
2012 - 13

20th

Annual Report



SOM DATT FINANCE CORPORATION LIMITED

BOOK POST Printed Matter

If undelivered please return to :
Som Datt Finance Corporation Ltd.
56-58, Community Centre
East of Kailash
New Delhi - 110065

BOARD OF DIRECTORS

Usha Datt
D. P. Rawal
Latika Datt Abbott - Managing Director
Lalit Mohan Segat

AUDITORS

A. S. Gupta & Co.
Chartered Accountants
10, Old Post Office Street
Kolkata-700001

Registered Office

Flat No. 24-25,
10, Old Post Office Street
Kolkata – 700001

Administrative Office

56-58, Community Centre
East of Kailash
New Delhi – 110065

Share Transfer Agents

RCMC Share Registry (P) Ltd.
B-106, Sector-2
Noida – 201301

Bankers

Bank of Baroda
HDFC Bank Limited

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NOTICE

NOTICE is hereby given that the 20th Annual General Meeting of the Members of **Som Datt Finance Corporation Ltd.** will be held at Gajraj Chambers, 2B, 2nd Floor, 86B/2, Topsia Road (South), Kolkata-700046 on Monday, 30th day of September, 2013 at 10.00 a.m., to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the Profit and Loss Account for the year ended March 31, 2013, Balance sheet as at that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Brigadier Lalit Mohan Segat, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s A.S. Gupta & Co., Chartered Accountants, Kolkata, (Firm Registration No. 302077E) the retiring Auditors, as Statutory Auditors of the Company and to fix their remuneration.

By Order of the Board

Place: New Delhi
Date :22.08.2013

Latika Datt Abbott
Managing Director

NOTES:

1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy and proxy need not be a member of the Company. The instrument appointing proxy must reach the Registered Office of the Company not later than 48 hours before the time fixed for the meeting.
2. Members who have not claimed/ encashed their dividend so far for the financial year ended 31.03.2006 or any subsequent financial year (s) may approach the company for obtaining payments thereof before expiry of the stipulated 7 year period.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 16th September, 2013 to Monday, 30th September, 2013(both days inclusive).
4. The members are requested to send the dividend mandate to the Company's Share Transfer Agent, RCMC Limited.
5. The Company provides Electronic Clearing Service (ECS) to its members **free** for directly crediting their account with the dividend proceeds. Member holding shares in physical form may avail this service by forwarding the ECS mandate as per the format enclosed in the Annual Report to the Company's Transfer Agent, RCMC Limited and Members holding shares in demat mode are requested to send their request to their respective Depository Participants (DP).
6. The members are requested to intimate the change of address immediately to the Company's Share Transfer Agent, RCMC Ltd.
7. Member/Proxies should bring the Attendance Slip duly filled in for attending the meeting.
8. Members are requested to forward their queries on Annual Accounts at least one week before the date of the Annual General Meeting.

By Order of the Board

Place : New Delhi
Date : 22.08.2013

Latika Datt Abbott
Managing Director

**DIRECTORS' REPORT**

Your Directors have pleasure in presenting the Annual Report together with the audited statement of Accounts for the year ended 31st March 2013.

FINANCIAL RESULTS	(Rs. In Lacs)	
	Year ended 31.03.2013	Year Ended 31.03.2012
Gross Total Income	96.57	174.74
Profit / Loss before Depreciation & Taxation	25.67	78.33
Less: Depreciation	1.31	1.66
Add: Provision written Back	-	-
Profit Before tax	24.37	76.70
Less: Provision for Income Tax	6.80	23.00
Less: Provision for F.B.T for Earlier Year	-	-
Add: Provision for Deferred Tax	0.13	0.11
Less: Tax Adjustment for Earlier Years	-	-
Net Profit /(Loss) after Tax	17.43	53.57
Profit/(Loss) brought forward	117.43	74.57
Profit carried to P&L Appropriation a/c	134.87	128.14
Less: Special Reserve (As per RBI Guidelines)	3.49	10.72
Less: Proposed Dividend	-	-
Less: Corporate Dividend tax	-	-
Surplus/ (Deficit) carried to Balance Sheet	131.38	117.43

OPERATION During the year under review, the gross income of the Company stood at Rs. 96.57 Lacs as compared to Rs. 174.74 Lacs during the previous year. The net profit of the Company was Rs. 17.43 lacs during the year under review. Declining trend of profits during the year under review has been due to extremely depressed Stock market volumes and adverse conditions of economy through out the year.

DIVIDEND

No dividend has been recommended by the Board of Directors.

SUBSIDIARY COMPANY (SOM DATT INFO SOFT PRIVATE LIMITED)

The Company has not been able to conduct commodity market business. In the present scenario, the risk free arbitrage opportunities as visualized are not available. Considering high risk of speculation, the company has reviewed the business model and is of the view that trading in commodity exchange not being the core business of company is not found suitable and the management is exploring to shift to other viable business areas.

CONSOLIDATED FINANCIALS

The Consolidated financial results of the Company along with its subsidiary M/s Som Datt Infosoft Private Limited are forming part of this report and are given as per Annexure.

PARTICULAR OF EMPLOYEES

None of the employee is covered under section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended.

DIRECTOR

Brigadier Lalit Mohan Segat, Director retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment.

DIRECTORS' RESPONSIBILITY STATEMENT

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

- That in the preparation of the Annual Accounts for the year ended 31st March 2013 the applicable Accounting Standards had been followed along with proper explanation relating to material departures;
- 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 a true and fair view of the state of affairs of the Company at the end of the year and of the profit or loss of the Company for the year under review;



- iii) 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;
- iv) That the Directors had prepared the accounts for year ended 31st March 2013 on a 'going concern' basis.

PARTICULAR REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

The information, required under Rule 2 of the Companies (Disclosure of Particular in the Report of Board of Directors) Rules, 1998 relating to the conservation of energy and technology absorption, is not given as the Company is not engaged in manufacturing activity.

During the year, there is no earning and outgo of the foreign exchange.

AUDITORS

M/s A.S. Gupta & Co. Chartered Accountants Kolkata, Auditors of the company retire at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. The observations of the auditors are self-explanatory.

LISTING

The shares of the Company are listed on the Bombay Stock Exchange. The annual listing fee has been paid to the BSE.

CORPORATE GOVERNANCE

The report on Corporate Governance together with the Auditor's certificate on compliance of mandatory requirements of Corporate Governance are given in annexure to this report.

PUBLIC DEPOSITS

In terms of the provisions of Section 58A of the Act read with the Companies (Acceptance of Deposits Rules), 1975, your Company has not accepted any fixed deposits from public and, as such, no amount of principal or interest was outstanding on the date of the Balance Sheet.

By Order of the Board

(Latika Datt Abbott)

Chairperson & Managing Director

MANAGEMENT DISCUSSION AND ANALYSIS**ECONOMIC REVIEW**

Presently there is distinct slow down in GDP growth due to rising interest rates, unchecked inflation and continued flow of negative news of rampant corruption. However long term growth of Indian Economy are viewed as bright.

BUSINESS REVIEW

The Company's core business is investment, loans and advances. Management policy is to ensure capital protection with growth of profit. The Management is committed to follow the same principals in future as well.

SEGEMENT WISE PERFORMANCE

The company is presently engaged in the business of investment and finance in the areas of a) Hedged Capital Market Products and b) Bill Discounting and Inter Corporate Loans.

Due to higher cost of funds, financing into leasing and hire purchase has not been found feasible.

STRENGTHS

The company has been consistently showing profit and carry's no bad debt, no overdue liability or debt of any nature

BUSINESS OUTLOOK

The easing of global concerns, a stable government, and improving market sentiments augurs well for the financial services sector, however there is need to check inflation and softening bank interest.

INTERNAL CONTROL SYSTEMS

The Company has adequate system of strong internal controls for business processes, with regards to operations, financial reporting, compliance with applicable laws and regulations, etc. Regular internal audit ensure that responsibilities are executed effectively. The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of internal control systems and suggests improvement for strengthening the existing control system in view of changing business needs from time to time.

**REPORT ON CORPORATE GOVERNANCE FOR THE YEAR 2012-13**

(Pursuant to Clause 49 of the Listing Agreement entered into with the Stock Exchanges)

1. COMPANY'S PHILOSOPHY:

Your Company believes that Corporate Governance should be observed not only as per the letter but more important in spirit so as to become a way of life. The Company's respect for law and strict compliance thereof, emphasis on product quality and a caring spirit. Its policies and practices are based on the highest standards of ethics and transparency in regard to its dealings and disclosures.

2. BOARD OF DIRECTORS:**2.1 Composition**

The Board of Directors comprises of four directors. Half of the Board consists of independent directors. The composition is as under:

Name of the Director	Position
Mrs. Usha Datt	Director/Promoter
Mr. D P Rawal	Director/Independent Non-Executive
Mrs. Latika Datt Abbott	Managing Director/Promoter
Brig. Lalit Mohan Segat	Director/Independent Non-Executive

2.2 Meetings and attendance record of each Director

- i) 5 Meetings of the Board of Directors were held during the year ended 31st March, 2013. These were held on:
1. 28.05.2012
 2. 29.05.2012
 3. 11.08.2012
 4. 10.11.2012
 5. 15.02.2013
- ii) The attendance record of the Directors at the Board Meetings held during the year ended on 31st March, 2013 and the last Annual General Meeting (AGM) and the details of other Directorships and Committee Chairmanships and Memberships held by the Directors of the Company are given below:

Name of the Director	Attendance Particulars		No of Directorships and Committee Member / Chairmanship		
	Board Meetings	Last AGM	Other Directorships	Committee Memberships	Committee Chairmanships
Mrs. Usha Datt	5	No	5	-	-
Brig. Lalit Mohan Segat	4	No	-	-	-
Mr. D P Rawal	4	Yes	4	1	2
Mrs. Latika Datt Abbott	5	No	8	1	-

2.3 Re-appointment of Directors

The brief particulars of Mr. Lalit Mohan Segat the Director of the Company proposed to be re-appointed at the ensuing Annual General Meeting are as under:

Particulars of Mr. Lalit Mohan Segat– Director**a. Brief resume of the Director**

Brigadier Lalit Mohan Segat is 73 years old and is a graduate. He is a member of the Board of Directors of the Company since 28th May, 2012.



b. Nature of Experience

Brigadier Lalit Mohan Segat, Director of the Company has ample experience in the field of Administration and Financial Management.

c. Directorship

NIL

3. AUDIT COMMITTEE:

i) The Audit Committee comprises of three members, namely:

Mr. D P Rawal, Ms. Latika Datt Abbott and Brigadier Lalit Mohan Segat*. Ms. Latika Datt Abbott of the Audit Committee is a non independent Director and Mr. D P Rawal & Brigadier Lalit Mohan Segat are independent Directors. They possess adequate knowledge of Accounts, Audit, Finance, etc. The meetings of the Audit Committee are usually chaired by Mr. D P Rawal.

* Appointed with effect from 28.05.2012.

ii) The Audit Committee had 4 meetings during the year ended on 31st March, 2013. The attendance of each Committee member is as under:

S No.	Name of the Director	No. of Meetings Attended
1.	Mr. D P Rawal	3
2.	Mrs. Latika Datt Abbott	4
3.	Brigadier Lalit Mohan Segat	4

iii) The role and powers of the Audit Committee are as laid down under the relevant clause of the Listing Agreement and Section 292(A) of the Companies Act, 1956.

4. INVESTMENT AND REMUNERATION COMMITTEE:

The Committee comprises of three members, namely;

1. Mr. D P Rawal
2. Brigadier Lalit Mohan Segat
3. Ms. Latika Datt Abbott

Ms. Latika Datt Abbott of the Investment and Remuneration Committee is a non independent & Executive Director and Mr. D P Rawal & Brigadier Lalit Mohan Segat are independent & non executive Directors. No meeting of the Investment & Remuneration Committee was held during the year.

The terms of reference of the 'said committee' are as follows:

1. To determine on behalf of the Board and on behalf of the Shareholders the Company's policy on specific remuneration packages for Executive Directors including pension rights and any compensation payment.
2. To approve the payment of remuneration to managerial Personnel as per the Policy laid down by the Committee.
3. To approve loans and investment of long term nature.

Remuneration Policy:

Subject to the approval of the Board and of the company in General Meeting and such other approvals as may be necessary, the Managing Director is paid remuneration as per the terms approved by the General Meeting. The present remuneration package to Managing Directors includes salary, perks etc.

Remuneration of Directors :

This disclosure to be made on remuneration of Managing Director of the Company is given below:

Name of the Director	Salary (Rs.)	Present Period of Agreement	Notice Period
Mrs. Latika Datt Abbott	7,42,560	5 Years w.e.f., 15.06.2010	3 Months



- Note:**
- Salary includes basic salary, house rent allowance, bonus, leave encashment, holiday travel benefits, use of company’s car, furniture and equipment and company’s contribution to provident fund and perquisites, the monetary value of which has been calculated in accordance with the provisions of the Income Tax Act, 1961 and Rules made thereunder but does not include company’s contribution to gratuity fund.
 - The Non-executive Directors do not draw any remuneration from the Company.
 - Sitting fees to Non-executive independent Directors is presently being paid at the rate of Rs.5000/- for each meeting of the Board attended by them.

Shareholding of Non-Executive Directors

As on 31st March, 2013

Name	No of Shares
Mrs. Usha Datt	989151
Mr. D P Rawal	Nil
Brigadier Lalit Mohan Segat	Nil

5. SHARE TRANSFER AND INVESTORS GRIEVANCE COMMITTEE

The Share Transfer Committee had been constituted immediately after the Public Issue in 1994. The said Committee also looks into Investors’ Grievance. The name was changed from Share Transfer Committee to Share Transfer and Investor Grievance Committee with effect from 31.07.2001. The terms of reference of the ‘said committee’ are as follows:

- 1) To approve the Share Transfer / Transmission / Transposition etc.,
- 2) To look into the status of investor complaints and grievances, if any.
- 3) To report the Board about serious or complicated cases, if any.

Four meetings of the Committee were held during the year ended on 31st March, 2013. The meetings are generally chaired by Mr. D P Rawal. The composition of the Committee and the number of meetings attended by each of the members is as under

S No.	Name of the Director	No of Meetings Attended
1.	Mrs. Latika Datt Abbott	3
2.	Brig Lalit Mohan Segat	4
3.	Mr. D P Rawal	4

Ms. Latika Datt Abbott is the Compliance Officer. During the year, the Company did not receive any complaint regarding Non-receipt of Dividend and / or Non-receipt of Share Certificate. Further, there are no share transfers pending for registration as on the said date.

6. GENERAL BODY MEETINGS:

The details of Annual General Meeting held in last 3 years are as under:

Annual General Meeting	Day, Date and Time	Venue
2011-12	Saturday, 29.09.2012 at 10.00 a.m.	Gajraj Chambers, 2B, 2 nd Floor, 86B/2, Topsia Road (South), Kolkata 700 046
2010-11	Friday, 23.09.2011 at 10.00 a.m.	Gajraj Chambers, 2B, 2 nd Floor, 86B/2, Topsia Road (South), Kolkata 700 046
2009-10	Thursday, 30.09.2010 at 10.00 a.m.	Gajraj Chambers, 2B, 2 nd Floor, 86B/2, Topsia Road (South), Kolkata 700 046

No Special Resolution has been passed in the Annual General Meeting held during the last three years. No Special Resolutions have been put through by postal ballot so far by the Company.

**7. DISCLOSURES:**

- (i) There are no materially significant related party, transactions i.e., transaction of the Company of material nature with its Promoters, Directors or the Management, their Subsidiaries or relatives etc., that would have potential conflict with the interests of the Company at large.
- (ii) No penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any statutory authority on any matter during the period under review.
- (iii) The Whistle Blower Policy has been adopted by the Company and it is affirmed that no personnel has been denied access to such policy.
- (iv) The Company has complied with all the mandatory requirement laid down on Corporate Governance. However, the Company has taken steps to implement non-mandatory requirements and their compliances as under:
 - a Board – A Non-Executive Chairman is entitled to maintain the Chairman’s Office at the Company’s expense but the tenure of Independent Director has not been restricted to a period of 9 years on the Board of the Company.
 - b Remuneration Committee, Shareholders Rights, Audit Qualifications, Training of Board Members and Mechanism for evaluating Non-Executive Board Members – The Company is taking necessary steps to implement these non-mandatory requirements.
 - c Whistle Blower Policy – The Company has implemented this non-mandatory requirement

8. MEANS OF COMMUNICATION:

The quarterly, half-yearly and yearly financial results of the Company are sent to the Stock Exchanges immediately after these are approved by the Board. These are also published in the prescribed format within 48 hours of the conclusion of the meeting of the Board in which they are considered, generally in “Pioneer” English Daily and “Ganashakti” Bengali Daily, since the Registered Office of the Company is located in Kolkata.

9. GENERAL SHAREHOLDERS INFORMATION:**Annual General Meeting:**

Date : 30th September 2013
Time : 10.00 AM
Venue : Gajraj Chambers, 2B, 2nd Floor, 86B/2,
Topsia Road (South), Kolkata 700 046

Financial Year: 1st April 2012 to 31st March 2013

Book Closure: 16th September 2013 to 30th September, 2013 (both days inclusive)

Dividend:

No dividend has been recommended by the Board of Directors.

Listing of Securities:

The equity shares of your Company are listed on the following Stock Exchanges:

Bombay Stock Exchange,

The Calcutta Stock Exchange Association Ltd. (An application for voluntary delisting is pending with the Exchange)

Stock

Code : CSE (29145), BSE (11571)

ISIN N o. for Dematerialisation of shares:

INE754C01010

**Market Price Data:**

The details of High & Low market price of the shares at the Stock Exchange Bombay are as under:

Month (2012-13)	BSE SENSEX		BSE	
	High	Low	High`	Low
April	17664	17010	7.11	7.00
May	17432	15809	7.17	6.02
June	17448	15749	7.12	6.00
July	17631	16598	9.44	6.80
Aug	17973	17027	9.05	7.73
Sep	18870	17250	9.30	9.30
Oct	19137	18393	9.45	8.84
Nov	19373	18255	9.20	8.52
Dec	19612	19149	8.93	8.00
Jan	20204	19508	8.38	6.00
Feb	19967	18794	6.30	5.43
Mar	19755	18568	9.10	4.91

Registered Office & Address for Correspondence:

SOM DATT FINANCE CORPORATION LTD
Flat # 24-25, 10, Old Post Office Street,
KOLKATA 700001

SOM DATT FINANCE CORPORATION LTD
56-58, Community Centre, East of Kailash
NEW DELHI 110065

Registrar & Share Transfer Agents:

RCCM Share Registry (P) Limited
B-106, Sector-2, Noida-201301, Gautam Budh Nagar (U.P)
Phone No. : (0120) 4015880 Fax No. : (0120) 2444346
E mail: rcmcf@dimensioni.net
Contact Person: Mr Rakesh Adhana

Share Transfer System:

Shares sent for transfer in physical form are registered by our Registrars and Share Transfer Agents within 30 days of receipt of the documents, if documents are found in order. Shares under objection are returned within two weeks.

Outstanding Instruments

The Company has not issued GDR/ADRS/Warrants or any convertible instruments, conversion instrument

Distribution of Shareholding:

The distribution of shareholding as on 31st March, 2013 is given below:

S No	No of Equity Shares	No of Shareholders	% of Shareholders	No. of Shares held	% of Shareholding
1.	UPTO 5000	6563	89.39	1025591	10.25
2.	5001 TO 10000	425	5.79	349222	3.49
3.	10001 TO 20000	158	2.15	234209	2.34
4.	20001 TO 30000	59	0.80	147140	1.47
5.	30001 TO 40000	28	0.38	100031	1.00
6.	40001 TO 50000	26	0.35	122604	1.23
7.	50001 TO 100000	48	0.65	336825	3.36
8.	100001 and Above	35	0.49	7692348	76.86
TOTAL		7342	100.00	10007970	100.00



Categories of Shareholders as on 31st March, 2013:			
Category	No of Holders	No of Shares	% of holding
Promoters*	15	6924235	69.18
Public Shareholding:			
Individuals holding upto 1 lakh (nominal value)	7052	2023657	20.22
Individuals holding above 1 lakh (nominal value)	11	193556	1.93
Clearing Members	11	7325	0.07
Non-residents	95	223491	2.23
Bodies Corporate	158	635706	6.37
TOTAL	7342	10007970	100.00

Dematerialization of Shares:

The Company has arrangements with both National Securities Depository Limited (NSDL), and Central Depository Services Limited (CDSL) for demat facility. The shares are processed in dematerialized form as on 31st March, 2013.

Status of Physical and Demat Shares

Mode		Shares	Percent
Physical		2171019	21.70
Demat	CDSL	419360	4.20
	NSDL	7417591	74.10
TOTAL		10007970	100.00

Financial Calendar 2013- 2014 (Tentative & Subject to Change):

First quarterly results	:	By 14 th August, 2013
Second quarterly results	:	By 14 th November, 2013
Third quarterly results	:	By 14 th February, 2014
Annual results for the year ending on 31.03.2013	:	By 30 th May, 2014
Annual General Meeting for the year 2013	:	By 30 th September, 2014

For and on behalf of the Board of Director

Place : New Delhi
Date : 22.08.2013

D.P. Rawal
Director

Latika Datt Abbott
Managing Director



CERTIFICATES UNDER CORPORATE GOVERNANCE REPORT

A. Declaration regarding compliance with the Code of Conduct by Board Members and Senior Management personnel pursuant to Clause 49(1)(D)(ii) of the Listing agreement

This is to certify that as per Clause 49 of the Listing Agreement:

1. The Code of Conduct has been laid down for all the Board Members and Senior Management and other employees of the Company.
2. The Board Members and Senior Management Personnel have affirmed compliance with the Company's Code of Conduct for the year 2012-2013.

Place : New Delhi
Dated : 22.08.2013

Latika Datt Abbott
Managing Director & CEO

B. Certificate by Chief executive officer and Chief Financial officer on compliance with the conditions of Corporate Governance under Clause 49 of the Listing agreement

To,

The Board of Directors,
Som Datt Finance Corporation Limited
Flat # 24-25, 10, Old Post Office Street,
Kolkata – 700 001

We hereby certify that for the financial year 2012-2013:

1. We have reviewed the financial statements and the cash flow statement and that to the best of our knowledge and belief:
 - (a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (b) 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.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2012-13 which are fraudulent, illegal or violate the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee those deficiencies, if any, of which we are aware, in the design or operation of the internal control systems and the steps we have taken or propose to take to rectify these deficiencies.
4. We have indicated to the auditors and the Audit Committee:
 - significant changes, if any, in internal control over financial reporting during this year;
 - significant changes, if any, in accounting policies during this year 2012-13 and that the same have been disclosed in the notes to the financial statements; and
 - instances of significant fraud of which we are aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place : New Delhi
Dated : 22.08.2013

Rajeev Gautam
Accounts Officer

Latika Datt Abbott
Managing Director & CEO



AUDITORS' CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

We have examined the compliance of the conditions of Corporate Governance by Som Datt Finance Corporation Ltd for the year ended 31st March, 2013, as stipulated in Clause 49 of the Listing Agreements of the said Company with Stock Exchanges in India.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the 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 be best of our information and 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 further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For A. S. GUPTA & CO.
Chartered Accountants
Firm registration No. 302077E

Place : Kolkata
Date : 22.08.2013

S. C. Sen
Partner
Membership No 13679



INDEPENDENT AUDITORS' REPORT

To The Members of M/s Som Datt Finance Corporation Limited

REPORT OF THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of **M/s Som Datt Finance Corporation Limited** (“the Company”), which comprise the Balance Sheet as at March 31, 2013, the Statement of Profit and Loss and the 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 and cash flows of the Company in accordance with the accounting principles generally accepted in India including Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956 (“the Act”). This responsibility includes the design, implementation and maintenances 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.

AUDITORS' 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 Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurances about whether the financial statements are free from material misstatements.

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 judgement, 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 the 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

Subject to the foregoing observation, in our opinion and the best of our information and according to the explanations given to us, the aforesaid 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, 2013;
 - (b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date;
- and
- (c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY MATTERS

1. As required by the Companies (Auditors' Report) Order, 2003 (“the order”), issued by the Central Government of India in terms of Section 227(4A) of the Act, we give in the Annexure statement on the matter specified in paragraphs 4 and 5 of the Order.
2. As required by Section 227(3) of the Act, we report that :



- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
- b) In opinion, proper books of account as required by law have been kept by the Company so far appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.
- d) In our opinion, the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement comply with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956.
- e) On the basis of the written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified on March 31, 2013, from being appointed as a director in terms of Section 274(1)(g) of the Act.

For A. S. GUPTA & CO.
CHARTERED ACCOUNTANTS
Firm Registration No : 302077E

S. C. SEN
Partner
Membership No. 13679

Place : Kolkata
Dated : 27th May, 2013



Annexure to Independent Auditors' Report

Referred to in paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date.

- i)
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) The management during the year has not physically verified all the assets but there is a regular programme of verification, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such verification
 - c) In our opinion and according to the information and explanations given to us, no fixed assets have been disposed off by the company during the year.
- ii)
 - a) The management has physically verified the stock of shares during the year. In our opinion, frequency of the verification is reasonable.
 - b) The procedures of physical verification of stock of shares followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
 - c) On the basis of our examination of the record of stock of shares, we are of the opinion that, the Company is maintaining proper records of shares. The discrepancies noticed on physical verification of shares as compared to book records were not material and have been properly dealt with in the books of account.
- iii) In respect of the loans, secured or unsecured granted or taken by the Companies to /from Companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956 :
 - a) The Company had given a loan to an associate company in the earlier year whose maximum balance outstanding at any time during the year was Rs. 3,00,00,000/- and the year end balance is NIL.
 - b) In our opinion and according to information and explanation given to us, the rate of interest and other terms and conditions of the loan given by the Company, are not prima-facie prejudicial to the interest of the Company.
 - c) The Company is regular in recovery of principal and interest.
 - d) There is no overdue amount recoverable.
 - e) According to information and explanations given to us the Company has not taken any loans secured or unsecured from companies, firm's or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Consequently, the requirements of clauses 4 (iii) (f) to (g) of the order are not applicable.
- iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to the purchase of shares, fixed assets and for the sale of the shares. Further, on the basis of our examination and according to the information and explanations given to us, we have neither come across nor have been informed of any instance of major weakness in aforesaid internal control procedures.
- v)
 - a) According to the information and explanations given to us, we are of the opinion that during the year, the transaction that were required to be entered into the register maintained Under Section 301 of the Companies Act, 1956 have been so entered.
 - b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained Under Section 301 of the Companies Act, 1956, during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- vi) The Company has not accepted any deposits from the public during the year. Hence the directive issued by the Reserve Bank of India and the provision of Section 58A and 58AA of the Companies Act, and the rules framed there under are not applicable. We are informed that no order has been passed by the Company Law Board, National Company Law Tribunal, Reserve Bank of India, any other court or any other tribunal with regard to the public deposits.
- vii) The Company does not have any system of internal audit.



- viii) To the best of our knowledge and as explained, the Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956 for the products of the Company.
- ix) According to the information and explanations given to us, in respect of statutory dues :-
 - a) According to the records of the Company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employee's State Insurance, Income-Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other statutory dues have been generally regularly deposited with the appropriate authorities. According to the information and explanations given to us, except Rs. 9,20,264 being Unpaid Dividend not transferred to Investor Education and Protection Fund as required under Section 205C of the Companies Act, 1956, no undisputed amounts payable in respect of the aforesaid dues were outstanding for a period of more than six months from the date they become payable as at March 31, 2013.
 - b) The details of dues of Income tax which have not been deposited as on 31st March 2013 on account of disputes are given below:

Particulars	Forum where Dispute is pending	Period of which the amount relates	Amount Involved
Income Tax	D.C.IT	A.Y 2000-01	2,85,519
Income Tax	Assessing Officer (ITO)	A.Y 2001-02	14,64,062
Income Tax	A.C.IT	A.Y 2002-03	10,092
Income Tax	A.C.IT	A.Y 2007-08	5,92,009

- x) The Company does not have any accumulated losses and has not incurred any cash losses in the current financial year and immediately preceding financial year.
- xi) Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that the company has not defaulted any repayment of dues to financial institutions or banks. The company has not issued any debentures.
- xii) According to the information and explanations given to us and based on the documents and record produced to us the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other similar securities.
- xiii) As the Company is not a chit fund/ nidhi/ mutual benefit fund/ society to which the provisions of special statute relating to chit fund are applicable, paragraph 4(xiii) of the order is not applicable.
- xiv) In respect of dealing/trading in securities and other investments, in our opinion and according to the information and explanations given to us, proper records have been maintained of the transactions and contracts and timely entries have been made therein. The securities have been held by the company, in its own name.
- xv) We are informed that during the year, the company has not given any guarantee for loans taken by its fellow subsidiaries, associates and others, from banks or financial institutions.
- xvi) The company has not raised for any term loan during the year.
- xvii) According to the information and explanations given to us and on an overall examination of the Balance Sheet of the company, we report that during the year, no funds raised on short term basis have been used for long term investments.
- xviii) The company has not made any preferential allotment of shares during the year.
- xix) Since the company has not issued any debentures during the year, paragraph 4(xix) of the Order is not applicable.
- xx) The Company has not raised any money by way of public issue during the year.
- xxi) Based upon the audit procedures performed and information and explanations given by the management, we report that, no fraud on or by the company has been noticed or reported during the course of our audit.

For A. S. GUPTA & CO.
CHARTERED ACCOUNTANTS
 Firm Registration No : 302077E

S. C. SEN
 Partner
 Membership No. 13679

Place : Kolkata
 Dated : 27th May, 2013

BALANCE SHEET AS AT 31ST MARCH, 2013

PARTICULARS	Note	As at 31.03.2013 (Rs.)	As at 31.03.2012 (Rs.)
I. EQUITY AND LIABILITIES			
1) SHAREHOLDERS' FUNDS			
a) Share Capital	2.1	100,079,700	100,079,700
b) Reserves and surplus	2.2	29,852,807	28,109,516
		129,932,507	128,189,216
2) NON CURRENT LIABILITIES			
a) Deferred tax liabilities (net)	2.3	-	-
b) Long term provisions	2.4	349,734	285,847
		349,734	285,847
3) CURRENT LIABILITIES			
a) Trade payables	2.5	32,866	453,088
b) Other current liabilities	2.6	5,473,102	4,133,198
c) Short -term provisions	2.7	13,282,009	14,264,208
		18,787,977	18,850,494
		149,070,218	147,325,558
II. ASSETS			
1) NON CURRENT ASSETS			
a) Fixed assets			
Tangible assets	2.8	546,110	677,357
		546,110	677,357
b) Non current Investments	2.9	52,581,061	52,316,791
c) Deferred tax assets (net)	2.3	1,020,338	1,033,573
d) Long-term loans and advances	2.10	19,690,076	15,924,654
		73,837,585	69,952,375
2) CURRENT ASSETS			
a) Inventories	2.11	61,856,768	30,874,392
b) Trade Receivables	2.12	1,980,911	3,777,527
c) Cash and Bank Balances	2.13	2,950,721	5,613,486
d) Short term loan and advances	2.14	8,444,234	37,107,778
		75,232,633	77,373,183
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS	1 & 2	149,070,218	147,325,558

Signed in terms of our report of even date annexed

For A.S.Gupta & Co.
Chartered Accountants
Firm Reg No. 302077E

S. C. Sen
Partner
Membership No. 13679

Place : Kolkata
Date : 27.05.2013

On behalf of the Board

Latika Datt Abbott
Managing Director

D P Rawal
Director

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH 2013**

PARTICULARS	Note	Year Ended 31.03.2013	Year Ended 31.03.2012
<u>Income</u>			
I.Capital Market Operations	2.15	8,898,625	15,360,175
II.Other income	2.16	758,691	2,113,132
III.Total Revenue (I+II)		9,657,316	17,473,307
<u>IV.Expenses</u>			
Employee benefits expense	2.17	1,064,572	1,045,592
Direct Expenses relating to Capital Market Operations	2.17	4,412,005	5,835,622
Financial costs	2.18	16,625	1,000,451
Depreciation & amortisation expenses	2.8	131,247	166,111
Other Expenses	2.17	1,596,341	1,758,245
Total Expenses		7,220,790	9,806,021
V. Profit Before Extra Ordinary Items and tax (III-IV)		2,436,527	7,667,286
<u>VI. Tax expense :</u>			
Current Tax :		680,000	2,300,000
Deferred Tax :		13,235	10,751
VII. Profit/(Loss) for the period from continuing Operations (V-VI)		1,743,290	5,356,535
VIII. Profit/ (Loss) for the period		1,743,290	5,356,535
<u>IX. Earnings per Equity Share</u>			
Basic		0.17	0.54
Diluted		0.17	0.54

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

1 & 2

Signed in terms of our report of even date annexed

For A.S.Gupta & Co.
Chartered Accountants
Firm Reg No. 302077E

On behalf of the Board

CA. S.C.Sen
Partner
Membership No. 13679
Place : Kolkata
Date : 27.05.2013

Latika Datt Abbott
Managing Director

D P Rawal
Director



Significant accounting policies and notes on accounts

1. Significant accounting policies**1.1 Basis of Accounting**

The financial statements have been prepared to comply in all material respects with the mandatory Accounting Standards issued by the Institute of Chartered Accountants of India and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on an accrual basis. The accounting policies have been consistently applied by the Company with those used in the previous year.

1.2 Fixed Assets and Depreciation

- i) Fixed assets are stated at cost less accumulated depreciation. Cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use
- ii) Depreciation has been provided on written down value method as per rates and in the manner prescribed in Schedule XIV of the Companies Act, 1956.

1.3 Impairment of Fixed Assets

Wherever events or changes in circumstances indicate that the carrying value of fixed assets may be impaired, the company subjects such assets to a test of recoverability, based on discounted cash flow expected recognized an impairment loss as the difference between the carrying value and fair value less costs to sell. None of the company's fixed assets are considered impaired as on the Balance Sheet date

1.4 Investments

Investments are valued at their cost. Provision for diminution, if any, in the value of investments is made to recognize a decline, other than temporary. The said diminution is determined for each investment individually. Investments are either classified as current or long-term based on Management's intention at the time of purchase. Investments includes "Flats at Delhi" and "Flats at Jaipur" amounting Rs. 4,45,80,961/-Delhi Flats are used by the Co. for its own purpose and Jaipur Flats are ready for possession. However completion certificate is still awaited by developers. The Company shall take possession soon after the completion certificates are available.

1.5 Current Assets

Stock in trade is valued at cost or market price, whichever is lower, whereby the cost of each scrip is compared vis-a-vis its market value and the resultant shortfall, if any, is charged to revenue.

1.6 Cash and Cash equivalents

Cash and cash equivalents comprise cash and cash at bank and in hand and short term investment with an original maturity of three months or less.

1.7 Cash Flow Statement

Cash Flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non- cash nature, accrual 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.

1.8 Taxation

Provision for tax has been made in accordance with the assessable profits determined under the provision of Income Tax Act. 1961.



Deferred Tax Assets /Liability in accordance with the AS-22 "Accounting for Tax on Income "has been recognized in the book of account. Deferred Income Tax 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. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date.

1.9 Revenue recognition

Revenue is primarily derived from Capital Market transactions, Bill Discounting services and financing activities.

Income and Expenditure are generally recognized on Accrual basis with certain exceptions as enumerated below :

A) INCOME

- i) Income from all non-performing assets are accounted for on receipt basis as per prudential norms promulgated by Reserve Bank of India.
- ii) Bill Discounting Services:
Accounted for according to the terms of agreement.
- iii) Dividend :
Accounted for on receipt basis.
- iv) Lease Rentals and Hire Purchase Income :
Accounted for on accrual basis, additional finance charges and penal interest are accounted for on receipt basis.
- v) The share hedging contract of Capital Market Operations are accounted without considering STT and Stamp Duty on date of their settlement and released gain / loss in respect of settled contracts or recognized in the Profit & Loss account along with underlying transactions .

B) EXPENDITURE**Employee Benefits:****i) Provident Fund:**

Retirement benefits in the form of Provident Fund are accounted for on accrual basis and charged to Profit & Loss account of the year. Both the employee and the Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary.

ii) Leave Encashment :

Leave Encashment is accounted in the books on payment basis and charged to Profit & Loss account of the year.

iii) Gratuity:

Gratuity is provided in the accounts on Accrual Basis on estimates though no actuarial valuation of gratuity liability has been made. The gratuity liability has not been actuarially calculated due to limited number of staffs. Accordingly full disclosure as per AS-15 is not considered necessary by the management.

**2. NOTES FORMING PART TO ACCOUNTS****2.1 SHARE CAPITAL**

Particulars	As on 31.03.2013 (Rs.)	As on 31.03.2012 (Rs.)
<u>Authorised</u>		
2,00,00,000 Equity Shares of Rs.10/-each	200,000,000	200,000,000
50,00,000 Pref.Shares of Rs.10/-each	50,000,000	50,000,000
	<u>250,000,000</u>	<u>250,000,000</u>
<u>Issued, Subscribed & Paid-up:</u>		
1,00,07,970 Equity Shares of Rs.10/- each Fully Paid-Up	100,079,700	100,079,700
	<u>100,079,700</u>	<u>100,079,700</u>

The company has issued only one class of shares referred to as equity shares having a par value of Rs. 10/- Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of company, the holders of equity shares will be entitled to receive any of remaining assets of the company, after distribution of all preferential amounts. However no such Preferential amounts exist currently.

Distribution will be in proportion to number of equity shares held by each shareholder.

- (i) Reconciliation of number of shares outstanding and amount of share capital as at 31st March 2013 and 31st March 2012 is set out below:

Particulars	As at 31st March, 2013		As at 31st March, 2012	
	Number of shares	Amount	Number of shares	Amount
Number of shares at beginning	10,007,970	100,079,700	10,007,970	100,079,700
Number of shares at end	10,007,970	100,079,700	10,007,970	100,079,700

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

Class of shares / Name of shareholder	As at 31st March, 2013		As at 31st March, 2012	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Som Datt Khuneja	2,237,725	22.36	2,477,625	24.75
Som Datt Enterprises Limited	1,941,419	19.4	1,941,419	19.4
Usha Datt	989,151	9.88	989,151	9.88

**2.2 RESERVE AND SURPLUS**

Particulars	As on 31.03.2013 (Rs.)	As on 31.03.2012 (Rs.)
Special Reserve Fund (As per RBI guidelines) :		
As per last Balance Sheet	16,366,471	15,295,164
Add : Transferred from Statement of Profit & Loss	348,658	1,071,307
Total (A)	<u>16,715,129</u>	<u>16,366,471</u>
Surplus in the Statement of Profit & Loss		
As per last Balance Sheet	11,743,045	7,457,817
Add : Profit for the Current Year	1,743,290	5,356,535
Amount available for appropriation	13,486,336	12,814,352
Deductions :		
Transferred to Special Reserve (as per RBI Guidliness)	348,658	1,071,307
Surplus -Closing Balance (B)	<u>13,137,678</u>	<u>11,743,045</u>
Total (A + B)	<u>29,852,807</u>	<u>28,109,516</u>
2.3 DEFERRED TAX LIABILITIES / ASSETS		
Deferred Tax Assets		
Bonus Payable disallowed u/s 43B	22,001	21,877
Bonus Paid allowed u/s 43B	(21,877)	(21,803)
Provision for Gratuity disallowed u/s 40A(7)	4,635	4,635
Unabsorbed Depreciation & carry forward business loss	835,354	835,354
Related to Fixed Assets	180225	193,510
Total(A)	<u>1,020,338</u>	<u>1,033,573</u>
Deferred Tax Liabilities		
Related to Fixed Assets	-	-
Total(B)	<u>-</u>	<u>-</u>
2.4 LONG TERM PROVISIONS		
Gratuity Payable	300,847	285,847
Provision on Standard Assets	48,887	-
	<u>349,734</u>	<u>285,847</u>
2.5 TRADE PAYABLES		
Trade payables	32,866	453,088
	<u>32,866</u>	<u>453,088</u>

**2.6 OTHER CURRENT LIABILITIES**

Particulars	As on 31.03.2013 (Rs.)	As on 31.03.2012 (Rs.)
A) Intt on borrowing due to Ex Chairmain	53,565	53,565
B) Intt on borrowing due to Associates	-	909,732
C) Unpaid Dividend	2,762,836	2,779,235
D) Others		
Overdrawn Bank Balances as per books	2,326,876	-
Statutory obligation for TDS		
i) Professional Charges	11,292	15,312
ii) Contractor Charges	5,557	176
iii) Interest Charges	-	90,000
iv) EPF Payable	7,520	287
Bonus Payable	71,200	70,800
Maintanance Charges of Jaipur Flats	66,789	-
Other Liabilities :		
i) Due to Auditors for audit fee	50,562	100,197
ii) Due to Auditors for taxation matters and for other Services	95,409	82,909
iii) Naveen Narang (C.S)	12,136	22,337
iv) Smart Rangers	9,360	8,648
	5,473,102	4,133,198

2.7 SHORT -TERM PROVISIONS

Provision for Income Taxes	13,282,009	12,602,009
Coporate Dividend tax	-	1,662,199
	13,282,009	14,264,208

2.8 TANGIBLE ASSETS

Particulars	GROSS BLOCK (COST) (Rs.)			DEPRECIATION (Rs.)				NET BLOCK (Rs.)		
	As On 01.04.2012	Addition	Deletions	As On 31.03.2013	As On 01.04.2012	For The Year	Adjustment or (Deletions)	As On 31.03.2013	As On 31.03.2013	As On 31.03.2012
Tangible :										
Plant & Machinery	778,831	-	-	778,831	566,483	29,538	-	596,021	182,810	212,348
Furniture & Fix.	1,030,956	-	-	1,030,956	797,051	42,337	-	839,388	191,568	233,905
Motor Car	2,290,007	-	-	2,290,007	2,069,150	57,180	-	2,126,330	163,677	220,857
Office Equipment	126,308	-	-	126,308	117,605	1,575	-	119,180	7,128	8,703
Computer	726,540	-	-	726,540	724,996	618	-	725,614	926	1,544
TOTAL	4,952,642	-	-	4,952,642	4,275,285	131,247	-	4,406,532	546,110	677,357
Previous year	4,952,642	-	-	4,952,642	4,109,174	166,111	-	4,275,285	677,357	843,468

**2.9 NON CURRENT INVESTMENTS**

Particulars	As at 31.03.2013 (Rs.)	As at 31.03.2012 (Rs.)
<u>LONG TERM INVESTMENT</u>		
INVESTMENT PROPERTY (At Cost)		
IMMOVEABLE PROPERTIES :		
Property at Delhi	3,887,806	3,887,806
Flats at Jaipur	40,693,155	40,428,885
<u>INVESTMENTS IN EQUITY INVESTMENT(At Cost) :</u>		
UNQUOTED		
Som Datt Infosoft P Ltd (Subsidiary Company) (510000 equity shares of Rs. 10/- each fully paid up)	5,100,000	5,100,000
Som Datt Securities Limited (Associate Company) (290010 equity shares of Rs. 10/-each fully paid up)	2,900,100	2,900,100
	<u>52,581,061</u>	<u>52,316,791</u>
2.10 LONG -TERM LOANS AND ADVANCES		
Unsecured , considered good :		
Others		
Security Deposits	1,600	1,600
Margin Money Deposit	1,800,000	-
Balance with Government Revenue Authorities		
Self Asst.Tax	4,291,860	4,291,860
MAT Paid	1,255,559	-
Advance Income Tax	7,488,146	6,788,146
Advance Interest Tax	420,652	420,652
Tax Deducted at Sources	4,432,259	4,422,396
	<u>19,690,076</u>	<u>15,924,654</u>
2.11 INVENTORIES		
Stock of Shares		
(At cost or mkt Price whichever is Lower)	61,856,768	30,874,392
	<u>61,856,768</u>	<u>30,874,392</u>
2.12 TRADE RECEIVABLES		
Debts outstanding for a period less than six months "i"		
Unsecured		
Considered good	1,980,911	3,777,527
	<u>1,980,911</u>	<u>3,777,527</u>
<i>"i" Includes dues from companies where directors are interested</i>	1,980,911	3,777,527

**2.13 CASH AND BANK BALANCES**

Particulars	As at 31.03.2013 (Rs.)	As at 31.03.2012 (Rs.)
A) CASH AND CASH EQUIVALENTS		
Balances with Scheduled Banks in :		
- Current Account	51,048	2,692,413
Cash in hand	101,965	106,965
B) OTHER BANK BALANCES		
Balances with Scheduled Banks in :		
- Current Account	34,871	34,871
- Unclaimed Dividend Account	2,762,836	2,779,236
	2,950,721	5,613,486
The details of balances with banks are as follow :		
In current Accounts		
BOB EOK 9630200000183	51,048	50,291
City Bank 417729003	34,871	34,871
HDFC 30340006807	-	2,642,122
	85,919	2,727,284
In unpaid dividend accounts		
Axis Bank 6859 FY 04-05	460,772	460,872
Axis Bank 09508 FY 05-06	459,492	459,892
Axis Bank 11963 FY 06-07	626,986	628,787
Axis Bank Unpaid Dividend ECSA/c11972 (07-08)	23,588	23,588
Axis Bank Unpaid Dividend ECSA/c 09515 (07-08)	400	400
Axis Bank Unpaid Dividend A/c 15136 (07-08)	617,742	618,342
Axis Bank Unpaid Dividend ECSA/c 15145 (07-08)	30,638	30,638
Axis Bank Unpaid Dividend ECSA/c 53808 (F.Y 2010-11)	4,700	4,700
Axis Bank Unpaid Dividend A/c 53303 (10-11)	538,518	552,017
	2,762,836	2,779,236
2.14 SHORT -TERM LOANS AND ADVANCES		
Unsecured , considered good		
- Loan and Advances to :		
Associates : Intercorporate Loan	-	30,000,000
Other :		
Margin Money Deposit	-	10,000
Margin A/C-MG13	8,394,234	7,097,778
UKCA Law Chambers	50,000	-
	8,444,234	37,107,778

**2.15 INCOME FROM CAPITAL MARKET OPERATIONS**

Particulars	As at 31.03.2013 (Rs.)	As at 31.03.2012 (Rs.)
Sale of shares	3,335,639,280	3,829,266,817
Add: Closing Stock	61,856,768	30,874,392
	3,397,496,048	3,860,141,209
Less: Opening Stock	30,874,392	58,504,879
Less: Purchase	3,357,723,030	3,786,276,155
Profit from Capital Market Operations	8,898,625	15,360,175

2.16 OTHER INCOME

Interest on Loan	98,630	1,200,000
Interest on IT Refund	-	248,978
Dividend Income	265,061	571,110
Liabilities not required written back	395,000	-
Misc income	-	93,044
	758,691	2,113,132

2.17 EXPENSES**Employee Benefits Expense :**

Salary & Establishment	931,100	908,118
Employer Contribution EPF	42,720	43,934
Administration Charges To EPF	4,552	5,700
Gratuity	15,000	15,000
Bonus	71,200	72,840
	1,064,572	1,045,592

Direct Expenses relating to Capital Market Operations :

Pledge charges & Auction Diff	6,409	4,929
Stamp Duty	488,516	576,336
Transaction Charges	217,438	75,674
Securities Transaction Tax	3,699,642	5,178,683
	4,412,005	5,835,622

Other Expenses :

Books & Periodicals	55,920	35,820
Business Promotion	96,909	91,200
Conference Fee Exp	41,880	31,410
Conveyance Exp	160,400	134,956



Particulars	As at 31.03.2013 (Rs.)	As at 31.03.2012 (Rs.)
Depository Charges NSDL/CSDL	67,416	66,120
Advertisement & Publicity	76,947	37,692
Food & Breverage	9,891	15,000
Medical Exp	60,600	55,550
Provision against Standard Assets	48,887	-
Misc Exp	11,197	-
Listing Fee	45,944	44,120
Vehicle Running & Maintenance	228,000	248,100
Office Exp	1,056	11,606
Postage & Courior	21,765	19,246
Printing & Stationary	2,946	115,127
Professional Charges	282,088	381,414
Rates & Taxes	10,909	10,909
Repair & Maintenance	-	20,720
Security Expenses	114,050	110,781
Sitting Fee to Directors	65,000	70,000
Telephone & Telex Expenses	86,400	86,400
Travelling & Conveyance	17,840	52,118
Filing Fee	6,800	7,000
Bank Charges	491	276
Auditor's Remuneration	56,180	56,180
Outof Pocket Expenses Auditor	26,825	31,500
Donation	-	25,000
	1,596,341	1,758,245

2.18 Financial Cost

Interest expense on:

(i) Borrowings	16,622	900,000
(ii) Others		
- Interest on delayed / deferred payment of income tax	3	100,451
	16,625	1,000,451

2.19 a) In the opinion of Board, Current Assets, Loan and Advances have value on realization in the ordinary course of business at least equal to the amount at which they are stated.

b) In the opinion of the Management (read with Note No 2.20) there is no provision for bad and doubtful debts, loan & advances and diminution in the value of long term investments in their respective carrying values.

c) Loan and Advances pursuant to Clause 32 of the Listing Agreement.

2.20 No provision for diminution in the value of certain Long Term Investment has been considered necessary, since in the opinion of the Management, such diminution in their value is temporary in nature considering the nature of Investment, inherent value, Investee's Assets and expected future Cash Flows from such investment.



2.21 Auditor's remuneration (including service tax) shown in Note-2.17 consists of the following:

Particulars	Year Ended On	Year Ended On
	31.03.2013	31.03.2012
	Amount (Rs.)	Amount (Rs.)
a) Audit Fee	56,180	56,180
b) Out of Pocket Expenses	26,825	31,500
TOTAL	83,005	87,680

2.22 Details of Shares as Stock-in-Trade

Sl. No	Quoted Equity Shares	Face value	Quantity (Nos.)		Amount (Rs.)	
			As At	As At	As At	As At
			31.03.2013	31.03.2012	31.03.2013	31.03.2012
		(Rs.)			-	-
1	BAJAJ AUTO	10	-	2,250	-	3,833,663
2	BOB	10	2,500	-	1,702,300	-
3	BPCL	10	12,000	-	4,572,000	-
4	BATA INDIA	10	500	500	381850	346130
5	CENTURY TEXTILE	10	8,000	30,000	2,586,400	9,873,900
6	CIPLA	10	-	1000	-	307670
7	DR REDDY	5	-	500	-	847,265
8	HDFC BANK	2	2,000	-	1,255,800	-
9	HPCL	10	9,000	-	2,571,750	-
10	ICICI Bank Ltd	10	500	-	524,950	-
11	ITC	1	-	8,000	-	1,673,040
12	JSW STEEL	10	-	2,000	-	1,432,440
13	LIC HOUSING FINANCE	10	4,000	-	918,200	-
14	MCDOWELL -N	10	13,750	250	25,358,438	135,343
15	M&M	5	-	2	-	1,382
16	OBC	10	1,000	7,000	252,250	1,856,750
17	FRL	10	18,000	57,000	3,089,700	9,777,210
18	PNB	10	10,000	-	7,951,000	-
19	POLO HOTELS	10	2,600	2,700	15,600	16,200
20	STERLITE INDUSTRIES	1	4,000	6,000	378,400	773,400
21	SUN PHARMA	1	5,000	-	4,033,650	-
22	SUN TV	10	7,000	-	2,754,500	-
23	TATA GLOBE TELESERIVCE	10	18,000	-	2,281,500	-
24	UNION BANK OF INDIA	10	2,000	-	437,300	-
25	YES BANK	10	2,000	-	791,180	-
			-	-	-	-
	TOTAL		121,850	117,202	61,856,768	30,874,392

**2.23** Information Pursuant Schedule VI of the Companies Act,1956.

Particulars in respect of opening stock,Purchases, Sales & Closing Stock of Shares,Mutual Funds Unit & Fully Convertible Debentures.

Particulars	Quantity (Nos.)		Amount (Rs.)	
	31.03.2013	31.03.2012	31.03.2013	31.03.2012
1. Opening Stock				
Equity shares of Public Cos..	117,202	104,202	30,874,392	58,504,879
Total			30,874,392	58,504,879
2. Purchase				
Equity shares of Public Cos.	7,748,376	8,309,333	3,357,723,030	3,786,276,155
Total			3,357,723,030	3,786,276,155
3. Sale				
Equity shares of Public Cos.	7,743,728	8,296,333	3,335,639,280	3,829,266,817
Total			3,335,639,280	3,829,266,817
4. Closing Stock				
Equity shares of Public Cos.	121,850	117,202	61,856,768	30,874,392
Total			61,856,768	30,874,392

2.24 Related party Disclosures :**a) Name of the related parties :**

Subsidiary Co.	:	Som Datt Infosoft Pvt Ltd
Associate Co.	:	Som Datt Securities Ltd & Som Datt Builders Pvt. Ltd.
Key Management Personnel	:	Mrs Latika Datt Abbott

b) Aggregated Related Party Disclosures as at and for the year ended March 31, 2013 are as follows:

(Transactions have taken place on arm's length basis)

Name of Transactions	Subsidiary Company	Associate Company		Key Managerial Personnel	Total
		Som Datt Securities Ltd.	Som Datt Builders Pvt Ltd.		
Purchase	3357723.03				3357723.03
Sale	3335639.28				3335639.28
Business Promotion				91.20	91.20
Employee Benefit Exp				742.56	742.56
Conference Exp				41.88	41.88
Conveyance Exp				156.00	156.00
Medical Exp				60.60	60.60
Vehicle Running Exp				228.00	228.00
Interest Income			98.63		98.63
Liability no longer required, written back		395.00			395.00
Balances Outstanding at year End					0.00
Trade Receivable & Short Term Loan & Advances		10,371.68			10371.68
Non- Current Investment	5100.00	2900.10			8000.10



2.25 The Company has only one reportable business segment i.e. N.B.FC. Business as Per Accounting Standard 17 of The Institute of Chartered Accountants of India.

Business segment

Performance of Business segment is as follows:

	(Rs. in lacs) Year ended 31st March 2013	(Rs. in lacs) Year ended 31st March 2012
<u>Revenue</u>		
Capital Mkt Operation	88.99	153.60
Other Income	7.59	21.13
TOTAL	96.57	174.73
<u>Exepnses</u>		
Operating Expenses	70.73	86.39
Depreciation(own Assets)	1.31	1.66
Interest cost	0.17	10.00
Non Cash Expenses other than depreciation	Nil	Nil
<u>Particulars of Segment Assets and Liabilities:</u>		
Fixed Assets	5.46	6.77
Investment	525.81	523.17
Deferred Tax assets	10.20	10.34
Current Assets. Loan & Advances	949.23	932.98
TOTAL ASSETS	1490.70	1473.26
Non Current liabilities	3.50	2.86
Current Liabilities	187.88	188.50
TOTAL LIABILITIES	191.38	191.36

2.26 Pursuant to accounting Standard on 'Accounting for Taxes on Income'(AS-22), deferred tax liability/(assets) are as under:

Particulars	(Rs.) 31st March 2013	(Rs.) 31st March 2012
Deferred Tax Assets		
Bonus Payable diasllowed u/s 43B	22,001	21,877
Bonus Paid allowed u/s 43B	(21,877)	(21,803)
Provision for Gratuity disallowed u/s 40A(7)	4,635	4,635
Unabsorbed Depreciation & carry forward business loss Related to Fixed Assets	835,354	835,354
	180225	193,510
Total(A)	1,020,338	1,033,573
Deferred Tax Liabilities		
Related to Fixed Assets	-	-
Total(B)	-	-
Deferred Tax Liabilities(Net) (B-A)	(1,020,338)	(1,033,573)

The management has based on its operational parametres and future earnings, reassessed and recognised deferred tax asset (Net) as above. The management is of the view that sufficient future taxable income will be avialable against which such deferred tax assets can be realised.

**2.27 Earning per Share (EPS)**

	As On 31.03.2013	As On 31.03.2012
Weighted average number of Shares at the beginning and end of the year	10,007,970	10,007,970
Net Profit after tax (if any) available for Equity Shareholders (Rs.)	1,743,290	5,356,535
Basic and Diluted Earning per Shares (Rs.)	0.17	0.54
(i) Expenditure in Foreign Currency	NIL	NIL
(ii) Income in Foreign Currency	NIL	NIL

2.28 Contingent Liability:- Contigent Liabilities are not provided for and are disclosed by way of Notes to the Account

2.29 The information as required in terms of para 13 of Non-Banking Finance (Non-Deposit Accepting or Holding) Companies Prudential Norm (Reserve Bank) Directions 2007 are enclosed.

2.30 The figure of the previous year have been regrouped/reclassified to confirm with the figures of the current year

For A.S.Gupta & Co.
Chartered Accountants
Firm Reg No. 302077E

On behalf of the Board

S. C. Sen
Partner
Membership No. 13679

Latika Datt Abbott
Managing Director

D P Rawal
Director

Place : Kolkata
Date : 27.05.2013

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2013**

Particulars	Note	Year ended on 31.03.2013	Year ended on 31.03.2012
A. Cash Flow from Operating Activities			
Net Profit / (Loss) before tax		2,436,527	7,667,286
Adjustment to reconcile profit before tax to cash provided by operating activities			
Depreciation		131,247	166,111
Dividend / Interest Income	2.31.7	(363,691)	(2,020,088)
Operating Profit before working capital changes		2,204,083	5,813,309
Adjustment for:			
Inventories	2.31.1	(30,982,376)	27,630,487
Trade Receivables	2.31.2	1,796,616	4,409,204
Loans & Advances and Other assets	2.31.3	25,607,985	(22,751,850)
Current Liabilities & Provisions	2.31.4	999,968	1,522,067
Cash generated from Operations		(373,724)	16,623,217
Income tax (Paid)/Received (Net)	2.31.5	(709,863)	(1,420,350)
Cash flow before extraordinary items		(1,083,587)	15,202,867
Extraordinary Items		-	-
Net Cash inflow/(outflow) from operating activities		(1,083,587)	15,202,867
B. Cash Flow from Investing Activities			
Investment in Immovable Properties	2.31.6	(264,270)	(1,330,708)
Dividend/ Interest Income	2.31.7	363,691	1,771,110
Net Cash inflow / (outflow) from Investing Activities		99,421	440,402
C. Cash Flow from Financing Activities			
Dividend paid		-	(10,007,970)
Dividend Tax Paid		(1,662,199)	-
Net Cash Inflow / (Outflow) from Financing Activities		(1,662,199)	(10,007,970)
Net increase / (decrease) in cash and cash equivalents		(2,646,365)	5,635,299
Cash and Cash equivalents as at beginning of the year		2,799,379	(2,835,920)
Cash and Cash equivalents as at close of the year		153,014	2,799,379

Signed in terms of our report of even date annexed

For A.S.Gupta & Co.
Chartered Accountants
Firm Reg No. 302077E

On behalf of the Board

S.C.Sen
Partner
Membership No. 13679

Latika Datt Abbott
Managing Director

D P Rawal
Director

Place : Kolkata
Date : 27.05.2013



2.31 SCHEDULES TO CASH FLOW STATEMENTS

	As at 31.03.2013 Amount (Rs.)	As at 31.03.2012 Amount (Rs.)
2.31.1 CHANGE IN INVENTORIES		
As per Balance sheet	61,856,768	30,874,392
Less : Opening Balances	30,874,392	58,504,879
	30,982,376	(27,630,487)
2.31.2 CHANGE IN TRADE RECEIVABLES		
As per Balance sheet	1,980,911	3,777,527
Less : Opening Balances	3,777,527	8,186,731
	(1,796,616)	(4,409,204)
2.31.3 CHANGE IN LOAN AND ADVANCES AND OTHER ASSETS		
As per Balance sheet (current and non current)	28,134,310	53,032,432
Less :		
Self Asst. Tax	4,291,860	4,291,860
Advance Income Tax	7,488,146	6,788,146
Advance Interest Tax	420,652	420,652
TDS Receivable	4,432,259	4,422,396
	11,501,393	37,109,378
Less : Opening Balance	37,109,378	14,357,528
	(25,607,985)	22,751,850
2.31.4 CHANGE IN CURRENT AND NON-CURRENT LIABILITIES AND PROVISIONS		
As per Balance Sheet	16,374,875	16,357,106
Less :		
Provision for Income taxes	13,282,009	12,602,009
Dividend tax	-	1,662,199
	3,092,866	2,092,898
Less : Opening Balance	2,092,898	3,350,066
	999,968	(1,257,168)
2.31.5 INCOME TAXED PAID/ RECEIVED		
Self Assessment Tax paid / MAT Paid AY 2011-12	-	21,500
Advance tax paid	700,000	2,250,000
Income tax Refund received	-	(971,150)
Tax deducted at source	9,863	120,000
	709,863	1,420,350

**2.31 SCHEDULES TO CASH FLOW STATEMENTS**

	As at 31.03.2013	As at 31.03.2012
	Amount (Rs.)	Amount (Rs.)
2.31.6 INVESTMENT IN IMMOVABLE PROPERTIES		
As per Balance Sheet	44,580,961	44,316,691
Less : opening Balance	44,316,691	42,985,983
	<u>264,270</u>	<u>1,330,708</u>
2.31.7 DIVIDEND AND INTEREST INCOME		
As per Profit And loss A/c	363,691	2,020,088
Less : Interest on Income tax refund considered in note 2.29.5	-	248,978
	<u>363,691</u>	<u>1,771,110</u>

For A.S.Gupta & Co.
Chartered Accountants
Firm Reg No. 302077E

On behalf of the Board

S. C. Sen
Partner
Membership No. 13679

Latika Datt Abbott
Managing Director

D P Rawal
Director

Place : Kolkata
Date : 27.05.2013



Note 2.29 Particulars as per NBFC directions as at 31st March 2013

The information as required in terms of para 13 of Non-Banking Finance (Non-Deposit Accepting of Holding) Companies Prudential Norm (Reserve Bank) Directions 2007 are enclosed.

(Rs. In Lakhs)

Particulars :		Amount	Amount
LIABILITIES SIDE :		Outstanding	Overdue
(1)	Loans and advances availed by the NBFC's Inclusive of interest accrued thereon but not paid:		
	(a) Debenture : Secured	NIL	NIL
	: Unsecured	NIL	NIL
	(Other than falling within the meaning of public deposits*)		
	(b) Deferred Credits	NIL	NIL
	(c) Terms Loans	NIL	NIL
	(d) Inter- corporate loans and short term borrowing	NIL	NIL
	(e) Commercial Paper	NIL	NIL
	(f) Public Deposits *	NIL	NIL
	(g) Other Loans (Specify Nature)	NIL	NIL
(2)	Break-up (1) (f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):		
	(a) In the form of Unsecured debentures	N/A	N/A
	(b) In the form of partly secured debentures		
	i.e.debentures where there is a shortfall in the value of security		
	(c) Other public deposits		
ASSETS SIDE :			
(3)	Break up Loans and advances including bills receivable (Other than a those included in (4) below) :		
	(a) Secured	NIL	
	(b) Unsecured(excluding Advance Income tax, TDS & FBT)	84	
(4)	Break up Lease Assets and stock on hire and hypothecation loans counting towards EL/HP activities.		
	(i) Lease assets including lease rentals under sundry debtor		
	(a) Financial Lease		
	(b) Operating Lease		
	(ii) Stock on hire including hire charges under sundry debtors		
	(a) Assets on hire		
	(b) Repossessed Assets		
	(iii) Hypothecation loans counting towards EL/HP activities		
	(a) Loans where asses have been repossessed		
	(b) Loans other than (a) above		



(5) Break up of Investments :	
<u>Current Investments :</u>	
1. <u>Quoted</u>	NIL
i) Shares a) Equity	
b) Preference	
ii) Debentures and Bonds	
iii) Units of mutual funds	
iv) Government Securities	
v) Other (Please Specify)	
2. <u>Unquoted</u>	NIL
i) Shares a) Equity	
b) Preference	
ii) Debentures and Bonds	
iii) Units of mutual funds	
iv) Government Securities	
v) Other (Please Specify)	
<u>Long Term Investments :</u>	
1. <u>Quoted</u>	
i) Shares a) Equity	NIL
b) Preference	NIL
ii) Debentures and Bonds	NIL
iii) Units of mutual funds	NIL
iv) Government Securities	NIL
v) Other (Please Specify)	NIL
2. <u>Unquoted</u>	
i) Shares a) Equity	80.00
b) Preference	NIL
ii) Debentures and Bonds	NIL
iii) Units of mutual funds	NIL
iv) Government Securities	NIL
v) Other (Immoveable Properties)	445.81



(6) Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances:			
Category	Amount net of provisions		
	Secured	Unsecured	Total
1. Related Parties **	NIL	NIL	NIL
(a) Companies in the same group #			
(b) Other related parties			
2. Other than related Parties	NIL	NIL	NIL
Total	NIL	NIL	NIL
(7) Investor Group-Wise Classification of all Investments (Current and Long Term) in Shares and Securities (Both Quoted and Unquoted) :			
Category	Market value / Break up or fair value or NAV	Book Value (Net of Provisions)	
1. Related Parties **			
(a) Subsidiaries	51.00	51.00	
(b) Companies in the same group #	29.00	29.00	
(c) Other related parties	NIL	NIL	
2. Other than related Parties	NIL	NIL	
Total	80.00	80.00	
(8) Other information			
Particulars	Amount		
i Gross Non-Performing Assets	NIL		
(a) Related parties			
(b) Other than related parties			
ii Net Non-Performing Assets	NIL		
(a) Related parties			
(b) Other than related parties			
iii Assets acquired in satisfaction of debt	NIL		

* As defined in paragraph 2(1)(xii) of the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Banks) Directions, 1998

** As per Accounting Standard under Companies (Accounting Standards), Rules, 2006

The definition of Group Companies has been taken in terms of CIC guidelines issue by RBI.



**PART -IV
BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE**

I. REGISTRATION DETAILS

Sate Code	2 1	Registration No.	0 6 0 5 0 7
Balance Sheet Date	3 1		
	Date		0 3
			Month
			2 0 1 3
			Year

II. CAPITAL RAISED DURING THE YEAR

(Amount in Rs. Thousands)

Public Issue	0 0 0 0	Right Issue	0 0 0 0 0 0 0 0 0
Bonus Issue	0 0 0 0 0 0 0 0 0	Private Placement	0 0 0 0 0 0 0 0 0

III. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS

(Amount in Rs. Thousands)

Total Liabilities	0 1 4 9 0 7 0	Total Assets	0 1 4 9 0 7 0
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SOURCE OF FUND

Paid-up Capital	0 1 0 0 0 8 0	Non Current Liabilities	0 0 0 0 3 4 9	Current Liabilities	0 0 1 8 7 8 8	Reserve & Surplus	0 0 2 9 8 5 3
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APPLICATION OF FUNDS

Non Current Assets	0 0 7 3 8 3 7	Current assets	0 7 5 2 3 2
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Turnover including other Income

0 0 0 9 6 5 7

Total Expenditure

0 0 0 7 2 2 0

+ Profit/ Loss Before Tax	0 0 0 0 2 4 3 6
+ Profit after tax	0 0 0 1 7 4 3

+ Profit after tax	0 0 0 1 7 4 3
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Earning per share in Rupees

0 . 1 7

Dividend Rate %

0 0

V. GENERIC NAME OF PRINCIPAL OF THE COMPANY

Item Code Number	N O T A P P L I C A B L E
Service Description	L E A S I N G & H I R E - P U R C H A S E
Item Code Number	N O T A P P L I C A B L E
Service Description	C O R P O R A T E F I N A N C E I N G & I N V E S T M E N T
Item Code Number	N O T A P P L I C A B L E
Service Description	M E R C H A N T B A N K I N G

**For A.S.Gupta & Co.
Chartered Accountants
Firm Reg No. 302077E**

On behalf of the Board

**S. C. Sen
Partner
Membership No. 13679**

**Latika Datt Abbott
Managing Director**

**D P Rawal
Director**

**Place : Kolkata
Date : 27.05.2013**



INDEPENDENT AUDITORS' REPORT

To The Members of M/s Som Datt Finance Corporation Limited

REPORT OF THE CONSOLIDATED FINANCIAL STATEMENTS

We have examined the attached the Consolidated Balance Sheet M/s **Som Datt Finance Corporation Limited** ("the Company") and its subsidiary Som Datt Infosoft Pvt. Ltd. as at March 31, 2013, and the related Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information annexed thereto.

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with the accounting principles generally accepted in India including Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenances of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITORS' RESPONSIBILITY

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated 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 consolidated 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 the management, as well as evaluating the overall presentation of the consolidated 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 the best of our information and according to the explanations given to us, the aforesaid consolidated 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 Consolidated Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- (b) In the case of the Consolidated Statement of Profit and Loss, of the profit for the year ended on that date;
- and
- (c) In the case of the Consolidated Cash Flow Statement, of the cash flows for the year ended on that date

OTHER MATTERS

We did not audit the financial statements of the subsidiary, whose financial statements reflect total assets of Rs. 43.07 lacs as on March 31, 2013 and loss of Rs. 0.07 lacs for the year ended on that date. These financial statements have been audited by other auditors whose reports have been furnished to us and our opinion in so far as it relates to the amounts included in respect of the subsidiary is based solely on the report of the other auditors.

For A. S. GUPTA & CO.
CHARTERED ACCOUNTANTS
Firm Registration No : 302077E

S. C. SEN
Partner
Membership No. 13679

Place : Kolkata
Dated : 27th May 2013

CONSOLIDATED BALANCE SHEET AS AT 31st March, 2013

PARTICULARS	Note	AS AT 31.03.2013 Rupees	AS AT 31.03.2012 Rupees
I. EQUITY AND LIABILITIES			
1) SHAREHOLDERS FUNDS			
a) Share Capital	2.1	100,079,700	100,079,700
b) Reserve and surplus	2.2	29,038,768	27,302,594
		129,118,468	127,382,294
2) NON CURRENT LIABILITIES			
a) Deferred tax liabilities (net)	2.3	-	-
b) Long term provisions	2.4	349,734	285,847
		349,734	285,847
3) CURRENT LIABILITIES			
a) Trade payables	2.5	32,866	453,088
b) Other current liabilities	2.6	5,478,720	4,171,343
c) Short -term provisions	2.7	13,296,759	14,278,958
		18,808,345	18,903,389
4) MINORITY INTEREST			
		500	500
		148,277,046	146,572,030
II. ASSETS			
1) NON CURRENT ASSETS			
a) Fixed assets			
Tangible assets	2.8	546,110	677,357
		546,110	677,357
b) Non current Investments	2.9	47,481,061	47,216,791
c) Deferred tax assets (net)	2.3	1,020,338	1,033,573
d) Long-term loans and advances	2.10	19,774,950	16,009,528
		68,822,459	64,937,249
2) CURRENT ASSETS			
a) Inventories	2.11	61,856,768	30,874,392
b) Trade Receivables	2.12	1,980,911	3,777,527
c) Cash and cash equivalents	2.13	3,372,675	6,075,084
d) Short term loan and advances	2.14	12,244,234	40,907,778
		79,454,587	81,634,781
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS	1 & 2	148,277,046	146,572,030

Signed in terms of our report of even date annexed

For A.S.Gupta & Co.
Chartered Accountants
Firm Reg No. 302077E

On behalf of the Board

S. C. Sen
Partner
Membership No. 13679

Latika Datt Abbott
Managing Director

D P Rawal
Director

Place : Kolkata
Date : 27.05.2013



**CONSOLIDATED STATEMENT OF
PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH 2013**

	Note	Year Ended 31.03.2013	Year Ended 31.03.2012
<u>Income</u>			
I. Capital Market Operations	2.15	8,898,625	15,360,175
II. Other income	2.16	758,691	2,114,830
III. Total Revenue (I+II)		9,657,316	17,475,005
<u>IV. Expenses</u>			
Employee benefits expense	2.17	1,064,572	1,045,592
Direct Expenses relating to Capital Market Operations	2.17	4,412,005	5,835,622
Financial costs	2.18	16,625	1,000,451
Depreciation & amortisation expenses	2.8	131,247	166,111
Other Expenses	2.17	1,603,459	1,773,400
Total Expenses		7,227,909	9,821,176
V. Profit Before Extra Ordinary Items and Tax (III- IV)		2,429,408	7,653,829
<u>VI. Tax expenses :</u>			
Current Tax :		680,000	2,300,000
Deferred Tax :		13,235	10,751
VII. Profit/(Loss) for the period from continuing Operations (V-VI)		1,736,173	5,343,078
VIII. Profit/ (Loss) for the period		1,736,173	5,343,078
<u>IX. Earnings per Equity Share</u>			
Basic		0.17	0.53
Diluted		0.17	0.53

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS 1 & 2

Signed in terms of our report of even date annexed

For A.S.Gupta & Co.
Chartered Accountants
Firm Reg No. 302077E

On behalf of the Board

S. C. Sen
Partner
Membership No. 13679
Place : Kolkata
Date : 27.05.2013

Latika Datt Abbott
Managing Director

D P Rawal
Director



Significant Accounting Policies and Notes on Accounts

1. Significant accounting policies**1.1 Basis of Accounting**

The financial statements have been prepared to comply in all material respects with the mandatory Accounting Standards issued by the Institute of Chartered Accountants of India and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on an accrual basis. The accounting policies have been consistently applied by the Company with those used in the previous year.

1.2 Fixed Assets and Depreciation

- i) Fixed assets are stated at cost less accumulated depreciation. Cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use
- ii) Depreciation has been provided on written down value method as per rates and in the manner prescribed in Schedule XIV of the Companies Act, 1956.

1.3 Impairment of Fixed Assets

Wherever events or changes in circumstances indicate that the carrying value of fixed assets may be impaired, the company subjects such assets to a test of recoverability, based on discounted cash flow expected recognized an impairment loss as the difference between the carrying value and fair value less costs to sell. None of the company's fixed assets are considered impaired as on the Balance Sheet date

1.4 Investments

Investments are valued at their cost. Provision for diminution, if any, in the value of investments is made to recognize a decline, other than temporary. The said diminution is determined for each investment individually. Investments are either classified as current or long-term based on Management's intention at the time of purchase. Investments includes "Flats at Delhi" and "Flats at Jaipur" amounting Rs. 4,45,80,961/- Delhi Flats are used by the Co. for its own purpose and Jaipur Flats are ready for possession. However completion certificate is still awaited by developers. The Company shall take possession soon after the completion certificates are available.

1.5 Current Assets

Stock in trade is valued at cost or market price, whichever is lower, whereby the cost of each scrip is compared vis-a-vis its market value and the resultant shortfall, if any, is charged to revenue.

1.6 Cash and Cash equivalents

Cash and cash equivalents comprise cash and cash at bank and in hand and short term investment with an original maturity of three months or less.

1.7 Cash Flow Statement

Cash Flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non- cash nature, accrual 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.

1.8 Taxation

Provision for tax has been made in accordance with the assessable profits determined under the provision of Income Tax Act. 1961.



Deferred Tax Assets /Liability in accordance with the AS-22 "Accounting for Tax on Income "has been recognized in the book of account. Deferred Income Tax 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. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date.

1.9 Revenue recognition

Revenue is primarily derived from Capital Market transactions, Bill Discounting services and financing activities.

Income and Expenditure are generally recognized on Accrual basis with certain exceptions as enumerated below :

A) INCOME

- i) Income from all non-performing assets are accounted for on receipt basis as per prudential norms promulgated by Reserve Bank of India.
- ii) Bill Discounting Services:
Accounted for according to the terms of agreement.
- iii) Dividend :
Accounted for on receipt basis.
- iv) Lease Rentals and Hire Purchase Income :
Accounted for on accrual basis, additional finance charges and penal interest are accounted for on receipt basis.
- v) The share hedging contract of Capital Market Operations are accounted without considering STT and Stamp Duty on date of their settlement and released gain / loss in respect of settled contracts or recognized in the Profit & Loss account along with underlying transactions .

B) EXPENDITURE

Employee Benefits:

i) Provident Fund:

Retirement benefits in the form of Provident Fund are accounted for on accrual basis and charged to Profit & Loss account of the year. Both the employee and the Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary.

ii) Leave Encashment :

Leave Encashment is accounted in the books on payment basis and charged to Profit & Loss account of the year.

iii) Gratuity:

Gratuity is provided in the accounts on Accrual Basis on estimates though no actuarial valuation of gratuity liability has been made. The gratuity liability has not been actuarially calculated due to limited number of staffs. Accordingly full disclosure as per AS-15 is not considered necessary by the management.

**2. NOTES FORMING PART TO ACCOUNTS****2.1 SHARE CAPITAL**

Particulars	As on 31.03.2013 (Rs.)	As on 31.03.2012 (Rs.)
<u>Authorised</u>		
2,00,00,000 Equity Shares of Rs.10/-each	200,000,000	200,000,000
50,00,000 Pref.Shares of Rs.10/-each	50,000,000	50,000,000
	<u>250,000,000</u>	<u>250,000,000</u>
<u>Issued, Subscribed & Paid-up</u>		
1,00,07,970 Equity Shares of Rs.10/- each Fully Paid-Up	100,079,700	100,079,700
	<u>100,079,700</u>	<u>100,079,700</u>

The company has issued only one class of shares referred to as equity shares having a par value of Rs. 10/- Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of company, the holders of equity shares will be entitled to receive any of remaining assets of the company, after distribution of all preferential amounts.However no such Preferential amounts exist currently. Distribution will be in proportion to number of equity shares held by each shareholder.

- (i) Reconciliation of number of shares outstanding and amount of share capital as at 31st March 2013 and 31st March 2012 is set out below:

Particulars	As at 31st March, 2013		As at 31st March, 2012	
	Number of shares	Amount	Number of shares	Amount
Number of shares at beginning	10,007,970	100,079,700	10,007,970	100,079,700
Number of shares at end	10,007,970	100,079,700	10,007,970	100,079,700

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

Class of shares / Name of shareholder	As at 31st March, 2013		As at 31st March, 2012	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Som Datt Khuneja	2,237,725	22.36	2,477,625	24.75
Som Datt Enterprises Limited	1,941,419	19.4	1,941,419	19.4
Usha Datt	989,151	9.88	989,151	9.88

**2.2 RESERVE AND SURPLUS**

Particulars	As on 31.03.2013 (Rs.)	As on 31.03.2012 (Rs.)
Special Reserve Fund (As per RBI guidelines) :		
As per last Balance Sheet	16,400,823	15,295,164
Add : Amount Transferred from Statement of Profit & Loss	347,235	1,105,659
Total (A)	16,748,058	16,400,823
Surplus in the Statement & P&L		
- As per last Balance Sheet	10,901,771	6,664,352
Add : Profit for the Current Year	1,736,173	5,343,078
Amount available for appropriation	12,637,945	12,007,430
Deductions :-		
Amount transferred to Special Reserve (as per RBI Guidliness)	347,235	1,105,659
Surplus -Closing Balance (B)	12,290,710	10,901,771
Total (A + B)	29,038,768	27,302,594
2.3 DEFERRED TAX LIABILITIES / ASSETS		
Deferred Tax Assets		
Bonus Payable disallowed u/s 43B	22,001	21,877
Bonus Paid allowed u/s 43B	(21,877)	(21,803)
Provision for Gratuity disallowed u/s 40A(7)	4,635	4,635
Unabsorbed Depreciation & carry forward business loss	835,354	835,354
Related to Fixed Assets	180225	193,510
Total(A)	1,020,338	1,033,573
Deferred Tax Liabilities		
Related to Fixed Assets	-	-
Total(B)	-	-
2.4 LONG TERM PROVISIONS		
Gratuity Payable	300,847	285,847
Provision on Standard Assets	48887	-
	349,734	285,847
2.5 TRADE PAYABLES		
Trade payables	32,866	453,088
	32,866	453,088



2.6 OTHER CURRENT LIABILITIES

Particulars	As at 31.03.2013 Amount (Rs.)	As at 31.03.2012 Amount (Rs.)
A) Intt on borrowing due to Ex Chairmain	53,565	53,565
B) Intt on borrowing due to Associates	-	909,732
C) Unpaid Dividend	2,762,836	2,779,235
D) Others		
Overdrawn Bank Balances as per books	2326876	-
Statutory obligation for TDS		
i) Professional Charges	11292	15,312
ii) Contractor Charges	5557	176
iii) Interest Charges	-	90,000
iv) EPF Payable	7520	-
Expenses Payable		27,402
Bonus Payable	71200	70,800
Maintanance Charges of Jaipur Flats	66,789	-
Other Liabilities :		
i) Due to Auditors for audit fee	56,180	111,227
ii) Due to Auditors for taxation matters and for other Services	95409	82909
iii) Naveen Narang (C.S)	12,136	22,337
iv) Smart Rangers	9360	8648
	5,478,720	4,171,343
2.7 SHORT -TERM PROVISIONS		
Provision for Income Taxes	13,296,759	12,616,759
Coporate Dividend tax	-	1,662,199
	13,296,759	14,278,958

2.8 TANGIBLE ASSETS

Particulars	GROSS BLOCK (COST) (Rs.)				DEPRECIATION (Rs.)				NET BLOCK (Rs.)	
	As On 01.04.2012	Addition	Deletions	As On 31.03.2013	As On 01.04.2012	For The Year	Adjustment or (Deletions)	As On 31.03.2012	As On 31.03.2013	As On 31.03.2012
Tangible :										
Plant & Machinery	778,831	-	-	778,831	566,483	29,538	-	596,021	182,810	212,348
Furniture & Fix.	1,030,956	-	-	1,030,956	797,051	42,337	-	839,388	191,568	233,905
Motor Car	2,290,007	-	-	2,290,007	2,069,150	57,180	-	2,126,330	163,677	220,857
Office Equipment	126,308	-	-	126,308	117,605	1,575	-	119,180	7,128	8,703
Computer	726,540	-	-	726,540	724,996	618	-	725,614	926	1,544
TOTAL	4,952,642	-	-	4,952,642	4,275,285	131,247	-	4,406,532	546,110	677,357
Previous yearPrevious year	4,952,642	-	-	4,994,762	4,109,174	166,111	-	4,275,285	677,357	

**2.9 NON CURRENT INVESTMENTS**

Particulars	Value (Rs.) As on 31.03.2013	Value (Rs.) As on 31.03.2012
<u>LONG TERM INVESTMENTS</u>		
INVESTMENT PROPERTY (At Cost)		
IMMOVEABLE PROPERTIES :		
Flats in Delhi	3,887,806	3,887,806
Flats in Jaipur	40,693,155	40,428,885
<u>INVESTMENT IN EQUITY INVESTMENT (At Cost) :</u>		
UNQUOTED :		
Som Datt Securities Limited (290010 equity shares of Rs. 10/-each fully paid up)	2,900,100	2,900,100
	<u>47,481,061</u>	<u>47,216,791</u>
2.10 LONG -TERM LOANS AND ADVANCES		
Unsecured, considered good :		
Others :		
Security Deposits	1,600	1,600
Margin Money Deposited	1,800,000	-
Balance with Government Revenue Authorities :		
Self Asst.Tax	4,291,860	4,291,860
MAT Paid	1,255,559	
Advance Income Tax	7,496,146	6,796,146
Advance Interest Tax	420,652	420,652
Tax Deducted at Sources	4,509,133	4,499,270
Income Tax Refundable	-	-
	<u>19,774,950</u>	<u>16,009,528</u>
2.11 INVENTORIES		
Stock of Shares (At cost or mkt Price whichever is Lower)	61,856,768	30,874,392
	<u>61,856,768</u>	<u>30,874,392</u>
2.12 TRADE RECEIVABLES		
Debts outstanding for a period less than six months 'i'		
Unsecured		
Considered good	1,980,911	3,777,527
	<u>1,980,911</u>	<u>3,777,527</u>
<i>"i" Includes dues from companies where directors are interested</i>	1,980,911	3,777,527
	<u>1,980,911</u>	<u>3,777,527</u>

**2.13 CASH AND CASH EQUIVALENTS**

Particulars	As at 31.03.2013 Amount (Rs.)	As at 31.03.2012 Amount (Rs.)
A) CASH AND CASH EQUIVALENTS		
Balance with Scheduled Bank in :		
- Current Account	99,103	2,780,112
Cash in hand	475,865	480,865
B) OTHER BANK BALANCES		
Balance with Scheduled Bank in :		
- Current Account	34,871	34,871
- Unclaimed Dividend Account	2,762,836	2,779,235
	3,372,675	6,075,083
The details of balances with banks are as follow :		
In current Accounts		
BOB EOK 9630200000183	51,048	50291
City Bank 417729003	34,871	34871
HDFC 30340006807		2,642,122
HDFC Bank-0030340011363 NCDEX Client A/c	10,000	10,000
HDFC Bank - 0030340011373 Business A/c	22,137	61,782
HDFC Bank-0030340019751 MCX Client A/c	10,000	10,000
HDFC Bank-7352 MCX Sett. Client A/c	1	1
HDFC Exchange Due A/c-9909000428	5,917	5,917
	133,974	2814983
In unpaid dividend accounts		
Axis Bank 6859 FY 04-05	460,772	460872
Axis Bank 09508 FY 05-06	459492	459892
Axis Bank 11963 FY 06-07	626,987	628787
Axis Bank Unpaid Dividend ECSA/c11972 (07-08)	23,588	23588
Axis Bank Unpaid Dividend ECSA/c 09515 (07-08)	400	400
Axis Bank Unpaid Dividend A/c 15136 (07-08)	617,742	618342
Axis Bank Unpaid Dividend ECSA/c 15145 (07-08)	30,638	30638
Axis Bank Unpaid Dividend ECSA/c 53808 (F.Y 2010-11)	4,700	4,700
Axis Bank Unpaid Dividend A/c 53303 (10-11)	538,518	552,017
	2,762,836	2,779,235
2.14 SHORT -TERM LOANS AND ADVANCES		
Unsecured , considered good		
- Loan and Advances to :		
Associates : Intercorporate Loan	-	30,000,000
Other : Margin Money Deposit	3,800,000	3,810,000
Margin A/C-MG13	8,394,234	7,097,778
UKCA LAW CHAMBERS	50000	-
	12,244,234	40,907,778

**2.15 INCOME FROM CAPITAL MARKET OPERATIONS**

Particulars	As at 31.03.2013 Amount (Rs.)	As at 31.03.2012 Amount (Rs.)
Sale of shares	3,335,639,280	3,829,266,817
Add: Closing Stock	61,856,768	30,874,392
	3,397,496,048	3,860,141,209
Less: Opening Stock	30,874,392	58,504,879
Less: Purchase	3,357,723,030	3,786,276,155
Profit from Capital Market Operations	8,898,625	15,360,175

2.16 OTHER INCOME

Interest on Loan/Fixed deposit	98,630	1,200,000
Interest on IT Refund	-	250,676
Liabilities not required written back	395,000	
Dividend Income	265061	571,110
Misc. Income	-	93,044
	758,691	2,114,830

2.17 EXPENSES**Employee Benefits Expense :**

Salary & Establishment	931,100	908,118
Employer Contribution EPF	42,720	43,934
Administration Charges To EPF	4,552	5,700
Gratuity	15,000	15,000
Bonus	71,200	72,840
	1,064,572	1,045,592

Direct Expenses relating to Capital Market Operations :

Pledge charges & Auction Diff	6,409	4,929
Stamp Duty	488,516	576,336
Transaction Charges	217,438	75,674
Securities Transaction Tax	3,699,642	5,178,683
	4,412,005	5,835,622

Other Expenses :

Books & Periodicals	55,920	35,820
Business Promotion	96,909	91,200
Conference Fee Exp	41,880	31,410
Coneyance Exp	160,400	134,956
Depository Charges NSDL/CSDL	67,416	66,120
Advertisement & Publicity	76,947	37,692
Food & Beverage	9,891	15,000
Provision against Standard Assets	48,887	-
Misc Exp	11,199	-
Medical Exp	60,600	55,550
Listing Fee	45,944	44,120



Particulars	As at 31.03.2013 (Rs.)	As at 31.03.2012 (Rs.)
Vehicle Running & Maintenance	228,000	248,100
Office Exp	1,056	11,606
Postage & Courier	21,765	19,246
Printing & Stationary	2,946	115,127
Professional Charges	282,088	386,929
Rates & Taxes	10,909	10,909
Repair & Maintenance	-	20,720
Security Expenses	114,050	110,781
Conveyance to Directors for attending Board Meeting	65,000	70,000
Telephone & Telex Expenses	86,400	86,400
Travelling & Conveyance	17,840	52,118
Filing Fee	8,300	11,125
Bank Charges	490	276
Auditor's Remuneration	61,798	61,695
Outof Pocket Expenses Auditor	26,825	31,500
Donation	-	25,000
	1,603,459	1,773,400
2.18 Financial cost		
Interest expense on:		
(i) Borrowings	16,622	900,000
(ii) Others		
- Interest on delayed / deferred payment of income tax	3	100,451
	16,625	1,000,451
2.19 a) In the opinion of Board, Current Assets, Loan and Advances have value on realization in the ordinary course of business at least equal to the amount at which they are stated.		
b) In the opinion of the Management (read with Note No 2.20) there is no provision for bad and doubtful debts, loan & advances and diminution in the value of long term investments in their respective carrying values.		
c) Loan and Advances pursuant to Clause 32 of the Listing Agreement.		
2.20 No provision for diminution in the value of certain Long Term Investment has been considered necessary, since in the opinion of the Management, such diminution in their value is temporary in nature considering the nature of Investment, inherent value, Investee's Assets and expected future Cash Flows from such investment.		
2.21 Auditor's remuneration (including service tax) shown in Schedule-10 consists of the following:		
Particulars	Year Ended On 31.03.2013 Amount (Rs.)	Year Ended On 31.03.2012 Amount (Rs.)
a) Audit Fee	61,798	61,695
b) Out of Pocket Expenses	26,825	23,220
TOTAL	88,623	84,915



2.22 Details of Shares as Stock-in-Trade

Sl. No	Quoted Equity Shares	Face value (Rs.)	Quantity (Nos.)		Amount (Rs.)	
			As At 31.03.2013	As At 31.03.2012	As At 31.03.2013	As At 31.03.2012
1	BAJAJ AUTO	10		2,250		3,833,663
2	BOB	10	2,500	-	1,702,300	-
3	BPCL	10	12,000	-	4,572,000	-
4	BATA INDIA	10	500	500	381850	346130
5	CENTURY TEXTILE	10	8,000	30,000	2,586,400	9,873,900
6	CIPLA	10		1000		307670
7	DR REDDY	5		500		847,265
8	HDFC BANK	2	2,000	-	1,255,800	-
9	HPCL	10	9,000		2,571,750	
10	ICICI Bank Ltd	10	500	-	524,950	-
11	ITC	1	-	8,000		1,673,040
12	JSW STEEL	10	-	2,000		1,432,440
13	LIC HOUSING FINANCE	10	4,000		918,200	
14	MCDOWELL -N	10	13,750	250	25,358,438	135,343
15	M&M	5	-	2		1,382
16	OBC	10	1,000	7,000	252,250	1,856,750
17	FRL	10	18,000	57,000	3,089,700	9,777,210
18	PNB	10	10,000	-	7,951,000	-
19	POLO HOTELS	10	2,600	2,700	15,600	16,200
20	STERLITE INDUSTRIES	1	4,000	6,000	378,400	773,400
21	SUN PHARMA	1	5,000	-	4,033,650	-
22	SUN TV	10	7,000	-	2,754,500	-
23	TATA GLOBE TELESERIVCE	10	18,000	-	2,281,500	-
24	UNION BANK OF INDIA	10	2,000		437,300	
25	YES BANK	10	2,000		791,180	
	TOTAL		121,850	117,202	61,856,768	30,874,392

2.23 Information Pursuant Schedule VI of the Companies Act,1956. Particulars in respect of opening stock,Purchases, Sales & Closing Stock of Shares, Mutual Funds Unit & Fully Convertible Debentures.

Particulars	Quantity (Nos.)		Amount (Rs.)	
	31.03.2013	31.03.2012	31.03.2013	31.03.2012
Opening Stock				
1. Equity shares of Public Cos..	117,202	104,202	30,874,392	58,504,879
Total			30,874,392	58,504,879
2. Purchase				
Equity shares of Public Cos.	7,748,376	8,309,333	3,357,723,030	3,786,276,155
Total			3,357,723,030	3,786,276,155
3. Sale				
Equity shares of Public Cos.	7,743,728	8,296,333	3,335,639,280	3,829,266,817
Total			3,335,639,280	3,829,266,817
4. Closing Stock				
Equity shares of Public Cos.	121,850	117,202	61,856,768	30,874,392
Total			61,856,768	30,874,392

**2.24 Related party Disclosures :****a) Name of the related parties :**

Subsidiary Co.	:	Som Datt Infosoft Pvt Ltd
Associate Co.	:	Som Datt Securities Ltd & Som Datt Builders Pvt. Ltd.
Key Management Personnel	:	Mrs Latika Datt Abbott

b) Aggregated Related Party Disclosures as at and for the year ended March 31, 2013 are as follows:**(Transactions have taken place on arm's length basis)**

Name of Transactions	Subsidiary Company	Associate Company		Key Managerial Personnel	Total
		Som Datt Securities Ltd.	Som Datt Builders Pvt. Ltd.		
Purchase	3357723.03				3357723.03
Sale	3335639.28				3335639.28
Business Promotion				91.20	91.20
Employee Benefit Exp				742.56	742.56
Conference Exp				67.42	67.42
Conveyance Exp				156.00	156.00
Medical Exp				45.94	45.94
Vehicle Running Exp				21.77	21.77
Interest Income			98.63		98.63
Liability no longer required, written back		395.00			395.00
Balances Outstanding at year End					0.00
Trade Receivable & Short Term Loan & Advances		1,980.91			1,980.91
Non- Current Investment		10371.68			10371.68

2.25 The Company has only one reportable business segment i.e. N.B.F.C. Business as Per Accounting Standard 17 of The Institute of Chartered Accountants of India.**Business segment****Performance of Business segment is as follows:****Revenue**

Capital Mkt Operation	(Rs. in lacs) Year ended 31st March 2013	88.99	(Rs. in lacs) Year ended 31st March 2012	153.60
Other Income		7.59		21.15

TOTAL**96.57****174.75****Exepnses**

Operating Expenses	70.80	86.55
Depreciation(own Assets)	1.31	1.66
Interest cost	0.17	10.00
Non Cash Expenses other than depreciation	Nil	Nil

Particulars of Segment Assets and Liabilities:

Fixed Assets	5.46	6.77
Investment	474.81	472.17
Deferred Tax assets	10.20	10.34
Current Assets. Loan & Advances	992.30	976.44
TOTAL ASSETS	1482.77	1465.72
Non Current Liabilities	3.50	2.86
Current Liabilities	188.08	189.03
TOTAL LIABLITIES	191.58	191.89



2.26 Pursuant to accounting Standard on 'Accounting for Taxes on Income'(AS-22), deferred tax liability/(assets) are as under:

Particulars	(Rs.)	(Rs.)
	31st March 2013	31st March 2012
Deferred Tax Assets		
Bonus Payable disallowed u/s 43B	22,001	21,877
Bonus Paid allowed u/s 43B	(21,877)	(21,803)
Provision for Gratuity disallowed u/s 40A(7)	4,635	4,635
Unabsorbed Depreciation & carry forward business loss	835,354	835,354
Related to Fixed Assets	180225	193,510
Total(A)	1,020,338	1,033,573
Deferred Tax Liabilities		
Related to Fixed Assets	-	-
Total(B)	-	-
Deferred Tax Liabilities(Net) (B-A)	(1,020,338)	(1,033,573)

The management has based on its operational parametres and future earnings, reassessed and recognised deferred tax asset (Net) as above. The management is of the view that sufficient future taxable income will be avialable against which such deferred tax assets can be realised.

2.27 Earning per Share (EPS)	As On 31.03.2013	As On 31.03.2012
Weighted average number of Shares at the beginning and end of the year	10,007,970	10,007,970
Net Profit after tax (if any) available for Equity Shareholders (Rs.)	1,736,173	5,343,078
Basic and Diluted Earning per Shares (Rs.)	0.17	0.53
(i) Expenditure in Foreign Currency	NIL	NIL
(ii) Income in Foreign Currency	NIL	NIL

2.28 Contingent Liability:- Contigent Liabilities are not provided for and are disclosed by way of Notes to the Account

2.29 The information as required in terms of para 13 of Non-Banking Finance (Non-Deposit Accepting or Holding) Companies Prudential Norm (Reserve Bank) Directions 2007 are enclosed.

2.30 The figure of the previous year have been regrouped/reclassified to confirm with the figures of the current year

For A.S.Gupta & Co.
Chartered Accountants
Firm Reg No. 302077E

On behalf of the Board

S. C. Sen
Partner
Membership No. 13679

Latika Datt Abbott
Managing Director

D P Rawal
Director

Place : Kolkata
Date : 27.05.2013

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2013**

Particulars	Note	Year ended on 31.03.2013	Year ended on 31.03.2012
A. Cash Flow from Operating Activities			
Net Profit / (Loss) before tax		2,429,408	7,653,829
Adjustment to reconcile profit before tax to cash provided by operating activities			
Depreciation		131,247	166,111
Dividend / Interest Income	2.31.7	(363,691)	(2,021,786)
Operating Profit before working capital changes		2,196,963	5,798,154
Adjustment for:			
Inventories	2.31.1	(30,982,376)	27,630,487
Trade Receivables	2.31.2	1,796,616	4,409,204
Loans & Advances and Other assets	2.31.3	25,607,985	(22,751,850)
Current Liabilities & Provisions	2.31.4	967,441	1,533,097
Cash generated from Operations		(413,371)	16,619,092
Income tax (Paid)/Received (Net)	2.31.5	(709,863)	(1,387,830)
Cash flow before extraordinary items		(1,123,234)	15,231,262
Net Cash inflow/(outflow) from operating activities		(1,123,234)	15,231,262
B. Cash Flow from Investing Activities			
Investment in Immovable Properties	2.31.6	(264,270)	(1,330,708)
Dividend/ Interest Income	2.31.7	363,691	1,771,110
Net Cash inflow / (outflow) from Investing Activities		99,421	440,402
C. Cash Flow from Financing Activities			
Dividend paid		-	(10,007,970)
Dividend Tax Paid		(1,662,199)	-
Net Cash Inflow / (Outflow) from Financing Activities		(1,662,199)	(10,007,970)
Net increase / (decrease) in cash and cash equivalents		(2,686,012)	5,663,694
Cash and Cash equivalents as at beginning of the year		3,260,978	(2,402,716)
Cash and Cash equivalents as at close of the year		574,966	3,260,978

Signed in terms of our report of even date annexed

For A.S.Gupta & Co.
Chartered Accountants
Firm Reg No. 302077E

On behalf of the Board

S. C. Sen
Partner
Membership No. 13679Latika Datt Abbott
Managing DirectorD P Rawal
DirectorPlace : Kolkata
Date : 27.05.2013

**2.31 SCHEDULES TO CASH FLOW STATEMENTS**

Particulars	As at 31.03.2013 (Rs.)	As at 31.03.2012 (Rs.)
2.31.1 CHANGE IN INVENTORIES		
As per Balance sheet	61,856,768	30,874,392
Less : Opening Balances	30,874,392	58,504,879
	<u>30,982,376</u>	<u>(27,630,487)</u>
2.31.2 CHANGE IN TRADE RECEIVABLES		
As per Balance sheet	1,980,911	3,777,527
Less : Opening Balances	3,777,527	8,186,731
	<u>(1,796,616)</u>	<u>(4,409,204)</u>
2.31.3 CHANGE IN LOAN AND ADVANCES AND OTHER ASSETS		
As per Balance sheet (current and non current)	32,019,184	56,917,306
Less :		
Self Asst. Tax	4,291,860	4,291,860
Advance Income Tax	7,496,146	6,796,146
Advance Interest Tax	420,652	420,652
TDS Receivable	4,509,133	4,499,270
	<u>15,301,393</u>	<u>40,909,378</u>
Less : Opening Balance	40,909,378	18,157,528
	<u>(25,607,985)</u>	<u>22,751,850</u>
2.31.4 CHANGE IN CURRENT LIABILITIES AND PROVISIONS		
As per Balance Sheet	16,395,243	16,410,001
Less :		
Provision for Income taxes	13,296,759	12,616,759
Dividend tax	-	1,662,199
	<u>3,098,484</u>	<u>2,131,043</u>
Less : Opening Balance	2,131,043	3,377,181
	<u>967,441</u>	<u>(1,246,138)</u>



Particulars	As at 31.03.2013 (Rs.)	As at 31.03.2012 (Rs.)
2.31.5 INCOME TAXED PAID/ RECEIVED		
Self Assessment Tax paid	-	21,500
Advance tax paid	700,000	2,250,000
Income tax Refund received	-	(1,003,670)
Tax deducted at source	9,863	120,000
	<u>709,863</u>	<u>1,387,830</u>
2.31.6 INVESTMENT IN IMMOVABLE PROPERTIES/ MCEX / NCDEX		
As per Balance Sheet	44,580,961	44,316,691
Less : opening Balance	44,316,691	42,985,983
	<u>264,270</u>	<u>1,330,708</u>
2.31.7 DIVIDEND AND INTEREST INCOME		
As per Profit And loss A/c	363,691	2,021,786
Less : Interest on Income tax refund considered in note 2.29.5	0	250,676
	<u>363,691</u>	<u>1,771,110</u>

Signed in terms of our report of even date annexed

For A.S.Gupta & Co.
Chartered Accountants
Firm Reg No. 302077E

S. C. Sen
Partner
Membership No. 13679

Place : Kolkata
Date : 27.05.2013

On behalf of the Board

Latika Datt Abbott
Managing Director

D P Rawal
Director



Note 2.29 Particulars as per NBFC directions as at 31st March 2013

The information as required in terms of para 13 of Non-Banking Finance (Non-Deposit Accepting of Holding) Companies Prudential Norm (Reserve Bank) Directions 2007 are enclosed.

(Rs. In Lakhs)

Particulars :		Amount	Amount
LIABILITIES SIDE :		Outstanding	Overdue
(1)	Loans and advances availed by the NBFC's Inclusive of interest accrued thereon but not paid:		
	(a) Debenture : Secured	NIL	NIL
	: Unsecured	NIL	NIL
	(Other than falling within the meaning of public deposits*)		
	(b) Deferred Credits	NIL	NIL
	(c) Terms Loans	NIL	NIL
	(d) Inter- corporate loans and short term borrowing	NIL	NIL
	(e) Commercial Paper	NIL	NIL
	(f) Public Deposits *	NIL	NIL
	(g) Other Loans (Specify Nature)	NIL	NIL
(2)	Break-up (1) (f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):		
	(a) In the form of Unsecured debentures	N/A	N/A
	(b) In the form of partly secured debentures i.e.debentures where there is a shortfall in the value of security		
	(c) Other public deposits		
ASSETS SIDE :			
(3)	Break up Loans and advances including bills receivable (Other than a those included in (4) below) :		
	(a) Secured	NIL	
	(b) Unsecured(excluding Advance Income tax, TDS & FBT)	122	
(4)	Break up Lease Assets and stock on hire and hypothecation loans counting towards EL/HP activities.		
	(i) Lease assets including lease rentals under sundry debtor		
	(a) Financial Lease		
	(b) Operating Lease		
	(ii) Stock on hire including hire charges under sundry debtors		
	(a) Assets on hire		
	(b) Repossessed Assets		
	(iii) Hypothecation loans counting towards EL/HP activities		
	(a) Loans where asses have been repossessed		
	(b) Loans other than (a) above		



(5) Break up of Investments :	
<p><u>Current Investments :</u></p> <p>1. <u>Quoted</u></p> <p>i) Shares a) Equity b) Preference</p> <p>ii) Debentures and Bonds</p> <p>iii) Units of mutual funds</p> <p>iv) Government Securities</p> <p>v) Other (Please Specify)</p> <p>2. <u>Unquoted</u></p> <p>i) Shares a) Equity b) Preference</p> <p>ii) Debentures and Bonds</p> <p>iii) Units of mutual funds</p> <p>iv) Government Securities</p> <p>v) Other (Please Specify)</p>	NIL
<p><u>Long Term Investments :</u></p> <p>1. <u>Quoted</u></p> <p>i) Shares a) Equity b) Preference</p> <p>ii) Debentures and Bonds</p> <p>iii) Units of mutual funds</p> <p>iv) Government Securities</p> <p>v) Other (Please Specify)</p> <p>2. <u>Unquoted</u></p> <p>i) Shares a) Equity b) Preference</p> <p>ii) Debentures and Bonds</p> <p>iii) Units of mutual funds</p> <p>iv) Government Securities</p> <p>v) Other (Immoveable Properties)</p>	NIL NIL NIL NIL NIL NIL 29.00 NIL NIL NIL NIL 445.81



(6) Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances:			
Category	Amount net of provisions		
	Secured	Unsecured	Total
1. Related Parties **	NIL	NIL	NIL
(a) Companies in the same group #			
(b) Other related parties			
2. Other than related Parties	NIL	NIL	NIL
Total	NIL	NIL	NIL
(7) Investor Group-Wise Classification of all Investments (Current and Long Term) in Shares and Securities (Both Quoted and Unquoted) :			
Category	Market value / Break up or fair value or NAV	Book Value (Net of Provisions)	
1. Related Parties **			
(a) Subsidiaries	51.00	51.00	
(b) Companies in the same group #	29.00	29.00	
(c) Other related parties	NIL	NIL	
2. Other than related Parties	NIL	NIL	
Total	80.00	80.00	
(8) Other information			
Particulars	Amount		
i Gross Non-Performng Assets	NIL		
(a) Related parties			
(b) Other than related parties			
ii Net Non-Performng Assets	NIL		
(a) Related parties			
(b) Other than related parties			
iii Assets acquired in satisfaction of debt	NIL		

* As defined in paragraph 2(1)(xii) of the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Banks) Directions, 1998

** As per Accounting Standard under Companies (Accounting Standards), Rules, 2006

The defination of Group Companies has been taken in terms of CIC guidelines issue by RBI.



PART – IV

CONSOLIDATED BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I. REGISTRATION DETAILS

Sate Code	2	1	Registration No.	0	6	0	5	0	7	
Balance Sheet Date	3	1	Month	0	3	Year	2	0	1	3
	Date			Month			Year			

II. CAPITAL RAISED DURING THE YEAR

(Amount in Rs. Thousands)

Public Issue	0	0	0	0	Right Issue	0	0	0	0	0	0	0	0	0
Bonus Issue	0	0	0	0	Private Placement	0	0	0	0	0	0	0	0	0
	0	0	0	0		0	0	0	0	0	0	0	0	0

III. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS

(Amount in Rs. Thousands)

Total Liabilities	0	1	4	8	2	7	7	Total Assets	0	1	4	8	2	7	7
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SOURCE OF FUND

Paid-up Capital	0	1	0	0	0	8	0	Non Current Liabilities	0	0	0	0	3	4	9
	0	1	0	0	0	8	0	Current Liabilities	0	0	1	8	8	0	8
	0	0	2	9	0	3	8	Reserve & Surplus	0	0	2	9	0	3	8

APPLICATION OF FUNDS

Non Current Assets	0	0	6	8	8	2	2	Current assets	0	7	9	4	5	5
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Turnover including other Income

0	0	0	0	9	6	5	7	Total Expenditure	0	0	0	7	2	2	8
---	---	---	---	---	---	---	---	-------------------	---	---	---	---	---	---	---

+ Profit/ Loss Before Tax	0	0	0	0	2	4	2	9
+ Profit after tax	0	0	0	0	1	7	3	6

Earning per share in Rupees

0	.	1	7
---	---	---	---

Dividend Rate %

0	0
---	---

V. GENERIC NAME OF PRINCIPAL OF THE COMPANY

Item Code Number	N	O	T	A	P	P	L	I	C	A	B	L	E																	
Service Description	L	E	A	S	I	N	G	&	H	I	R	E	-	P	U	R	C	H	A	S	E									
Item Code Number	N	O	T	A	P	P	L	I	C	A	B	L	E																	
Service Description	C	O	R	P	O	R	A	T	E	F	I	N	A	N	C	E	I	N	G	&	I	N	V	E	S	T	M	E	N	T
Item Code Number	N	O	T	A	P	P	L	I	C	A	B	L	E																	
Service Description	M	E	R	C	H	A	N	T	B	A	N	K	I	N	G															

For A.S.Gupta & Co.
Chartered Accountants
Firm Reg No. 302077E

On behalf of the Board

S. C. Sen
Partner
Membership No. 13679

Latika Datt Abbott
Managing Director

D P Rawal
Director

Place : Kolkata
Date : 27.05.2013

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956
RELATING TO SUBSIDIARY COMPANIES**

1	Name of the Subsidiary Company	Som Datt Infosoft Pvt.Ltd.
2	Financial Year of the Subsidiary Company ended on	31st March, 2013
3	Fully paid up Equity Shares held in the Subsidiary Company in the Sub-Subsidiary Company at the end of the Financial Year of the Subsidiary or Sub-Subsidiary Company as the case may be	
	a. Number	51,00,000
	b. Extent of holding	99.99%
4	Changes in the interest of the Company or the Subsidiary Company between the end of the Financial Year of the Subsidiary Company or Sub-subsidiary Company as the 31 st March, 2013	No
	Number of Shares acquired	Nil
5	The Net aggregate of Profit / (loss) of the Subsidiary Company/Sub-subsidiary Company so far as they concern the member of the Company	
	a. Not Dealt with the accounts of the Company for the year ended 31 st March 2013.	Nil
	b. For the previous financial years of the Subsidiary /Company since it became the subsidiary of the Company	(8,14,039)
6	The Net aggregate of Profit/(Loss) of the Subsidiary Company/Sub-subsidiary Company so far as they concern the member of the Company	
	a) Dealt with in the accounts of the Company for the year ended 31 st March 2013	(7118)
	b) For the previous financial years of the Sub-subsidiary Company since it became the subsidiary of the Company.	(8,14,039)

For and on behalf of the Board

Place : New Delhi
Date : 27.05.2013

Latika Datt Abbott
Managing Director

D.P. Rawal
Director



DIRECTORS' REPORT

Your Directors have pleasure in presenting the Annual Report together with the audited statement of Accounts for the year ended 31st March 2013

FINANCIAL RESULTS	(In Rupees)	
	31.03.2013	31.03.2012
Income from operations	-	1,698
Profit / (Loss) before Depreciation & Taxation	(7,118)	(13,457)
Less: Provision for Depreciation	-	-
Less: Provision for Income tax	-	-
Add: Provision for Deferred Tax	-	-
Profit / (Loss) after taxation	(7,118)	(13,457)
Balance brought forward from previous year	(8,06,921)	(7,93,464)
Balance carried to the Balance Sheet	(8,14,039)	(8,06,921)

OPERATION

The Company has thus far not been able to decide the new venture/ business. However the process of future business planning is continuing.

DIVIDEND

Due to losses, your Directors are unable to recommend any dividend for the year under review.

CERTIFICATE OF COMPLIANCE

Pursuant to Section 383A of the Companies Act, 1956, the certificate of compliance issued by the practicing company secretary is enclosed.

PARTICULARS OF EMPLOYEES

None of the employee is covered under section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended.

DIRECTOR

Ms. Charu Datt Bhatia, Director retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for reappointment.

DIRECTORS' RESPONSIBILITY STATEMENT

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

- i) That in the preparation of the annual accounts for the year ended 31st March 2013 the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii) 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 a true and fair view of the state of affairs of the Company at the end of the year and of the profit or loss of the Company for the year under review;



- iii) 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;
- iv) That the Directors had prepared the accounts for year ended 31st March 2013 on a 'going concern' basis.

PARTICULAR REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

The information, required under Rule 2 of the Companies (Disclosure of Particular in the Report of Board of Directors) Rules, 1998 relating to the conservation of energy and technology absorption, is not given as the Company is not engaged in manufacturing activity.

During the year, there is no earning and outgo of the foreign exchange.

AUDITORS

M/s K. L. Chatrath & Co. Chartered Accountants, retire at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. The observations of the auditors are self-explanatory.

For and on behalf of the Board

Place : New Delhi
Date : 24.05.2013

Latika Datt Abbott
Managing Director

Sanjay Bhatia
Director



NAVEEN NARANG & ASSOCIATES
COMPANY SECRETARIES

OFFICE: H-3/157, SECOND FLOOR,
VIKASPURI, NEW DELHI – 110018
PHONE: 91-11-45113039, 9818005476
e-mail: naveen@csnaveennarang.com

COMPLIANCE CERTIFICATE

To
The Members,
Som Datt Infosoft Private Limited
Gajraj Chambers, 2B, Second Floor,
86 B/2, Topsia Road (South),
Kolkata, West Bengal-700046

We have examined the registers, records, books and papers of **Som Datt Infosoft Private Limited** as required to be maintained under the Companies Act, 1956 (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the Financial Year ended as on 31st March, 2013. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year.

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate as per the provisions and rules made there under and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Act and the rules made there under.
3. The Company being a Private Limited Company has the minimum prescribed paid-up capital and its maximum number of members during the said financial year was within the prescribed limits during the year under scrutiny:
 - a) has not invited public to subscribe for its shares or debentures and;
 - b) has not invited or accepted any deposits from persons other than its members, directors or their relatives.
4. The Board of Directors duly met four times on 19.05.2012, 02.09.2012, 05.12.2012 and 31.03.2013 in respect of which meetings proper notices were given and proceedings were properly recorded and signed including the circular resolutions passed in the minutes book maintained for the purpose.
5. The Company was not required to close its registers of members or Debenture holders during the year.
6. The Annual General Meeting for the Financial year ended on 31st March, 2012 was held on 29th day of September, 2012 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in the minutes maintained for the purpose.
7. No Extra Ordinary General Meeting of the Company was held during the year under scrutiny.
8. The Company being Private Company section 295 of the Act is not applicable.
9. The Company has not entered into Contract falling in the purview of Section 297 of the Act.
10. The Company has made necessary entries in the register maintained under Section 301 of the Act in respect of disclosure made pursuant of section 299(3) of the Act.
11. As there were no instances falling within the purview of the Section 314 of the Act, the Company has not obtained any approvals of the Board of directors, Members or Central Government.
12. The Company has not issued duplicate Share certificates during the year.
13. The Company:
 - (I) Was not required to deliver any certificates since there was no allotment / transfer / transmission of securities during the financial year.
 - (ii) has not deposited any amount in a separate bank account as no dividend was declared during the financial Year.



- (iii) was not required to post warrants to any member of the company as no dividend was declared during the financial year.
 - (iv) was not required to transfer any amounts to unpaid dividend account, as the company has not declared any dividend during the Financial Year.
 - (v) has duly complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. There was no appointment of directors, additional directors, alternate directors or directors to fill the casual vacancies during the financial year.
 15. The Company being a Private Company, provisions of Section 269 of the Act for appointment of Managing Director/Whole time Director/ Manager are not applicable.
 16. The Company has not appointed any Sole Selling Agent during the financial year.
 17. The Company was not required to obtain any approval of the Company Law Board, Central Government, Regional Director, Registrar and/or such other authorities prescribed under the various provisions of the Act during the financial year.
 18. The directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and rules made there under.
 19. The Company has not issued any securities during the financial year.
 20. The Company has not bought back shares during the financial year.
 21. There was no redemption of preference shares or Debentures during the financial year.
 22. There were no transactions necessitating the Company to keep in abeyance the right to dividend right shares and bonus shares pending registration of transfer of shares.
 23. The Company has not invited/accepted any deposits including any unsecured loans falling within the provisions Section 58 A during the financial year.
 24. The Company being a Private Company, the borrowings made during the financial year, if any, do not attract the provisions of Section 293(1)(d) of the Act.
 25. The Company being a private company, the provisions of section 372A of the Act are not applicable.
 26. The Company has not altered the provisions of Memorandum with respect to situation of registered office from one state to another during the financial year under scrutiny.
 27. The Company has not altered the provisions of the Memorandum with respect to objects of the Company during the year under scrutiny.
 28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny.
 29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny.
 30. The Company has not altered its Articles of association during the financial year
 31. As undertaken by the management, there was no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment imposed on the Company during the financial year for the offences under the Act.
 32. The Company has not received any money from employees during the financial year.
 33. According to the information and explanation given to us, the company has deducted the provident fund of its employees and duly complied with the provisions of Employee Provident Fund and Miscellaneous Provision Act, 1952.

For Naveen Narang & Associates
Company Secretaries
Sd/-
Naveen Narang
Proprietor
C.P. No: 6621

Place: New Delhi
Date: 24.05.2013



ANNEXURE 'A'

Registers as maintained by the Company

1. Minutes Book u/s193.
2. Register and returns u/s 163.
3. Register of Members u/s 150 and index of members' u/s151.
4. Register of Directors, Managing Director, Manager and Secretary u/s 303.
5. Register of Directors Shareholding.
6. Books of accounts u/s 209.
7. Register of Share Transfer
8. Register of Contacts under section 301
9. Register of Common Seal

ANNEXURE 'B'

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending on 31st March, 2013:

1. Form 20B along with the Annual Return filed under section 159 of the Companies Act, 1956 for the ended 31st March, 2012 filed on 20th November, 2012 with normal fees.
2. Form 23AC and 23ACA along with the Balance Sheet and Profit and Loss Account for the year ended 31st March, 2012 filed on 15th December, 2012 with normal fees.
3. Form 66 along with the Compliance Certificate for the year ended 31st March, 2012 filed on 23rd October, 2012 with normal fees.



AUDITORS' REPORT

TO THE MEMBERS OF SOM DATT INFOSOFT (P) LTD.

We have audited the attached Balance Sheet of M/s SOM DATT INFOSOFT PRIVATE LIMITED., as at 31st March, 2013 and also the Profit and Loss Account for the year ended on that date annexed thereto. This Financial Statement are the responsibility to the Company's Management. Our responsibility is to express an opinion on these Financial Statements based on our audit.

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

This report does not include a statement on the matters specified in paragraph 4 of the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956 since in our opinion and according to the information and explanations given to us, the said Order is not applicable to the Company.

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

- (i) 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.
- (ii) 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 the books.
- (iii) The Balance Sheet and Profit & Loss Account dealt with by this report are in agreement with the Books of Account.
- (iv) In our opinion, the Balance sheet and the Profit & Loss Account dealt with by this report comply with the accounting standards referred to in Sub-Section (3C) of Section 211 of the Companies Act, 1956.
- (v) On the basis of written representation received from the directors, as on 31st March'2013, and taken on record by the Board of Director, we report that none of the directors is disqualified as on 31st March'2013 from being appointed as a directors in terms of clause (g) and sub-section (1) of section 274 of the Companies Act, 1956.
- (vi) In our opinion, and to the best of our information and according to the explanations given to us, the said accounts give the information required and give a true and fair view in conformity with the accounting principles generally accepted in India;
 - a) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2013; and,
 - b) In the case of the Profit and Loss Account, of the Loss for the year ended on that date.

For **K.L. Chatrath & Co,**
Chartered Accountants,
Firm Reg No 302107E

Place: Kolkata
Dated : 24.05.2013

(Brij Chatrath)
Partner



“ANNEXURE TO AUDITORS' REPORT”

REFERRED TO IN PARAGRAPH 3 OF OUR REPORT OF EVEN DATE TO THE MEMBERS OF SOM DATT INFOSOFT (P) LIMITED

1. In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with size of the Company.
2. The Provision of Section 58A of the Companies Act, 1956 are not applicable to the Company.
3. The Company has not taken Unsecured Loans from companies, firms or other parties listed in the register maintained U/s 301 of the Companies Act, 1956. The terms and conditions of such loans are prima facie not prejudicial to the interest of the Company.
4. The company has not granted Unsecured Loans to companies, firms or other parties listed in the register maintained U/s 301 of the Companies Act, 1956. The terms and conditions of such loans are prima facie not prejudicial to the interest of the Company.
5. The Central Government has not prescribed the maintenance of Cost Records Under Section 209(1) (d) of the Companies Act, 1956 for any of the products of the Company.
6. Accordance to the information and explanations given to us no undisputed amount payable in respect of income-tax, wealth –tax, sales tax, custom duty and excise duty as on 31st March, 2013 for a period of more than six months from the date they became payable.
7. According to the information and explanation given to us on the basis of the records examined by us, no personal expenses of employees or Directors have been charged to Revenue Account other than those payable under contractual obligation or in accordance with generally accepted business practice.
8. The Company is not a Sick Industrial Company within meaning of Clause (O) of Sub-Section(1) of Section 3 of Sick Industrial Companies(Special Provisions) Act, 1985.

Our comments on matter specified in Clause (A) of Paragraph 4 of the above order are given herein above to extent they are applicable to the company.

For **K.L. Chatrath & Co,**
Chartered Accountants,
Firm Reg No 302107E

Place: Kolkata
Dated : 24.05.2013

(Brij Chatrath)
Partner

**BALANCE SHEET AS AT 31st MARCH, 2013**

PARTICULARS	Note	As at 31.03.2013 (Rs.)	As at 31.03.2012 (Rs.)
<u>EQUITY AND LIABILITIES</u>			
1. SHAREHOLDERS FUNDS			
i) Share Capital	2.1	5,100,500	5,100,500
ii) Reserve and surplus	2.2	<u>(814,039)</u>	<u>(806,921)</u>
		4,286,461	4,293,579
2. NON CURRENT LIABILITIES			
3. CURRENT LIABILITIES			
(i) Other current liabilities	2.3	5,618	38,145
(ii) Short -term provisions	2.4	<u>14,750</u>	<u>14,750</u>
		<u>20,368</u>	<u>52,895</u>
		<u>4,306,829</u>	<u>4,346,474</u>
<u>ASSETS</u>			
4. NON CURRENT ASSETS			
Long-term loans and advances	2.5	<u>84,874</u>	<u>84,874</u>
		84,874	84,874
5. CURRENT ASSETS			
Short term Loan and Advances	2.6	3,800,000	3,800,000
Cash and cash equivalents	2.7	<u>421,955</u>	<u>461,600</u>
		<u>4,221,955</u>	<u>4,261,600</u>
		<u>4,306,829</u>	<u>4,346,474</u>

SIGNIFICANT ACCOUNTING POLICIES AND 1 & 2
NOTES ON ACCOUNTS

Signed in terms of our report of even date annexed

For K. L. Chatrath & Co.
Chartered Accountants
Firm Reg 302107E

On behalf of the Board

(BRIJ CHATRATH)
PARTNER
Membership No 14547

Sanjay Bhatia
Director

Latika Datt Abbott
Director

8, Circus Market Place
Kolkata 700 017

Place : Kolkata
Dated : 24.05.2013

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH 2013**

PARTICULARS	Note	Year Ended 31.03.2013 (Rs.)	Year Ended 31.03.2012 (Rs.)
<u>Income</u>			
Interest income	2.8	-	1,698
Total Revenue		-	1,698
<u>Expenses</u>			
Other Expenses	2.9	7,118	15,155
Depreciation & amortisation expenses		-	-
Total Expenses		7,118	15,155
Profit/(Loss) Before Tax and Extra Ordinary Items		(7,118)	(13,457)
Tax expenses :			
Less : Provision for Income Tax		-	-
Profit after Tax Before Extra Ordinary Items		(7,118)	(13,457)
Profit after Tax and Extra Ordinary Items		(7,118)	(13,457)
Earning per Equity Share			
Equity shares of par value Rs. 10/- each			
Basic & Diluted		Nil	Nil

SIGNIFICANT ACCOUNTING POLICIES AND
NOTES ON ACCOUNTS 1 & 2

Signed in terms of our report of even date annexed

For K. L. Chatrath & Co.
Chartered Accountants
Firm Reg 302107E

On behalf of the Board

(BRIJ CHATRATH)
PARTNER
Membership No 14547

Sanjay Bhatia
Director

Latika Datt Abbott
Director

8, Circus Market Place
Kolkata 700 017

Place : Kolkata
Dated : 24.05.2013

NOTE TO ACCOUNTS AND SIGNIFICANT ACCOUNTING POLICIES FOR YEAR ENDED 31ST MARCH, 2013

SIGNIFICANT ACCOUNTING POLICIES

- 1.1 The Account have been prepared on the Historical cost basis.
- 1.2 Accounting Policies not specifically referred to otherwise are consistent and are in consonance with Generally accepted Accounting Principles.

NOTES FORMING PART TO ACCOUNTS

2.1 SHARE CAPITAL

Particulars	As on 31.03.2013 (Rs.)	As on 31.03.2012 (Rs.)
<u>Authorised</u>		
10,00,000 Equity Shares of Rs.10/-each	10,000,000	10,000,000
	<u>10,000,000</u>	<u>10,000,000</u>
<u>Issued, Subscribed & Paid-up:</u>		
5,10,050 Equity Shares of Rs.10/- each Fully Paid-Up	5,100,500	5,100,500
	<u>5,100,500</u>	<u>5,100,500</u>

The company has issued only one class of shares referred to as equity shares having a par value of Rs. 10/- Each holder of equity shares is entitled to one vote per share.

(i) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Name of Holding Company	Equity Shares held as on	
	31.03.2013	31.03.2012
Som Datt Finance Corporation Ltd	510,000	510,000
	<u>510,000</u>	<u>510,000</u>

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

Class of shares / Name of shareholder	As at 31 March, 2013		As at 31 March, 2012	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Som Datt Finance Corporation Ltd.	510000	99.99	510000	99.99

2.2 RESERVES AND SURPLUS

Particulars	As on 31.03.2013 (Rs.)	As on 31.03.2012 (Rs.)
Surplus -Opening Balance	(806,921)	(793,464)
Add : Net profit/(Loss) after tax transferred from statement of Profit and loss	(7,118)	(13,457)
Surplus -Closing Balance	<u>(814,039)</u>	<u>(806,921)</u>

**2.3 OTHER CURRENT LIABILITIES**

Particulars	As at 31.03.2013 (Rs.)	As at 31.03.2012 (Rs.)
Audit Fee Payable	5,618	11,030
Rent Payable	0	21600
Expense payable	0	5,515
	5,618	38,145

2.4 SHORT -TERM PROVISIONS

Provision for Income Taxes

- A/Y 2006-07

7,250

7,250

- A/Y 2008-09

7,500

7,500

14,750**14,750****2.5 LONG -TERM LOANS AND ADVANCES**

Unsecured , considered good :

Balance with Government Revenue Authorities :

Advance Income Tax-A/Y2003-04

8,000

8,000

Tax Deducted at Sources

76,874

76,874

84,874**84,874****2.6 SHORT -TERM LOANS AND ADVANCES**

Unsecured , considered good

Margin Money Deposit (Refer Note 2.10)

3,800,000

3,800,000

3,800,000**3,800,000****2.7 CASH AND CASH EQUIVALENTS**

Particulars	As at 31.03.2013 (Rs.)	As at 31.03.2012 (Rs.)
Cash in hand	373,900	373,900
Balance with Scheduled Bank in :		
- Current Account	48,055	87,700
	421,955	461,600
The details of balances with banks are as follow :		
In current Accounts		
HDFC Bank-0030340011363 NCDEX Client A/c	10,000	10,000
HDFC Bank - 0030340011373 Business A/c	22,137	61,782
HDFC Bank-0030340019751 MCX Client A/c	10,000	10,000
HDFC Bank-7352 MCX Sett. Client A/c	1	1
HDFC Exchange Due A/c-9909000428	5,917	5,917
	48,055	87,700



Particulars	As at 31.03.2013 (Rs.)	As at 31.03.2012 (Rs.)
2.8 OTHER INCOME		
Interest on IT Refund	0	1,698
	0	1,698
2.9 EXPENSES		
Other Expenses :		
Auditor's Remuneration	5,618	5,515
Professional Charges	-	5,515
Filing Fee	1,500	4,125
	7,118	15,155

2.10 Related Party Disclosure

Name of the Transacting relating party

Som Datt Securities Ltd

Description of the relationship

Member-National Stock Exchange

Nature of Transactions

Company under same management

Balance as on 31.03.2013

Margin Money Deposit

3,800,000 (Dr)**2.11 Contingent Liability**

NIL

2.12 The figure of the previous year have been regrouped/reclassified to confirm with the figures of the current yearSigned in terms of our report of even date annexed

For K. L. Chatrath & Co.
Chartered Accountants
Firm Reg 302107E

On behalf of the Board

(BRIJ CHATRATH)
PARTNER
Membership No 14547
8, Circus Market Place
Kolkata 700 017

Sanjay Bhatia
Director

Latika Datt Abbott
Director

Place : Kolkata
Dated : 24.05.2013



**ADDITIONAL INFORMATION PURSUANT TO THE PROVISIONS OF
PART -IV OF THE SCHEDULE -VI TO THE COMPANIES ACT, 1956**

NAME OF THE COMPANY : SOM DATT INFOSOFT LIMITED

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I. REGISTRATION DETAILS

Registration No.	:	21-091534
Balance Sheet Date	:	31st March' 2013
State Code	:	21

II. CAPITAL RAISED DURING THE YEAR

Public Issue	:	Nil
Right Issue	:	Nil
Bonus Issue	:	Nil
Private Placement	:	Nil

**III. POSITION OF MOBILISATION AND
DEPLOYMENT OF FUNDS**

Total Liabilities	:	Rs.	5,100,500
Total Assets	:	Rs.	5,100,500

SOURCES OF FUNDS

Paid - up Capital	:	Rs.	5,100,500
Reserve and Surplus	:	Rs.	(814,039)
Non Current Liabilities	:	Rs.	Nil
Current Liabilities	:	Rs.	20,368

APPLICATION OF FUNDS

Net Fixed Assets	:	Rs.	Nil
Non Current Assets	:	Rs.	84,874
Current Assets	:	Rs.	4,221,955

IV. PERFORMANCE OF COMPANY

Turnover/ Gross Receipts	:	Rs.	-
Total Expenditure	:	Rs.	7,118
Profit /(Loss) before Tax	:	Rs.	(7,118)
Profit/(Loss) after Tax	:	Rs.	(7,118)
Earning per share in Rupees	:	Rs.	Nil
Dividend @ %	:	Rs.	Nil

**V. GENERIC NAME OF PROMCIPAL PRODUCT
OF THE COMPANY**

Items Code Number (ITC Code)	:	Not Applicable
Product Description	:	

**For K. L. Chatrath & Co.
Chartered Acco untants
Firm Reg 302107E**

On behalf of the Board

**(BRIJ CHATRATH)
PARTNER
Membership No 14547**

**Sanjay Bhatia
Director**

**Latika Datt Abbott
Director**

**8, Circus Market Place
Kolkata 700 017**

Place : Kolkata

Dated : 24.05.2013



**ELECTRONIC CLEARING SERVICES (ECS) MANDATE FORM FOR PAYMENT OF DIVIDEND
(FOR EQUITY SHARES HELD IN PHYSICAL FORM ONLY)**

To,
M/s. RCMC Share Registry (P) Ltd.
Share Transfer Agent
Unit: Som Datt Finance Corporation Ltd.
B-106, Sector-2
Noida - 201301
U.P.

Registered Folio No	ECS Ref. No. (for office use only)		
Bank Name			
Branch Address			
Bank Account No. (as appearing in the Cheque Book)			
Bank Account Ledger Folio No., if any			
Account Type (Please tick the option)	<input type="checkbox"/> Savings	<input type="checkbox"/> Current	<input type="checkbox"/> Cash Credit
MICR Code	<div style="text-align: center;"> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> </div> <p>(9 Digits Code Number appearing on the MICR Band of the cheque supplied by the Bank) Please attach a photocopy of a cheque or a blank cheque of your Bank Branch duly cancelled for ensuring accuracy of the Bank's Name, Branch and Code Number.</p>		

I, hereby, declare that the particulars given above are correct and complete. If the payment transaction is delayed or not effected at all for any reasons including but not limited to incomplete or incorrect information supplied above. Som Datt Finance Corporation Ltd., will not be held responsible. I unequivocally agree to avail the ECS facility provided by RBI as and when implemented by RBI / Som Datt Finance Corporation Ltd.

I, further undertake to inform the Company of any subsequent change(s) in the above particulars.

Place:

Date:

(Signature of First Holder)

- Notes: (1) Please fill in the information in CAPITAL LETTERS in ENGLISH LANGUAGE ONLY
(2) In case of shareholders holding the equity shares in demat form, the shareholders are requested to provide the details to NSDL/CDSL, as the case may be through their respective depository participants. Shareholders are also requested to note that changes, if any, intimated by the Demat Account holders directly to the Company will not be considered.



SOM DATT FINANCE CORPORATION LIMITED

Regd. Office : Flat No. 24-25, Old Post Office Street, Kolkata-700001

Admn. Office : 56-58, Community Centre, East of Kailash, New Delhi-110065

ATTENDANCE SLIP

(TO BE SIGNED AND HANDED OVER AT THE ENTRANCE OF THE MEETING HALL)

- I/we hereby record my/our presence at the 20th Annual General Meeting of the above named Company held at The Gajraj Chambers, 2B, 2nd Floor, 86B/2, Topsia Road (South), Kolkata-700046 at 10.00 a.m. on Monday day, the 30th September, 2013.

Name(s) of the Member(s)

Regd. Folio

D.P. ID

Client ID

Name of Proxy (in block letters)
(To be filled in if the Proxy attends instead of the Member)

Member's/Proxy's Signature

* Applicable to investor holding share in Electronic form



SOM DATT FINANCE CORPORATION LIMITED

Regd. Office : Flat No. 24-25, Old Post Office Street, Kolkata-700001

Admn. Office : 56-58, Community Centre, East of Kailash, New Delhi-110065

PROXY FORM

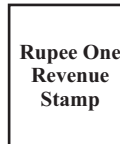
I/We.....of being a Member/s of Som Datt Finance Corporation Limited hereby appoint of of failing him/her as my/our Proxy to attend and vote for me/us and on my/our behalf at the 20th Annual General Meeting of the Company to be held at 10.00 a.m. on Monday, the 30th day of September, 2013 and at any adjournment thereof.

AS WITNESS my/our hand thisday of.....2013 Signed by the said

Regd. Folio No.

D.P. ID

Client ID.....



NOTES:

- The Proxy need not be a member.
- The proxy form must be deposited at the Registered of the Company not later than 48 hours before the time fixed for holding the meeting.