00
f-2) DIRECTORS RELATIVES	918100	0	918100	18.93	918100	0	918100	18.93	0.00
Total Shareholding of promoter (A)	1281100	0	1281100	26.42	1281100	0	1281100	26.42	0.00
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) Fills	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B) (1)	0	0	0	0.00	0	0	0	0.00	0.00
(2) Non - Institutions									
a) Bodies Corp.									
i) Indian	752801	121900	874701	18.04	747537	121900	869437	17.93	-0.11
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	270628	1485800	1756428	36.22	303547	1447600	1751147	36.11	-0.11
ii) Individual shareholders holding nominal share capital in exccess of Rs.1 lakh	651521	284700	936221	19.30	713316	234700	948016	19.55	0.24

Category of Shareholder	No. of Shares Held at the Beginning of the year As on 01st April, 2014				No. of Shares Held at the End of the year As on 31st March 2015				% Change during the year
	Demat	Physical	Total	% of the total Share	Demat	Physical	Total	% of the total Share	
C) Others (Specify)									
c-1) CLEARING MEMBER	1250	0	1250	0.03	0	0	0	0.00	-0.03
Sub-total (B)(2)	1676200	1892400	3568600	73.58	1764400	1804200	3568600	73.58	0.00
Total Public Share holding (B)= (B)(1)+(B)(2)	1676200	1892400	3568600	73.58	1764400	1804200	3568600	73.58	0.00
C. Shares held by Custodian for GDRs & ADRs.									
Promoter & Promoter Group	0	0	0	0	0	0	0	0	0
Public -	0	0	0	0	0	0	0	0	0
Sub-total (C)	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	2957300	1892400	4849700	100	3045500	1804200	4849700	100	0

II) SHAREHOLDING OF PROMOTER :

S. No.	Share Holder's Name	No. of Shares Held at the Beginning of the year As on 01st April, 2014			No. of Shares Held at the End of the year As on 31st March 2015			% Change during the year
		No. of Shares	% of total shares of the company	% of the Share Pledge / encumbered to total shares	No. of Shares	% of total shares of the company	% of the Share Pledge / encumbered to total shares	
1	SANJAY B SETHI HUF	93600	1.93	0.00	93600	1.93	0.00	0.00
2	SUDHIR B SETHI HUF	96100	1.98	0.00	96100	1.98	0.00	0.00
3	SOHIL SETHI	90300	1.86	0.00	90300	1.86	0.00	0.00
4	SONIYA SETHI	96300	1.99	0.00	96300	1.99	0.00	0.00
5	SANGITA SETHI	127700	2.63	0.00	127700	2.63	0.00	0.00
6	BABULAL SETHI HUF	50600	1.04	0.00	50600	1.04	0.00	0.00
7	SUDHIR SETHI	193500	3.99	0.00	193500	3.99	0.00	0.00
8	TARA SETHI	218700	4.51	0.00	218700	4.51	0.00	0.00
9	BABULAL SETHI	144800	2.99	0.00	144800	2.99	0.00	0.00
10	SANJAY SETHI	169500	3.50	0.00	169500	3.50	0.00	0.00
TOTAL		1281100	26.42	0.00	1281100	26.42	0.00	0.00

III) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

S. No.		Name of Promoter's	As on Date	No. of Shares Held at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total shares of the company	No. of shares	% of total shares
1	At the beginning of the year Date wise Increase/Decrease in Promoters Share holding during the year At the End of the year	BABULAL SETHI HUF	01/04/2014 Nil 31/03/2015	50600 Nil 0	1.04 Nil 0.00	50600 Nil 50600	1.04 Nil 1.04
2	At the beginning of the year Date wise Increase/Decrease in Promoters Share holding during the year At the End of the year	SANJAY B SETHI HUF	01/04/2014 Nil 31/03/2015	93600 Nil 0	1.93 Nil 0.00	93600 Nil 93600	1.93 Nil 1.93
3	At the beginning of the year Date wise Increase/Decrease in Promoters Share holding during the year At the End of the year	SUDHIR B SETHI HUF	01/04/2014 Nil 31/03/2015	96100 Nil 0	1.98 Nil 0.00	96100 Nil 96100	1.98 Nil 1.98
4	At the beginning of the year Date wise Increase/Decrease in Promoters Share holding during the year At the End of the year	SONIYA SETHI	01/04/2014 Nil 31/03/2015	96300 Nil 0	1.99 Nil 0.00	96300 Nil 96300	1.99 Nil 1.99
5	At the beginning of the year Date wise Increase/Decrease in Promoters Share holding during the year At the End of the year	SANGITA SETHI	01/04/2014 Nil 31/03/2015	127700 Nil 0	2.63 Nil 0.00	127700 Nil 127700	2.63 Nil 2.63
6	At the beginning of the year Date wise Increase/Decrease in Promoters Share holding during the year At the End of the year	BABULAL SETHI	01/04/2014 Nil 31/03/2015	144800 Nil 0	2.99 Nil 0.00	144800 Nil 144800	2.99 Nil 2.99
7	At the beginning of the year Date wise Increase/Decrease in Promoters Share holding during the year At the End of the year	SANJAY SETHI	01/04/2014 Nil 31/03/2015	169500 Nil 0	3.50 Nil 0.00	169500 Nil 169500	3.50 Nil 3.50

S. No.		Name of Promoter's	As on Date	No. of Shares Held at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total shares of the company	No. of shares	% of total shares
8	At the beginning of the year	SUDHIR SETHI	01/04/2014	193500	3.99	193500	3.99
	Date wise Increase/Decrease in Promoters Share holding during the year		Nil	Nil	Nil	Nil	Nil
	At the End of the year		31/03/2015	0	0.00	193500	3.99
9	At the beginning of the year	TARA SETHI	01/04/2014	218700	4.51	218700	4.51
	Date wise Increase/Decrease in Promoters Share holding during the year		Nil	Nil	Nil	Nil	Nil
	At the End of the year		31/03/2015	0	0.00	218700	4.51
10	At the beginning of the year	SOHIL SETHI	01/04/2014	90300	1.86	90300	1.86
	Date wise Increase/Decrease in Promoters Share holding during the year		Nil	Nil	Nil	Nil	Nil
	At the End of the year		31/03/2015	0	0.00	90300	1.86

IV) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

S. No.	For Each Top 10 Share holders	Folio No.	Name of Shareholders	As on Date	No. of Shares Held at the beginning of the year		Cumulative Shareholding during the year	
					No. of Shares	% of total shares of the company	No. of shares	% of total shares
1	At the beginning of the year	1201060800 108616	BERYL DRUGS LIMITED	01/04/2014	678400	13.99	678400	13.99
	Date wise Increase / Decrease in Promoters Share holding during the year							
	At the End of the year			31/03/2015	0	0.00	678400	13.99
2	At the beginning of the year	12010608000 62160	GOVIND GURJAR	01/04/2014	260600	5.37	260600	5.37
	Date wise Increase / Decrease in Promoters Share holding during the year			13/06/2014	-45000	0.93	215600	4.45
				20/06/2014	-133000	2.74	82600	1.70
				30/06/2014	-45000	0.93	37600	0.78
				At the End of the year		31/03/2015	0	0.00

S. No.	For Each Top 10 Share holders	Folio No.	Name of Shareholders	As on Date	No. of Shares Held at the beginning of the year		Cumulative Shareholding during the year	
					No. of Shares	% of total shares of the company	No. of shares	% of total shares
3	At the beginning of the year Date wise Increase / Decrease in holding during the year At the End of the year	1201060800 068451	DEVENDRA SINHA Promoters Share	01/04/2014	172000	3.55	172000	3.55
				31/03/2015	0	0.00	172000	3.55
4	At the beginning of the year Date wise Increase / Decrease in Promoters Share holding during the year At the End of the year	IN301983108 10750	MAYANK SIYAL	01/04/2014	0	0.00	0	0.00
				06/06/2014	24900	0.51	24900	0.51
				20/06/2014	43000	0.89	67900	1.40
				25/07/2014	50000	1.03	117900	2.43
				31/03/2015	0	0.00	117900	2.43
5	At the beginning of the year Date wise Increase / Decrease in holding during the year At the End of the year	005562	RAM BABU VIJAY Promoters Share	01/04/2014	100000	2.06	100000	2.06
				30/06/2014	-50000	1.03	50000	1.03
6	At the beginning of the year Date wise Increase / Decrease in Promoters Share holding during the year At the End of the year	IN301983108 17624	SIMIMON KALLUPURACKAL JOBY	01/04/2014	0	0.00	0	0.00
				20/06/2014	45000	0.93	45000	0.93
				08/08/2014	15000	0.31	60000	1.24
				31/03/2015	0	0.00	60000	1.24
7	At the beginning of the year Date wise Increase / Decrease in holding during the year At the End of the year	005552	RANJIT SECURITIES LTD. Promoters Share	01/04/2014	60000	1.24	60000	1.24
				31/03/2015	0	0.00	60000	1.24
8	At the beginning of the year Date wise Increase / Decrease in holding during the year At the End of the year	005585	VIRENDRA VIJAY Promoters Share	01/04/2014	50000	1.03	50000	1.03
				31/03/2015	0	0.00	50000	1.03
9	At the beginning of the year Date wise Increase / Decrease in holding during the year At the End of the year	005361	MADHU VIJAY Promoters Share	01/04/2014	50000	1.03	50000	1.03
				31/03/2015	0	0.00	50000	1.03

S. No.	For Each Top 10 Share holders	Folio No.	Name of Shareholders	As on Date	No. of Shares Held at the beginning of the year		Cumulative Shareholding during the year	
					No. of Shares	% of total shares of the company	No. of shares	% of total shares
10	At the beginning of the year	M000001	MAYANK SIYAL	01/04/2014	0	0.00	0	0.00
	Date wise Increase / Decrease in holding during the year		Promoters Share	30/06/2014	50000	1.03	50000	1.03
				25/07/2014	-50000	1.03	0	0.00
	At the End of the year			31/03/2015	0	0.00	0	0.00
11	At the beginning of the year	1207100000 022318	SANJAY SOMA JOGALE	01/04/2014	46400	0.96	46400	0.96
	Date wise Increase / Decrease in holding during the year		Promoters Share	04/04/2014	-500	0.01	45900	0.95
				25/07/2014	-288	0.01	45612	0.94
				20/02/2015	-2	0.00	45610	0.94
				06/03/2015	-1000	0.02	44610	0.92
	At the End of the year			31/03/2015	0	0.00	44610	0.92
12	At the beginning of the year	IN301983108 17632	JINESH JOSEPH	01/04/2014	0	0.00	0	0.00
	Date wise Increase / Decrease in holding during the year		Promoters Share	20/06/2014	45000	0.93	45000	0.93
	At the End of the year			31/03/2015	0	0.00	45000	0.93
13	At the beginning of the year	IN301983108 18800	ARVIND KUMAR RAWAT	01/04/2014	0	0.00	0	0.00
	Date wise Increase / Decrease in holding during the year		Promoters Share	13/06/2014	45000	0.93	45000	0.93
	At the End of the year			31/03/2015	0	0.00	45000	0.93
14	At the beginning of the year	IN301983108 10741	SWARNA SIYAL	01/04/2014	0	0.00	0	0.00
	Date wise Increase / Decrease in holding during the year		Promoters Share	30/06/2014	45000	0.93	45000	0.93
	At the End of the year			31/03/2015	0	0.00	45000	0.93
15	At the beginning of the year	IN301983100 00168	ARIHANT CAPITAL MKT. LTD	01/04/2014	21068	0.43	21068	0.43
	Date wise Increase / Decrease in holding during the year		Promoters Share	04/04/2014	-3504	0.07	17564	0.36
				11/04/2014	-2951	0.06	14613	0.30
				18/04/2014	-110	0.00	14503	0.30
				16/05/2014	11010	0.23	25513	0.53
				23/05/2014	300	0.01	25813	0.53
				30/05/2014	-300	0.01	25513	0.53
				06/06/2014	300	0.01	25813	0.53
				13/06/2014	11240	0.23	37053	0.76

S. No.	For Each Top 10 Share holders	Folio No.	Name of Shareholders	As on Date	No. of Shares Held at the beginning of the year		Cumulative Shareholding during the year	
					No. of Shares	% of total shares of the company	No. of shares	% of total shares
				20/06/2014	3300	0.07	40353	0.83
				30/06/2014	301	0.01	40654	0.84
				18/07/2014	2750	0.06	43404	0.89
				08/08/2014	-15000	0.31	28404	0.59
				12/09/2014	2368	0.05	30772	0.63
				30/09/2014	500	0.01	31272	0.64
				20/03/2015	-5000	0.10	26272	0.54
				31/03/2015	0	0.00	26272	0.54
16	At the beginning of the year Date wise Increase / Decrease in holding during the year At the End of the year	IN301055100 56786	KUSUM AGRAWAL Promoters Share	01/04/2014 31/03/2015	29000 0	0.60 0.00	29000 29000	0.60 0.60
17	At the beginning of the year Date wise Increase / Decrease in holding during the year At the End of the year	IN301151206 97419	PREM MEI WAL Promoters Share	01/04/2014 31/03/2015	28600 0	0.59 0.00	28600 28600	0.59 0.59

V) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

S. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus / sweat equity etc.):	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil

V) **INDEBTEDNESS** - INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING/
ACCRUED BUT NOT DUE FOR PAYMENT (Amount in Rs.)

Details / Particulars / Description	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	361971	NIL	NIL	361971
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	361971	NIL	NIL	361971
Change in Indebtedness during the financial year				
* Addition	NIL	NIL	NIL	NIL
* Reduction	332874	NIL	NIL	332874
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	29097	NIL	NIL	29097
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	29097	NIL	NIL	29097

VI) **REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

A. **REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:**

S. No.	Particulars of Remuaneration	Name of MD / WTD / MANAGER		Total Amount
		Mr. Sudhir Sethi Managing Director	Mr. Sanjay Sethi Whole Time Director	
1	Gross Salary			
	a. Salary as per provisions contained in Section 17(1) of the Income- Tax Act, 1961	Rs. 630000/-	Rs. 2400000/-	Rs. 870000/-
	b. Value of perquisites u/s 17(2) Income-Tax Act, 1961	-	-	-
	c. Profits in lieu of salary under section 17(3) Income- Tax Act, 1961	-	-	-
	2. Stock Option	-	-	-
	3. Sweat Equity	-	-	-
	4. Commission			
	- As % of profit	-	-	-
	- Others, specify	-	-	-
	5. Others, Please specify	-	-	-
	Total (A)	6,30,000/-	2,40,000/-	Rs.8,70,000/-
	Ceiling as per the Act			As per Schedule V Rs. 42 Lacs /Year

B. REMUNERATION TO OTHER DIRECTORS

S. No.	Particulars of Remuaneration	Name of Director			Total Amount
		Mr. Sunil Jain	Mr. Hemant Jain	Mr. Avinash Sharma	
1	Independent Directors				
	- Fee for attending board committee meetings	0.0	0.0	0.0	0.0
	- Commission	0.0	0.0	0.0	0.0
	- Others, please specify	0.0	0.0	0.0	0.0
	Total (1)	0.0	0.0	0.0	0.0
2	Other Non - Executive Directors				
	Mrs. Bharti Gurjar				
	- Fee for attending board committee meetings	0.0	0.0	0.0	0.0
	- Commission	0.0	0.0	0.0	0.0
	- Others, please specify	0.0	0.0	0.0	0.0
	Total (2)	0.0	0.0	0.0	0.0
	Total (B)=(1+2)	0.0	0.0	0.0	0.0
	Total Managerial Remuneration	0.0	0.0	0.0	0.0
	Overall Ceiling as per the Act	0.0	0.0	0.0	0.0

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

S. No.	Particulars of Remuaneration	Key Managerial Personnel		Total Amount
		CFO Mr. Alok Maheshwari	CS Mr. Kamlesh Gupta	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Rs. 120000/- P.A.	Rs. 60000/- P.A.	Rs. 180000/- P.A.
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil
	- as % of profit	Nil	Nil	Nil
	others, specify...	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	TOTAL Rs.	120000/- P.A.	60000/- P.A.	180000/- P.A.

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

TYPE	Section of the Companies Act	Brief Description	Details of Panalty / Punishment / Compounding fees imposed	Authority (RD/ NCLT / COURT)	Appeal made, if any (give details)
A. COMPANY					
Penalty	0.0	0.0	0.0	0.0	0.0
Punishment	0.0	0.0	0.0	0.0	0.0
Compounding	0.0	0.0	0.0	0.0	0.0
B. DIRECTORS					
Penalty	0.0	0.0	0.0	0.0	0.0
Punishment	0.0	0.0	0.0	0.0	0.0
Compounding	0.0	0.0	0.0	0.0	0.0
C. OTHER OFFICERS IN DEFAULT					
Penalty	0.0	0.0	0.0	0.0	0.0
Punishment	0.0	0.0	0.0	0.0	0.0
Compounding	0.0	0.0	0.0	0.0	0.0

ANNEXURE - III
Form No. MR-3
SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED
31st March, 2015

[Pursuant to section 204(1) of the Companies Act, 2013 and rule no.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

BERYL SECURITIES LIMITED

CIN- L67120MP1994PLC008882

43-44 2nd Floor -Dawa Bazar, 13-14, RNT Marg,

Indore, Madhya Pradesh

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **BERYL SECURITIES LIMITED** (hereinafter called the Company) having **CIN- L67120MP1994PLC008882**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March 2015, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by BERYL SECURITIES LIMITED for the financial year ended on 31st March, 2015 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
 - Not applicable as the Company has not entered in any such transaction.
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - Not applicable as the Company has not issued any kind of securities during the period under scrutiny.
 - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999

- Not applicable as the Company does not have any Employee Stock Option Scheme and Employee Stock Purchase Scheme.
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - Not applicable as the Company does not have any listed debt securities.
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - The Company has not delisted its equity shares from any stock exchange during the financial year under review though has already taken the steps and as on the date of signing this report, the Company has been voluntarily delisted from Madhya Pradesh Stock Exchange as on 30.05.2015.
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
 - Not applicable as the Company has not bought back any of its securities during the financial year under review.
- vi. The laws as are applicable specifically to the Company are as under:
 - a) The Environment (Protection) Act, 1986;
 - b) The Water (Prevention and Control of Pollution) Act, 1974;
 - c) The Air (Prevention and Control of Pollution) Act, 1981;
 - d) The Hazardous Waste (Management, Handling & Transboundary Movement) Rules, 2008
 - e) Factories Act, 1948
 - f) Industrial Disputes Act, 1947
 - g) The Payment Of Wages Act, 1936
 - h) The Minimum Wages Act, 1948
 - i) The Employees State Insurance Act, 1948
 - j) The Employee Provident Fund And Miscellaneous Provision Act, 1952
 - k) The Payment Of Bonus Act, 1965
 - l) The Payment Of Gratuity Act, 1972
 - m) Contract Labour (Regulation And Abolition) Act, 1970
 - n) The Industrial Employment (Standing Orders) Act, 1946.
 - o) Reserve bank of India Act, 1934
 - p) NBFC (Acceptance of Public Deposits) Directions, 1998
 - q) NBFC (Deposit Accepting or Holding) Prudential Directions, 2007

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
 - Not applicable as not notified during the period under review
- (ii) The Listing Agreements entered into by the Company with BSE Limited, Jaipur Stock Exchange and Madhya Pradesh Stock Exchange Limited;
 - The Company has been voluntarily delisted from Madhya Pradesh Stock Exchange w.e.f. 30.05.2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that: -

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-

Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent generally for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the Company which commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period:-

1. The Members have accorded their consent to the Board of Directors at the Annual General Meeting held on September 30, 2014 for the following: -
 - a. To appoint Mrs. Bharti Gurjar as a Non Executive Director of the Company.
 - b. To increase the remuneration of Mr. Sudhir Sethi from Rs. 25000/- to Rs. 65000/- after the consent of the Board of Directors of the Company and the approval of Nomination and Remuneration Committee of the Company complying the provisions of Sections section 196 & 197 read with Schedule V and other applicable provisions of the Companies Act 2013 and listing agreements.

Place : Indore
Date : 24.07.2015

ASHISH KARODIA
Company Secretary
C.P.No.-6375

ANNEXURE TO DIRECTORS' REPORT-2015

CORPORATE GOVERNANCE DISCLOSURE :

Beryl Securities Limited is committed to pursue growth by adhering to the high level of standards of Corporate Governance. The key elements of Corporate Governance are transparency, disclosure, supervision, internal controls, risk management, internal and external communications and high standards of safety, product and service quality. The Company pursuant to the clause 49 of the Listing agreement entered with the Stock Exchanges furnishes its report on the code of **Corporate Governance as on 31st March 2015.**

1) COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's Philosophy on Code of Governance envisages the attainment of the highest level of transparency, accountability and equity, in all faces of its operations, and all its inter actions with the shareholders including the employee, the Government and the lenders.

The Company is committed to achieving the highest international standards of Corporate Governance.

Company believes that all operations and actions must serve the underlying goals of enhancing overall shareholders value over a sustained period of time.

2) BOARD OF DIRECTORS

A well-qualified Board of Directors, which formulates strategies, policies and procedures, reviews its performance periodically and manages Beryl Securities limited.

a. Composition and Category of Directors as of March, 31st 2015:

Category	No. of Directors	Percentage (%)
Executive Director	1	17
Non Executive, Independent Director	5	83
Total	6	100

b. Particulars of Directorship of other Companies:

Name of Director	Category	No. of other Directorships	Committee Membership	Committee Chairman membership
Mr. Sudhir Sethi	MD	One	Nil	One
Mr. Sanjay Sethi	CHAIRMAN & DIRECTOR	One	Nil	One
Mr. Sunil Jain	ID	One	One	One
Mr. Hemant Jain	ID	One	One	One
Mr. Avinash Sharma	ID	One	One	One
Mrs. Bharti Gurjar	NED	Nil	Nil	Nil

CMD : Chairman cum Managing Director WTD: Whole-time Director

NED: Non Executive Director ID : Independent Director

- None of the directors on the board hold directorships in more than ten public companies. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he is a director. Necessary disclosures regarding committee positions in other public companies as on March 31, 2015 have been made by the directors. None of the directors are related to each other
- Independent directors are non-executive directors as defined under Clause 49(II)(B)(1) of the Listing Agreements entered into with the Stock Exchanges. The maximum tenure of the independent directors is in compliance with the Companies Act, 2013 ("Act"). All the Independent Directors have confirmed that they meet the criteria as mentioned under clause 49 of the Listing Agreement and Section 149 of the Act.

c. Number of Board Meeting held and the dates on which they were held

7 Board Meetings were held during the financial year from 1st April, 2014 to 31st March, 2015. The dates on which the meetings were held are as follows:

No. of Meetings	Date of Meetings
1.	21st April, 2014
2.	30th May, 2014
3.	25th July, 2014
4.	4th September, 2014
5.	20th October, 2014
6.	20th January, 2015
7.	20th February, 2015

The maximum time gap between two meetings was not exceeding four calendar months.

d. Attendance of each Director at the Board Meetings and the last AGM during the year 2014-15:

Name of Director	No. of Board Meetings Attended	Last AGM Attendance (Yes /No)
Mr. Sanjay Sethi	Seven	Yes
Mr. Sudhir Sethi	Seven	Yes
Mr. Sunil Jain	Seven	Yes
Mr. Hemant Jain	Seven	Yes
Mr. Avinash Sharma	Seven	Yes
Mrs. Bharti Gurjar	Seven	Yes

3) COMMITTEES OF BOARD**AUDIT COMMITTEE**

The audit committee of the Company is constituted in line with the provisions of Clause 49 of the Listing Agreements entered into with the stock exchanges read with Section 177 of the Act. The Audit Committee of the Board of Directors comprising of 3 independent Directors. The Chairman of the Audit Committee is financially literate and majority of them having accounting or related financial management experience.

During the year committee had 4 meetings times, attendance of the members at the meeting was as follows:

Name of Director	Designation	No. of Meeting Held	No. of Meeting Attended
Mr. Avinash Sharma	Chairman	4	4
Mr. Sunil Jain	Member	4	4
Mr. Hemant Jain	Member	4	4

The Committees powers and role are as stipulated by the Listing Agreement.

NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Clause 49 of the Listing Agreements entered into with the stock exchanges read with Section 178 of the Act. The Board of Directors of the Company has constituted a Remuneration Committee comprising of three independent Directors

- Mr. Sunil Jain, Chairman,
- Mr. Avinash Sharma,
- Mr. Hemant Jain

The Remuneration Committee has been constituted to recommend/ review the remuneration package of the Managing/ Whole-time Director based on performance and defined criteria.

The remuneration policy is directed toward rewarding performance, based on review of achievements on a periodical basis. The remuneration policy is in consonance with the existing Industrial Practices.

STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Board has constituted a shareholders Transfer/ Investors Grievance Committee comprising of three Independent Directors namely

- Mr. Hemant Jain, Chairman,
- Mr. Avinash Sharma,
- Mr. Sunil Jain.

During the financial year 2014-2015, the committee met 4 times and transacted business concerning the committee. The total No. of Complaints received and replied to the Satisfaction of the Shareholders during the Year were NIL.

RISK MANAGEMENT COMMITTEE :

As per clause 49 (VI) (c) of the Listing Agreement the Risk Management Committee was formed. The Committee will identify evaluate of operational, strategic and external environment risks. The committee has overall responsibility for monitoring and approving the risk policies and associated practices of the Company Committee consists of the following Members:

Name of the Director	Designation
Mr. Mr. Sanjay Sethi	Chairman
Mr. Kamlesh Gupta	Member
Mr. Neeraj Khanwilkar	Member

6) GENERAL BODY MEETINGS

a) The last Four Annual General Meeting of the company were held as under :

Financial Year	Date	Time	Location
2013-2014	30th September, 2014	03:00 P.M	Kanchan Palace, Community Hall, Nipania, Ring Road, Indore
2012- 2013	28th September, 2013	03:00 P.M	Kanchan Palace, Community Hall, Nipania, Ring Road, Indore
2011- 2012	29th September, 2010	03:00 P.M	Kanchan Palace, Community Hall, Nipania, Ring Road, Indore
2010- 2011	30th September, 2010	11:00 A.M	Kanchan Palace, Community Hall, Nipania, Ring Road, Indore

7) DISCLOSURES

a. Disclosures on materially significant related party transaction i.e. transaction of the Company of material nature, with its promoters, the Directors or the management, their subsidiaries or relatives etc, that may have potential conflict with the interest of the Company at large.

None of the transactions with any of the related parties were in conflict with the interest of the Company.

b. Details of non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchanges or SEBI, or other statutory authorities, on any matter related to capital markets, during the last three years.

There is outstanding amount towards listing fees to Jaipur Stock Exchange.

c. The Company has adopted a whistle blower policy and has established the necessary vigil mechanism

for employees and directors to report concerns about unethical behavior. No person has been denied access to the chairman of the Company

8) MEANS OF COMMUNICATION

The Company uses widely circulated newspaper as a vehicle for communication to shareholders and other concerned persons. The Company's quarterly results in the Performa prescribed by the Stock Exchange are approved and taken on record by the Board within the prescribed time frame and sent forthwith to all Stock Exchanges on which Company's shares are listed. These results are being published in leading newspapers.

- Dainik Dabang Duniya / Choutha Sansar in Hindi.
- Free Press in English.

9) COMPLIANCE OFFICER

Mr. Kamlesh Gupta is the Compliance Officer under SEBI (Regulation to an Issue and Share Transfer Agent) regulation, 1993 and under clause 47 of the Listing Agreement with Stock exchange.

10) GENERAL SHAREHOLDERS INFORMATION

The Company is registered under the state of Madhya Pradesh. The CIN allotted to the Company by Ministry of Corporate Affairs is **L67120MP1994PLC008882**

- | | |
|---|--|
| A. Annual General Meeting | : September 30, 2015 at 01.00 P.M.
Date, time and venue
Kanchan Palace, Community Hall.
Nipania, Ring Road, Indore - 452001. |
| B. Financial Reporting for 2014-15 (Tentative) | : Board meeting :
For the quarter ended on:
June 30, 2014 2nd week of July, 2014
September 30, 2014 2nd week of October, 2014
December 31, 2014 2nd week of January, 2015
March 31, 2015 2nd week on April, 2015 |
| C. Book Closure Dates | : September 22, 2015 to September 30, 2015. |
| D. Dividend payment date | : Company has not declared any dividend for the year. |
| E. Listing on Stock Exchange | : • The Bombay Stock Exchange, Mumbai
• The Jaipur Stock Exchange, Jaipur
* The Company has delisted its securities from the Madhya Pradesh Stock Exchange Ltd. W.e.f 30.05.2015. |
| F. Dematerialization of shares | : About 62.80% of Equity shares of the Company have been dematerialized up to 31st March, 2015 and 37.20% of Equity Shares are in Physical form. |
| G. Registrar and Share Transfer Agent | : M/s. Adroit Corporate Services (P) Ltd.
19/20, Jaferbhoy, Industrial Estate, 1st Floor Makwana Road, Moral Naka, Andheri (E) Mumbai- 400 059
E-Mail: adroit@vsnl.net
Ph.: 022 - 42270400 Fax : 022 - 28503748 |
| H. Share Transfer System | Presently the shares of the company are being traded in dematerialized form. |
| I. Stock Market Data | |

The frequency of trading in securities of the Company is very less. The highest and lowest price recorded during the last financial year is:

MONTH	(In Rs. Per Share)	
	High Price	Low Price
April, 2014	15.85	14.61
May, 2014	14.45	10.70
June, 2014	10.17	7.67
July, 2014	10.46	9.04
August, 2014	9.50	8.58
September, 2014	8.90	6.45
October, 2014	6.44	6.14
November, 2014	6.76	6.76
December, 2014	6.75	6.75
January, 2015	7.08	7.08
February, 2015	7.00	6.40
March, 2015	6.10	5.35

J. Shareholding Pattern as on 31.03.2015

Category of Shareholders	No. of Shares	% of Total Shares held
Promoter's Holding	1281100	26.42 %
Bodies Corporate	869437	17.93%
Indian Public	2699163	55.65 %
NRIs/ OCBs	-	-
Total	4849700	100%

K. Address of Investor Correspondence :

For transfer, payment of dividend, change of address, registration of power of attorney, Other query relating to share and Annual Report of the company	Beryl Securities Limited 43-44, 2nd Floor, Dawa Bazar, 13-14, R.N.T. Marg, Indore -452001 (M.P.) India
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**AN ANNEXURE TO DIRECTOR'S REPORT
MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

OVERVIEW:

Rapidly changing global economic & business conditions and technological innovation are creating an increasingly competitive environment that is driving companies to transform their operations globally. While the expectations of the customers have increased manifold; your Company is committed to satisfy the clients with improved quality and accelerated delivery schedules with a focus on developing long term relationships and strengthening strategic partnerships.

The Company's primary business is stock broking. The Company operates in the capital market, future and options segment, wholesale, debt market segment and the currency derivative segment.

The Company remains committed to the broking business and its investor and have exciting projects in the pipeline which will be pursued with full vigor once market conditions improve.

There has been no occurrence of any event or circumstance since the date of the last financial statements that may materially and adversely affect or is likely to affect the trading or profitability of our Company or the value of our assets or our ability to pay our liabilities.

INDUSTRY STRUCTURE & DEVELOPMENT:

The Non Banking Financial Companies (NBFCs) have come a long way from the era of concentrated regional operations, lesser credibility and poor risk management practices to highly sophisticated operations. NBFCs are now recognized as complementary to the banking system capable of absorbing shocks and spreading risks at the times of financial distress. The RBI also recognizes them as an integral part of the financial system and trying to improve credibility of the entire sector.

New opportunities like home equity, credit cards, personal finance etc. expected to take NBFCs to a new level. Growth in all these segments is sustainable at a higher rate than before given the low penetration and changing demography in the country.

The Company is looking to reduce its exposure to the broking sector and plans on entering other business in finance and technology. The Company will focus its energies on expanding horizons and rapidly expanding other promising field.

PERFORMANCE :

	Year ended 31.03.2015	Year ended 31.03.2014
		(In Rs.)
Income from interest	5947173.00	4351833.00
Other income	1997341.75	1527332.62
Total Expenditure excluding depreciation	2271986.71	2908733.38
Depreciation	344621.57	380241.77
Profit/ (loss) before prior period adjustment	5327906.47	2590190.47
Adjustment of Provision for Tax	1110543.00	654617.00
Profit/ (loss) after tax	4496092.47	3009693.95

The Company's income other than interest income includes a major portion from the profit includes NPA provision written back and provision for income tax only. The Company is taking steps to generate more income from its core activities in the upcoming period.

SEGMENT-WISE PERFORMANCE:

Since the Company's entire business is conducted within India. Hence there is no reportable geographical segment for the year. Moreover the Company is mainly engaged in the business of "Finance & Investment". All the activity of the Company revolves around the main business and as such in the opinion of the management. Hence, Accounting Standard on Segment Reporting (AS-17) issued by The Institute of Chartered Accountants of India does not apply.

OPPORTUNITIES AND THREATS:**Opportunities:**

The Company is looking at opportunities in the short term that offer quick growth and steady cash flow and is looking to establish the framework that will allow the exploitation of opportunities that will arise in the long term. The Company sees short term opportunities in the consumer services business and a long term opportunity in low cost and micro finance and broking services.

Threats:

- i. High Cost of funds.
- ii. Assets Quality deterioration may not only wipe out profits but also net growth.
- iii. Growing retail thrust within banks
- iv. Uncertain capital market conditions.
- v. High Investment Risks.

RISKS & CONCERNS:

The business of the company totally depends upon the changes taking place in the economy either it be relating to fluctuations in stock and capital market, regulations governing such markets, government policies, taxation policies, changes taking place in global economies, etc. Deriving from the long years of experience in financing and trading in securities. Your Company's credit policy framework is designed to provide the right balance between business growth and portfolio quality. The Company's philosophy of not outsourcing the credit appraisal process has ensured that credit filters are uniformly applied by experienced and well-trained employees. The growth of industry provides necessary opportunities for the company to grow. However the company is under constant pressure due to steep competition from unorganized sector and industrial scenario in the nearby area. Our Company has a diversified source of income still economic slowdown, increase in interest rate, political instability remain key concerns. Our business continues to remain linked with the economic performance of the country. Company's performance shall be affected if stock markets were to decline sharply. Increased completion is also a cause of concern. Availability and retention of manpower is also a key considering the growing number of opportunity and increasing number of players in this field.

FUTURE OUTLOOK:

The Global economy seems to be weak and another recession is very likely given the current circumstances. The Company expects inflation to remain a primary concern and impediment to growth. Established sectors in India have high entry barriers and will continue to remain so however even during period of recession, the Company forecast the maturing of the consumer oriented services industry.

Factors that may affect results of the operations :

Financial conditions and results of operations of the company are affected by numerous factors inter alia-

- Growth of unorganized sector and threat from local regional players
- Changes in the market environment.
- Change in freight and forwarding charges
- General economic and business conditions
- Company's ability to successfully implement our growth strategy
- Prices of raw materials the company consume and the products it manufacture
- Changes in laws and regulations relating to the industry in which the company operates
- Changes in political and social conditions in India
- Any adverse outcome in the legal proceedings in which the company is involved
- The loss or shutdown of operations of our Company at any time due to strike or labour unrest or any other reason.
- Inadequate handling of confidential business informations.

INTERNAL CONTROL AND ADEQUACY:

The Company has a defined organization structure and has developed well policy guidelines with predefined

authority levels. An extensive system of internal controls to ensure optimal utilization of resources and accurate reporting of financial transactions and strict compliance with applicable laws and regulations has also been implemented. The Company has put in place sufficient systems to ensure that assets are safeguarded against loss from unauthorized use or disposition, and that transactions are authorized, recorded and reported correctly. Also, the company has an exhaustive budgetary control system to monitor capital related as well as other costs, against approved budgets on an ongoing basis.

MATERIAL DEVELOPMENT IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT:

The Company's human resources philosophy is to establish and build a strong performance driven culture with greater accountability and responsibility at all levels. To that extent the Company views performance and capability as a combination of the right people in the right jobs, supported by the right processes, systems, structure and metrics.

The Industrial relations remained normal at all locations and there were no significant labour issues outstanding or remaining unresolved during the year. The Board of Directors and the Management wish to place on record their application of the efforts put in by all employees to achieve record performance. The ultimate aim of the management is to create a dependable work force that will play a key role in transforming this Company into a global player in the industry.

The industrial relations climate of the Company remained cordial during the year and continues to be focused towards improving quality and capability.

CAUTIONARY STATEMENT:

Statements in this "Management Discussion and Analysis" describing the Company's objectives, expectations or predictions are forward looking within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied in the statement depending on various factors and circumstances.

ACKNOWLEDGEMENT:

The Board acknowledges the co-operation and support extended by the Employees, Consultants, suppliers, customers and all its business associates.

The Directors place on record their appreciation for the continued support and co-operation they have received from Financial Institutions, Banks, Central and State Government.

For and on Behalf of the Board
FOR BERYL SECURITIES LTD.

Place : Indore

Dated : 24th July, 2015

Sd/-
SUDHIR SETHI
Managing Director
DIN : 00090172

Sd/-
SANJAY SETHI
Director
DIN : 00090277

**CERTIFICATE UNDER CLAUSE 47 OF THE LISTING AGREEMENT
FOR THE HALF YEAR ENDED SEPTEMBER, 2014**

To,
The members
Beryl Securities Limited
Indore

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, Files and other documents relating to **BERYL SECURITIES LIMITED** maintained by Adroit Corporate Services Private Limited pertaining to transfer of equity shares of the Company for the period from **1st April, 2014 to 30th September, 2014** for the purpose of issuing a certificate as per Clause 47(c) of the Listing Agreement entered into by, **BERYL SECURITIES LIMITED** with BSE and based on the information provided by the Company, I hereby certify that the Company has delivered during half year ended on **31st September, 2014**:

- A) Share/ Debenture Certificate(s) relating to the transfer of Shares/ Debentures received during the period from **1st April, 2014 to 30th September, 2014** as entered in the Memorandum of Transfers have been issued within fifteen days of the date of lodgment for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/ allotment monies from respective date of lodgment of each deed excepting those rejected on technical grounds.

Place : Indore
Date : 20.10.2014

ASHISH KARODIA
Company Secretary
C.P.No.-6375

**CERTIFICATE UNDER CLAUSE 47 OF THE LISTING AGREEMENT
FOR THE HALF YEAR ENDED MARCH, 2015**

To,
The members
Beryl Securities Limited
Indore

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **BERYL SECURITIES LIMITED** having its registered office at **43-44, 2nd Floor, Dawa Bazaar, 13-14 RNT Marg, Indore, (M.P.)** maintained by **Adroit Corporate Services Private Limited** (Share transfer agent of the Company) pertaining to transfer of equity shares of the company for the period from **1st October, 2014 to 31st March, 2015** for the purpose of issuing a Certificate as per Clause 47(C) of the Listing Agreement entered into by, **BERYL SECURITIES LIMITED** with BSE and based on the information provided by the Company, I hereby certify that the Company has delivered during half year ended on **31st March, 2015**:

- A) Share/Debenture Certificate(s) relating to the transfer of Shares/Debentures received during the period from **1st October, 2014 to 31st March, 2015** as entered in the Memorandum of Transfers have been issued within fifteen days of the date of lodgment for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies from respective date of lodgment of each deed excepting those rejected on technical grounds.
- B) Any other information, if applicable.

Place : Indore
Date : 11.04.2015

ASHISH KARODIA
Company Secretary
C.P.No.-6375

**CERTIFICATE FROM PRACTISING COMPANY SECRETARIES ON
CORPORATE GOVERNANCE**

To,
The members
Beryl Securities Limited
Indore

I have examined the compliance of the conditions of Corporate Governance by Beryl Securities Limited for the year ended on March 31, 2015 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchange in India.

The compliance of conditions of Corporate Governance is the responsibilities of the management. My examination was limited to review of procedures and implementation thereof, adopted by the Company for ensuring the Compliance with the conditions of the Corporate Governance. It is neither an audit nor an express of opinion on the financial statement of the Company.

In my opinion and to the best of my information and explanations given to me and the representation made by the management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in clause 49 of the Listing Agreements.

I state that during the year ended March 31, 2015, no investor grievances are pending for a period exceeding one month against the Company as per the Record maintained by the Shareholder Grievance Committee.

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

Date : 24th July, 2015
Place : Indore

CS DIPIKA KATARIA
Company Secretary
(C.P.No. - 9526)

INDEPENDENT AUDITORS' REPORT

**TO,
THE MEMBERS
BERYL SECURITIES LIMITED**

Report on the Financial Statement

We have audited the accompanying financial statements of Beryl Securities Limited ("the Company"), which comprises the Balance Sheet as at March 31, 2015, and the statement of Profit and loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of act for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies, making judgments and estimates that are reasonable and prudent, in design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that gave a true and fair view and are free from material misstatements, whether due to fraud or errors.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provision of the act, the accounting and auditing standards in matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statement that gives a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial control system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanation given to us financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India ,of the state of affairs of the Company as at March 31, 2015, and its profit and its cash flows for the year ended on that date.

Emphasis of Matter

Without qualifying our report, Attention is invited to following notes to the financial statement:-

1. **Note No. 26** : Balances under sundry debtors, sundry creditors and loans and advances are subject to confirmation.
2. **Note No. 31 (i)** : Company has made the investment in equity shares amounting to Rs.11500/- in Panjon Ltd. But no provision of Rs.9986/- has been made for diminution in value of Securities [(Market Value Rs. 1514] due to temporary in nature.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As Required by section 143(3) of the Act, we report that :
 - (a) We have sought and obtained all the information and explanation, which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - (b) In our opinion, the Company has kept Proper books of account as required by the law so far as it appears from our examination of those books.
 - (c) The balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of accounts.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014:
 - (e) On the basis of the written representations received from the directors as on 31March 2015 taken on record by the Board of Directors, none of the Directors is disqualified as on 31 march 2015 from appointed as a Director in terms of Section 164(2) of the Act;
 - (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules,2014 in our opinion and to the best of our information and according to the explanation given to us:
 - (i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 42 to the financial statements.
 - (ii) The Company has not made any provision, as required under the applicable law or accounting standards, since company did not have any long term contract, including derivatives contract for which there were any material foreseeable losses.
 - (iii) There were no amounts required to be transferred to the investor Educations and Protections fund by the Company.

For Subhash Chand Jain Anurag & Associates
Chartered Accountants
FRN No.: 004733C
Sd/-
(AKANKSHA SHRIVASTAVA)
Partner
(M. NO. 425205)

Place : Indore
Date : 24/07/2015

ANNEXURE TO INDEPENDENT AUDITORS' REPORT

The Annexure referred to in our Independent Auditor' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2015, we report that:

1. a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
2. The company is finance and Investment Company, hence having regards to the nature of the business of the company, the Clause (a), (b) & (c) of paragraph (ii) of the order is not applicable to the company.
3. The Company has not granted loans to any body corporate covered in the register maintained under section 189 of the Companies Act, 2013('the Act'), hence clause (a) and (b) are not applicable.
4. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of fixed assets. We have not observed any major weakness in the internal control system during the course of the audit.
5. The Company has not accepted any deposits from the public.
6. The Central Government has not prescribed the maintenance of records under section 148(1) of the Act, for the Company, since the company is finance and Investment Company.
7. a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including income tax, wealth tax, and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise.

According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax and other material statutory dues were in arrears as at 31 March 2015 for a period of more than six months from the date they become payable except the following :

Name of the statute	Nature of due	Amount	Period to which the amount is related
Professional Tax	Professional Tax	37500	2000-01/ 2001-02/2002-03, 2003-04 2004-05 & 2005-06, 2006-07,2007-08, 2008-09, 2009-10, 2010-11, 2011-12, 2012-13,2013-14.
Income Tax	Income Tax	26400	2006-07
Income Tax	Income Tax	13702	2010-11
Wealth Tax	Wealth Tax	86175.33	2012-13,2013-14

- b) According to the information and explanations given to us, there are no material dues of wealth tax, duty of customs and cess which have not deposited with the appropriate authorities on account of any dispute. However, according to information and explanations given to us, the following dues of income tax have not been deposited by the Company on account of disputes:

Name of the statute	Nature of dues	Amount	Period to which amount relates	Forum where dispute is pending
Income Tax Act	Penalty under sec. 271(1)(c)	325000	2006-07	CIT(A)-1 Indore
Income Tax Act	Penalty under sec. 271(1)(c)	65000	2007-08	CIT(A)-1 Indore

8. The Company does not have any accumulated losses at the end of the financial year and has not incurred cash losses in the financial year and in the immediately preceding financial year.
9. The company has not defaulted in repayment of dues to any financial institution or bank or debenture holder.
10. In our opinion and according to the information and the explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
11. The Company has not taken any term loan during the year hence comments regarding utilization of term loan is not applicable
12. According to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the course of our audit.

For Subhash Chand Jain Anurag & Associates

Chartered Accountants

FRN No.: 004733C

Sd/-

(AKANKSHA SHRIVASTAVA)

Partner

(M. NO. 425205)

Place : Indore

Date : 24/07/2015

BALANCE SHEET AS ON 31ST MARCH, 2015.

S. NO.	PARTICULARS	REFERRED NOTE	CURRENT YEAR AS ON 31-03-2015	PREVIOUS YEAR AS ON 31-03-2014
(I) EQUITY & LIABILITIES				
A. Shareholder's Funds				
	1) Share Capital	"04"	50511500.00	50511500.00
	2) Reserves and Surplus	"05"	18402106.79	14715858.31
			68913606.79	65227358.31
B. Non-Current Liabilities				
	1) Long Term Provisions	"06"	642325.26	2515802.03
			642325.26	2515802.03
C. Current Liabilities				
	1) Other Current Liabilities	"07"	1156780.63	1399882.61
	2) Short-Term Provisions	"08"	924939.81	616742.33
			2081720.44	2016624.94
			71637652.49	69759785.28
(II) ASSETS				
A. Non-current assets				
	1) Fixed assets			
	Tangible Assets	"09"	5830621.40	6985086.96
	2) Non-Current Investments	"10"	3927590.00	3927590.00
	3) Deferred Tax Assets (net)		1568862.90	1290133.88
	4) Long Term Loans & Advances	"11"	5278336.97	4823327.97
			16605411.27	17026138.81
B. Current assets				
	1) Cash and Cash Equivalents	"12"	5728333.22	2398584.23
	2) Short-Term loans and Advances	"13"	48828449.00	49975469.00
	3) Other Current Assets	"14"	475459.00	359593.24
			55032241.22	52733646.47
			71637652.49	69759785.28

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES "01"

THE ACCOMPANYING NOTES ALSO AN INTEGRAL PART OF THE FINANCIAL STATEMENT "02 to 46"

AS PER OUR REPORT OF EVEN DATE
FOR SUBHASH CHAND JAIN ANURAG & ASSOCIATES
CHARTERED ACCOUNTANTS (FR. NO. 04733C)

Sd/-
(AKANKSHA SHRIVASTAVA)

PARTNER
M.NO.: 425205

Date : 24.07.2015
Place : Indore (M.P.)

WE CERTIFY TO THE CORRECTNESS OF ABOVE,
FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
OF BERYL SECURITIES LTD.

Sd/- Sd/- Sd/-
SUDHIR SETHI **SANJAY SETHI** **KAMLESH GUPTA**
Managing Director Director Company Secretary
DIN : 00090172 DIN : 00090277 M.No.: A32408

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2015

S.NO.	PARTICULARS	NOTE	FOR THE YEAR ENDED 31-03-2015	FOR THE YEAR ENDED 31-03-2014
	INCOME			
	Revenue from operations	"15"	5947173.00	4351833.00
	Other Income	"16"	1997341.75	1527332.62
	Total Revenue		7944514.75	5879165.62
	EXPENDITURE			
	Employee benefit expense	"17"	1429400.00	1353500.00
	Finance costs	"18"	21056.31	55797.72
	Depreciation and amortization expense		344621.57	380241.77
	Other expenses	"19"	821530.40	1499435.66
	Total Expenses		2616608.28	3288975.15
	Profit before exceptional and extraordinary items and tax		5327906.47	2590190.47
	Prior Period Item	"20"	0.00	1044540.00
	Profit before tax		5327906.47	3634730.47
	Tax Expense			
	Current tax		1110543.00	654617.00
	Deferred tax		-278729.00	-29580.48
	Profit/(Loss) for the period		4496092.47	3009693.95
	Basic & Diluted Earning per share		0.74	0.50

SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES

"01"

THE ACCOMPANYING NOTES
ALSO AN INTEGRAL PART OF THE
FINANCIAL STATEMENT

"02 to 46"

AS PER OUR REPORT OF EVEN DATE
FOR SUBHASH CHAND JAIN ANURAG & ASSOCIATES
CHARTERED ACCOUNTANTS (FR. NO. 04733C)

Sd/-
(AKANKSHA SHRIVASTAVA)

PARTNER
M.NO.: 425205

Date : 24.07.2015
Place : Indore (M.P.)

WE CERTIFY TO THE CORRECTNESS OF ABOVE,
FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
OF BERYL SECURITIES LTD.

Sd/- SUDHIR SETHI Managing Director DIN : 00090172	Sd/- SANJAY SETHI Director DIN : 00090277	Sd/- KAMLESH GUPTA Company Secretary M.No.: A32408
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NOTE No. :- "01"**SIGNIFICANT ACCOUNTING POLICIES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2015****Background**

Beryl Securities Limited (The Company) is a Public Limited Company Domiciled in India and its Shares are listed on Stock Exchange. The Company is principally Engaged in providing Loans & Advances and is registered as an NBFC under section 45 IA of RBI Act, 1934.

NOTE No. : "02"**BASIS OF PREPARATION**

The financial statements of the company have been prepared in accordance with generally accepted accounting principle in India (India GAAP). The company has prepared these financial statement to comply with all material respect with the accounting standard notified under section 133 of the companies act 2013, Read with rule 7 of Companies (Accounts) Rules, 2014. The Financial Statement has been prepared under the Historical cost convention on the Accrual Basis Except in case of the Asset which has been recorded on fair value and Assets for Which Provision for Impairment is Made. The accounting policy have been consistently applied by the company and are consistent with those used in the Previous Year.

NOTE No. : "03"**SUMMARY OF SIGNIFICANT ACCOUNTING POLICY****(a) USE OF ESTIMATES**

The preparation of financial statement in conformity with generally accepted accounting principles require estimate and assumptions to be made that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of financial statement and the reported amounts of revenues and expenses during the reporting period, actual results could differ from these estimates and difference between actual results and estimate are recognized in the periods in which the results are known/materialize.

(b) REVENUE RECOGNITION

The company follows the accrual basis of accounting except in the following case where the same are recorded on cash basis on ascertainment of risk and obligation

- a. Interest and other dues are recognized on accrual basis except in the case of income on Non-performing Assets (NPAs) which is recognized, as and when received, as per the prudential norms prescribed by the RBI.
- b. Dividend declared by the respective companies' up to the close of the accounting period are accounted for as income, once the right to receive is established.

(c) CASH FLOW STATEMENT

The cash flow statement is prepared using the "Indirect method set out in Accounting Standard 3" Cash Flow statement, which presents cash flow from operating, investing and financing activities of the company. Cash and cash equivalent presented in the cash flow statement consists of cash in hand and unencumbered lightly liquid Bank Balance.

(d) FIXED ASSETS

Fixed assets are carried at cost of acquisition or construction (net of CENVAT where applicable). They are carried at historical cost less accumulated depreciation.

(e) DEPRECIATION

Depreciation is charged over the estimated useful life of fixed assets on written down value basis.

Depreciation is provided based on useful life of the assets as prescribed in schedule II to the Companies Act ,2013.

(f) INVESTMENT

All Investments which are held for more than one year from date of acquisition are classified as long term investment and are carried at cost.

(g) RETIREMENT BENEFIT

No provision has been made in accounts against liability in respect of future payment of Gratuity, Leave Encashment, ESI, Provident Fund and Bonus to employee as in the opinion of the management neither the Gratuity, ESI, Provident Fund and Bonus Act apply to the company nor any employee qualifies for entitlement of such benefits.

(h) BORROWING COST

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. Borrowing costs relating to working capital are charged to statement profit

and loss as expenses, if any, incurred.

(i) EARNINGS PER SHARE

The company reports basic and diluted earning per shares computed in accordance with Accounting Standard-20 -Earning per share. Basic EPS is calculated by dividing the Net Profit after tax for the year attributable to equity share holders by the weighted Average number of Equity Shares outstanding during the year.

(j) PRIOR PERIOD ITEM

Income and expenditure pertaining to prior period which were omitted to be recorded in last year due to error or omission in books are duly reflected under head of prior period items in the statement of Profit & loss of current year.

(k) TAXATION

- 1) The Provision for wealth tax and current tax has been provided in accordance with provision of wealth tax Act 1956 and the Income Tax Act, 1961 respectively.
- 2) Deferred tax assets and liabilities are recognized on a prudent basis for future tax consequences of timing differences arising between the carrying value of assets and liabilities and their respective tax basis, and carried forward losses. It is measured using tax rates and tax laws that have been enacted or substantially enacted at the balance sheet date. The impact of changes in deferred tax assets and liabilities is recognized in the profit and loss account.
- 3) Minimum Alternative Tax ('MAT') under the provisions of the Income-tax Act, 1961 is recognised as current tax in the Statement of Profit and Loss as per recommendations contained in the guidance notes issued by ICAI, the credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

(l) PROVISION AND CONTINGENCIES

Provisions involving substantial degree of estimation in measurement are recognized where there is a Present obligation as a result of past events and it is probable that there will be out flow of resources. Contingent liabilities are not recognized, but are disclosed in the notes of accounts, contingent assets are neither recognized nor disclosed in the financial statement.

(m) CONTINGENCIES AND EVENTS OCCURRING AFTER THE BALANCE SHEET DATE

Accounting for contingencies (gains and losses) arising out of contractual obligations, are made only on the basis of mutual acceptances. Events occurring after the date of the Balance Sheet are considered up to the date of approval of the accounts by the Board, where material.

(n) IMPAIRMENT OF ASSETS

Fixed asset are reviewed for impairment whenever events or changes in circumstances indicates that the carrying amount of assets may not be recoverable. If such assets are considered to be impaired, the impairment is recognized by debiting the Profit & Loss Account and is measured as the amount by which the carrying cost of assets exceeds the fair value of assets. The impairment loss recognized in prior accounting period is reversed, if there has been a change in the estimate of recoverable amount. By virtue of this, Company has carried out comprehensive exercise, to assess the impairment loss of assets based on such exercise.

(o) Provision/ Write Off against Loans and Other Credit Facilities

- (a) All credit exposures are classified into performing and non-performing assets as per the RBI guidelines. Further, NPAs are classified into Sub-Standard, Doubtful & Loss Assets based on the criteria stipulated by RBI. Provisions are made on Standard, Sub-Standard and Doubtful Assets at the rates prescribed by RBI. Loss Assets & Unsecured portion of Doubtful Assets are provided/ written off as per the RBI guidelines. Additional provisions are made against specific non-performing assets over and above what is stated above, if in the opinion of the management, increased provisions are necessary.
- (b) NPA Provision has been written back of those accounts whose recovery is affected during the year.

(p) STATUTORY RESERVES

Company has made an appropriation of Rs.899218.49 (P.Y. Rs.601938.79) out of the Profit for the year ended 31st March,2015 to the statutory reserve pursuant to the requirement of RBI guidelines.

**NOTES FORMING PART OF BALANCE SHEET
AS ON 31ST MARCH, 2015.**

S. No.	PARTICULARS	AMOUNT AS ON 31.03.2015	AMOUNT AS ON 31.03.2014
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NOTE "04"**A. SHARE CAPITAL****I. AUTHORISED SHARE CAPITAL**

5500000 EQUITY SHARES OF RS.10/- EACH	55000000.00	55000000.00
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II. ISSUED, SUBSCRIBED & PAID UP CAPITAL

4849700 EQUITY SHARES @RS.10/- EACH (P.Y.5066700 EQUITY SHARES @RS.10/- EACH)	48497000.00	48497000.00
EQUITY SHARE FORFETED (AMOUNT ORIGINALLY PAID UP)	2014500.00	2014500.00

TOTAL	50511500.00	50511500.00
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Note - 4.1 :**RECONCILIATION OF SHARE OUTSTANDING AT THE BEGINNING AND AT THE END OF THE REPORTING PERIOD**

PARTICULARS	OUTSTANDING AS ON 31-03-2015 (NO. OF EQUITY SHARES)	OUTSTANDING AS ON 31-03-2014 (NO. OF EQUITY SHARES)
EQUITY SHARES OUTSTANDING AT THE BEGINNING OF THE YEAR @ RS.10/- PER EQUITY SHARE"	4849700.00	5066700.00
LESS: FORFEITED SHARES	0.00	217000.00
EQUITY SHARES OUTSTANDING AT THE END OF THE YEAR @ RS.10/- PER EQUITY SHARE"	4849700.00	4849700.00

Note - 4.2 :**THE DETAILS OF SHAREHOLDER'S HOLDING MORE THAN 5% SHARES OF THE COMPANY**

NAME OF SHAREHOLDER	CLASS OF SHARE	AS ON 31st MARCH 2015		AS ON 31st MARCH 2014	
		NO. OF SHARES	% OF HOLDING	NO. OF SHARES	% OF HOLDING
1. BERYL DRUGS LTD.	EQUITY SHARE	678400	13.39	678400	13.39

NOTE "05"**RESERVE & SURPLUS****A SPECIAL RESERVE (AS STIPULATED BY RBI)**

BALANCE AT THE BEGINNING OF THE YEAR	4345035.88	3743097.09
RESERVE TRANSFER FROM STATEMENT OF P&L FOR THE YEAR	899218.49	601938.79
RESERVE AT THE END OF THE YEAR	5244254.37	4345035.88

S.No.	PARTICULARS	AMOUNT AS ON 31.03.2015	AMOUNT AS ON 31.03.2014
B	SURPLUS IN STATEMENT OF PROFIT AND LOSS		
	BALANCE AT THE BEGINING OF THE YEAR	10370822.43	7963067.27
	LESS : ASSETS WRITTEN OFF	809843.99	0.00
	NET PROFIT FOR THE YEAR	4496092.47	3009693.95
	PROFIT AVAILABLE FOR APPROPRIATION	14057070.47	10972761.22
	PROFIT TRANSFER TO SPECIAL RESERVE (FROM CUR. YR. PROFIT AS STIPULATED BY RBI)	899218.49	601938.79
	SURPLUS BALANCE OF STATEMENT OF PROFIT AND LOSS	13157852.42	10370822.43
	TOTAL (A+B)	18402106.79	14715858.31
	NOTE "06"		
	LONG TERM BORROWING		
	1. PROVISION FOR N.P.A.	642325.26	2515802.03
	TOTAL	642325.26	2515802.03
	NOTE "07"		
	OTHER CURRENT LIABILITIES		
	1 PROFESSIONAL TAX PAYABLE	40000.00	37500.00
	2 PROVISION FOR INCOME TAX DEMAND (2010-11)	13702.00	0.00
	3 PROVISION FOR INCOME TAX DEMAND (2006-07)	26400.00	26400.00
	4 CURRENT MATURITY OF LONG TERM BORROWINGS	29097.68	361971.36
	5 DEEPAK GUPTA	140000.00	140000.00
	6 ABHAY BHANDARI & ASSOCIATES	71765.00	39500.00
	7 ADROIT CORPORATE SERVICES PVT. LTD.	16316.00	5404.00
	8 INTERNATIONAL SERVICE CENTER	6130.00	6904.00
	9 LEO CORPORATE & CONSULTANT INDORE (P) LTD.	169125.25	169125.25
	10 SUBHASH CHAND JAIN ANURAG & ASSOCIATES	594270.00	560070.00
	11 MADHYA PRADESH STOCK EXCHANGE	39326.00	22472.00
	12 ASHISH KARODIA	915.00	23000.00
	13 CONVEY ADVERTISING	1536.00	1536.00
	14 ANAND RATHI SECURITIES LTD.	1851.70	0.00
	15 DEEPIKA JAIN	6000.00	6000.00
	16 TDS PAYABLE	346.00	0.00
	TOTAL	1156780.63	1399882.61
	NOTE "08"		
	SHORT TERMS PROVISIONS		
	1 PROVISION FOR LISTING FEES JAIPUR STOCK EXCHANGE	150096.00	138298.00
	2 PROVISION FOR WEALTH TAX A.Y.2015-16	116567.81	86175.33
	3 PROVISION FOR INCOME TAX CURRENT YEAR	658276.00	392269.00
	TOTAL	924939.81	616742.33

NOTE "09"**FIXED ASSETS****A) TANGIBLE ASSETS**

S.No.	PARTICULARS	GROSS BLOCK			DEPRECIATION				NET BLOCK		
		VALUE AS AT 01.04.2014	ADDITION DURING THE YEAR	DEDUCTION DURING THE YEAR	TOTAL AS AT 31.03.2015	UP TO 31.03.2014	FOR THE YEAR	DEDUCTION DURING THE YEAR	TOTAL	AS ON 31.03.2015	AS ON 31.03.2014
1	OFFICE FURNITURE	105800.00	0.00	105680.48	119.52	103409.52	0.00	103409.52	0.00	119.52	2390.48
2	COMPUTER & PRINTER	266265.00	0.00	265205.86	1059.14	245082.28	0.00	245082.28	0.00	1059.14	21182.72
3	CAR INNOVA	1271496.00	0.00	0.00	1271496.00	578106.7052	228324.77	0.00	806431.48	465064.52	693389.29
4	OFFICE BUILDING	3168320.00	0.00	787449.44	2380870.56	824495.5425	116296.80	0.00	940792.34	1440078.22	2343824.46
5	PLOT AT SCH.78	3924300.00	0.00	0.00	3924300.00	0	0.00	0.00	0.00	3924300.00	3924300.00
	CURRENT YEAR TOTAL	8736181.00	0.00	1158335.78	7577845.22	1751094.04	344621.57	348491.80	1747223.82	5830621.40	6985086.96
	PREVIOUS YEAR TOTAL	8736181.00	0.00	0.00	8736181.00	889963.76	480888.50	0.00	1370852.26	7365328.74	7846217.24

Note - 9.01

As per schedule II of Companies Act, 2013 the WDV written off during the Financial Year 2014-15 is shown by deducting it from the reserve and surplus of the Company.

S.No.	PARTICULARS	AMOUNT AS ON 31.03.2015	AMOUNT AS ON 31.03.2014
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NOTE "10"**A. NON CURRENT INVESTMENT****EQUITY SHARES (UNQUOTED) (FULLY PAID-UP)**

1	LEO S.M. FINANCE LTD. (5050 EQUITY SHARES)	505000.00	505000.00
2	TIRUPATI CAPITAL MARKET (P) LTD. (50000 EQUITY SHARES)	500000.00	500000.00
3	EXCLUSIVE FIN LTD. (50000 EQUITY SHARES)	500000.00	500000.00
4	ARCSON INDUSTRIES LTD. (60000 EQU. SHARES)	600000.00	600000.00
5	AGRASEN CORPORATION LTD.	150000.00	150000.00
		<u>2255000.00</u>	<u>2255000.00</u>
	TOTAL	<u>2255000.00</u>	<u>2255000.00</u>

B. EQUITY SHARES (QUOTED) (FULLY PAID-UP)

1	PANJON LTD. (200 EQUITY SHARES)	11500.00	11500.00
2	THE BYKE HOSPITALITY LTD. (100000 EQUITY SHARES)	1000000.00	1000000.00
3	BERYL DRUGS LTD. (51600 EQUITY SHARES)	661090.00	661090.00
		<u>1672590.00</u>	<u>1672590.00</u>
		<u>3927590.00</u>	<u>3927590.00</u>

I. AGGREGATE OF QUOTED INVESTMENT

1.	MARKET VALUE	18443454.00	33907974.00
2.	AT COST	1672590.00	1672590.00

II. AGGREGATE OF UNQUOTED INVESTMENT

1.	AT COST	2255000.00	2255000.00
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S. No.	PARTICULAR	CURRENT YEAR 31-03-2015	PREVIOUS YEAR 31-03-2014
NOTE "11"			
LONG TERM LOANS & ADVANCES			
A. CAPITAL ADVANCE			
1	ADVANCE AGAINST PURCHASE OF FLAT (FLAT AT GOLD SOKE AT SOHANA, GURGAON DELHI)	1779776.00	872500.00
2	ADVANCE AGAINST PURCHASE OF FLAT (FLAT AT NOIDA)	3319966.97	3319966.97
		5099742.97	4192466.97
B. SECURITY DEPOSIT			
1	RELIANCE TELECOM LTD.	6500.00	6500.00
2	INTERNATIONAL SERVICE CENTRE	6000.00	6500.00
		12500.00	12500.00
C. OTHER ADVANCES			
	MAT CREDIT ENTITLEMENT (NET OFF CURRENT YEAR AVAILMENT)	166094.00	618361.00
	TOTAL	5278336.97	4823327.97
NOTE "12"			
CASH AND CASH EQUIVALENTS			
A.	CASH IN HAND	50589.14	159092.15
B.	BANK BALANCE WITH SCHEDULE BANKS		
1.	CURRENT ACCOUNT		
a)	PUNJAB NATIONAL BANK	4509.18	4509.18
b)	BANK OF INDIA	5673234.90	2234982.90
		5677744.08	2239492.08
	TOTAL (A + B)	5728333.22	2398584.23
NOTE "13"			
SHORT TERM LOANS & ADVANCES			
1	YOGENDRA JAIN	3600460.00	3600460.00
2	BERYL DRUGS LTD	0.00	33000.00
3	LOAN UNDER FINANCE OPERATION	45227989.00	46342009.00
	TOTAL	48828449.00	49975469.00
NOTE "14"			
OTHER CURRENT ASSETS			
1	TDS RECEIVABLES	409895.00	318191.00
2	ADVANCE INCOME TAX (2014-15)	25000.00	NIL
3	PREPAID INSURANCE	16854.00	17692.24
4	INCOME TAX REFUNDABLE	23710.00	23710.00
	TOTAL	475459.00	359593.24

S. No.	PARTICULAR	CURRENT YEAR 31-03-2015	PREVIOUS YEAR 31-03-2014
NOTE "15"			
REVENUE FROM OPERATIONS			
1	INTEREST ON FINANCE	5947173.00	4351833.00
	TOTAL	5947173.00	4351833.00
NOTE "16"			
OTHER INCOME			
1	NPA PROVISION WRITTEN BACK	1997341.75	1458620.62
2	COMMISSION & BROKERAGE	0.00	68712.00
	TOTAL	1997341.75	1527332.62
NOTE "17"			
EMPLOYEE BENEFIT EXPENSES			
1	EMPLOYEES SALARY	739400.00	753500.00
2	DIRECTORS REMUNERATION	690000.00	600000.00
	TOTAL	1429400.00	1353500.00
NOTE "18"			
FINANCE COST			
1	BANK COMMISSION & CHARGES	1634.00	2360.00
2	INTEREST ON CAR LOAN	19422.31	53437.72
	TOTAL	21056.31	55797.72
NOTE "19"			
OTHER EXPENSES			
1	ADVERTISEMENT EXPENSES	4915.00	1536.00
2	INTEREST ON TDS	180.00	400.00
3	AGM EXPENSES	11900.00	63400.00
4	AUDITORS REMUNERATION	34200.00	33708.00
5	CONVEYANCE EXPENSES	82568.00	104546.00
6	DEMAT CHARGES	52392.70	33708.00
8	LEGAL EXPENSES	85377.00	20000.00
9	LISTING RENEWAL FEES	174720.00	96068.00
10	OFFICE EXPENSES	17962.00	42596.00
11	OFFICE EXPENSES FOR MUMBAI	0.00	28800.00
12	OFFICE RENT	48000.00	48000.00
13	POSTAGE EXPENSES	24118.00	30350.00
14	PROFESSIONAL TAX	2500.00	2500.00
15	PROVISION FOR NON PERFORMING ASSETS	123864.98	867489.90
16	STATIONERY EXPENSES	22905.00	15300.00

S. No.	PARTICULAR	CURRENT YEAR 31-03-2015	PREVIOUS YEAR 31-03-2014
17	TELEPHONE EXPENSES	2250.00	2845.00
18	VEHICLE RUNNING MAINTENANCE EXPENSES	49638.00	14098.00
19	INTERNAL AUDIT EXPENSES	20000.00	18000.00
20	CAR INSURANCE EXPENSES	18265.24	19777.76
21	TRAVELLING EXPENSES	0.00	15000.00
22	INTEREST ON INCOME TAX	0.00	227.00
23	WEALTH TAX	30392.48	23086.00
24	INCOME TAX A.Y.2013-14	592.00	NIL
25	SECRETARIAL FEE	0.00	18000.00
26	SHARE CERTIFICATE CHARGES	1088.00	0.00
27	INCOME TAX DEMAND (A.Y.2010-11)	13702.00	0.00
	TOTAL	821530.40	1499435.66
NOTE "20"			
	PRIOR PERIOD ITEM		
1	INCOME TAX CREDIT U/S 115-JAA	0.00	1044540.00
	TOTAL	0.00	1044540.00

AS PER OUR REPORT OF EVEN DATE
FOR SUBHASH CHAND JAIN ANURAG & ASSOCIATES
 CHARTERED ACCOUNTANTS (FR. NO. 04733C)

Sd/-
(AKANKSHA SHRIVASTAVA)

PARTNER
 M.NO.: 425205

Date : 24.07.2015
 Place : Indore (M.P.)

WE CERTIFY TO THE CORRECTNESS OF ABOVE,
FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
OF BERYL SECURITIES LTD.

Sd/-	Sd/-	Sd/-
SUDHIR SETHI	SANJAY SETHI	KAMLESH GUPTA
Managing Director	Director	Company Secretary
DIN : 00090172	DIN : 00090277	M.No.: A32408

NOTES TO ACCOUNTS

FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2015

21. Previous year figures have been regrouped, rearranged, reclassified and recasted wherever considered necessary to confirm with current year figure.
22. Investment are classified as non current investment and same are carried at carrying Cost Company has made the investment amounting to Rs.6.61 lakhs (P.Y. Rs.6.61 lakhs) (aggregating 13.99% of their equity shares) in Beryl Drugs Ltd., a Company under the same management.
23. Loans and advances other than doubtful have been considered as good and fully recoverable. However in terms of Reserve Bank of India Guidelines applicable to Non-Banking Finance Companies, a provision for standard assets Rs. 10827.48 and for Sub-standard & doubtful finance aggregating to Rs. 113037.50 has been made by charging them to Profit & Loss Account. Moreover, the receipts, if any, from such old NPA borrowers have been appropriated in order of (a) Principle (b) Interest.
24. The Current Assets, Loan & Advances have a value of realization in the ordinary course of business at least equal to the amount at which they are stated in the books of accounts.
25. The Company has been classified as loan and investment Company by the Reserve Bank of India pursuant to registration as a Non-Banking Finance Company and as per information of the management said registration as Non Banking Finance Company with RBI is also continued for the year.
26. Balances under sundry debtors, sundry creditors and loans and advances are subject to confirmation.
27. Particulars of employees who are in receipt of remuneration aggregating to more than Rs.60,00,000.00 per annum or Rs.5,00,000.00 p.m. are not given since there is no such employees.
28. The Company has filed its return of Income Tax up to F.Y. 2014-2015 but assessment up to 2013-14 has been completed.
29. There is no impairment of assets, accordingly no adjustment in respect of loss or impairment of assets is required to be made in the accounts.
30. The Company has paid advance against purchase of one residential flat at JAYPEE GREENS, Noida for Rs.3319966.97/- and one flat at Gurgaon at (Delhi) for Rs. 1779776/-. But the possession and registry of said Flat was pending till 31st march 2015. Thus the amount has been shown as Capital advance. Further Provisional Allotment letter of said flat is subject to verification.

31. Details of Investment:**a) Equity Shares quoted (Fully Paid-up)**

S.No.	Name of the Company	Opening Stock	Purchase	Sold	Closing Stock
01.	Panjon Limited	200	-	-	200
02.	The Byke Hospitality Ltd. (Kotawala Securities Ltd.)	100000	-	-	100000
03.	Beryl Drugs Ltd.	51600	-	-	51600

b) Equity Shares unquoted (Fully paid up)

S.No.	Name of the Company	Opening Stock	Purchase	Sold	Closing Stock
01.	Leo S.M. Finance Ltd.	5050	-	-	5050
02.	Tirupati Capital Market Pvt. Ltd.	50000	-	-	50000
03.	Exclusive Finance Ltd.	50000	-	-	50000
04.	Arcson Industries Ltd.	60000	-	-	60000
05.	Agreson Corporation Ltd.	15000	-	-	15000

(Market value of quoted share is Rs. 18443454.00 (P.Y. Rs. 33907974.00).

Note :

- i) Company has made the investment in equity shares amounting to Rs.11500/- in Panjon Ltd. but no provision of Rs.9986/- has been made for diminution in value of Securities [(Market Value Rs. 1514] due to temporary in nature in the opinion of management.
- ii) Company has not de-materialized the Quoted Equity Shares of Panjon Limited & The Byke Hospitality Ltd. up to year end and we considered the said quoted & unquoted shares in physical forms as same were physically verified and certified by management.

32. Auditors Remuneration

	Current Year 31/03/2015	Previous Year 31/03/2014
1. Statutory Audit Fees	30000.00	30000.00
2. Service Tax	4200.00	3708.00
	34200.00	33708.00

33. Company has created special reserve by Rs. 899228.04/- (P.Y. Rs. 601938.79/-) as stipulated by RBI.
34. Term loan of HDFC Bank is without filing of Charges Document with ROC, M.P., hence classified as unsecured loan.
35. Since the Company's entire business is conducted within India. Hence there is no reportable geographical segment. Moreover the Company's is mainly engaged in the business of "Finance & Investment". All the activity of the Company revolves around the main business and there are no separate reportable segments.
36. Disclosure in respect of related parties as defined in accounting standard (AS-18) issued by the ICAI with whom transaction have taken place in during the year are give below:-

A. List of Related Parties:**Key Management Personnel**

- Mr. Sudhir Sethi, Managing Director
- Mr. Kamlesh Gupta, C.S
- Mr. Neeraj Khanwelkar, CFO

Entities Having Significant Influence

- Beryl Drugs Ltd.
- Kanchan Developer

B. Transaction with Related Parties

Name of related party	Relationship	Nature of Transaction	Op. Bal Dr./ Cr.	Volume of Transaction				Balance	
				31-03-15		31-03-14		31-03-15	31-03-14
				Dr.	Cr.	Dr.	Cr.		
Sudhir Sethi	Managing Director	1.Remuneration		540000	540000	300000	300000	0.00	0.00
Sanjay Sethi	Whole-Time Director	1. Remuneration Director		150000	150000	300000	300000	0.00	0.00
		2. Against payment of various challan and others		-	-	26120	26120	0.00	0.00
Beryl Drugs Ltd.	Same Management Company	Office Rent		48000	-	48000	-	0.00	0.00
Beryl Drugs Ltd.	Same Management Company	Loan / Advances	33000 (DR)	-	-	33000	-	0.00 (DR)	33000 (DR)

Name of related party	Relationship	Nature of Transaction	Op. Bal Dr./ Cr.	Volume of Transaction				Balance	
				31-03-15		31-03-14		31-03-15	31-03-14
				Dr.	Cr.	Dr.	Cr.		
Beryl Drugs Ltd.	Same Management Company	Purchase of Equity Shares Advance Against payment of various challan and others	661090 (DR)	-	-	-	-	661090 (DR) N.A.	661090 (DR) N.A.
Sudhir B. Sethi HUF	Managing Director's HUF	Loan / Advance		-	-	5830	5830	0.00	0.00
Sanjay B. Sethi HUF	Whole-Time Director's HUF	Loan / Advance		-	-	4210	4210	0.00	0.00
Sangeeta Sethi	Whole-Time Director's Wife	Loan / Advance		-	-	17250	17250	0.00	0.00
Soniya Sethi	Managing Director's Director's Wife	Loan / Advance		-	-	11320	11320	0.00	0.00
Babulal Sethi	Director's Father	Salary as Employee		66000	66000	7150	7150	0.00	0.00
Sohil Sethi	Managing Director's Son	Loan / Advance		-	-	1180	1180	0.00	0.00
B.L. Sethi HUF	Director's Father HUF	Loan / Advance		-	-	1260	1260	0.00	0.00
Beryl Drugs Ltd.	Entity under same same management	Loan / Advances		-	-	2232293	2232293	0.00	0.00
Kamlesh Gupta	Company Secretary	Remuneration		60000	-	-	-	-	-
Alok Maheshwari	CFO	Remuneration		120000	-	-	-	-	-

37. Disclosure regarding provision made for non-performing assets.

A) Loan under of Finance Operation

Assets Classification	Outstanding As On 31.03.2015	Outstanding As On 31.03.2014
a. Standard (Considered goods)	43902114.00	33140459.00
b. Sub Standard Assets	500000.00	6061591.00
c. Doubtful Assets	942875.00	7139959.00
d. Loss Assets	NIL	NIL
Total	45344989.00	46342009.00

b) Movement in the Provision.

Particulars	Year ended 31.03.2015	Year ended 31.03.2014
a. Opening Balance as on 1st April'	2515802.03	3106932.78
b. Add: Provision made during the year	123864.98	867489.90
c. Less: Write off/Written back of excess Provision or by recovery	1997048.45	1458620.62
d. Closing Balance	642617.79	2515802.03

38. In view of Accounting Standard (AS-20) on earning per shares issued by the ICAI is calculated as follows for the year ended 31st March 2015 .

Particulars	Year ended 31.03.2015	Year ended 31.03.2014
Profit/Loss attributable to the share holders (After adjustment)	3596873.98	2407754.86
Weighted average number of Equity shares outstanding during the period.	4849700.00	4849700.00
Nominal value of Equity Shares	10.00	10.00
Basic/ Diluted earning per share of Rs.10.00 each	0.74	0.50

39. Deferred tax assets / liability as at the year end comprise timing difference on account of :-

Particulars	Deferred Tax Asset as on 01/04/2014	Current Year / Deferred Tax Assets	Deferred Tax Assets as on 31/03/2015
1. Tax on difference between books / and Tax depreciation	1290133.88	278729.00	1568862.90
2. Net Deferred tax assets	1290133.88	278729.00	1568862.90

40. Loans & advances in the nature of loan to Associates/Employees (Disclosure pursuant to clause 32 of the listing agreement)

Name	Rate of Interest	Amount Outstanding As on 31/03/2015	Maximum Outstanding during the year
1. Beryl Drugs Ltd.	N.A	0.00	33000.00

41. The company has given advances of Rs. 3600460.00/- to Yogendra Jain but same Advance is subject to Confirmation & Verification of relevant agreement.
42. Contingent Liabilities and Capital Commitments
- Estimated amount of Rs. 1172098.03 contract remaining to be executed on capital advance not provided.
 - As per 1st Appeal order of CIT (A), Company have written back the provision of income tax for assessment year (2008-09) in the previous year financial statement of the company. But income tax department has filed the 2nd Appeal before ITAT Indore against 1st Appeal Order. Cash outflow for the said tax effect is determinable after in respect of judgment pending before ITAT Indore.
 - Company has given capital advance of Rs. 3319966.97 for purchase of plot however as per agreement amount payable is Rs. 4492064.00 hence remaining amount of Rs. 1172098.03 as capital commitment require to be executed.
43. Company has classified various loans & Advances & Liabilities as Current asset & Current Liabilities even no realization has been affected from loan & Advance and not repaid to the current liability by the company upto audit period.
44. Provision for current income tax has been made as per provision of the income tax act but liability has been shown net of MAT credit availed amount of entitlement.
45. Company has created MAT credit entitlement assets in accordance with the recommendation contained in the guidance notes issued by ICAI. In pursuance of this Company has recorded the MAT credit entitlement of earlier years as prior period item and net off availed amount i.e. remaining MAT credit is shown under loans and advances in the current year.
46. The Company did not have any long term contract including derivatives contract for which there were any material foreseeable losses.

AS PER OUR REPORT OF EVEN DATE
FOR SUBHASH CHAND JAIN ANURAG & ASSOCIATES
CHARTERED ACCOUNTANTS (FR. NO. 04733C)
(AKANKSHA SHRIVASTAVA) PARTNERM.NO.: 425205

Date : 24.07.2015 • Place : Indore (M.P.)

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
OF BERYL SECURITIES LTD.

Sd/- SUDHIR SETHI Managing Director (DIN : 00090172)	Sd/- SANJAY SETHI Director (DIN : 00090277)	Sd/- KAMLESH GUPTA Company Secretary M.No.: A32408
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**CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET
FOR THE YEAR ENDED 31ST MARCH, 2015**

	For the year ended 31st March, 2015 (Rs. in Lacs)	For the year ended 31st March, 2014 (Rs. in Lacs)
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and prior period	53.28	25.90
Adjustment as per P&L A/c		
Adjustment for:-		
Depreciation	3.45	3.80
Profit on sale of Property	0.00	0.00
Long term capital loss on equity shares	0.00	0.00
Prior period adjustment	0.00	0.00
NPA provision written back	19.97	-14.59
Income tax	0.01	0.00
Provision	0.42	0.00
Provision for NPA	1.24	8.67
Operating Profit (before Working Capital changes)	38.42	23.78
(Increase) / Decrease in Trade & Other receivable	-4.34	5.75
Increase / (Decrease) in trade payable	-2.43	-29.49
Cash generated from operations	31.65	0.04
Payment for current Tax	0.75	-1.40
NET CASH FLOW FROM OPERATING ACTIVITIES (A)	30.90	-1.36
B. CASH FLOW FROM INVESTING ACTIVITIES	0.00	0.00
NET CASH FLOW FROM INVESTING ACTIVITIES (B)	0.00	0.00
C. CASH FLOW FROM FINANCING ACTIVITIES	0.00	0.00
Proceeds from call in arrears received	0.00	2.09
Increase/(Decrease) in Borrowings	2.40	-3.65
NET CASH FLOW FROM FINANCING ACTIVITIES (C)	2.40	-1.56
Net Increase/decrease in Cash & Cash Equivalents (A+B+C)	33.30	-2.92
Opening Balance of Cash and Cash Equivalents	23.99	26.91
Closing Balance of Cash and Cash Equivalents	57.283	23.99

NOTE:

1. Minus Figures is represent cash out flow
2. Cash and cash equivalent represent cash and Bank balance only
3. The above cash flow statement has been prepared under the indirect method as set out in the accounting standard 3 on cash flow statements issued by the Institute of Chartered Accountants of India
4. Previous year figures have been reclassified / regrouped & re-casted wherever considered necessary to confirm to the current year figures

AS PER OUR REPORT OF EVEN DATE
FOR SUBHASH CHAND JAIN ANURAG & ASSOCIATES
CHARTERED ACCOUNTANTS (FR. NO. 04733C)

Sd/-
(AKANKSHA SHRIVASTAVA)
PARTNER
M.NO.: 425205

Date : 24.07.2015
Place : Indore (M.P.)

WE CERTIFY TO THE CORRECTNESS OF ABOVE,
FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
OF BERYL SECURITIES LTD.

Sd/-	Sd/-	Sd/-
SUDHIR SETHI	SANJAY SETHI	KAMLESH GUPTA
Managing Director	Director	Company Secretary
DIN : 00090172	DIN : 00090277	M.No.: A32408

To,
The Board of Directors
Beryl Securities Ltd.,
INDORE

Dear Sir,

Non Banking Financial Companies Auditor's Report
(Reserve Bank of India) Direction 1998

We have audited the annual account of Beryl Securities Limited for the year ended 31st March 2015. As required by Non-Banking Financial Companies Auditors Report (Reserve Bank of India) Direction 1998, on the basis of such checks as we appropriate and as per the information and explanation given to us.

We report that:-

1. The Company had obtained the certificate of Registration vide Registration No.03-00040 dated 03.03.98 under the provision of Section 45 IA of the RBI Act 1934 from the Reserve Bank of India and said registration continues for during the year.
2. The Company is engaged in the business of Non Banking Financial institutional and accordingly holding COR issued by the RBI. The company is entitled to hold such COR in terms of its Assets/ Income Pattern as on 31st March 2015.
3. The Board of Directors has passed the resolution on 26th April 2014 for the non-acceptance of any public deposits.
4. The Company has not accepted any public deposits during the current financial year.
5. The Company has passed a Board resolution to identify the group/holding/subsidiary company.
6. As informed to us the company does not invested in the securities of its group/holding/subsidiary companies as a long term assets during the year.
7. As informed to us, the Company has not furnished to Reserve Bank of India, the half yearly return during the year, since the provision is not applicable to them, as the Company has not accepted any deposit from public.
8. As informed to us, the Company has not furnished to Reserve Bank of India any return on deposit because they have not accepted any deposit from public in during the year.
9. Company has created special reserve as stipulated by RBI in during the year.
10. The Company had complied with the prudential norms on Income recognition, accounting standard, assets classification and provision for non performing assets as specified in the Direction issued by the Reserve Bank of India in terms of the Non-Banking Financial Company Prudential Norms (Reserve Bank) Direction 1998. Further, no provision for fall in the market value of long term investment has been made due to in temporary nature.

Your's Faithfully

FOR SUBHASH CHAND JAIN ANURAG & ASSOCIATES
CHARTERED ACCOUNTANTS (FR. NO. 04733C)

Sd/-

(AKANKSHA SHRIVASTAVA)

PARTNER

M.NO.: 425205

Date : 24.07.2015
Place : Indore (M.P.)

BERYL SECURITIES LTD.

Schedule to the Balance Sheet of a Non-Banking Financial Company For the year ended 31st March 2015
(as required in terms of Paragraph 9BB of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1988-Circular reference no. DNBS(PD)CC no. 25/0202/2002-03 dt. 29th March, 2003

(Rs. in lakhs)

Particulars	Current Year 31/03/2015		Previous Year 31/03/2014	
	Amount outstan- ding	Amount overdue	Amount outstan- ding	Amount overdue

Liabilities side

1 Loans and availed by the NBFCs inclusive of interest accrued thereon but not paid :

(a) Debentures	: Secured	Nil	Nil	Nil	Nil
	: Unsecured (other than falling within the meaning of public deposits*)				
(b) Deferred Credits		Nil	Nil	Nil	Nil
(c) Term Loans		0.29	Nil	3.62	Nil
(d) Inter-corporate loans and borrowiwnng		Nil	Nil	Nil	Nil
(e) Commercial Paper		Nil	Nil	Nil	Nil
(f) Public Deposits*		Nil	Nil	Nil	Nil
(g) Other Loans (specify nature)		Nil	Nil	Nil	Nil

* Please see Note 1 below

2 Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):

(a) In the form of Unsecured debentures		Nil	Nil	Nil	Nil
(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security		Nil	Nil	Nil	Nil
(c) Other public deposits		Nil	Nil	Nil	Nil

* Please see Note 1 below

	Current Year 31.03.2015	Previous Year 31.03.2014
	Amount outstanding	Amount outstanding

Assets Side :

3 Break-up of Loans and Advances including bills receivables [other than those included in (4) below]:

(a) Secured	NIL	NIL
(b) Unsecured (including debtors under activities)	452.28	463.75

4 Break-up of Leased Assets and stock on hire and hypothecation loans counting towards EL/HP activities

(i) Lease assets including lease rentals under sundry debtors :	Nil	Nil
(a) Financial lease		
(b) Operating lease		
(ii) Stock on hire including hire charges under sundry debtors :	Nil	Nil
(a) Assets on hire		

(b) Repossessed Assets		
(iii) Hypothecation loans counting towards EL/HP activities	Nil	Nil
(a) Loans where assets have been repossessed		
(b) Loans other than (a) above		

5 Break-up of Investments :

Current Investments

1 Quoted :			
(i) Shares	: (a) Equity	Nil	Nil
	(b) Preference	Nil	Nil
(ii) Debentures and Bonds			
(iii) Units of mutual funds			
(iv) Government Securities			
(v) Others (please specify)			
2 Unquoted :			
(i) Shares	: (a) Equity	Nil	Nil
	(b) Preference	Nil	Nil
(ii) Debentures and Bonds			
(iii) Units of mutual funds			
(iv) Government Securities			
(v) Others (please specify)			

Long Term investments :

1 Quoted :			
(i) Shares	: (a) Equity	16.72	16.72
	(b) Preference	Nil	Nil
(ii) Debentures and Bonds		Nil	Nil
(iii) Units of mutual funds			
(iv) Government Securities			
(v) Others (please specify) (partly paid up)		Nil	Nil
2 Unquoted :			
(i) Shares	: (a) Equity	22.55	22.55
	(b) Preference		
(ii) Debentures and Bonds		Nil	Nil
(iii) Units of mutual funds		Nil	22
(iv) Government Securities		Nil	Nil
(v) Others (please specify)		Nil	Nil

6 Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances :

Please see Note 2 below

Category	Current Year 31.03.2015			Previous Year 31.03.2014		
	Amount net of provisions			Amount net of provisions		
	Secured	Un-secured	Total	Secured	Un-secured	Total
1. Related Parties **						
(a) Subsidiaries	Nil	Nil	Nil	Nil	Nil	Nil
(b) Companies in the same group	Nil	Nil	Nil	Nil	0.33	0.33
(c) Other related parties	Nil	Nil	Nil	Nil	Nil	Nil

2 Other than related parties (including debtors under operation)	Nil	452.28	452.28	Nil	463.42	463.42
Total	Nil	452.28	452.28	Nil	463.75	463.75

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

Please see note 3 below

Category	Current Year 31.03.2015		Previous Year 31.03.2014	
	Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)	Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties **				
(a) Subsidiaries				
(b) Companies in the same group	19.17	6.61	19.01	6.61
(c) Other related parties (cost of unquoted share and market value of quoted)				
2. Other than related parties	165.26	32.66	320.06	32.66
Total	184.43	39.27	339.07	39.27

As per Accounting Standard of ICAI (Please see Note 3)

8 Other information

Particulars	CURRENT YEAR	PREVIOUS YEAR
	31.03.2015 Amount	31.03.2014 Amount
(i) Gross Non-Performing Assets		
(a) Related parties	Nil	NIL
(b) Other than related parties	14.43	132.01
(ii) Net Non-Performing Assets		
(a) Related parties		
(b) Other than related parties (after provision)	9.1	107.68
(iii) Assets acquired in satisfaction of debt	--	--

Notes :

- As defined in Paragraph 2(1)(xii) of the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998.
- Provisioning norms shall be applicable as prescribed in the Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998.
- All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, market value in respect of quoted investments and break up/fair value/NAV in respect of unquoted investments should be disclosed irrespective of whether they are classified as long term or current in column (5) above.

AS PER OUR REPORT OF EVEN DATE
FOR SUBHASH CHAND JAIN ANURAG & ASSOCIATES
CHARTERED ACCOUNTANTS (FR. NO. 04733C)

Sd/-
(AKANKSHA SHRIVASTAVA)
PARTNER
M.NO.: 425205

WE CERTIFY TO THE CORRECTNESS OF ABOVE,
FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
OF BERYL SECURITIES LTD.

Sd/- Sd/- Sd/-
SUDHIR SETHI **SANJAY SETHI** **KAMLESH GUPTA**
Managing Director Director Company Secretary
DIN : 00090172 DIN : 00090277 M.No.: A32408

Date : 24.07.2015
Place : Indore (M.P.)

FORM NO. MGT - 11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014

CIN : L67120MP1994PLC008882

BERYL SECURITIES LIMITED

Regd. Office : 43-44, 2nd Floor, DAWA BAZAR, 13-14, R.N.T. MARG, INDORE - 452001

Name of the member (s) :
Registered address :
E-mail Id :
Folio No/ Client Id :
DP ID :

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name: _____
Address: _____
E-mail Id: _____
Signature : _____ **or failing him**

2. Name: _____
Address: _____
E-mail Id: _____
Signature : _____ **or failing him**

3. Name: _____
Address: _____
E-mail Id: _____
Signature : _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at theAnnual general meeting/ Extraordinary general meeting of the company, to be held on the day of..... At..... a.m. / p.m. at.....(place) and at any adjournment thereof in respect of such resolutions as are indicated below:

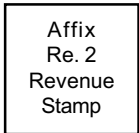
Resolution No.

- 1.....
- 2.....
- 3.....

Signed this..... day of..... 20....

Signature of shareholder :

Signature of Proxy holder(s):



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

BLANK

BERYL SECURITIES LIMITED

Regd. Office : 43,44, 2nd Floor, Dawa Bazar, 13-14, R.N.T. Marg, Indore - 452 001 (M.P.)

ATTENDANCE SLIP

(Please complete this attendance slip and hand over at the entrance of the meeting Hall)

I hereby record my presence at the **Twenty First Annual General Meeting** of the Company on **Wednesday, the 30th September, 2015 at 01.00 P.M.** at Kanchan Palace, Community Hall, Nipania Ring Road, Indore - 452 001.

Folio No. / DP ID- Client ID :
Name of the Shareholder : (In block letters)
No. of Shares Held :
Full name of the Proxy if any : (In block letters)
Signature of the Shareholder/ Proxy :



**BOOK-POST
(PRINTED MATTER)**

To,

If undelivered please return to :

BERYL SECURITIES LIMITED

Regd. Office : 43,44, 2nd Floor, Dawa Bazar,
13-14, R.N.T. Marg, INDORE - 452 001 (M.P.)