



CONTINENTAL

SECURITIES

LIMITED



Annual Report 2012-13

**BOARD OF DIRECTORS**

Shri M.L. Khandelwal	Chairman
Shri J.C. Kedawat	Director
Shri Rajesh Khuteta	Managing Director

Auditors :

M/s R.P. Khandelwal & Associates
Chartered Accountants
Jaipur

Bankers :

State Bank of Travencore
Bank of Baroda

Registered & Corporate Office

A-2, Opp. Udyog Bhawan, Tilak Marg,
'C' Scheme, Jaipur-302005 (India)
Phone : 0141-2222232
Fax : 0141-2221961

Registrar & Share Transfer Agent :

Bettal Financial & Computer Service Pvt. Ltd.
Beetal House, 99, Madangir, IIIrd Floor, Behind
Local Shopping Centre, Near Dada Harsukh
Das Mandir, New Delhi.

**NOTICE**

NOTICE is hereby given that 23rd Annual General Meeting of the Member of Continental Securities Ltd. will be held at 11.00 A.M. on Monday the 30th September, 2013 at its Registered office at A-2, Opp , Udyog Bhawan , Tilak Marg, C-Scheme, Jaipur to transact the following business:-

ORDINARY BUSINESS:

1. To consider and adopt the Profit & Loss Account for the year ended 31st March, 2013 and the Balance Sheet as at that date together with the Report of Directors and Auditors thereon.
2. To appoint Director in place of Shri M. L. Khandelwal, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and fix their remuneration.

NOTES

1. A member entitled to attend and vote at the meeting is also entitled to appoint a proxy need not be a member of the company.
2. The instrument appointing proxy must reach the Registered Office of the Company not later than 48 hours before the time fixed for the meeting.
3. The Register of the members and share transfer books of the Company will remain closed from 23rd September, 2013 to 30th September, 2013 (both days inclusive).
4. The Members are requested to intimate quoting their Folio Number and the change of address immediately to Beetal Financial & Computer Service Pvt. Ltd. Beetal House,99, Madangir,3rd Floor, Behind Local Shopping Centre, Near Dada Harsukh Das Mandir, New Delhi. The registrar and share transfer agent of the company.
5. Members/Proxies should bring the attendance slip for attending the meeting.

Place: Jaipur

By order of Board of Directors

Date : 29-05-2013

RAJESH KHUTETA
(MANAGING DIRECTOR)

**DIRECTORS REPORT**

Your Directors are submitting the Annual Report together with Audited Accounts for the year ended 31st March, 2013

.FINANCIAL RESULTS

	(Rs.' lacs)	
	2012-13	2011- 12
Gross income	44.07	29.10
Profit Before Interest, Tax, Depreciation Interest	27.54	8.16
Depreciation	0.62	0.18
Provision for Taxation	12.01	11.43
Provision for Deferred Tax	4.49	---
Extra Ordinary Income	0.23	(0.71)
Net Profit/Loss	--	---
Profit/(Loss) Brought forward	10.19	(2.74)
Statutory Reserves	(4.69)	(1.95)
Net Profit/(Loss) Carried Forward	2.04	--
	3.46	(4.69)

DIVIDEND

The Company has not declared dividend for the year.

OPERATIONS

During the year under review the Company has registered a gross income of Rs. 44.07 Lacs. The net profit of the company is Rs. 10.19 lacs as against net loss of Rs. 2.74 lacs in the previous year. The increase in gross revenue and curtailment in expenses has led down to higher profitability.

PROSPECTS

The year 2012-13 has seen downfall in some of the areas of the Indian economy. One of the major features of the fiscal year was the unfavorable financial market condition. However, the company has witnessed good performance even after stiff competition with big players. The Company is still in process of consolidation and efforts are being made to enhance the network of the Company through renewed focus on core competence on Leasing and Investments.

RESERVE BANK OF INDIA

The Company has continued to follow all applicable guidelines issued by the Reserve bank of India for NBFCs regarding Capital Adequacy, Asset Classification, provisioning and income recognition on non-performing asset as applicable to category of NBFCs not accepting Public Deposits.

FIXED DEPOSITS

The Company has not accepted any fixed deposit during the year under review.

DIRECTORS

Shri M. L. Khandelwal, Director of the Company, is retiring by rotation at ensuing Annual General meeting and being eligible, offers himself for reappointment.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 217 (2AA) of the Companies Act, 1956, with respect to Director's Responsibility statement, the Directors hereby confirm :

1. that in preparation of the annual accounts for the financial year ended 31st March, 2013,



the applicable accounting standards have been followed along with proper explanation relating to material departures;

2. that they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the period ;
3. that they have taken proper and sufficient care for the maintenance of proper accounting records in accordance with the provisions of the companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. that they have prepared the annual accounts for the financial year ended 31st March, 2013 on a going concern basis.

AUDITORS

M/s R. P. Khandelwal & Associates, Jaipur, Auditors of the Company hold office until the conclusion of the ensuing Annual General Meeting and are recommended for re- appointment.

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.

PARTICULARS 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 1988, relating to conservation of energy and technology absorption, is not given, since the Company is not engaged in manufacturing activity. The inflow and outgo of the foreign exchange was nil during the year.

COMPLIANCE CERTIFICATE

As required by the provisions of the Companies Act, 1956, the company has duly obtained the Compliance Certificate by a Practicing Company Secretary bearing the part of director report, as the company doesn't have a company secretary with full time employment in the company.

ACKNOWLEDGMENT

The Board would like to place on record its sincere appreciation to all the employees for their continued efforts towards the growth of the company. The Board also wishes to place on record the support extended by its Bankers and the trust reposed in it by its shareholders.

For and on behalf of the Board of Directors,

Place: Jaipur
Dated: 29-05-2013

M. L .KHANDELWAL
Chairman

**COMPLIANCE CERTIFICATE**

Regn.no. 17-05371.

Nominal Capital: Rs, 400.00 lacs

To

The Members,
Continental Securities Limited,
A-2, Opp. Udyog Bhawan, Tilak Marg,
C-Scheme, Jaipur (Rajasthan).

I have examined the registers, records, books and papers of Continental Securities 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 on 31st March, 2013 (financial year). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that in respect of the aforesaid financial year:

1. The company has kept and maintained all registers as stated in Annexure - A to this certificate, as per the provisions of the Act and the Rules made thereunder 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 of other authorities within the time prescribed (except with additional free where required) under the Act and the Rules made there under.
3. The company being a public limited company, comments on number of members, etc. are not required.
4. The board of Directors duly met five times respectively 30-04-2012, 31-07-2012, 18-08-2012, 31-10-2012, and 31-01-2013, in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the circular resolutions passed in the minute's book maintained for the purpose.
5. The company closed its register of members from 22-09-2012 to 29-09-2012 during the financial year.
6. The annual general meeting for the financial year ended on 31st March, 2012, was held on 29-09-2012, after giving due notice to the members of the company and the resolutions passed there at were duly recorded in Minutes Book maintained for the purpose.
7. One Extra - ordinary general meeting was held during the financial year.
8. As explained to us, the company has not advanced any loan to directors or companies and firms referred to under section 295 of the Act.
9. As explained to us, there were no case falling within the provisions of section 297 of the Act during the financial year.
10. As explained to us, provisions of section 301, of the Act were complied with where required during the financial year.



11. As explained to us, provisions of section 314 of the Act where required were complied with during the year.
12. The company has not issued any duplicate share certificates during the financial year.
13. The company has:
 - (i) Delivered all the certificates on allotment of securities and on lodgment thereof for transfer/transmission or any other purpose in accordance with the provision of the act;
 - (ii) The company has not deposited any amount in a separate Bank towards dividend as no dividend was declared during the financial year;
 - (iii) The company was not required to post warrants to any member as no dividend was declared during the financial year;
 - (iv) The company has no amount in unpaid dividend account, application money due for refund, matured deposits, matured debentures and interest thereon, as unclaimed or unpaid for seven years which were transferable to investor education and protection fund;
 - (v) Duly complied with the requirements of section 217 of the act;
14. The board of Directors of the company is duly constituted and the appointment of directors, additional directors, alternate directors to fill casual vacancies have been duly made.
15. The compliance if any with provisions of section 269 of the Act was made.
16. The company has not appointed any sole-selling agents during the financial year.
17. The company was not required to obtain any approvals of the Central Government, Company law Board, Regional Director, Registrar and/or such other authorities as prescribed under 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 provisions of Act.
19. The company has not issued any shares/debentures during the financial year.
20. The company has not bought back any shares during the financial year.
21. The company has not redeemed any preference shares or debentures during the financial year.
22. There were no transactions necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The company has not invited/accepted any deposits including any unsecured loans falling within the purview of section 58A of the Act during the financial year.
24. The amount borrowed by the company from directors, financial institutions, banks and others during the financial year are within the borrowing limits of the company under provisions of section 293(1)(d) of the Act.
25. The investments made if any in securities are in compliance with provisions of section 372A of the Act.



26. The company has not altered the provision of the memorandum with respect to situation of the company's registered office from one State to another during the year under scrutiny.
27. The company has not altered the provisions of the memorandum with respect to the objects of the company during the year scrutiny.
28. The company has not altered the provisions of the memorandum with respect to name of the company during the year.
29. The company has not altered provisions of memorandum with respect to share capital of the company during the year under scrutiny.
30. The company has altered its Articles of Association during the year under scrutiny.
31. As explained to us, there was no prosecution initiated against or show cause notice received by the company and no fines, penalties or other punishment imposed on the company during the financial year, for offences under the Act.
32. The company has not received any money as security from its employees during the financial year.
33. As explained to us, the provident fund scheme was not applicable to the company during the financial year.

Place: Jaipur
Dated: 29th May,2013.

signature:
Name of C.S.
C.P.No.176.

For C.M. Bindal &Co.

(C.M. Bindal)
Proprietor

**Annexure-A**

Registers as maintained by the company:

1. Register of Members u/s 151.
2. Minutes Books of Board & Members Meetings u/s 193.
3. Books of Accounts u/s 209.
4. Register of Directors u/s 303.
5. Register of Directors shareholdings u/s 307.
6. Copies of Annual return u/s 159/160/161.
7. Register of contract u/s 301.
8. Register of charges u/s 143.

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 No. 23AC & 23ACA dated 31.3.2012 filed vide SRN No. P94474962 dated 05.11.2012 u/s 220.
2. Form No. 20B made up to 29.09.2012 filed vide SRN No. Q01895853 dated 23.11.2012 u/s 159/161.
3. Form No. 66 dated 31.3.2012 filed vide SRN No. P94032013 dated 03.11.2012 u/s 383A(1)provison.
4. Form No. 23 dated 01.01.2013 filed vide SRN No. B63274120 dated 06.12.2012 u/s 192.
5. Form No. 32 dated 01.01.2013 filed vide SRN No. B66225327 dated 19.01.2013 u/s 303.
6. Form No.25C dated 01.01.2013 filed vide SRN No. R66225640 dated 19.01.2013 u/s 269.



**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF M/S CONTINENTAL SECURITIES LIMITED:**

Report on the Financial Statements

We have audited the accompanying financial statements of Continental Securities Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2013, the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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 maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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 the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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 Requirements

- 1. A report on Companies (Auditor's Report) Order, 2003 is annexed herewith.
- 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 our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - (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 account;
 - (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 Act;
 - (e) On the basis of the written representations received from the directors as on March 31, 2013, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of Section 274(1)(g) of the Act.

ANNEXURE TO THE AUDITOR'S REPORT

Referred to in paragraph 1 of our report of even date:

- 1. The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets. As explained to us, the fixed assets other than lease assets have been physically verified on reasonable intervals and no material discrepancies were noticed on such verification.
- 2. The Company has not disposed off substantial part of the fixed assets, which affected the going concern of the Company.
- 3. The company has no investment except investments in shares shown under the head investment at the beginning or at the end of the year.
- 4. On the basis of our examination of stocks of investments, we are satisfied that valuation of stocks is fair and proper in accordance with the normally accepted accounting principles and is from generally on the same basis as in the previous year, it



is valued at cost price.

5. The company has not taken Unsecured loans from the Companies, Firms of other parties Listed in the register maintained under section 301 of the companies Act 1956, as explained there is no company under the same management with the meaning of section 370 (1-B) of the companies Act 1956.
6. The company has not granted any loans, secured for unsecured to Companies, Firms or other parties Listed in the register maintained 301 f the Companies Act, 1956 as explained there is no company under same management within the meaning of section 370 (1-B) of the Companies Act, 1956, except the loans and advances given in the normal business of the company as NBFC.
7. In our opinion and according to explanation given to us, internal control procedures for the purchase of plant & Machinery, equipment and other assets and for the sales and servicing are commensurate with the size of the company and nature of its business.
8. There are no transaction of purchase of goods and materials and sales of goods, material and service aggregating to Rs. 5.00 Lacs or more in respect of each party in purchase of contracts for arrangements that need to entered in the register maintained u/s 301 of the companies Act, 1956 and the company is a non banking finance company registered with RBI.
9. The company has not accepted any deposit from the public u/s 58 AA of the Act, and the Board of Directors of the Company has passed a resolution for not accepting any public deposit without the permission of the Reserve Bank of India.
10. The company has adequate internal audit system commensurate with the size and nature of the business of the company
11. We are informed that Central Government has not prescribed the maintenance of cost records under section 209 (1) (d) of the Companies Act, 1956 in respect of company's products.
12. As verified by us the provisions of PF & ESI are not applicable on the company in this year.
13. As verified by us there are no un-disputed amount payable in respect of Income tax, Wealth Tax, Custom duty, Sales tax, Service tax and Excise duty outstanding for a period of more 6 month from the date they became payable.
14. During the year company has earned profit of Rs. 10.18 lacs after tax and deferred tax provision at the end of the Financial year. It has not incurred any cash losses in the current year as well as in the financial year immediately preceding the financial year 31.3.2013.
15. In our opinion and to the best of the information and explanation given to us the company is not in default in the repayment to financial institutions.



16. The company has not granted any loan and advances on the basis of pledge of shares, debentures and other securities. Accordingly clause 4 (xii) of the order is not applicable.
17. In our opinion and to the knowledge and explanation given to us the company is not a chit fund/ nidhi/ mutual benefit fund/ society accordingly clause (4xiii) of the order is not applicable.
18. According to the information and explanation given to us, the company is not dealing or trading in shares, securities debenture and other investments. However the company has made Investment in shares which are being held by the company in its own name except the extent to the extent of exception if any granted under Section 49 of the companies act, 1956.
19. In our opinion and according to the information and explanation given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions.
20. According to the information and explanation given to us, and on the basis of our examination of the books of accounts, no term loans have been taken by the company.
21. According to the information and explanation give to us and on an overall examination of the Balance Sheet of the company, we report that no fund raised on short term bases have been used to finance long term assets.
22. The company has not made any preferential allotment of share to parties and companies cover in the register maintained under section 301 of the company Act, 1956 Accordingly, clause 4(xviii) of order is not applicable.
23. The company has issued any debentures. Accordingly, Clause 4(xix) of the order is not applicable.
24. The company has not made any public issue therefore the clause of disclosure the user of money raised by public issues, is not applicable this year.
25. We have been informed that no employee of the company has misappropriated funds of the company.

Place: Jaipur
Date: 29-05-2013

For R.P Khandelwal & Associates
Chartered Accountants

R.P. Khandelwal
Partner



BALANCE SHEET AS ON 31ST MARCH, 2013

(Amt. in Rupees)

Particulars	Note No.	as at 31.03.2013	as at 31.03.2012
I EQUITY & LIABILITIES			
1 Shareholders' Funds			
(a) Share Capital	1	28518990	28518990
(b) Reserves & Surplus	2	775602	-243038
(c) Money received against share warrants			
2 Share Application Money pending Allotment		0	0
3 Non-current Liabilities			
(a) Long Term Borrowings	3	803479	107743
(b) Deferred Tax Liabilities (Net)	4	151450	128203
(c) Other Long Term Liabilities		0	0
(d) Long Term Provisions		0	0
4 Current Liabilities			
(a) Short Term Borrowings		0	0
(b) Trade Payables		0	0
(c) Other Current Liabilities	5	1375437	1173860
(d) Short Term Provisions	6	377352	0
TOTAL		32002310	29685758
II ASSETS			
1 Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	7	3314978	2577693
(ii) Intangible Assets		0	0
(iii) Capital Work-in-Progress		0	0
(ii) Intangible Assets under development		0	0
(b) Non-current Investments	8	4295000	6295000
(c) Deferred Tax Assets (Net)		0	0
(d) Long Term Loans & Advances		0	0
(e) Other Non-current Assets		0	0
2 Current Assets			
(a) Current Investments		0	0
(b) Inventories		0	0
(c) Trade Receivables		0	0
(d) Cash & Cash Equivalents	9	1381895	1035006
(e) Short Term Loans & Advances	10	21481257	19406996
(f) Other Current Assets	11	1529180	371063
TOTAL		32002310	29685758

See accompanying notes to the financial statements

As per our Report of even date annexed

For R. P. Khandelwal & Associates
Chartered Accountants(R. P. KHANDELWAL)
PARTNER

Place : Jaipur

Date : 29-5-2013

For & on behalf of Board of Directors

(M.L.Khandelwal) (Rajesh Khuteta) (J.C.Kedawat)
Chairman Managing Director Director



CONTINENTAL SECURITIES LTD.
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2013

Particulars	Note No.	2012-13	2011-12
I Revenue from Operations	12	4406629	2909580
II Other Income		0	0
III Total Revenue (I + II)		4406629	2909580
IV Expenses :			
Employee Benefits Expense	13	842296	1107222
Finance Costs		61897	18263
Depreciation and Amortisation Expenses		1200555	1143387
Administration & Other Expenses	14	810828	986242
Total Expenses		2915576	3255114
V Profit Before Exceptional & Extraordinary Items & Tax (III - IV)		1491053	-345534
VI Exceptional Items		0	0
VII Profit Before Extraordinary Items & Tax (V-VI)		1491053	-345534
VIII Extraordinary Items		0	0
IX Profit before Tax (VII - VIII)		1491053	-345534
X Tax Expenses			
Current Tax		449166	0
Deferred Tax		23247	-70766
XI Profit from Continuing Operations (VII-VIII)		1018640	-274768
XII Profit from Discontinuing Operations		0	0
XIII Tax expenses of Discontinuing Operations		0	0
XIV Profit from Discontinuing Operations after Tax		0	0
XV Profit for the period (XI + XIV)		1018640	-274768
XVI Earnings Per Share	15		
Basic		0.31	-0.08
Diluted		0.31	-0.08

See accompanying notes to the financial statements

As per our Report of even date annexed

For R. P. Khandelwal & Associates
Directors
Chartered Accountants

For & on behalf of Board of

(R. P. KHANDELWAL)
PARTNER

(M.L.Khandelwal) (Rajesh Khuteta) (J.C.Kedawat)
Chairman Managing Director Director

Place : Jaipur

Date : 29-5-2013



NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

The previous year figures have been regrouped / reclassified, wherever necessary to conform to the current year presentation.

1 SHARE CAPITAL	As at 31.03.2013	As at 31.03.2012
Authorised Share Capital :	(Rs.)	(Rs.)
4000000 equity shares of Rs. 10/- each	40000000	40000000
Issued, Subscribed & Paid up :		
3250600 equity shares of Rs. 10/- each	32506000	32506000
Less : Calls in Arrears	3987010	3987010
	<u>28518990</u>	<u>28518990</u>

1.1 Details of Shareholders holding more than 5% shares Name of Shareholder

	No. of Sh. % held	No. of Sh. % held
No Such Shareholder	NA NA	NA NA

1.2 The reconciliation of the no. of shares is as below :

Equity Shares at the beginning of the year	3250600	3250600
Add : Shares issued during the year	NIL	NIL
Less : Shares cancelled on buy back during the year	NIL	NIL
Equity Shares at the end of the year	3250600	3250600

1.3 Rights preference and restriction attached to equity shares.

The company has only one class of equity share having a paidup value of Rs 10/- each. All shares are ranking pari passu in all respect.

2 RESERVES & SURPLUS	(Rs.)	(Rs.)
General Reserve	51110	51110
Reserve Fund	379111	175381
Profit & Loss A/c	345381	-469529
	<u>775602</u>	<u>-243038</u>

2.1 Profit & Loss A/c :

As per Last Balance Sheet	-469529	-194761
Profit/ (Loss) for the year	1018640	-274768
Transfer to Reserve Fund u/s 45IC of RBI Act, 1934	-203730	0
	<u>345381</u>	<u>-469529</u>



3 LONG TERM BORROWINGS

	As at 31.03.2013 (Rs.)	As at 31.03.2012 (Rs.)
Secured	803479	107743
Unsecured	0	0
	<u>803479</u>	<u>107743</u>

3.1 Secured Loan indicates only car loan.

4 DEFERRED TAX LIABILITY (Net)

	(Rs.)	(Rs.)
Related to Fixed Assets	151450	126852
Others	0	1351
Total	<u>151450</u>	<u>128203</u>

5 OTHER CURRENT LIABILITIES

	(Rs.)	(Rs.)
Lease Debtors	839653	830478
Other Current Liabilities	535784	343382
	<u>1375437</u>	<u>1173860</u>

6 SHORT TERM PROVISIONS

Provision for Income Tax	377352	0
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7

FIXED ASSETS										
PARTICULARS	GROSS BLOCK			DEPRECIATION				NET BLOCK		
	Balance as on 1.4.12	Addition during yr	Deletion during yr	Total as on 31.3.13	UPTO 31.3.12	Provided during yr	Earlier Yrs. Written Back	Total as on 31.3.13	As at 31.03.2013	As at 31.03.2012
TANGIBLE ASSETS :										
A. ASSETS ON LEASE :										
Lease Assets	9072516	540000	0	9612516	7769574	731259	0	8500833	1111683	1302942
Total A	9072516	540000	0	9612516	7769574	731259	0	8500833	1111683	1302942
B. OTHER FIXED ASSETS										
Furniture & Fixtures	785994	0	0	785994	269205	93539	0	362744	423250	516789
Office Equipments	699734	11000	0	710734	267561	61398	0	328959	381775	432173
Vehicles	1416782	1386840	0	2803622	1138564	295331	0	1433895	1369727	278218
Computers	597262	0	0	597262	549691	19028	0	568719	28543	47571
Total B	3499772	1397840	0	4897612	2225021	469296	0	2694317	2203295	1274751
Total A+B	12572288	1937840	0	14510128	9994595	1200555	0	11195150	3314978	2577693
Previous Year	12128913	18220	0	12572288	8851208	1143387	0	9994595	2577693	3277705

8 NON CURRENT INVESTMENTS

	No of Shares	(Rs.)	(Rs.)
--	-----------------	-------	-------



	As at 31.03.2013	As at 31.03.2012
8.1 TRADE INVESTMENTS	NIL	NIL
8.2 OTHER INVESTMENTS		
Investment in Associate Concerns		
Orchid Securities Pvt.Ltd.	197500	1975000
Other Investments		
Metfin Finance Ltd.	50000	0
Tarachand & Bros. Pvt.Ltd.	72000	720000
S. R. Shares & Properties P.Ltd.	1,50,000	0
A. H. Stock Broking Co. (P) Ltd.	30000	300000
Goodwill fincom (P) Ltd.	50000	1000000
Bondwell Corporate Advisors (P) Ltd.	2500	100000
Secure Stock fin Co. (P) Ltd.	20000	200000
TOTAL	4295000	6295000
9 CASH & CASH EQUIVALENTS	(Rs.)	(Rs.)
Cash in Hand	776313	100068
Balances with Banks : In Current Account	437257	779857
In Fixed Account	168325	155081
	1381895	1035006
10 SHORT TERM LOANS & ADVANCES		
10.1 Secured	NIL	NIL
10.2 Unsecured :		
Considered Good		
Inter-Corporate Loans	1791900	1020100
Other Finance, Loans & Advances	18689357	17836896
Share Application Money	1000000	550000
	21481257	19406996
Considered Bad & Doubtful	NIL	NIL
11 OTHER CURRENT ASSETS		
Tax Deducted at Source	185904	365164
Other Current Assets	1343276	5899
	1529180	371063
12 REVENUE FROM OPERATIONS		
Interest Income	3147704	2209830
Lease Income	1258925	699750
	4406629	2909580



13 EMPLOYEE BENEFITS EXPENSES

	As at 31.03.2013	As at 31.03.2012
Salaries	753000	1030900
Bonus to Staff	70100	70100
Staff Welfare	19196	6222
	<u>842296</u>	<u>1107222</u>

14 ADMINISTRATIVE & OTHER EXPENSES

Vehicle & Conveyance Exp.	84286	82992
Printing & Stationery Exp.	8326	46718
Office Rent	0	180000
Postage & Telephone Exp.	29599	16253
Auditor's Remuneration	18000	18000
Internal Audit Fee	5000	5000
Directors' Remuneration	384000	354000
Directors' Sitting Fees	3000	2500
Legal & Professional Charges	29800	22800
Travelling Exp.	46474	19995
Electricity & Water Exp.	12890	18488
Advertisement & Publicity Exp.	0	13000
Business Promotion Exp	27598	28635
Repair & Maintenance Exp.	1350	30781
Listing Fees	27600	27600
Other Administrative Exp.	132905	119480
	<u>810828</u>	<u>986242</u>

14.1 Remuneration to Auditors includes

Statutory Audit Fees	12000	12000
Tax Representation & Certifications	6000	6000
	<u>18000</u>	<u>18000</u>

15 Basic & Diluted EPS

Net Profit after Tax (a)	1018640	-274768
No. of Shares (b)	3250600	3250600
Basic EPS (a/b)	0.31	-0.08
Diluted EPS	0.31	-0.08



NOTES AND ACCOUNTING POLICIES

(Notes annexed to and forming part of Accounts)

I. ACCOUNTING POLICIES

1. Interest Income on loans are being accounted for on accrual basis.
2. Income from Leasing , Other Financing activity are being accounted for on accrual basis.
3. Investments are valued at cost and as certified by the Management.
4. Revenue is recognised on accrual basis as prescribed by Companies Act, 1956.
5. Fixed Assets are stated at cost and in respect of assets other than leased assets, depreciation has been provided on written down value basis as per Schedule XIV of the Companies Act., 1956.
6. The Company has complied with the guidelines issued by Reserve Bank of India, in respect of Prudential norms for income recognition, accounting standard and Provision for bad and doubtful debts.
7. Income Recognition
 - (A) Lease rentals received are accounted on monthly lease receipt basis. In respect of any transaction pertaining to part of the month, lease receipts are accounted as income at the end of month.
 - (B) Penal/ additional interest and additional finance charges are recognised as income as and when received.
 - (C) All other income are recognised on their accrual.
8. The Company has not accepted any public deposit during the relevant year and the Board of Directors has also passed a resolution on Date 30-4-2013 for non acceptance of any public deposits.
9. The Company has not declared any dividend during the year under review.
10. The Mandatory accounting standards prescribed by the institute of Chartered Accountants of India have been followed wherever applicable.
11. The Accounts have been prepared on going concern concept.

II. NOTES ON ACCOUNTS

1. In the opinion of the Board of Directors Current Assets, Loans, advances have value of realisation in the ordinary course of business at least equal to the amount stated in the Balance Sheet and provisions for all known liabilities have been made.
2. None of the employee is in receipt of remuneration aggregating not less than Rs. 24,00,000/- per annum if employed for the whole year and not less than Rs. 2,00,000/- per month if employed for the part of the year.



3. Provision for further liability of gratuity payable at a future date has not been made as no employee has become entitled for the same as on date same shall be accounted for as and when paid.
4. No provision have been made for diminution in the value of investment in shares which show the investment in the unquoted shares.
5. No provision is made for Non-performing asset comprising of loans in the nature advance and inter-corporate deposits.
6. Creditors & Loans and Advances are subject to confirmation.
7. Traveling Expenses includes Rs. 37909/- towards Directors. (Previous year Rs. 18709/-)
8. Previous year figures have been re-grouped/rearranged wherever necessary to make them comparable with those of current year.
9. Loan to Directors outstanding are Rs. Nil

10. Audit Fee represents:	2013	2012
Fee for audit	12,000	12,000
Tax representation & Certifications	6,000	6,000
Total	18,000	18,000

11. The Company has only one revenue segment - Lease Hire purchase, Interest income. Hence, no separate segment wise information on revenue result and capital employed is given.
12. Related party disclosure : As per AS-18 issued by the Institute of Chartered Account of India, the institution's related parties are disclosed below:

Related Party	Nature of Relationship	Transactions	Amount (Rs.) 2012-13	Balance Outstanding 31.03.13	Amount (Rs.) 2011-12	Balance Outstanding 31.03.12
Rajesh Khuteta	Key Management Personnel	Remuneration	384000	9160	354000	11790
Rajesh Khuteta HUF	HUF of Key Management Personnel	Unsecured Loan	170000	NIL	474000	NIL
Hemlata Khuteta	Relative of Key Management Personnel	Unsecured Loan	515000	NIL	20000	NIL
Rajesh Khuteta	Key Management Personnel	Rent	NIL	NIL	180000	180000

13. There is no Earning & Expenditure in foreign Currency
14. There is no Claims against the Company not acknowledged as debts.



15. There is no Contingent liability for which provisions are to be made.
16. Figures have been rounded off to the nearest rupee.
17. Quantitative information in respect of goods traded in shares/ debentures/ securities are nil.
18. Reserve fund u/s 45IC of RBI Act, 1936 has been created for the current year @ 20% of profit after tax for Rs.2,03,730.

As per our Audit Report of even date annexed.

For R.P. Khandelwal & Associates

Chartered Accountants

R.P. Khandelwal

Partner

Place : Jaipur

Date : 29-05-2013

For and behalf of Board of Directors

M.L. Khandelwal , Chairman

J.C.Kedawat, Director

Rajesh Khuteta, Managing Director



CASH FLOW STATEMENT FOR THE YEAR 2012-2013

	RS. IN LACS	
	2012-2013	2011-2012
A. CASH FLOE FROM OPERATING ACTIVITIES		
NET PROFIT AFTER TAX AND EXTRAORDINARY ITEMS	10.19	(2.75)
Adjustment for :		
Depreciation	12.01	11.43
Interest Expenses	0.62	0.18
Provision for Taxes	4.49	---
Deferred Tax	0.23	(0.71)
Extra Ordinary Item	---	---
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	27.54	8.15
Adjustments for :		
Decrease/ (Increase) in current assets	(32.32)	(1.14)
Increase/(Decrease) in current liabilities	5.78	(3.69)
Cash Generated from Operations		
Interest Paid	(0.62)	(0.18)
Direct Taxes Paid	(4.49)	---
NET CASH FROM OPERATING ACTIVITIES	(4.11)	3.14
B. CASH FLOW INVESTMENT ACTIVITIES		
Purchase of Fixed Assets & Misc. Assets (Net)	(19.39)	(4.43)
Net Sales/ (Purchase) of investments	20.00	---
NET CASH USED IN INVESTING ACTIVITIES	0.61	(4.43)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Secured loans taken/ (Repayment done) (NET)	6.96	(0.97)
Repayment of Unsecured Loans	---	---
NET CASH USED IN FINANCING ACTIVITIES	6.96	(0.97)
NET INCREASE IN CASH & CASH EQUIVALENTS	3.46	(2.26)
CASH & CASH EQUIVALENTS (OPENING BALANCE)	10.35	12.61
CASH & CASH EQUIVALENTS (CLOSING BALANCE)	13.81	10.35

For and behalf of Board of Directors

1. M.L. Khandelwal , Chairman
2. J.C. Kedawat , Director
3. Rajesh Khuteta , Managing Director

AUDITOR'S CERTIFICATE

We have examined the attached Cash Flow Statement of Continental Securities Limited for the year 2012-13. The Statement has been prepared by the Company in accordance with the requirements of Listing Agreements Clause 32 with Stock Exchanges and is based on corresponding Profit and Loss Account and Balance Sheet of the Company covered by our report of 29.05.13 to the Member of the Company.

Place : Jaipur
Date : 29-05-2013

For R.P. Khandelwal & Associates
Chartered Accountants

R.P. Khandelwal
Partner



**SCHEDULE TO THE BALANCE SHEET FOR
THE YEAR ENDED 31ST MARCH 2013**

As required in terms of paragraph 9BB of Non-Banking Financial Companies
Prudential Norms (Reserve Bank) Directions, 1998)

PARTICULARS	PRINCIPAL	INTEREST ACCRUED BUT NOT DUE	AMOUNT	AMOUNT
			OUTSTANDING	OVERDUE
LIABILITIES SIDE				
(1) Loans and advances availed by the NBFCs Inclusive if interest accrued thereon but not paid:				
(a) Debentures: Secured	---	---	---	---
: Unsecured	---	---	---	---
(Other than falling within the meaning of public deposits)				
(b) Deferred Credits	---	---	---	---
(c) Term Loans	8.03	---	8.03	---
(d) Inter-corporate loans and borrowing	---	---	---	---
(e) Commercial Paper	---	---	---	---
(f) Public Deposits				
(g) Cash Credit and Working Capital Demand Loan	---	---	---	---
TOTAL	8.03	---	8.03	----

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

(a) In the form of unsecured Debentures	--	--	--	--
(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	--	--	--	--
Interest accrued but not paid - Nil				

PARTICULARS	AMOUNT OUTSTANDING
-------------	--------------------

ASSETS SIDE

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

(a) Secured	---
(b) Unsecured	214.81

(4) Break up of Leased Assets and stock on hire and hypothecation loans counting
towards EL /SP activities

1) Lease assets including lease rentals under sundry debtors:

- (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 assets have been repossessed
 - (b) Loans other than (a) above
- (5) Break -up of Investments:
 - Current Investments:
 - 1. Quoted :
 - (i) Shares :
 - (a) Equity
 - (b) Preference
 - (ii) Debentures and Bonds
 - (iii) Units of mutual funds
 - (iv) Government Securities
 - (v) Others (please specify)
 - 2. Unquoted:
 - (i) Shares (a) Equity (b) Preference
 - (ii) Debentures and Bonds
 - (iii) Units of mutual funds
 - (iv) Government Securities
 - (v) Others (please specify)

PARTICULARS**AMOUNT OUTSTANDING**

Long Term Investments	
1. Quoted :	
(i) Shares : (a) Equity	---
(b) Preference	---
(ii) Debentures and Bonds	---
(iii) Units of Mutual Funds	---
(iv) Government Securities	---
(v) Others (Please specify)	---
2. Unquoted :	
(i) Shares : (a) Equity	42.95
(b) Preference	---
(ii) Debentures and Bonds	---
(iii) Units of Mutual Funds	---
(iv) Government Securities	---
(v) Others (Please specify)	---
Total	42.95

- (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			
(a) Subsidiaries	---	---	---
(b) Companies in the same group	---	---	---
(c) Other related parties	---	---	---
2. Other than related parties	---	214.81	214.81
Total	---	214.81	214.81

(7) Investor group-wise classification of all investment (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		
(d) Subsidiaries	--	--
(e) Companies in the same group	--	--
(f) Other related parties	--	--
2. Other than related parties	42.95	42.95
Total	42.95	42.95

(8) Other Information

Particulars	Amount
(i) Gross Non-Performing Assets	
(a) Related Parties	--
(b) Other than related parties	--
(ii) Net Non-Performing Assets	
(c) Related Parties	--
(d) Other than related parties	--
(iii) Asset acquired in satisfaction of debt	--

For R.P.Khandelwal & Associates
Chartered Accountants

Place : JAIPUR
Date : 29.05.2013

R.P. Khandelwal
Partner

CONTINENTAL SECURITIES LIMITED

Registered Office : A-2, Udyog Bhawan, Tilak Marg, C-Scheme, JAIPUR-302 005

PROXY FORM

Folio No.

I/We
ofin the district of
being a member/members of M/s Continental Securities Limited appoint hereby him/herof
..... or failing him/her at the 23rd Annual
General Meeting of the Company to be held on Monday the 30th September, 2013 at 11.00am and at any adjournment
thereof.

signed this day of 2013

If it is intended to appoint a proxy, the form of proxy should be completed and deposited at the Registered/Corporate
Office of the Company at least 48 hours before the meeting.

CONTINENTAL SECURITIES LIMITED

Registered Office : A-2, Udyog Bhawan, Tilak Marg, C-Scheme, JAIPUR-302 005

23rd ANNUAL GENERAL MEETING

Date : 30th September, 2013 Time : 11.00 AM

Place : A-2, Opp. Udyog Bhawan, Tilak Marg,
C-Scheme, Jaipur-302 005

ATTENDANCE SLIP

Member's Folio No. :
Name of Member/Proxy holder :
No. of Shares held by the Member :
Member's / Proxy's Signature :

1. Members/Proxy-holders are requested to produce the attendance slip duly signed for admission to the meeting hall.
2. Shareholders are requested to bring their copy of the Annual Report with them to the Annual General Meeting.
3. No. Gifts or Coupons would be given to the shareholders for attending the Annual General Meeting.

BOOK - POST

If undelivered please return to :
CONTINENTAL SECURITIES LTD.
A-2, Opp. Udyog Bhawan.
Tilak Marg, C-Scheme,
Jaipur - 302 005

Ph.: 2361963, 2360528
Email ID : kamaldeep.printer@gmail.com

