

A MARNATH
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L IMITED

20th
Annual Report
2013-2014

Regd off: 1/104, Sarthak, Opp. C. T. Centre, B/H. Swastik Cross Road,
C. G. Road, Ahmedabad - 380009.

Board Of Directors



Murlidhar Lakhiani
Chairman
(Executive and Non Independent)



Bhavesh D. Tanna
Managing Director
(Executive and Non Independent)



Laxmikant Kabra
Director
(Non-Executive and Non Independent)



Gaurav Chavda
Director
(Executive and Non Independent)



Mandar Kamlakar Patil
Independent Director



Rahul R Tawde
Independent Director



Archana Sarode
Independent Director



Jaid Kojar
Independent Director

CORPORATE INFORMATION

Board of Directors:

Mr. Murlidhar Lakhiani

Chairman

Mr. Bhavesh Tanna

Managing Director

Mr. Laxmikant Kabra

Non Executive & Non Independent

Mr. Gaurav Chavda

Executive & Non Independent

Mr. Mandar Patil

Non Executive & Independent

Mr. Rahul Tawde

Non Executive & Independent

Mrs. Archana Sarode

Non Executive & Independent

Mr. Jaid Kojar

Non Executive & Independent

Compliance Officer

Bhavesh Tanna

Committees

Audit Committee

Mandar Patil – Chairman

Laxmikant Kabra

Rahul Tawde

Stakeholders Relationship Committee

Laxmikant Kabra – Chairman

Bhavesh Tanna

Archana Sarode

COMPANY LOCATION

CIN: L67120GJ1994PLC023254

Registered Office:

1/104, Sarthak, Opp. C.T. Centre,
B/H Swastik Cross Road, C.G. Road,
Ahmedabad – 380009

Tel No. +91(079) 30613939

E-mail address: amarnathsecurities@gmail.com

Website: www.amarnathsecurities.com

Registrar & Share Transfer Agent:

System Support Services, 209, Shivai Industrial
Estate, 89, Andheri Kurla Road, Saki Naka,
Mumbai 400 072

Tel No.022-28500835 , Fax no. 022-28501438

E-mail id : syss72@yahoo.com

Auditors:

Statutory Auditors

M/s ANAM & Associates.

Chartered Accountant

6 & 7, 3rd Floor, Niskha Avenue,
Nr. Mehsana Urban Co-op. Bank,
Swastik Cross Road, Navrangpura,
Ahmedabad – 380 009



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NOTICE

NOTICE is hereby given that Twentieth Annual General Meeting of **AMARNATH SECURITIES LIMITED** will be held on Tuesday 30th September, 2014 at 9:30 A.M. at the Registered office of the Company at 1/104, Sarthak, Opp. C. T. Centre, B/h. Swastik Cross Road, C.G. Road, Ahmedabad – 380 009 to transact the following business.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Profit & Loss Account for the year ended 31st March, 2014, the Balance Sheet as at that date and the reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Murlidhar Lakhiani (holding DIN 02991497) who retires by rotation and being eligible offers himself for reappointment.
3. To appoint Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to authorize the Board of Directors to fix their remuneration.

“RESOLVED THAT pursuant to provisions of section 139 of companies Act, 2013 and other applicable provisions, if any, for the time being in force M/s A N A M & Associates.(Firm Registration No. 005496S), Chartered Accountants, be and are hereby re-appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as agreed upon by the Board of Directors for the financial year 2014-15.”

4. To appoint Mr. Mandar Patil (DIN: 05284076) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof at any time being in force) and Clause 49 of the Listing Agreement, Mr. Mandar Patil (DIN: 05284076), a non-executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 5 year up to the conclusion of next Annual General Meeting which shall be held in the year 2019.”

5. To appoint Mr. Rahul Tawde (DIN:02991243) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof at any time being in force) and Clause 49 of the Listing Agreement, Mr. Rahul Tawde (DIN: 02991243), a non-executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby



appointed as an Independent Director of the Company to hold office for a period of 5 year up to the conclusion of next Annual General Meeting which shall be held in the year 2019.”

6. To appoint Mr. Jaid Kojar (DIN: 06646692) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof at any time being in force) and Clause 49 of the Listing Agreement, Mr. Jaid Kojar (DIN: 06646692), a non-executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 5 year up-to the conclusion of next Annual General Meeting which shall be held in the year 2019.”

7. To appoint Mrs. Archana Sarode (DIN: 06637416) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof at any time being in force) and Clause 49 of the Listing Agreement, Mrs. Archana Sarode (DIN: 06637416), a non-executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 5 year up-to the conclusion of next Annual General Meeting which shall be held in the year 2019.”

SPECIAL BUSINESS:

8. Delisting of Equity Shares :

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

“**RESOLVED THAT** pursuant to Section 110 of Companies Act, 2013, Securities Contract (Regulation) Act, 1956 and the rules framed there under, Listing Agreements, Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (including any statutory modification(s) or re-enactment thereof for the time being in force and as may be enacted hereinafter) and all other applicable laws, rules, regulations and guidelines and subject to all such condition and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, which may be agreed to, by the Board of Directors of the Company and subject to the approval of the members of the Company, the Company’s Ordinary (Equity) Shares be and are hereby delist voluntarily from the Delhi Stock Exchange Limited and Ahmedabad Stock Exchange Limited.”

“**RESOLVED FURTHER THAT** Mr. Laxmikant Kabra and/ or Mr. Bhavesh Tanna, Director of the company be and are hereby authorised to execute all documents, papers and



to do all such acts which is necessary for delisting the securities from the above stock exchanges.”

9. To adopt new set of Memorandum of Association of the Company in conformity with the Companies Act, 2013 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**:

“**RESOLVED THAT**, pursuant to provisions of section-13 and other applicable provisions of Companies Act, 2013, read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s), or re-enactment thereof, for the time being in force), a new set of Memorandum of Association of Amarnath Securities Limited, be and is hereby approved and adopted in substitution, and the entire exclusion, of the existing Memorandum as placed before the Members and duly initialed by the Chairman for identification purpose.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to do all such acts and take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

10. To adopt new set of Articles of Association of the Company in conformity with the Companies Act, 2013 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**:

“**RESOLVED THAT**, pursuant to provisions of section-14 and other applicable provisions of Companies Act, 2013, read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s), or re-enactment thereof, for the time being in force), a new set of Article of Association of Amarnath Securities Limited, be and is hereby approved and adopted in substitution, and the entire exclusion, of the existing Article of Association as placed before the Members and duly initialed by the Chairman for identification purpose.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to do all such acts and take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

Notes:

1. A member entitled to attend and vote at the Annual General Meeting (the “meeting”) is entitled to appoint a proxy and vote on a poll instead of himself and a proxy need not be a member of the Company. The instrument appointing proxy should, however be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
3. Members/proxies are requested to bring duly filled attendance slips and Ballot form along with their copy of annual report sent herewith to attend the meeting.
4. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number in the Entrance Pass and Ballot Form for attending the meeting.
5. In case of joint holders attending meeting, only such joint holder who is higher in the order of names will be entitled to vote.



6. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting
7. The company has notified closure of Register of Members and share transfer books from 24.09.2014 to 30.09.2014 (both days inclusive)
8. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars and Transfer Agents, M/s. System Support Services cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the members.
9. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change of address or bank mandates immediately to the Company/Registrars and Transfer Agents, M/s. System Support Services.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Registrars and Transfer Agents, M/s. System Support Services.
11. Non-Resident Indian Members are requested to inform M/s. System Support Services, immediately of:
 - a. Change in their residential status on return to India for permanent settlement.
 - b. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
12. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their questions in writing to the Company at least Five days before the date of meeting, so that the information required may be made available at the meeting.
13. The equity Shares of the Company are listed on BSE Limited, Dalal Street, Mumbai-400001, Delhi Stock Exchange Limited, DSE House, 3/1 Asaf Ali Road, New Delhi 110002 and Ahmedabad Stock Exchange Limited, Kamdhenu Complex, Opp. Sahajanand College, Panjrapole Ahmedabad Gujarat-380015. The listing fees have been paid up-to-date to these Exchanges.
14. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to provisions of section 72 of the Companies Act, 2013. Members desiring to avail this facility may send their nomination in the prescribed Form SH-13 duly filled to M/s. System Support Services. The prescribed form in this regard may be obtained from M/s. System Support Services. Members holding shares in electronic form are requested to contact their DP directly for recording their nomination
15. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 in respect of the business under Item Nos. 2, 4, 5, 6 & 7 above is annexed hereto.
16. The Notice of AGM along with the Annual Report 2013-14 is being sent by electronic mode to those members whose email addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their email addresses, physical copies are being sent by permitted mode.



17. To support 'Green initiative', members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

18. Voting through Electronic means:-

In compliance with provision of Section 108 of the companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, the Company is pleased to provide members, 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 e-voting facility is available at the link <https://www.evotingindia.co.in>.

The instructions and process for e-voting as under:

- i) The voting period begins on Monday, 22nd September, 2014 at 9.00AM and ends on Wednesday, 24th September, 2014 at 6.00PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Monday, 29th August, 2014, may cast their vote electronically. The e-voting module shall be classified by CDSL for voting thereafter.
- ii) The voting rights of Members shall be in proportion to their equity shareholding in the paid up equity share capital of the Company as on 29th August' 2014
- iii) The shareholders should log on to the e-voting website www.evotingindia.com
- iv) Click on "Shareholders" tab.
- v) 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.
- vi) Next enter the Image Verification as displayed and Click on Login.
- vii) 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.
- viii) For Shareholders holding shares in physical form and first time users holding shares in electronic form, the steps given below are to be followed

PAN*	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 Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.
DOB	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

- ix) After entering these details appropriately, click on "SUBMIT" tab.
- x) 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.

- xi)** For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii)** Click on the EVSN for **Amarnath Securities Limited** to vote.
- xiii)** 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.
- xiv)** Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xv)** 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.
- xvi)** Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvii)** You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xviii)** 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.
- xix)** Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
- xx)** 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.

Other Instruction:

- 1.** Mr. Vikas R. Chomal, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- 2.** In terms of Clause 35B of the Listing Agreement, in order to enable its members, who do not have access to e-voting facility, to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, a Ballot Form is sent along with this Notice. A member



desiring to exercise vote by Ballot shall complete the said Ballot Form with assent (for) or dissent (against) and send it to Mr. Vikas R. Chomal, Scrutinizer at his office situated at 3, Ground Floor, Suyog Apartment, Near Sampada Hospital, Daji Ramchandra Road, Charai, Thane (W) – 400601, Tel: 022-25410931, Email: vikas@vrca.co.in, csvrca@gmail.com, so as to reach him on or before 24th September, 2014 by 6.00 p.m. Any Ballot Form received after the said date shall be treated as if the reply from the Members has not been received.

3. Members have the option to request for physical copy of the Ballot Form by sending an e-mail to amarnathsecurities@gmail.com by mentioning their Folio No./DP ID and Client ID No. However, the duly completed Ballot Form should reach the Scrutinizer's Office not later than Wednesday, 24th September, 2014 (6.00 p.m. IST).

A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member casts votes by both these modes, then voting done through e-voting shall prevail and the vote cast through Ballot shall be treated as invalid.

4. The Results shall be declared alongwith the Scrutinizer's Report and shall be placed on the Company's website www.amarnathsecurities.com and on the website of CDSL www.evoting.cdsl.com within 2 (two) days of passing of the resolutions at the 20th Annual General Meeting and will be communicated to BSE Limited, Delhi Stock Exchange Limited and Ahmedabad Stock Exchange Limited, where the shares of the company are listed.

For and on behalf of the Board of Directors

Date: 4th August 2014

S/d-

Place Ahmedabad

Bhavesh Tanna

Managing Director

ANNEXURE TO THE NOTICE

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

Item No. 4 to 7

The Company had, pursuant to the provisions of clause 49 of the Listing Agreement entered with Stock Exchanges, appointed Mr. Mandar Patil, Mr. Rahul Tawde, Mr. Jaid Kojar and Mrs. Archana Sarode, as Independent Directors, in compliance with the requirements of the clause.

Pursuant to provisions of Section 149 of the Act, which came into effect from 1st April, 2014, every listed public company is required to have at least one-third of the total number of directors as independent directors, who are not liable to retire by rotation.

The Nomination & Remuneration Committee has recommended the appointment of these directors as Independent Directors from a period of 5year upto the conclusion of next Annual General Meeting which shall be held in the year 2019.

Mr. Mandar Patil, Mr. Rahul Tawde, Mr. Jaid Kojar and Mrs. Archana Sarode, non-executive directors of the Company, have given a declaration to the Board that they meet the criteria of independence as provided under section 149(6) of the Act. In the opinion of the Board, each of these directors fulfill the conditions specified in the Act and Rules framed thereunder for appointment as Independent Director and they are independent of the management.

Brief particular of these Director, such as their educational and professional qualification, nature of their working experience, name(s) of the companies in which they held directorships, memberships and chairmanships in various committees, their shareholding in the company, relationship between directors inter-se are provided by way of Annexure to the Notice forming part of the annual report. This statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement.

In compliance with the provisions of section 149 read with schedule IV of the Act, the appointment of these directors as Independent Directors is now being placed before the members for their approval.

**Item No. 8**

The Company's Ordinary (Equity) shares are presently listed on the following Stock Exchanges in India:

1. Bombay Stock Exchange Limited, Mumbai (BSE)
2. Delhi Stock Exchange Limited.(DSE)
3. Ahmedabad Stock Exchange Limited

Consequent to the recent rapid changes in the capital market and with the availability of nationwide trading facility coupled with wide and extensive networking of centers on BSE, investors have access to online dealings in the company's securities across the country and substantial volume of trading is carried out through BSE. Accordingly, the trading volumes at the Delhi Stock Exchange Limited and Ahmedabad Stock Exchange Limited have gradually diminished and do not justify the payment of listing fees to them. The Company believes that no particular benefit is available to the shareholders of the company by continuing the listing of Ordinary (Equity) shares.

As per the recent Delisting of Securities Regulations, 2009 issued by Securities and Exchange Board of India (SEBI), an exit opportunity need not be provided to the shareholders of the Company on delisting of its Ordinary (Equity) shares from the Delhi Stock Exchange Limited and Ahmedabad Stock Exchange Limited provided the Ordinary (Equity) shares of the Company continue to be listed at BSE. The proposed voluntary delisting of the company's Ordinary (Equity) shares from the Delhi Stock Exchange Limited and Ahmedabad Stock Exchange Limited will, apart from the saving resulting from the non- payment of annual listing fees, it will also reduce a lot of administrative work. The delisting will not adversely affect any investors including the Shareholders located in the regions of Delhi Stock Exchange Limited and Ahmedabad Pradesh Stock Exchange Limited.

Pursuant to the Regulations issued by SEBI on voluntary delisting by companies of their securities from the Stock Exchanges, it is now proposed to seek the Shareholder's approval by way of a Special Resolution for voluntary delisting the company's Ordinary (Equity) shares from the Delhi Stock Exchange Limited and Ahmedabad Stock Exchange Limited.

Yours Directors recommend the resolution for the approval of the members.

Item No. 9 & 10

The existing Memorandum of Association (MOA) & Articles of Association (AOA) are based on the Companies Act, 1956 and several regulations in the existing MOA & AOA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AOA are no longer in conformity with the Act. With the coming into force of the Companies Act, 2013 several regulations of the existing AOA of the Company require alteration or deletions in several articles and as per the provisions of new Act, the MOA of the company requires certain amendments. Given this position, it is considered expedient to wholly replace the existing MOA & AOA by a new set of Memorandum & Articles of Association. The new MOA to be substituted in place of existing MOA is based on the Table 'A' of Schedule I of the Companies Act, 2013 and the new AOA to be substituted in place of the existing AOA is based on Table 'F' of Schedule I of the Companies Act, 2013 which sets out the model articles of association for a company limited by Shares.

None of the Promoters, Directors, Key Managerial Personnel of the Company and none of their relatives are deemed to be concerned or interested financially or otherwise in the said resolution.



INFORMATION OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING (PURSUANT TO CLAUSE 49 (VI) (A) OF THE LISTING AGREEMENTS)

Name	Mr. Murlidhar Lakhiani	Mr. Mandar Patil	Mr. Rahul Tawde
Relationship with other Directors interse	None	None	None
Date of Birth	03-07-1959	24-05-1970	15-04-1985
Date of Appointment	01-03-2011	01-04-2012	01-04-2012
DIN	02991497	05284076	02991243
Qualification	Commerce Graduate	B.com, F.C.A.	M.Com, CA (Inter), CFA (Level-1)
Expertise in specific functional area	Business of Trading in coal, coke & Transport Services	Direct & Indirect Taxes, Audit & Assurances	Financial & Equity market consultant
No. of Shares held in the companies	6,30,000	NIL	NIL
Directorships held in other Public companies	1. Narendra Investments (Delhi) Limited	1. Astec LifeSciences Limited	NIL
Position held in mandatory committees of other companies	NIL	2	NIL
Name	Mrs. Archana Sarode	Mr. Jaid Kojar	
Relationship with other Directors interse	None	None	
Date of Birth	02-04-1986	29-01-1987	
Date of Appointment	31-07-2013	31-07-2013	
DIN	06637416	06646692	
Qualification	Commerce Graduate	Commerce Graduate	
Expertise in specific functional area	Accounts & Administration	Direct & Indirect Taxes & Accounting	
No. of Shares held in the companies	NIL	NIL	
Directorships held in other Public companies	NIL	NIL	
Position held in mandatory committees of other companies	NIL	NIL	

**DIRECTOR'S REPORT**

To,
The Members
Amarnath Securities Ltd.

Your Directors have pleasure in presenting the Annual Report together with the audited statement of accounts for the year ended 31st March, 2014.

FINANCIAL RESULTS:

The summarized financial results for the year ended 31st March, 2014 are as under:

(Amount in Rs.)

Particulars	2013-14	2012-13
1. Profit before Interest, Depreciation and Tax	7,79,226	1,53,483
2. Interest	-	-
3. Depreciation	47,893	32,153
4. Profit(Loss) Before Tax	7,31,333	1,12,330
5. Provision for taxation	2,56,426	20,000
6. Profit(Loss) After Tax	4,74,907	1,01,330

OPERATIONS:

The profits of the Company are derived from interest income and advisory fees, supplemented by profit on sale of investments. The profit from sale of investments for the year ended 31st March, 2014 is Rs.Nil as compared to Rs.2,85,000/- for the previous year.

DIVIDEND:

Your Director do not recommend dividend for the year.

TRANSFER OF UNPAID/UNCLAIMED DIVIDEND:

The Company does not have any amount of Unpaid/Unclaimed Dividend which is required to be transferred to the Investors Education & Protection fund as required under Section of the Companies Act. There are no other statutory amount like outstanding unpaid Refund Amount on Share Applications, unpaid interests or principal of Deposits and Debentures etc lying with the company which are required to be transferred to Investors Education and Protection Fund.

COMPLIANCE WITH THE LISTING AGREEMENT:

The Company has complied with the mandatory provisions of Corporate Governance as stipulated in the Listing Agreement with the Stock Exchanges. A separate report on the corporate Governance along with the requisite Auditors Certificate is annexed and form part of this Annual report.

CAPITAL STRUCTURE:

During the year under review, your Directors have not issued any Equity or Preference Shares to any person. There has been no change in the issued, subscribed and paid up capital of the company during the year under review.

BUY BACK OF SHARE CAPITAL:

Your Director had not declared or announced or completed any procedure for Buy Back of its own shares during the year under review as per the provisions of the section 77A, 77AA and 77B



of the Companies Act 1956. Further no Buy Back of Shares if any announced in earlier years are still pending for implementation.

COMPLIANCE TO CODE OF CORPORATE GOVERNANCE:

The present Board of Directors consists of 8 directors out of which four directors are the promoter directors and balance four directors are independent. The company complies with the provisions of clause 49 of the Listing Agreement. The detailed report is annexed.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

This information is fully given in the Corporate Governance report.

DIRECTORS:

In accordance with the provisions of Companies Act, 2013 and the Articles of Association of the Company, Mr. Murlidhar Lakhiani, Director of the Company, retires by rotation at the forthcoming Annual General Meeting and being eligible, has offered himself for re-appointment. The Board recommends re-appointment of Mr. Murlidhar Lakhiani in the ensuing Annual General Meeting of the Company.

FIXED DEPOSITS:

The company has not accepted the fixed deposits during the year under report.

AUDITORS:

The Company's Statutory Auditors M/s A N A M & Associates, Chartered Accountants, Ahmedabad retires as Statutory Auditors at the forthcoming Annual General Meeting and have expressed their inability to offer themselves for reappointment in the forth coming Annual General Meeting.

M/s A N A M & Associates, Chartered Accountants, Ahmedabad has conveyed that they are eligible for the appointment as Statutory Auditors and if they are appointed it will be in accordance with the limit specified in section (1-B) of section 224 of the companies act, 1956.

NON-BANKING FINANCIAL COMPANIES (RESERVE BANK OF INDIA)

DIRECTIONS:

The Company follows the RBI Directive regarding NBFC Business.

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to the requirement under section 217(2AA) of the Companies Amendment Act, 2000 with respect to Directors Responsibility Statement it is hereby confirmed:

1. That in the preparation of the Annual accounts for the financial year ended 31st March, 2014 the applicable accounting standards had been followed along with proper explanation relating to material departures.
2. That the directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for the year under review
3. That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
4. That the directors had prepared the accounts for the financial year ended 31st March, 2014 on a going concern basis.

**PARTICULARS OF THE EMPLOYEES:**

The Company has no employee to whom the provision of section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 apply and so it is not applicable to the company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUT GO:

The Additional information required under section 217(1)(e) of the Companies Act, 1956 relating to conservation of energy and technology absorption are not applicable. The company has no foreign exchange earnings or outgoes during the year under review.

ACKNOWLEDGEMENT:

The directors wish to thank and deeply acknowledge the cooperation and assistance received from the Bankers, Suppliers and shareholders. The Director also wishes to place on record their appreciation of the devoted services of employees of the company.

For and on behalf of the Board of Directors

Date: 30th May 2014

S/d-

Place Ahmedabad

Bhavesh Tanna

Managing Director

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**1. Overall Review**

As result of slow down in the economy both in India and globally, there was also slow down in financial sector in India. As a result, company restrained itself from taking any major exposure in its core areas of business. However, company is making all the efforts to increase the business volume as well as improve the profitability.

2. Financial Review

During the year under review, income from operations stood at Rs 21,45,650/- and Profit after tax stood at Rs. 4,74,907/-

3. Risk And Concern

Bullish trend in Equity Market, Commodities and Real estate will effect volume and profitability of Government Securities business. Changes in the rate of Interest will affect Company's Profitability.

4. Internal Control System and their adequacy

The internal control system is looked after by Directors themselves, who also looked after the day to day affairs to ensure compliance of guide lines and policies, adhere to the management instructions and policies to ensure improvements in the system. The Internal Audit reports are regularly reviewed by the management.

5. Environmental Issues

As the company is not in the field of manufacture, the matter relating to produce any harmful gases and the liquid effluents are not applicable.

6. Financial Performance with Respect to Operation Performance



The Company has all the plans for tight budgetary control on key operational performance indication with judicious deployment of funds without resorting to any kind of borrowing where ever possible.

7. Cautionary Statement

Statement in this report on Management Discussion and Analysis may be forward looking statement within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could however, differ materially, from those expressed or implied. Important factors that could make a difference to the company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability and changes in government regulations and tax structure, economic development within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations.

The Company assumes no responsibility in respect of forward – looking statements, which may be amended or modified in future on the basis of subsequent developments, information or events.

REPORT ON CORPORATE GOVERNANCE

The company pursuant to the code on Corporate Governance introduced by the Securities and Exchange Board of India (SEBI) furnishes its report as under:

Company's Philosophy on Code of Governance

The Company's philosophy on corporate governance envisages the attainment of the highest level of transparency, accountability and equity, in all facets of its operations, and in all its interactions with its stakeholders, including shareholders, employees, the government and lenders.

I. BOARD OF DIRECTORS

a) Size and Composition of the Board:

As on 31st March, 2014, the Board of Directors of the Company comprised eight members, of whom five are Non-Executive Directors. In accordance with the provisions of the Companies Act, 1956, Mr Murlidhar Lakhiani, Directors, retires by rotation and is eligible for re-appointment. Pursuant to Clause 49 of the Listing Agreement, profile of Director seeking re-appointment, has been given along with the Notice of the Annual General Meeting. None of the Directors is related to one another.

b) Board Meetings :

5 Board/Committee Meetings were held at Ahmedabad during the year under review comprising 4 Board Meetings and 4 meetings of various Committees. The Board Meetings were held on, 24th July 2013, 17th August 2013 24th October 2013 & 31st January 2014. The category of each Director, together with his attendance at Board Meetings, the number of his Directorships and memberships of the SEBI-designated Board Committees of other companies as well as his holding in the Company, as on 31st March, 2014 are given below:



Name of Director	Category of Director	Board Meetings attended during 2013-14	No. of Directorships of other Indian Companies as on 31 st March 2014	Membership of Mandatory Committee of other companies as on 31 st March 2014		No. of ordinary shares held as on 31 st March 2014
				Chairman	Member	
Murlidhar Lakhiani	Chairman	5	3	NIL	NIL	6,30,000
Bhavesh Tanna	Managing Director	5	1	NIL	NIL	2,70,000
Laxmikant Kabra	Non-Executive & Non Independent	4	6	3	4	1,35,000
Gaurav Chavda	Executive & Non Independent	5	1	NIL	NIL	4,00,000
Mandar Patil	Non-Executive & Independent	2	1	NIL	1	-
Rahul Tawde	Non-Executive & Independent	3	1	NIL	NIL	-
Jaid Kojar	Non-Executive & Independent	3	NIL	NIL	NIL	-
Archana Sarode	Non-Executive & Independent	2	NIL	NIL	NIL	-

All the Directors had attended the last Annual General Meeting held on 27th September, 2013.

c) Management & Function of the Board:

The day-to-day management of the Company is conducted by the Chairman & Managing Director in consultation with the Board of Directors. The required information as enumerated in Annexure I to Clause 49 of the Listing Agreement is made available to the Board of Directors for discussions and consideration at Board Meetings.

II. COMMITTEES OF THE BOARD

Currently the Boards have three committees viz:

a) Audit Committee

Composition:

The Audit Committee has been constituted in conformity with the requirements of Section – 292A of the Companies Act, 1956 and Clause – 49 of the Listing Agreement with Stock Exchanges.

At present the Audit Committee comprises of 1 Non Independent director and 2 Independent Directors. All the members are financially literate and have adequate accounting knowledge. The Audit Committee met four times during the financial year

Details of the composition, number of meetings held during the year and attendance thereat are as under:

Name	Designation	No. of Committee Meetings attended
Mandar Patil	Non Executive – Independent Director	4
Laxmikant Kabra	Non-Executive - Non Independent Director	4
Rahul Tawde	Non Executive – Independent Director	4

Minutes of meetings of the Audit Committee are circulated to members of the Committee and the Board is kept apprised.

Members of the Audit Committee have requisite financial and management expertise.

The Statutory Auditors are invited to attend and participate at meetings of the Committee.

The scope of the Audit Committee includes:

- Overview of the company's financial reporting process and the disclosure of its financial Information to ensure that the financial statement is correct, sufficient and credible.
- Recommending the appointment and removal of external auditor, fixation of audit fee and also approval for payment for any other services.



- c. Reviewing with management the annual financial statements before submission to the Board, focusing primarily on;
 - Matters required to be included in the Director's Report in terms of clause 2AA of Section 217 of the Companies Act, 1956
 - Any changes in accounting policies and practices.
 - Major accounting entries based on exercise of judgment by management.
 - Qualifications in draft audit report.
 - Significant adjustments arising out of audit.
 - The going concern assumption.
 - Compliance with accounting standards.
 - Compliance with stock exchange and legal requirements concerning financial statements.
 - Any related party transactions i.e. transactions of the Company of material nature, with promoters or the management, their subsidiaries or relatives etc. that may have potential conflict with interests of Company at large.
- d. Reviewing with management, external and internal auditors, the adequacy of internal control systems.
- e. Reviewing the periodical financial statements with management before submission to the board for their approval.
- f. Reviewing the adequacy of internal audit function, the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- g. Discussion with internal auditors any significant findings and follow up there on.
- h. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- i. Discussions with external auditors before the audit commence nature and scope of audit as well as have post-audit discussion to ascertain any area of concern.
- j. Reviewing the Company's financial and risk management policies.
- k. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.

b) Stakeholders' Relationship Committee

The committee functions under the Chairmanship of Laxmikant Kabra, the other Members of the Committee are Archana Sarode and Bhavesh Tanna, Directors of the Company. At present, Bhavesh Tanna is the Compliance Officer of the Company.

During the year the Shareholders'/Investors' Grievance committee met as and when required and all the members attended the meetings. The Shareholders'/Investors' Grievance committee looks into the redressal of Shareholders' / Investors' Grievances, if any, like Transfer / Transmission / Demat of Shares; Loss of Share Certificates; etc.

During the year, Nil complaints were received from the Shareholders. The Company had no transfers pending at the close of the financial year.

c) Nomination & Remuneration Committee:

No remuneration or commission or any other compensation has been paid to either executive or non executive directors hence remuneration committee is not yet formed.

Code of Conduct for Senior Management

The Company has adopted a Code of Conduct for Directors and Senior Management. It is the responsibility of all employees and Directors to familiarize themselves with the Code and comply with the same.



The Code includes provisions where the employees of the Company can voice their concerns on violation and potential violation of this Code in a responsible and effective manner.

All Board members and senior management personnel have confirmed compliance with the code. A declaration signed by the Managing Director is attached and forms part of the Annual Report of the company.

SHAREHOLDERS INFORMATION:

Location and time of Annual General Meetings held in last three years

For the Year	Location	Date & Time	Special Resolution passed Yes or No
2012-13	1/104, Sarthak, Opp. C.T. Centre, B/h. Swastik Cross Road, C.G. Road, Ahmedabad – 380 009	27 th September, 2013 11.00 am	Yes
2011-12	1/104, Sarthak, Opp. C.T. Centre, B/h. Swastik Cross Road, C.G. Road, Ahmedabad – 380 009	29 th September, 2012 11.00 am	No
2010-11	1/104, Sarthak, Opp. C.T. Centre, B/h. Swastik Cross Road, C.G. Road, Ahmedabad – 380 009	30 th September, 2011 11.00 am	No

Location and time of Annual General Meetings

Registered office : 1/104, Sarthak, Opp. C.T. Centre, B/h. Swastik Cross Road, C.G. Road, Ahmedabad – 380 009

Financial year : 1st April 2013 to 31st March 2014

Date & Time of Annual General Meeting : 30th September 2014 at 9:30 AM

Venue : 1/104, Sarthak, Opp. C. T. Centre, B/h. Swastik Cross Road, C.G. Road, Ahmedabad – 380 009

Book Closure Date : 24th September 2014 to 30th September 2014 (both days inclusive) for Annual General Meeting.

Dividend payment date : N.A.

Listing on Stock Exchanges : BSE Ltd., P.J.Towers, Dalal Street, Mumbai 400001.

: Delhi Stock Exchange Ltd., Delhi

: Ahmedabad Stock Exchange, Ahmedabad, Gujarat

Stock Code & ID : BSE : 538465 & “AMARSEC”

ISIN : INE745P01010

Demat of Shares : Available on National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL). 82.37% of the Company’s shares are in dematerialised mode.

Compliance Officer : Bhavesh Tanna

Financial calendar

The company has announced/expects to announce the unaudited quarterly results for the year 2014-15 as per the following schedule:

Financial reporting for the quarter ending June 30, 2014	1 st week of August, 2014
Financial reporting for the half year ending September 30, 2014	1 st Week of November, 2014
Financial reporting for the quarter ending December 31, 2014	1 st Week of February, 2015
Financial reporting for the year ending March 31, 2015	Last week of May, 2015
Annual General Meeting for the year ending March 31, 2015	1 st week of September, 2015



Means of communication

The unaudited quarterly results and audited results for the year are published in one English newspaper and at least one vernacular newspaper shortly after its submission to the Stock Exchanges.

The Company's website www.amarnathsecurities.com contains relevant information including matters pertaining to investor relations, shareholder benefits, as well as quarterly/annual financial results.

Distribution of Shareholding as on March 31st, 2014

No. of Equity shares held	No of share holders	% of shareholders	No of shares held	% of holding
1-5000	587	91.15	1,75,010	5.83
5001-10000	6	0.93	54,000	1.80
10001-20000	21	3.26	3,70,700	12.35
20001-30000	24	3.73	6,00,490	20.02
30001-40000	-	-	-	-
40001-50000	-	-	-	-
50001-100000	-	-	-	-
100001 & above	6	0.93	18,00,000	60.00
Total	644	100	30,00,200	100

Categories of shareholders as on March 31st, 2014

	Category	No. of Shares	% of shares
A	Promoter's Holding		
1	Indian Promoters	16,65,000	55.50
2	Foreign Promoters	-	-
	Sub total	16,65,000	55.50
B	Non Promoters		
3	Institutional Investors	--	--
	A Mutual Funds and UTI	--	--
	B Banks, Financial Inst., Insurance Com.	--	--
	Sub total	--	--
4	Non – Institutional Investors		
	A Bodies Corporate	1,35,000	4.50
	B Individuals	11,77,980	40.00
	C NRIs / Clearing Member/OCBs	--	--
	Sub total	13,35,200	44.50
	GRAND TOTAL	30,00,200	100.00

Disclosures

- (1) There are no materially significant related party transactions of the Company with key managerial personnel which have potential conflict with the interest of the Company at large.
- (2) Details of non – compliance by the Company, penalties and strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the period from 1st April, 2013 to 31st March, 2014: NIL.



DECLARATION REGARDING AFFIRMATION OF CODE OF CONDUCT

As provided under clause 49 of the listing Agreement with the Stock Exchange, the Board has laid down a code of conduct for all Board Members and Senior Management of the company. The Board Members and Senior Management Personnel have confirmed compliance with the Code of Conduct for the year ended March 31, 2014.

For and on behalf of the Board of Directors

Date: 30th May 2014

S/d-

Place Ahmedabad

Bhavesh Tanna

Managing Director

CERTIFICATION OF CEO/CFO

The Board of Directors

Amarnath Securities Limited,

Ahmedabad.

We, have reviewed financial statements and the cash flow statement of Amarnath Securities Limited for the year ended 31st March, 2014 and that to the best of our knowledge and belief, we state that:

- a) (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
(ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) there are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
- c) we accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or proposed to taken to rectify these deficiencies.
- d) we have indicated to the auditors and the Audit committee that
 - (i) there have been no significant changes in internal control over financial reporting during the year;
 - (ii) there have been no significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) there have been no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting

For and on behalf of the Board of Directors

Date: 30th May 2014

S/d-

Place Ahmedabad

Bhavesh Tanna

Managing Director

**AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE**

To The Members of

**Amarnath Securities Limited,
Ahmedabad**

We have examined the compliance of conditions of Corporate Governance by **Amaranth Securities Limited** (“the Company”), for the year ended March 31, 2014, as stipulated in Clause 49 of the Listing Agreement of the said company with stock exchanges in India.

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was carried out in accordance with the guidance note on Certification of Corporate Governance (as stipulated in Clause 49 of Listing Agreement), issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

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

We 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.

Place : Ahmedabad

Date : 30th May 2014

**For A N A M & Associates
Chartered Accountants
Firm Registration no: 005496S
S/d-
CA. Nazim F Rajaiwala
Partner
Membership no: 131829**



INDEPENDENT AUDITOR'S REPORT

To the Members of Amarnath Securities Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Amarnath Securities Limited which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit 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

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance in accordance with the Accounting Standards notified under the Companies Act, 1956 (the "Act") read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of Companies Act, 2013 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

Opinion

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

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



Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - In our opinion proper books of account as required by law have been kept by the company so far as appears from our examination of those books.
 - The balance sheet and statement of profit and loss and the Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - In our opinion, the Balance Sheet and statement of Profit and Loss, and Cash Flow Statement comply with the accounting standards notified under the Companies Act, 1956 read with the General Circular 15/2013 dated 13th September, 2013 of Ministry of Corporate Affairs in respect of Section 133 of Companies Act, 2013.
 - On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the board of directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section of section 274 of the companies act, 1956.

For A N A M & Associates

Chartered Accountants

Firm Registration no: 005496S

S/d-

CA. Nazim F Rajaiwala

Partner

Membership no: 131829

Place : Ahmedabad

Date : 30th May 2014

**ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT**

- i) In respect of its Fixed Assets:
 - a) The Company has maintained proper records showing full particulars including quantities details and situation of fixed assets on the basis of available information.
 - b) According to the information and explanations given to us, the fixed assets have been physically verified by the management during the year.
 - c) During the year the Company has not disposed off substantial part of its fixed assets so as to affect its going concern status.
- ii) The Company does not hold inventory at the end of the year. Therefore, the said clause is not applicable to the Company.
- iii) We are informed that during the year, the Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
- iv) In our opinion, and according to the information and explanation given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase of fixed assets and for the sale of goods and services. In our opinion and according to the information and explanation given to us, there is no continuing failure to correct major weakness in such internal control systems
- v) To the best of our knowledge and belief and according to information and explanation given to us and on examination of records the particulars of contracts or arrangements referred to in section 301 of the Companies Act, 1956, the Company has maintained register under section.
- vi) According to the information and explanation given to us, the Company has not accepted deposits from the public within the meaning of Sections 58A, 58AA of the Companies Act, 1956.
- vii) In our opinion, the internal audit function of the company is commensurate with the size and nature of its business.
- viii) The Central Government of India has not prescribed maintenance of cost records under clause (d) of sub-section (1) of Section 209 of the Companies Act, 1956 for any of the product of the company.
- ix) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in the respect of provident fund, employees' state insurance and service tax and is regular in depositing undisputed statutory dues in respect of investor education and protection fund, sales tax, income tax, wealth tax, customs duty, excise duty and other material statutory dues, as applicable with the appropriate authorities. There are no disputed statutory liabilities payable.
- x) The Company has no accumulated losses at the end of the financial year and it has not incurred any cash losses in the financial year ended on the date or in the immediately preceding financial year.
- xi) According to the information and explanation given to us, the Company has not defaulted in repayment of dues to banks and financial institutions.



- xii) In our opinion and according to the information and explanation given to us, no loans and advances have been granted by the company on the basis of security by way of pledge of Shares, debentures and other securities.
- xiii) In our opinion, the company is not a chit fund or a nidhi or mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the order are not applicable to the company.
- xiv) In our opinion and according to the information and explanations given to us, the Company is not dealing in or trading in shares, securities, debentures and other investments. Therefore, the provisions of the said clause of the order, are not applicable to the Company.
- xv) To the best of our knowledge and belief and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- xvi) To the best of our knowledge and belief and according to the information and explanations given to us, term loans availed by the company during the year have been used for the purpose for which they are obtained.
- xvii) According to cash Flow Statement and other records examined by us and the information and explanations given to us, on an overall basis, funds raised on short term basis, have prima facie, have not been used during the year for long term investments.
- xviii) According to the information and explanations given to us, no preferential allotment of shares has been made by the Company to companies, firms or other parties listed in the register maintained under section 301 of Companies Act.
- xix) The Company has not issued any secured debentures and accordingly the provisions of clause 4(xix) of the order are not applicable.
- xx) The Company has not raised any money through public issue during the year.
- xxi) To the best of our knowledge and according to the information and explanations given to us, no material fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

For A N A M & Associates

Chartered Accountants

Firm Registration no: 005496S

Sd/-

CA. Nazim F Rajaiwala

Partner

Membership no: 131829

Place : Ahmedabad

Date : 30th May 2014

**BALANCE SHEET AS AT 31ST MARCH 2014**

PARTICULARS	Note No.	(Amount in `)	
		As at 31st March 2014	As at 31st March 2013
EQUITY AND LIABILITIES			
Shareholders' funds			
(a) Share capital	2	3,00,02,000	3,00,02,000
(b) Reserves and surplus	3	<u>7,91,130</u>	<u>2,71,437</u>
		3,07,93,130	3,02,73,437
Non-current liabilities			
(a) Deferred Tax Liabilities	17	<u>32,608</u>	<u>-</u>
		32,608	-
Current liabilities			
(a) Other current liabilities	4	57,500	35,000
(b) Short-term provisions	5	<u>2,46,238</u>	<u>55,965</u>
		<u>3,03,738</u>	<u>90,965</u>
TOTAL		<u>3,11,29,476</u>	<u>3,03,64,402</u>
ASSETS			
Non-current assets			
(a) Fixed assets			
(i) Tangible assets	6	2,26,902	1,29,975
(b) Non-current investments	7	25,53,125	3,00,00,000
(c) Long Term Loans and Advance	8	2,55,42,509	-
(d) Other Non-current Assets	9	<u>1,28,080</u>	<u>83,294</u>
		2,84,50,616	3,02,13,269
Current assets			
(a) Trade receivables	10	-	36,670
(b) Cash and bank balances	11	8,18,210	1,14,463
(c) Other current assets	12	<u>18,60,650</u>	<u>-</u>
		<u>26,78,860</u>	<u>1,51,133</u>
TOTAL		<u>3,11,29,476</u>	<u>3,03,64,402</u>

See accompanying notes forming part of the financial statements 1-20

As per our report of even date attached

For, A N A M & Associates

Chartered Accountants

Firm Reg. No 005496S

Sd/-

[Nazim F.Rajaiwala]

Partner

(M. No. 131829)

Place : Ahmedabad

Date : 30th May 2014

For and on behalf of the Board of Directors

AMARNATH SECURITIES LTD.

Sd/-

Murlidhar Lakhiani

Chairman

Place : Ahmedabad

Date : 30th May 2014

Sd/-

Bhavesh Tanna

Managing Director

Sd/-

Laxmikant Kabra

Director



STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2014

(Amount in `)

PARTICULARS	Note No.	For the Year Ended 31 March 2014	For the Year Ended 31 March 2013
I Revenue from operations (Gross)	13	<u>21,59,070</u>	<u>2,13,670</u>
		<u>21,59,070</u>	<u>2,13,670</u>
IV Expenses:			
Employee benefits expense	14	2,58,750	42,000
Depreciation	6	47,893	32,153
Other expenses	15	<u>11,21,094</u>	<u>18,187</u>
Total expenses		<u>14,27,737</u>	<u>92,340</u>
V Profit before tax (III-IV)		<u>7,31,333</u>	<u>1,21,330</u>
VI Less: Tax expense:			
Current tax		2,23,818	20,000
Deferred tax (Credit)/Charged	17	<u>32,608</u>	<u>-</u>
		<u>2,56,426</u>	<u>20,000</u>
VII Profit for the year (V-VI)		<u>4,74,907</u>	<u>1,01,330</u>
VIII Earnings per equity shares of face value Rs 10 each			
Basic and Diluted (in Rs)	19	0.16	0.03

See accompanying notes forming part of the financial statements 1-20

As per our report of even date attached

For A N A M & Associates

Chartered Accountants

Firm Reg. No 005496S

Sd/-

[Nazim F.Rajaiwala]

Partner

(M. No. 131829)

Place : Ahmedabad

Date : 30th May 2014

For and on behalf of the Board of Directors

AMARNATH SECURITIES LTD.

Sd/-

Murlidhar Lakhiani

Chairman

Place : Ahmedabad

Date : 30th May 2014

Sd/-

Bhavesh Tanna

Managing Director

Sd/-

Laxmikant Kabra

Director

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2014**

(Amount in `)

PARTICULARS	For the Year Ended 31 March 2014	For the Year Ended 31 March 2013
<u>Cash flows from Operating Activities</u>		
Net Profit before Taxes	7,31,333	1,21,330
Adjustments:-		
Depreciation / Amortization	<u>47,893</u>	<u>32,153</u>
<u>Operating Profit Before Working capital changes</u>	779,226	153,483
Adjustments for :-		
(Increase)/ decrease in Trade Recievables	36,670	(36,670)
(Increase)/ decrease in other asstes	43,716	-
Increase/ (decrease) in Outstanding liability	<u>22,500</u>	<u>(1,07,500)</u>
Cash Generated from Operations	<u>8,82,112</u>	<u>9,313</u>
Income Tax (Paid) / Refunded	<u>(33,545)</u>	<u>-</u>
Net Cash from Operating Activities	<u>8,48,567</u>	<u>9,313</u>
<u>Cash flows from Investing Activities</u>		
Purchase of Fixed Assets	<u>(1,44,820)</u>	-
Net Cash from Investment Activities	(1,44,820)	-
<u>Cash Flows from Financing Activities</u>		
Net Cash used in Financing Activities	-	-
Net Increase in Cash and Cash Equivalents	<u>7,03,747</u>	<u>9,313</u>
Cash & Cash Equivalents at beginning of period	1,14,463	1,05,150
Cash & Cash Equivalents at end of period	8,18,210	1,14,463

Notes :

- 1) The above Cash flow Statement has been prepared under the indirect method as set out in accounting Standard 3 on "Cash flow Statement".
- 2) Cash & cash equivalents consist of cash in hand, balance in bank account and bank deposits
- 3) Previous year's figures are regrouped / reclassified wherever necessary in order to confirm to current period's groupings and classifications.

See accompanying notes forming part of the financial statements 1-20

As per our report of even date attached

For A N A M & Associates

Chartered Accountants

Firm Reg. No 005496S

Sd/-

[Nazim F.Rajaiwala]

Partner

(M. No. 131829)

Place : Ahmedabad

Date : 30th May 2014**For and on behalf of the Board of Directors****AMARNATH SECURITIES LTD.**

Sd/-

Murlidhar Lakhiani

Chairman

Place : Ahmedabad

Date : 30th May 2014

Sd/-

Bhavesh Tanna

Managing Director

Sd/-

Laxmikant Kabra

Director



NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2014

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES:

a. Basis of Preparation of Financial Statements:

The financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (“GAAP”) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as specified in the Companies (Accounting Standards) Rules, 2006 prescribed by the Central Government, relevant provisions of the Companies Act, 1956 (to the extent applicable), the Companies Act, 2013 (to the extent notified) and guidelines issued by the Securities and Exchange Board of India. As clarified by General Circular No. 08/2014 dated 4th April 2014 issued by the Ministry of Corporate Affairs, financial statements for the year ended 31st March 2014 have been prepared in accordance with the Companies Act, 1956. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b. Presentation and Disclosure of Financial Statements:

All assets and liabilities have been classified as current & non-current as per Company’s normal operating cycle and other criteria set out in the Revised Schedule VI to the Companies Act, 1956.

Based on the nature of products / services and time between acquisition of assets for processing / rendering of services and their realization in cash and cash equivalents, operating cycle is less than 12 months however for the purpose of current/non-current classification of assets & liabilities period of 12 months has been considered as its operating cycle.

c. Use of Estimates:

The preparation of the financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the application of accounting policies, reported balances of assets and liabilities, disclosure of contingent liabilities as on the date of the financial statements and reported amounts of income and expenses during the period. Management believes that the estimates and assumptions used in the preparation of financial statements are prudent and reasonable. Actual results could differ from those estimates. Any difference between the actual results and estimates are recognized in the period in which the results are known / materialize. Any revision to accounting estimates is recognized prospectively in the current and future periods.

d. Fixed Assets:

Tangible assets are stated at cost of acquisition / construction less accumulated depreciation, amortization and accumulated impairment losses, if any.

Cost of fixed assets includes non - refundable taxes and duties, borrowing cost directly attributable to the qualifying asset and any directly attributable costs for bringing the asset to its working condition for its intended use

e. Depreciation/Amortization:

Depreciation is provided using written down value method on pro-rata basis at the rates prescribed under Schedule XIV of the Companies Act, 1956 except in respect of the following assets, which are depreciated at higher rates than the rates specified in the schedule XIV consequent to management’s estimate of useful life of the asset.

f. Investments:

a) Investments are classified into current and long-term investments.

b) Investments that are readily realizable and intended to be held for not more than a year from the date on which such investments are made are classified as current investments. All other investments are classified as long-term investments.

**NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2014**

- c) Current investments are carried at lower of cost and fair value (net asset value in case of units of mutual fund) determined on category wise basis. Long term investments are carried at cost. However, provision for diminution in value of long term investments is made to recognize a decline, other than temporary, on an individual investment basis. Investments in liquid mutual funds are classified as cash and cash equivalents.
- d) The cost of investments comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.
- e) Investment transactions are accounted for on a trade date basis. In determining the holding cost of investments and the gain or loss on sale of investments, the Weighted Average method is followed.

g. Revenue Recognition:

- a) Income from financing transaction is accounted for on basis of internal Rate of Return method
- b) All other incomes are accounted for on accrual basis.

h. Borrowing Costs:

Borrowing costs that are directly attributable to the acquisition, construction or development of a qualifying asset are capitalized as part of the cost of the respective asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset which necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest, exchange difference arising from foreign currency borrowings to the extent they are treated as an adjustment to the borrowing cost and other costs that an entity incurs in connection with the borrowing of funds.

i. Taxes on Income:

- a) Tax expenses comprise of current tax, deferred tax charge or credit and adjustments of taxes for earlier years.
- b) Provision for current tax is made as per the provisions of Income Tax Act, 1961.
- c) Deferred tax charge or credit reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years and are measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits. Deferred tax assets are reviewed for the appropriateness of their respective carrying amounts at each balance sheet date. At each balance sheet date the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax assets to the extent that it has become reasonably/ virtually certain as the case may be that sufficient future taxable income will be available against which such deferred tax assets can be realized.

j. Cash and Cash Equivalents:

Cash and cash equivalents include cash in hand, bank balances, deposits with banks (other than on lien) and all short term highly liquid investments / mutual funds that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.



NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2014

k. Cash Flow Statement:

Cash flows are reported using the indirect method, where by net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities are segregated.

l. Earnings per share:

Basic earnings per share is calculated by dividing the net profit or loss after tax for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The number of shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basic earnings per share and also the weighted average number of shares which could have been issued on conversion of all dilutive potential equity shares.

m. Provisions and Contingent liabilities:

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on management's estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current management estimates. Provisions are recognized in the financial statements in respect of present probable obligations, for amounts which can be reliably estimated.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company.

Particulars	As at 31st March 2014		As at 31st March 2013	
	Number of shares		Number of shares	

NOTE 2: SHARE CAPITAL

(a) Authorised				
Equity shares of Rs.10/- each	40,00,000	4,00,00,000	40,00,000	4,00,00,000
(b) Issued ,Subscribed & fully Paid up				
Equity shares of Rs.10/- each	<u>30,00,200</u>	<u>3,00,02,000</u>	<u>30,00,200</u>	<u>3,00,02,000</u>
TOTAL	<u>30,00,200</u>	<u>3,00,02,000</u>	<u>30,00,200</u>	<u>3,00,02,000</u>

Notes:

(i) Rights, Preferences and Restrictions attached to equity shares:

- Right to receive dividend as may be approved by the Board of Directors / Annual General Meeting.
- The equity shares are not repayable except in the case of a buy back, reduction of capital or winding up in terms of the provisions of the Companies Act, 1956.



NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2014

c) Every member of the Company holding equity shares has a right to attend the General Meeting of the Company and has a right to speak and on a show of hands, has one vote if he is present and on a poll shall have the right to vote in proportion to his share of the paid-up capital of the Company

(ii) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Year ended 31st March, 2014		Year ended 31st March, 2013	
	No. of shares		No. of shares	
Opening Balance	30,00,200	3,00,02,000	30,00,200	3,00,02,000
Issued during the year	-	-	-	-
Closing Balance	<u>30,00,200</u>	<u>3,00,02,000</u>	<u>30,00,200</u>	<u>3,00,02,000</u>

(iii) Details of shares held by each shareholder holding more than 5% shares:

Name of the shareholder	As at 31st March 2014		As at 31st March 2013	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Murlidhar M.Lakhiani	6,30,000	21.00%	6,30,000	21.00%
Gaurav R.Chavda	4,00,000	13.33%	4,00,000	13.33%
Bhavesh Dhirajlal Tanna	2,70,000	9.00%	2,70,000	9.00%
Manharben R.Chavda	2,30,000	7.67%	2,30,000	7.67%

(iv) Aggregate number of equity shares allotted as fully paid up pursuant to contract(s) without payment being received in cash, bonus shares and shares bought back for the period of 5 years immediately preceding the Balance Sheet date:

Particulars	Aggregate number of shares				
	F.Y. 2013-14	F.Y. 2012-13	F.Y. 2011-12	F.Y. 2010-11	F.Y. 2009-10
	NIL	NIL	NIL	NIL	NIL
	As at 31st March 2014		As at 31st March 2013		

NOTE 3: RESERVES AND SURPLUS

(a) Surplus in Statement of Profit and Loss	2,71,437	1,70,107
Add: Profit for the year	4,74,907	1,01,330
Add : Previous Year MAT Credit Available	44,786	-
Closing Balance	<u>7,91,130</u>	<u>2,71,437</u>
TOTAL	<u>7,91,130</u>	<u>2,71,437</u>

NOTE 4 : OTHER CURRENT LIABILITIES

(a) Creditors for Expense	<u>57,500</u>	<u>35,000</u>
TOTAL	<u>57,500</u>	<u>35,000</u>

NOTE 5 : SHORT-TERM PROVISIONS

(a) Provision for MAT	35,965	35,965
(b) Provision for Income tax (Net of Taxes Paid)	<u>2,10,273</u>	<u>20,000</u>
TOTAL	<u>2,46,238</u>	<u>55,965</u>



Note 10 Fixed Assets

Particulars	Rate of Dep	Gross block		Depreciation		Net Block			
		As at 1 April, 2013	Additions	As at 31 March, 2014	As at 1 April, 2013	For the Year	Upto 31 March, 2014	As at 31 March, 2014	As at 31 March, 2013
Tangible Assets									
Furniture and Fixtures	10.00%	11,414 (11,414)	54,250 -	65,664 (11,414)	10,060 (9,761)	8,504 (299)	18,564 (10,060)	47,100 (1,354)	1,354 (1,653)
Air Conditionor	18.91%	-	37,500	37,500	-	5,653	5,653	31,847	-
Computer and Printer	20.00%	186,240 (186,240)	39,570	225,810 (186,240)	61,400 (30,190)	31,624 (31,210)	93,024 (61,400)	132,786 (124,840)	124,840 (156,050)
Vehicle	20.00%	1,650 (1,650)	-	1,650 (1,650)	1,283 (1,191)	73 (92)	1,356 (1,283)	294 (367)	367 (459)
Office equipment	13.91%	20,620 (20,620)	13,500	34,120 (20,620)	17,206 (16,654)	2,039 (552)	19,245 (17,206)	14,875 (3,414)	3,414 (3,966)
Total (A)		219,924	144,820	364,744	89,949	47,893	137,842	226,902	129,975
Previous Year		(219,924)	0	(219,924)	(57,796)	(32,153)	(89,949)	(129,975)	(162,128)
Intangible Assets									
Total (B)		-	-	-	-	-	-	-	-
Previous Year		-	-	-	-	-	-	-	-
Total (A+B)		219,924	144,820	364,744	89,949	47,893	137,842	226,902	129,975
Previous Year		(219,924)	0	(219,924)	(57,796)	(32,153)	(89,949)	(129,975)	(162,128)

Notes

1) Figures in bracket are in respect of the corresponding previous year.

**NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2014**

Particulars As at 31st March 2014 As at 31st March 2013

NOTE 7 : NON-CURRENT INVESTMENTS**Non Current Investments (at cost, fully paid up)****A In equity instruments of other entities (Unquoted)**

Nil Equity Shares (P.Y. 3,00,000 Equity Shares) of Ramdev Marketing Pvt. Ltd., of ₹ 100/- each fully paid-up	-	3,00,00,000
2,500 Equity Shares (P.Y. NIL Equity Shares) of Neutro Power & Controls Pvt. Ltd., of ₹ 10/- each fully paid-up	<u>25,53,125</u>	<u>-</u>
TOTAL	<u>25,53,125</u>	<u>3,00,00,000</u>

NOTE 8 : LONG-TERM LOANS AND ADVANCES

Unsecured, considered good unless otherwise stated

(a) Advance to others	<u>2,55,42,509</u>	<u>-</u>
TOTAL	<u>2,55,42,509</u>	<u>-</u>

NOTE 9 : OTHER NON-CURRENT ASSETS

(a) MAT Credit Entitlement	<u>1,28,080</u>	<u>83,294</u>
TOTAL	<u>1,28,080</u>	<u>83,294</u>

NOTE 10 : TRADE RECEIVABLES

Trade receivables outstanding for a period exceeding six months from the date they were due for payment

Unsecured, considered good	-	-
Less: Provision for doubtful trade receivables	<u>-</u>	<u>-</u>
Other Trade receivables	-	-
Unsecured, considered good	<u>-</u>	<u>36,670</u>
TOTAL	<u>-</u>	<u>36,670</u>

NOTE 11 : CASH AND CASH EQUIVALENTS

(a) Cash in hand	8,15,066	1,14,463
(b) Balance with banks		
(i) In current accounts	<u>3,144</u>	<u>-</u>
TOTAL	<u>8,18,210</u>	<u>1,14,463</u>

NOTE 12 : CURRENT ASSETS

(a) In current accounts	<u>18,60,650</u>	<u>-</u>
TOTAL	<u>18,60,650</u>	<u>-</u>



NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2014

Particulars	For the year ended 31 st March 2014	For the year ended 31 st March 2013
NOTE 13 : REVENUE FROM OPERATIONS		
(a) Sale of service (Refer Note (i) below)	<u>21,59,070</u>	<u>2,13,670</u>
TOTAL	<u>21,59,070</u>	<u>2,13,670</u>

Note

(i) Sale of service comprises

Interest received	18,60,650	-
Profit on sale of shares	2,85,000	-
Investment Advisory Fees	<u>13,420</u>	<u>2,13,670</u>
TOTAL	<u>21,59,070</u>	<u>2,13,670</u>

NOTE 14 : EMPLOYEE BENEFITS EXPENSE

Salaries, wages and bonus	<u>2,58,750</u>	<u>42,000</u>
TOTAL	<u>2,58,750</u>	<u>42,000</u>

NOTE 15 : OTHER EXPENSES

Advertisement Exp.	13,432	-
Audit Fees	15,000	10,000
Bank Charges	3,876	687
Books and Periodicals	5,563	-
Interest on Income Tax	3,698	-
Internet Charges	16,930	-
Listing Expenses	5,96,082	-
Meeting Expenses	93,119	-
Office Expenses	60,263	-
Postage & Courier	5,950	-
Printing & Stationery	8,845	-
Professional Fees	27,500	7,500
Repairs and Maintenance	10,868	-
ROC Filing Fees	34,500	-
Stock Exchange Penalty	1,34,832	-
Telephone and Mobile	17,108	-
Traveling & Conveyance Expense	<u>73,528</u>	<u>-</u>
TOTAL	<u>11,21,094</u>	<u>18,187</u>

NOTE 16 : CONTINGENT LIABILITIES

There is no contingent liabilities	NIL	NIL
------------------------------------	-----	-----

**NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2014****NOTE 17 : DEFERRED TAX:-****Deferred Tax Liability on account of:**

(i) Depreciation and Amortisation	32,608	-
	<u>32,608</u>	<u>-</u>
Deferred Tax Assets on account of:	<u>-</u>	<u>-</u>
Net Deferred tax Liabilities/(Assets)	<u>32,608</u>	<u>-</u>

The Net Deferred tax charge of ` 32,608/-(Previous year ` NIL/-) for the year has been recognized in the Statement of Profit and Loss

NOTE 18: RELATED PARTY DISCLOSURES: -

Related party disclosures as required by (AS-18) "Related Party Disclosures" are given below:

I. Relationships:-

(a) Key Management Personnel: -

Bhavesh Tanna
Gaurav Chavda
Murlidhar Lakhiani
Laxmikant Kabra

Note: There are no related party transactions during the year

NOTE 19: EARNINGS PER SHARE: -

Particulars	For the year ended 31 st March 2014	For the year ended 31 st March 2013
(a) Face value per share (`)	10	10
(b) Weighted Average No. of Shares		
(i) For Basic EPS	30,00,200	30,00,200
(ii) For Diluted EPS	30,00,200	30,00,200
(c) Net Profit for the year attributable to equity shareholders (`)	4,74,907	1,01,330
(d) Basic Earnings Per Share (`) (c / b(i))	0.16	0.03
(e) Diluted Earnings Per Share (`) (c / b(ii))	0.16	0.03

NOTE 20:

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosures.

For A N A M & Associates

Chartered Accountants
Firm Reg. No 005496S

Sd/-

[Nazim F.Rajaiwala]

Partner

(M. No. 131829)

Place : Ahmedabad

Date : 30th May 2014

For and on behalf of the Board of Directors

AMARNATH SECURITIES LTD.

Sd/-

Murlidhar Lakhiani

Chairman

Place : Ahmedabad

Date : 30th May 2014

Sd/-

Bhavesh Tanna

Managing Director

Place : Ahmedabad

Date : 30th May 2014

Sd/-

Laxmikant Kabra

Director



Amarnath Securities Limited

Registered office: 1/104, Sarthak, Opp. C. T. Centre,

B/h. Swastik Cross Road, C.G. Road, Ahmedabad – 380 009

[CIN: L67120GJ1994PLC023254] [Email: amarnathsecurities@gmail.com]

[Website: www.amarnathsecurities.com] [Tel No. +91(079) 30613939]

ATTENDANCE SLIP

DP ID.

Folio No.

Client ID.

No. of Shares

Name and address of Shareholder/Proxy holder

I certify that I am a registered Shareholder/Proxy for the registered shareholder of the Company. I hereby record my presence at the Annual General Meeting of the Company held on 30th September, 2014 at 1/104, Sarthak, Opp. C. T. Centre, B/h. Swastik Cross Road, C.G. Road, Ahmedabad – 380 009 at 9.30 A.M.

Name of Member/Proxy

Member's/proxy Signature

(Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand over at the entrance of the Meeting Hall)





Amarnath Securities Limited

Registered office: 1/104, Sarthak, Opp. C. T. Centre, B/h. Swastik Cross Road, C.G. Road, Ahmedabad – 380 009
 [CIN: L67120GJ1994PLC023254] [Email: amarnathsecurities@gmail.com]
 [Website: www.amarnathsecurities.com] [Tel No. +91(079) 30613939]

PROXY FORM

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

Name of the Member(s): _____
 Registered Address: _____
 Email id: _____
 Folio No/Client Id: _____ DP ID: _____
 No. of Shares: _____
 I/We _____ of _____ being a Member
 of Amarnath Securities Limited do hereby appoint

1. Name: _____
 Address: _____
 Email Id: _____
 Signature: _____, or failing him/her
2. Name: _____
 Address: _____
 Email Id: _____
 Signature: _____, or failing him/her
3. Name: _____
 Address: _____
 Email Id: _____
 Signature: _____.

as my/our proxy and to attend and vote (on a poll) for me/us on my/our behalf at the Twentieth Annual General Meeting of the Company to be held on Tuesday, 30th September, 2014 at 1/104, Sarthak, Opp. C. T. Centre, B/h. Swastik Cross Road, C.G. Road, Ahmedabad – 380 009 at 9:30 A.M. and at any adjournment(s) thereof in respect of such resolutions as are indicated below.

Resolution No.

1. Adoption of Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended 31st March, 2014.
2. Re-appointment of Mr. Murlidhar Lakhiani as a Director of the Company
3. Re-appointment of Statutory Auditors
4. Appointment of Mr. Mandar Patil as an Independent Director
5. Appointment of Mr. Rahul Tawde as Independent Director
6. Appointment of Mr. Jaid Kojar as Independent Director
7. Appointment of Mrs. Archana Sarode as Independent Director
8. Delisting of shares from Delhi & Ahmedabad Stock Exchange
9. Adoption of New Set of Memorandum of Association
10. Adoption of New Set of Articles of Association

Affix 1
 Rupee
 Revenue
 Stamp

Signed this _____ day of _____ 2014

Signature of Shareholder _____ Signature of Proxy Holder(s) _____

Notes: This form of proxy in order to be effective should be duly completed and deposited at the Registered Officer of the Company, not less than 48 hours before the commencement of the Meeting. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and proxy need not be a member.

AMARNATH SECURITIES LIMITED

Book - Post

if not delivered please return to :
AMARNATH SECURITIES LIMITED
1/104, Sarthak, Opp. C.T. Centre,
B/h Swastik Cross Road,
C.G. Road, Ahmedabad - 380009
Ph.: No. (079) - 30613939 Fax: (079) - 66058519

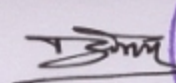

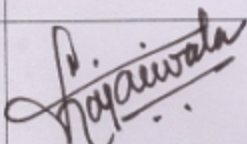
AMARNATH SECURITIES LIMITED

CIN NO. L67120GJ1994PLC023254

Regd. Office : Sarthak 1/104, Opp. City Centre, Nr, Swastik Cross Road, Navrangpura, Ahmedabad-9.
www.amarnathsecurities.com

FORM A

(Covering letter of the Annual Audit Report)

1	Name of the Company	Amarnath Securities Limited
2	Annual financial statements for the year ended	31 st March, 2014
3	Type of Audit observation ⁰	Un-qualified / Matter of Emphasis
4	Frequency of observation	Whether appeared first time.../Repetitive.../since how long period... NA
5	To be signed by:	
	Bhavesh Dhirajlal Tanna (Managing Director/CEO/CFO)	 
	M/s A N A M & Associates., Chartered Accountants Statutory Auditor	
	Mandar Patil Chairman of Audit Committee	