

CONTINENTAL SECURITIES LIMITED

24th

Annual Report 2013-14

Registered Office: 301, Metro Plaza ,Gopalbari , Jaipur-302001
CIN NO L67120RJ1990PLC005371

**BOARD OF DIRECTORS**

Shri M.L. Khandelwal (Chairman)
Shri Rajesh Khuteta (Managing Director)
Shri Suresh Kumar Gupta(Director)
Shri Vishnu Dusad (Director)
Smt. Ruchi Gupta(Director)

Company Secretary

J.C. Kedawat

Auditors :

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

Bankers :

State Bank of Travencore
Bank of Baroda

Registered & Corporate Office

301, Metro Plaza, Gopal bari Jaipur(Raj.,)
Phone :-0141-2377301

Registrar & Share Transfer Agent :

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

Company Website

www.continentalsecuritiesltd.com

**NOTICE**

NOTICE is hereby given that 24th Annual General Meeting of the Member of Continental Securities Ltd. will be held on Saturday, the 27th September, 2014, at 11.00 A.M at Registered office of the company 301, Metro Plaza, Gopal Bari, Jaipur to transact the following business:-

ORDINARY BUSINESS:

1. To consider and adopt the Profit & Loss Account for the year ended 31st March, 2014 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 M/S R.P. Khandelwal Chartered Accountants, the Retiring Auditors as Auditors of the Company to hold office from the conclusion of the Ensuing Annual General Meeting until the conclusion of the next Annual General Meeting on such remuneration as may be decided by the Board Of Directors of the Company.

SPECIAL BUSINESS

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

"RESOLVED THAT pursuant to the provisions of Sections 149,150,152 and any other applicable provisions of the Companies Act ,2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act,2013 , Mr.Suresh Kumar Gupta(holding DIN NO:00217474),who was appointed as an Additional Director of the Company by the Board Of Directors with effect from 04 Dec 2013 , in terms of Section 260 of the Companies Act,1956 and whose terms of office expires at the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the Office of Director , be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years up to 3rd Dec 2018.

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

"RESOLVED THAT pursuant to the provisions of Sections 149,150,152 and any other applicable provisions of the Companies Act ,2013 and the rules made there under (including





any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act,2013 , Mrs. Ruchi Gupta(holding DIN NO :06827155),who was appointed as an Additional Director of the Company by the Board Of Directors with effect from 29th march,2014, in terms of Section 260 of the CompaniesAct,1956 and whose terms of office expires at the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the Office of Director , be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years up to 28th March 2019".

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

"RESOLVED THAT pursuant to the provisions of Sections 149,150,152 and any other applicable provisions of the Companies Act ,2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act,2013 ,Mr. Vishnu Dusad (holding DIN NO :03041606),who was appointed as an Additional Director of the Company by the Board Of Directors with effect from 29th March , 2014 in terms of Section 260 of the Companies Act,1956 and whose terms of office expires at the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the Office of Director , be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years up to 28th March,2019".

Regd.Office :301 MetroPlaza,
Gopal Bari, Jaipur 302001

By Order of Board of Directors

Date :-29th May 2014

J.C Kedawat
(Company Secretary)



**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 18th September, 2014 to 27th September, 2014 (both days inclusive).
4. The Members are requested to intimate quoting their Folio Number and the change of address immediately to M/s Beetal Financial Services and Computers Pvt. Ltd (the registrar and transfer Agent) Beetal House ,3rd Floor, 99 Madangir, Behind LSC, New Delhi 110062.
5. Members/Proxies should bring the attendance slip for attending the meeting.
6. E-Voting In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 24th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL):

The instructions for members for voting electronically are as under:-

In case of members receiving e-mail:

- i) Log on to the e-voting website www.evotingindia.com
- ii) Click on "Shareholders" tab.
- iii) Now, select "CONTINENTAL SECURITIES LIMITED" from the drop down menu and click on "SUBMIT"
- iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v) Next enter the Image Verification as displayed and Click on Login.
- vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- vii) If you are a first time user follow the steps given below:





PAN Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

- Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.
- In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

DOB# Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.

Dividend Bank Details#

Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.

- Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares you hold on record date i.e. 22th Aug 2014 in the Dividend Bank details field.

viii) After entering these details appropriately, click on "SUBMIT" tab.

ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

xi) Click on "CONTINENTAL SECURITIES LIMITED"

xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/

NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire





Resolution details.

- xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
 - xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 - xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
 - xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

- (A) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
- (B) The voting period begins on 23th Sept 2014 (9:00 AM) and ends on 24th Sept 2014 (6:00 PM). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22th Aug 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on Resolution is cast by the shareholders, the shareholders shall not be allowed to change it subsequently.
- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.





- (D) The shareholders can opt for only one mode of voting ,i.e. either physically by attending AGM or e-voting. If any shareholders opt for e-voting, he/she will not be eligible to vote physically in AGM.
11. Mr. Ajay Khandelwal, Practicing Chartered Accountants (Membership No. 403532) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Results of e-voting shall be declared on or after the AGM of the Company and the Results declared with Scrutinizer Report shall be placed on the Website of the Company i.e. viz. www.continentalsecuritiesltd.com and also on the website of CDSL viz. www.cdslindia.com within two days of passing of the Resolution of the AGM of the Company.
12. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days, up to and including the date of the Annual General Meeting of the Company.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT,2013

Item No 4

Shri Suresh Kumar Gupta was appointed additional Director under Section 260 of the Companies Act , 1956 by Board of Directors on 4th December,2013 to hold office up to the conclusion of ensuing Annual General Meeting . A notice has been received from a member proposing him as a candidate for office of Director of the Company. The company has also received a declaration from Shri Suresh Kumar Gupta to effect that he meets the criteria of independent Director as provided in Sub Section (6) of Section 149 of the Companies Act,2013. Shri Suresh Kumar Gupta does not hold any equity shares of the Company. In opinion of Board Shri Suresh Kumar Gupta fulfills conditions specified in Companies act, 2013 and as such proposed to be appointed as independent Director for a period of five consecutive years to hold office up to 3rd December,2018. Shri Suresh Kumar Gupta is a reputed Chartered Accountant , practicing in Jaipur and have a rich experience in field of accounts and financial management. Except Shri Suresh Kumar Gupta being an appointee , none of Directors, key managerial personnel and their relatives are interested in proposed resolution. The board commends the Resolution set for your approval.

Item No. 5

Smt. Ruchi Gupta was appointed additional Director under Section 260 of the Companies Act , 1956 by Board of Directors on 29th March ,2014 to hold office up to the conclusion of ensuing Annual General Meeting . A notice has been received from a member proposing her as a candidate for office of Director of the Company .The company has also received a declaration from Smt. Ruchi Gupta to effect that she meets the criteria of independent Director as provided in Sub Section (6) of Section 149 of the Companies Act,2013. Smt.





Ruchi Gupta does not hold any equity shares of the Company. In opinion of Board Smt. Ruchi Gupta fulfills conditions specified in Companies act, 2013 and as such proposed to be appointed as Independent Director for a period of five consecutive years to hold office up to 28th March,2019.Smt. Ruchi Gupta is Company secretary in employment and have a rich experience in Company law matters. Except Smt.Ruchi Gupta being an appointee , none of Directors, key managerial personnel and their relatives are interested in proposed resolution. The board commends the Resolution set for your approval.

Item No. 6

Shri Vishnu Dusad was appointed additional Director under Section 260 of the Companies Act , 1956 by Board of Directors on 29th March ,2014 to hold office up to the conclusion of ensuing Annual General Meeting . A notice has been received from a member proposing him as a candidate for office of Director of the Company .The company has also received a declaration from Shri Vishnu Dusad to effect that he meets the criteria of independent Director as provided in Sub Section (6) of Section 149 of the Companies Act,2013. Shri Vishnu dusad does not hold any equity shares of the Company. In opinion of Board Shri Vishnu dusad fulfills conditions specified in Companies act, 2013 and as such proposed to be appointed as Independent Director for a period of five consecutive years to hold office up to 28th March,2019 .Shri Vishnu dusad have a rich experience in liasoning with out side agencies. Except Shri Vishnu dusad being an appointee, none of Directors, key managerial personnel and their relatives are interested in proposed resolution. The board commends the Resolution set for your approval.

Regd.Office :301 MetroPlaza,
Gopal Bari, Jaipur 302001

Date :-29th May 2014

By Order of Board of Directors

J.C Kedawat
(Company Secretary)



**DIRECTORS REPORT**

Your Directors have pleasure in presenting the Annual Report together with Audited Accounts for the year ended 31st March, 2014

FINANCIAL RESULTS

(in Rs lacs)

	Year Ended 31st March, 2014	Year Ended 31st March, 2013
Income	40.89	44.07
Profit before interest , Dep. And tax	20.46	27.54
Interest	0.89	0.62
Depreciation	11.78	12.01
Taxation	3.92	4.72
Net profit	3.88	10.19
Profit (Loss) brought forward	3.46	(4.69)
Net Profit (Loss) carried forward	7.68	3.46

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. 40.89 Lacs as compared to the income of Rs. 44.07 in the previous year. The net profit of the company is Rs. 3.88 lacs as against net profit of Rs. 10.19 lacs in the previous year. The decline in net profit was due increase in expenditures & decrease in Revenue.

PROSPECTS

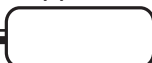
The year 2013-14 has seen downfall in some of the areas of the Indian economy. One of the major features of the fiscal year was the unfavorable financial market condition. However, the company expect good performance even after stiff competition with big players. The Company is still in process of consolidation and efforts are being made to enhance the net worth of the Company through renewed focus on core competence on Leasing and Investments.

MANAGEMENT DISCUSSION AND ANALYSIS

Growth of India has slowed down remarkably reflecting global developments and domestic supply constraints while inflation remains stubbornly high falling infrastructure and corporate investment , the slowdown has penetrate to other sectors of the economy. The financial position of banks and corporates have deteriorated There are numerous factors which may affect business of finance companies . The performance of the company , its profitability , attitude of consumers etc. are some of them. Company is taking cautions view and formulate policies accordingly.

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.

LISTING WITH BOMBAY STOCK EXCHANGE

The company has filed application with Bombay Stock Exchange under the regulations announced by said exchange for Direct listing . The application is pending with Bombay Stock Exchange .the company is hopeful about listing .

CAPITAL

The Company has forfeited 508000 equity Share for non payment of call money due on these share since long period. The Same number of Share are reissued by Company

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. Shri J.C. Kedawat has resigned from office of Director of the Company. Shri Suresh Kumar Gupta , Shri Vishnu Dusad and Smt. Ruchi Gupta were appointed additional independent Directors and all these directors are proposed to be appointed as independent Directors for five years under Companies Act, 2013 .

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, 2014, 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, 2014 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.

CORPORATE GOVERNANCE

Corporate governance Report under clause 49 of listing agreement is annexed with this report.

COMPLIANCE CERTIFICATE

As Required by the provision of the Companies Act, 1956, the Company has duly obtained Compliance Certificate by a Practicing Secretary bearing the part of Director Report, as the company 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 May, 2014

M. L .KHANDELWAL
Chairman





COMPLIANCE CERTIFICATE

To
The Members ,
Continental Securities Limited ,

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 thereunder and also the provisions contained in the Memorandum and Articles Of Association of the company for the Financial year ended on 31st March , 2014 (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 or other authorities within the time prescribed (except with additional fee where required) under the Act and the Rules made thereunder..
3. The Company being a Public Limited Company , comments on number of members,etc. are not required.
4. The Board of Directors duly met eleven times on 3-4-2013-,29-5-2013,31-7-2013,31-10-2013, 4-12-2013,10-1-2014,5-2-2014,28-2-2014,14-3-2014,21-3-2014 and 29-3-2014 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the circular resolutions passed in the minutes book maintained for the purpose.
5. The Company closed its register of members during the financial year and compliance not made.
6. The Annual General Meeting for the Financial year ended on 31st March 2013,was held on 30-9-2013, after giving due notice to the members of the Company and the resolutions passed thereat 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 cases 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 had not issued any duplicate share certificates during the year.
13. The Company has :
 - (a) 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;
 - (b) The company has not deposited any amount in a separate Bank towards dividend as no dividend was declared during the financial year;
 - (c) The company was not required to post warrants to any member as no dividend was declared during the Financial year.
 - (d) 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;
 - (e) 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. The Company is registered with Reserve Bank Of India as NBFC(not accepting public deposits). Regn. No.10.00022 dated 3-3-1998
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 re-issued 508000 equity shares(forefeitted pursuant to the Articles) 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 with 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 financial year.However. Company shifted registered office within the city Of Jaipur w.e.f 4-12-2013.
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 the 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 the 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

signature:

For C.M. Bindal & Co.

Dated: 29th May 2014

Name of C.S.

C.P. No, 176.

(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 Returns 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 , 2014:

1. Form No. 23AC & 23ACA dated 31.3.2013 filed vide SRN No. Q17833278 dated 26.10.2013 u/s 220.
2. Form No. 20B made upto 30.9.2013 filed vide SRN No. Q25186677 dated 27.11.2013 u/s 159/161.
3. Form No.66 dated 31.3.2013 filed vide SRN No. Q17675281 dated 26.10.2013 u/s 383A(1) provision.
4. Form No. 23 dated 02.01.2014 filed vide SRN No. B95513347 dated 06.02.2014 u/s 192
5. Form No. 32 dated 4.12.2013 filed vide SRN No. B92008234 dated 20.12.2013 u/s 303.
6. Form No.32 dated 29.3.2014 filed vide SRN No. C01165224 dated 31.03.2014 u/s 303.
7. Form No.18 dated 04.12.2013 filed vide SRN No. B91655027 dated 17.12.2013 u/s 146.





CORPORATE GOVERNANCE REPORT

Corporate Governance Standards for all listed companies are regulated by the Securities and Exchange Board of India through clause 49 of the Listing Agreement of the Stock Exchange. Corporate Governance envisages attainment of the highest levels of transparency and accountability in the Functioning Of Company and equity in all facets of its operations.

1) Company's philosophy

Your company believes that sound ethical practices, transparency in operations and timely disclosures go a long way in enhancing shareholders' value while safeguarding the interest of all stakeholders. The objectives of the Company is not just to meet the statutory requirements of the code of Corporate Governance as prescribed under Clause 49 of the Listing Agreement but to develop such systems and follow such practices and procedures to satisfy the spirit of law.

In accordance with Clause 49 of the listing agreement with Delhi jaipur and Ahmadabad stock exchanges and best practices followed in corporate governance, the details of compliance by the Company are as under.

2) Board OF Directors

Composition Of The Board

The composition of Board of Directors is in compliance with provisions of Listing Agreement with the Stock Exchange and the Companies Act, 2013. As on March 31, 2014 the Board Comprises of a Non Executive Chairman and Four other Directors. Out of these, three members are Independent Directors. All the Directors have made necessary disclosures regarding their Directorship in other companies. The Independent Directors are professionals drawn from amongst persons with experience in business, finance and law. The Composition of the Board, Directorship/Committee positions in other Companies as on 31st March, 2014, Number of Meetings held and attended during the year are as follows:

Name	Category	Attendance			No. of other Directorship and Committee Membership/Chairmanships		
		No. of Board Meeting		Last AGM 30 th Sept 2013	Other Directorships*	Committee**	
		Held	Attended			Chairmanship	Membership
Shri.M.L. Khandelwal	Chairman Non Executive	11	11	yes		3	-
Shri.Rajesh Khuteta	Managing Director Executive & Non independent	11	11	yes		-	-
Shri.Suresh Kumar Gupta	Non-Executive & Independent	11	6	not	5	-	-
Mrs. Ruchi Gupta	Non-Executive & Independent	11	0	Not	-	-	-
Shri. Vishnu Dusad	Non-Executive & Independent	11	0	Not	2	-	-



* Private Limited Companies ,Foreign Companies and Companies under Section 8 of the Companies Act , 2013 are excluded for this purpose.

** Only Audit Committee and Shareholders/Investors Grievance Committee have been considered as per the requirements of the Listing Agreement.

Board Meetings And Procedures

The Board of Directors is responsible for the management of the business of the Company and meets regularly for discharging its role and functions.

The Board Of Directors of the Company reviews all information provided periodically for discussion and consideration at its meetings in terms of Clause 49 the Listing Agreement.

Detailed Agenda are circulated to the Directors in advance.All material information is incorporated in the agenda for facilitating meaningful and focused discussions at the meetings .Where it is practicable to enclose any document to the agenda , the same is placed before the meeting. In special and exceptional circumstances , additional item(s) on the agenda are permitted to be discussed at the Meeting.

During the Financial Year 2013-14, the Board met eleven times on the Following Dates :-

S.No.	Date Of Board Meeting	Board's Strength	No.Of Directors Present
1	30th April,2013	3	3
2	29th May,2013	3	3
3	31st July,2013	3	3
4	31st October,2013	3	3
5	4th December,2013	3	3
6	10th January,2014	4	4
7	5th February,2014	4	3
8	28th February,2014	4	3
9	14th March,2014	4	4
10	21st March,2014	4	3
11	29th March,2014	4	4



- 3) Director who are seeking appointment / re-appointment at the ensuing Annual General Meeting.

A)

Name Of The Director	Shri Suresh Kumar Gupta
Date Of Birth	03/03/1964
Qualification	B.Comm. ,M.Comm., F.C.A.,D.I.S.A
Experience And Expertise in Specific Functional Area	Practising as a C.A.
Directorship in other Companies	Indo Thai Developers Private Limited Satiny Constructions Limited Satiny Project Consultants Private Limited Satiny Infraheights Private Limited Synergy Buildcon Private Limited

(B)

Name Of The Director	Mrs. Ruchi Gupta
Date Of Birth	03/03/1986
Qualification	B.Com, M.Com,Company Secretary ,
Experience And Expertise in Specific Functional Area	Working in a Company as a Company Secretary
Directorship in other Companies	NIL

(C)

Name of the Director	Shri. Vishnu Dusad
Date Of Birth	16/12/1963
Qualification	Graduate
Experience And Expertise in Specific Functional Area	Business Experience of more than 15 years
Directorship in other Companies	Varshit Electricals Pvt. Ltd. Varshit CSC Engineers India Pvt.Ltd.





CODE OF CONDUCT

The Company has adopted a Code Of Conduct for the members of the Board and the Senior Executives in compliance with the provision of Clause 49 of the Listing Agreement.

COMMITTEES OF DIRECTORS

In compliance with the Listing Agreement and SEBI Regulations as on 31st March ,2014 the Board has three Committee viz. Audit Committee , Shareholders/Investor's Grievance Committee and Remuneration Committee . The Committees have optimum combination of Executive ,Non -Executive and/or Independent Directors .The Committees are constituted with specific terms of reference and scope to deal with specific matters expediently.The details of the committees constituted by the Board are given below:

A. AUDIT COMMITTEE

Composition and Attendance

The Audit Committee of the Board comprises of three qualified Directors viz. Shri. Suresh Kumar Gupta. Smt.Ruchi Gupta and Shri. Vishnu Dusad, with majority being independent .Mr.Suresh Kumar Gupta is the Chairman.Two of the members are having experience in finance, law and business .The Present Composition of the Audit Committee is as follows:

Name	Category	Designation	No. Of Meetings F.Y.2013-14	
			During Held	Attended
Shri. Suresh kumar Gupta	Non- Executive & Independent Director	Chairman	1	1
Shri Vishnu Dusad	Non- Executive & Independent Director	Member	1	1
Smt. Ruchi Gupta	Non- Executive & Independent Director	Member	1	1

The terms of references of the Audit Committee are broadly as under:

- 1) Overseeing of the Company's financial reporting process and the disclosures of its financial information to ensure that the financial statements are correct , sufficient and credible.
- 2) Recommending to the Board , the appointment , re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
- 3) Approval of payment to statutory auditors for any other services rendered by them.



- 4) Reviewing, with the management , the annual financial statements before submission to the board for approval , with particular reference to:
 - Changes , in accounting policies ,significant adjustment made in the financial statements arising out of audit findings.
 - Disclosure of any related party transactions and qualifications in the draft audit report.
 - Compliance of listing agreement relating to financial statement.
- 5) Reviewing with the management .the quarterly financial statements before submission to the board for approval.
- 6) Reviewing , with the management , performance of statutory and internal auditors , and adequacy of the internal control systems.
- 7) Reviewing the adequacy of internal audit function , if any , including the structure of the internal audit department ,staffing and seniority of the official heading department , reporting structure coverage and frequency of internal audit.
- 8) Discussion with internal auditors or any significant findings and follow up there on.
- 9) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post- audit discussion to ascertain any area of concern.

B. Remuneration Committee

Composition Of the Committee

The Remuneration Committee of the Board comprises of three Non-Executives Directors viz. Shri. Suresh Kumar Gupta, Shri. Vishnu Dusad and Smt. Ruchi Gupta.

There was no remuneration committee meeting held during the year.

Brief Description Of Terms Of Reference

The Committee has powers similar to that stated in the listing agreements and Companies Act. The Remuneration Committee , inter Alia ,approves the remuneration of the top management of the company including the Managing Director .The remuneration of the employees largely consists of basic remuneration only.

The company is having only one Managing Director , having remuneration , while the remaining directors are no-executive directors who are paid only sitting fees.

Details of Remuneration For 2013-14

Name Of Director	Sitting Fees	Salaries And Perquisites	Commission
Rajesh Khuteta		4,29,000	Nil

C Shareholders/Investors Grievance Committee

The committee function with the objective of looking into redressal of



shareholder's/investor's grievance related to non-receipt of dividend, Annual-Report, delay in transfer or transmission of shares ,and case of refusal of transfer or transmission of shares etc.

Composition Of Committee

The Committee comprises of three members namely Shri. Suresh Kumar Gupta(Chairman Of The Committee) , Shri. Vishnu Dusad and Smt. Ruchi Gupta. Company Secretary is the Compliance Officer and is also the Secretary to the Committee.

Meeting of The Committee

During the year , the committee met 24 times to approve various matters including the share transfer/transmission requests , demat requests and also to look into redressal of investor's grievances.

The attendance of the members at the meetings of the committee is given below:

Directors	No. Of Meetings Attended
Suresh Kumar Gupta	1
Vishnu Dusad	1
Ruchi Gupta	1

Number and Nature of Complaints For the year 2014 are as under :

Nature Of Complaints	No.Of Complaints	No. Of Complaints Redressed
Non-Receipt of Annual Report	6	6
Demat	0	0
Complaints To ASE, DSE & JSE	0	0
Complaints To SEBI	0	0

All the correspondence/queries from the members were replied to the satisfaction of the members. No transfer/complaints are pending at the close of the financial year.

The Shareholders/Investors Grievance Committee looks after the transfer of shares , split of shares, issue of duplicate shares ,transmission etc. In addition to above, the Committee is authorized to look into shareholder's complaints like delay in transfer , balance sheet , etc. During the year no complaints were received From the Registrar of Companies.

4) Disclosures

A. Materially significant Related Party Transactions

The transactions between the Company and the Management , Directors or their relatives or Companies in which they have material interest are disclosed in the Annual Accounts in compliance with the Accounting Standards relating to "Related Party Disclosures". There is no materially significant Related Transaction that may



have potential conflict with the interest of the Company at large.

B. Statutory Compliance , Penalties and Strictures

There were no cases of non compliance with Stock Exchange or SEBI regulations , nor any cases of penalties or strictures imposed by any Stock Exchange or SEBI or any other statutory authorities for any violation related to the Capital Market during the last three years

C. Listing Agreement Compliance

The Company complies with all the requirements of the Listing Agreement including the mandatory requirements of Clause 49 of the Listing Agreement.

D. Risk Management

The Company has laid down a risk assessment and mitigation procedure which is adhered to by the Company.

E. Chief Executive Officer (CEO) AND Chief Financial Officer (CFO)

As per the requirement of Clause 49 of the Listing Agreement .a Certificate duly signed Managing Director and the Director who handles the Finance Function was placed at the Board Meeting of the Company held on 29th May,2014.

F. Management Discussion And Analysis Report

A Management Discussion and Analysis Report forms part of annual report and includes discussion on various matters specified under Clause 49 of the Listing Agreement

5) Means of Communication

The quarterly results , notice of the meeting and book closure dates etc , are widely circulated in leading English and regional language newspapers ,Results are also given to Jaipur Delhi and Ahmedabad stock exchanges for publication. The quarterly/annual results are also posted by the company on its Website www.continentalsecuritieslimited.com

6) Details Of Last Two Annual General Meetings

Year	Location	Date	Time
2012-2013	A-2 opp Udyog Bhawan C-Scheme Jaipur	30th September 2013	11.00 A.M.
2011-2012	A-2 opp Udyog Bhawan C-Scheme Jaipur	29th September 2012	11.00 A.M.

No special resolution was passed in the Annual General Meeting of the Company held during last two Financial Years.



One Extra Ordinary General meeting of members was held during last two years on dated 2nd January, 2014 For reissue of forfeited shares.

7) General Shareholder Information

a) Annual General Meeting

Date: 27th Sep 2014

Time: 11.00 A.M.

Venue: 301 Metro Plaza, Parivahan Marg, Jaipur

Book Closure: 18th To 27th Sep 2014

b) Financial Calendar

Tentative calendar of events for the Financial Year 2014-15 (April-March) is given below:

Adoption of Quarterly Results Ended	In The Month Of
June 30, 2014	By August 14, 2014
September 30, 2014	By November 14, 2014
December 31, 2014	By February 14, 2015
March 31, 2015 (Audited Annual Accounts)	By May 30, 2015

c) Listing On Stock Exchanges

Name of the Stock Exchange in which the shares of the Company are listed for trading with

Jaipur Stock Exchange

Delhi Stock Exchange

Ahemdabad Stock Exchange.

The Listing Fee for the financial year has been paid.

d) Shareholding Pattern of the Company as on 31st March, 2014

Category	No. of Shares Held	% Of Shareholders
(1) Promoter's Shareholding		
a) NRI Promoter's (including OCBs)		
b) Bodies Corporate	486500	14.97
c) Indian Directors and their Relatives	813500	25.03
Sub Total	1300000	39.99
(2) Others :-		
(a) Bodies Corporate	0.00	0.00
(b) Indian Public	1950600	60.01
Sub Total	1950600	60.01
Grand Total	3250600	100.00

There are no shares/securities /warrants/instruments due for conversion.



d) Distribution of Shareholding as on 31st March , 2014

Range No. of Shares	Share Holders		Shares	
	Numbers	% to total holders	Numbers	% of Total Capital
UP TO 5000	2675	92.72	802600	24.6908
5001-10000	55	1.91	48500	1.4920
10001-20000	23	0.80	38500	1.1844
20001-30000	33	1.14	83400	2.5657
30001-40000	15	0.52	53000	1.6305
40001-50000	18	0.62	84800	2.6087
50001-100000	24	0.83	164800	5.0698
100000 & Above	42	1.46	1975000	60.7580
Total	2885	100.00	3250600	100.00

e) Share Transfer System

Share transfers are registered by Beetal Financial and Computer Services (p) Ltd Beetal House ,3rd Floor, 99 Madangir, Behind LSC, New Delhi 110062 and returned to the respective transferees within a period ranging from fifteen days to one month, provided the documents lodged with the Registrars/Company are clear in all respects.

f) Dematerialization Of Shares

As per notifications issued by the Securities and Exchange Board of India(SEBI),the trading in Company's shares is permitted only in dematerialized form. In order to enable the shareholders to hold their shares in electronic form and to facilitate scripless trading, the Company has enlisted its shares with Central Depository Services(India) Limited.

ISIN for the Company's equity shares : INE183Q01012

g) Compliance Officer's Details

Mr. J.C. Kedawat - Company Secretary
Tel No : 0141-2377301
M. No. : 9413344688
Email : jckedawatfcs@gmail.com

h) Address For Correspondence

Continental Securities Limited
301, Metro Plaza, Gopal-Bari , Jaipur
Tel : 0141-2377301
M No : 09414477226
E-Mail :rk14569@rediffmail.com
Website:continentalsecuritiesltd.com



**The Company has no other office****i) Market Price Data**

Presently Company is listed with Ahemdabad, Jaipur & Delhi Stock Exchange .There was no trading in shares of the company in the year 2013-14

j) Depository Services

For guidance on depository services , Shareholders may write to the Company or to the respective Depositories:

1) Central Depository Services(India)Limited

PhirozeJeejeebhoy Towers, 17thFloor ,
Dalal Street , Fort , Mumbai 400001
Tel:0091-022-22723333
Fax No:0091-022-22723199
Email:info@centraldepository.com
Website: www.cdslindia.com

k) Unclaimed Securities Suspense Account

No shares are lying in the unclaimed suspense account.

l) Non Mandatory Requirements

The Company has adopted the following non - mandatory requirements on Corporate Governance recommended under Clause 49 of the Listing Agreement.

1. Remuneration Committee of the Company is operational .Presently , the Committee comprises of three Non Executive Directors of the Company.
2. As the Company's quarterly and half-yearly results are published in English newspaper having circulation all over India and in Hindi Newspaper having circulation in Rajasthan the same are not sent to the Shareholders of the Company.
3. There are no Auditor's qualification on the accounts.
4. Presently the Company does not have training program for its Board Members.
5. Presently the Company does not have mechanism for evaluating non-executive Board Members.
6. Presently the Company does not have a Whistle Blower Policy.

For and on behalf of the Board of Directors,

PLACE: JAIPUR
DATED: 29th May, 2014

M. L. KHANDELWAL
Chairman

**AUDITOR'S COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE****To the Members of Continental Securities Limited**

We have examined the Compliance of Conditions of Corporate Governance by Continental Securities' Limited for the Year Ended 31st March 2014 (12 Month) as stipulated in Clause 49 of the Listing agreement of the Said Company with the Stock Exchange.

The Compliance of Conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the Conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial Statement of the Company.

In our opinion and to the best of our information and according to the explanation given to us, we certify that the Company has complied with, in all material respect, 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 further viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place :- Jaipur
Date:- 29th May 2014

For R.P.Khandelwal & Associates
Chartered Accountants
FRN 001759C

R.P Khandelwal
(Partner)
M.No 071002

DECLARATION**To The Members of Continental Securities Ltd**

As Provided under Clause 49(D) of the Listing Agreement with the Stock Exchanges, The Board of Directors and the Senior Management Personnel have affirmed compliance with the Company's Code of Conduct for the Year ended 31st March, 2014

Place : Jaipur
Date: 29th May, 2014

Rajesh Khuteta
(Managing Director)



**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, 2014, the Statement of Profit and Loss and Cash Flow Statement for the year 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 Standards referred to in sub-Section (3C) of Section 211 of the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. This responsibility includes the design, implementation 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 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 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 subject to the notes given in annexure and annexure to the audit report.





- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- (b) In the case of the 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. As Required by the Companies (Auditor's Report) Order, 2003 ("the Order") as amended issued by the Central Government of India in terms of Sub-section(4A) of Section 227 of the Act, We give in the Annexed a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by Section 227(3) of the Act, we report that :
 - 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 sub-Section (3C) of Section 211 of the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act,2013
 - e. On the basis of the written representations received from the directors as on March 31, 2014, taken on record by the Board of Directors, We have report that none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of Clause (g) of Sub-Section (1) of Section 274 of the Act.
 - f. Since the Central Government has not issued any notification as to the rate at which the Cess is to be paid under Section 441A of Companies Act,1956 nor has it issued any Rules under the Said Section, Prescribing the manner in which such cess is to be paid no cess is due ad payable by the Company

Place :- Jaipur
Date:- 29th May 2014

For R.P.Khandelwal & Associates
Chartered Accountants
FRN 001759C

R.P Khandelwal
(Partner)
M.No 071002

**ANNEXURE TO THE AUDITOR'S REPORT**

[Referred to in paragraph 1 of our report of even date to the Member of Continental Securities Ltd For the Period Ended 31st March 2014]:

1. The Company is maintaining 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. As per information and explanations provided by the Management and Records made available to us, The Company has not disposed off substantial part of the fixed assets, which affected the going concern of the Company.
3. The company has not granted any loans, secured or unsecured to Companies, Firms or other parties Covered in the register maintained U/s 301 of the Companies Act, 1956 and accordingly the provisions of paragraph 4(iii)(b) to (d) are not Applicable
4. The company has not taken Unsecured loans from the Companies, Firms of other parties Covered in the register maintained under section 301 of the companies Act 1956, and accordingly the provisions of paragraph 4(iii)(e) to (g) are not Applicable
5. The company has no investment except investments in shares shown under the head investment at the beginning or at the end of the year.
6. 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.
7. The Company has an adequate internal Control Systems Commensurate to the Size of the Company and nature of its business for the purchase of inventory and fixed assets and for the sales of goods & Services and no major weaknesses in internal Control Systems Has been noticed
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.
9. The company has not accepted any deposit from the public within the meaning of the directives issued by the Reserve Bank of India and Under the Provision of Section 58A 58 AA or any other relevant Provision of the Act and the Rules framed there under. As informed to us no order has been passed by the Company Law Board or National Law Tribunal or Reserve Bank of India or any Court or any other Tribunal in this Regard.
10. Internal Audit has been carried out by the Own Internal Audit Department formed within the Organization and the Audit systems is Commensurate with a Size and a nature of business of the Company.
11. The Company has not accepted any deposited fro 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. The company has accumulated profit of Rs. 3.88 lacs 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. On the Basis of records made available and information and explanations given to us, The company has not defaulted in repayment of dues, considering the sanction of BIFR Scheme, to financial institution bank of debenture holder
16. On the Basis of records made available and information and explanations given to us, The company has not granted any Loans and advances on the basis of pledge of shares, debentures and other securities
17. The Company is not a Chit fund or a nidhi/mutual benefit fund/society; therefore the provision of clause 4(xiii) of the Order are not applicable to the Company
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 not made any public issue during the year therefore the clause of disclosure the use of money raised by public issue, is not applicable this year. However the company has reissued 5, 08,000 equity share of Rs. 10/- each at Rs. 5/- paid up which were forfeited by the company , the company has also received from share holder of Rs. 24,33,750 towards unpaid call money.
24. The company has not issued any debentures. Accordingly, Clause 4(xix) of the order is not applicable.
25. The company has not made any public issue therefore the clause of disclosure of the use of money raised by public issues, is not applicable this year.
26. We have been informed that no employee of the company has misappropriated funds of the company.

Place :- Jaipur
Date:- 29th May 2014

For R.P.Khandelwal & Associates
Chartered Accountants
FRN 001759C

R.P Khandelwal
(Partner)
M.No 071002



BALANCE SHEET AS ON 31ST MARCH, 2014

(Amt. in Rupees)

Particulars	Note No.	as at 31.03.2014	as at 31.03.2013
I EQUITY & LIABILITIES			
1 Shareholders' Funds			
(a) Share Capital	1	32,506,000.00	28,518,990.00
(b) Reserves & Surplus	2	2,293,204.00	775,602.00
(c) Money received against share warrants			
2 Share Application Money pending Allotment		-	-
3 Non-current Liabilities			
(a) Long Term Borrowings	3	646,234.00	803,479.00
(b) Deferred Tax Liabilities (Net)	4	214,074.00	151,450.00
(c) Other Long Term Liabilities		-	-
(d) Long Term Provisions		-	-
4 Current Liabilities			
(a) Short Term Borrowings		-	-
(b) Trade Payables		-	-
(c) Other Current Liabilities	5	1,149,240.00	1,375,437.00
(d) Short Term Provisions	6	232,590.00	377,352.00
TOTAL		<u>37,041,342.00</u>	<u>32,002,310.00</u>
II ASSETS			
1 Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	7	2,835,773.00	3,314,978.00
(ii) Intangible Assets		-	-
(iii) Capital Work-in-Progress		-	-
(ii) Intangible Assets under development		-	-
(b) Non-current Investments	8	4,295,000.00	4,295,000.00
(c) Deferred Tax Assets (Net)		-	-
(d) Long Term Loans & Advances		-	-
(e) Other Non-current Assets		-	-
2 Current Assets			
(a) Current Investments		-	-
(b) Inventories		-	-
(c) Trade Receivables		-	-



(d) Cash & Cash Equivalents	9	655,600.00	1,381,895.00
(e) Short Term Loans & Advances	10	28,183,781.00	21,481,257.00
(f) Other Current Assets	11	1,071,188.00	1,529,180.00
TOTAL		<u>37,041,342.00</u>	<u>32,002,310.00</u>

See accompanying notes to the financial statements

As per our Report of even date annexed

For R.P.Khandelwal & Associates
Chartered Accountants
FRN 001759C

For & on behalf of Board of Directors

(R. P. KHANDELWAL)
PARTNER
M.No '071002
Place : Jaipur
Date : 29.05.2014

ML Khandelwal
(Chairman)

Rajesh Khuteta
(Mangaing Director)

JC Kedawat
(Company Secretary)





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

(Amt. in Rupees)

Particulars	Note No.	as at 31.03.2014	as at 31.03.2013
I Revenue from Operations	12	4,088,927.00	4,406,629.00
II Other Income		-	-
III Total Revenue (I + II)		4,088,927.00	4,406,629.00
IV Expenses :			
Employee Benefits Expense	13	769,410.00	842,296.00
Finance Costs		89,187.00	61,897.00
Depreciation and Amortisation Expenses		1,178,125.00	1,200,555.00
Administration & Other Expenses	14	1,273,048.00	810,828.00
Total Expenses		3,309,770.00	2,915,576.00
V Profit Before Exceptional & Extraordinary Items & Tax (III - IV)		779,157.00	1,491,053.00
VI Exceptional Items		-	-
VII Profit Before Extraordinary Items & Tax (V-VI)		779,157.00	1,491,053.00
VIII Extraordinary Items		-	-
IX Profit before Tax (VII - VIII)		779,157.00	1,491,053.00
X Tax Expenses			
Current Tax		328,906.00	449,166.00
Deferred Tax		62,624.00	23,247.00
XI Profit from Continuing Operations (VII-VIII)		387,627.00	1,018,640.00
XII Profit from Discontinuing Operations		-	-
XIII Tax expenses of Discontinuing Operations		-	-
XIV Profit from Discontinuing Operations after Tax		-	-
XV Profit for the period (XI + XIV)		387,627.00	1,018,640.00
XVI Earnings Per Share	15		
Basic		0.12	0.31
Diluted		0.12	0.31

See accompanying notes to the financial statements

As per our Report of even date annexed

See accompanying notes to the financial statements

For R.P.Khandelwal & Associates

For & on behalf of Board of Directors

Chartered Accountants

FRN 001759C

(R. P. KHANDELWAL)

ML Khandelwal

Rajesh Khuteta

JC Kedawat

PARTNER

(Chairman)

(Mangaing Director)

(Company Secretary)

M.No '071002

Place : Jaipur

Date : 29.05.2014



CASH FLOW STATEMENT FOR THE YEAR 2013-2014

	Rs in Lacs	
	2013- 14	2012-13
A. CASH FLOE FROM OPERATING ACTIVITIES		
NET PROFIT AFTER TAX AND EXTRAORDINARY ITEMS	3.88	10.19
Adjustment For :-		
Depreciation	11.78	12.01
Interest Expenses	0.89	0.62
Provision for Taxes	3.28	4.49
Deferred Tax	0.62	0.23
Extra Ordinary Item	-	-
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	20.45	27.54
Adjustment For :-		
Decrease/ (Increase) in Current Assets	(62.44)	(32.32)
Increase/(Decrease) in Current Liabilities	(3.70)	5.78
Other Advances	1.12	
Cash Generated from Operations	(44.57)	1.00
Interest Paid	(0.89)	(0.62)
Direct Taxes Paid	(3.28)	-4.49
NET CASH FROM OPERATING ACTIVITIES	(48.74)	(4.11)
B. CASH FLOW INVESTMENT ACTIVITIES		
Purchase of Fixed Assets & Misc. Assets (Net)	(6.99)	(19.39)
Net Sales/ (Purchase) of investments	-	20.00
NET CASH USED IN INVESTING ACTIVITIES	(6.99)	0.61
C. CASH FLOW FROM FINANCING ACTIVITIES		
Secured loans taken/ (Repayment done) (NET)	(1.58)	6.96
Repayment of Unsecured Loans	-	-
Call Money Raised & Excess Amt Received from Issue of Share	50.05	-
NET CASH USED IN FINANCING ACTIVITIES	48.47	6.96
NET INCREASE IN CASH & CASH EQUIVALENTS	(7.26)	3.46
CASH & CASH EQUIVALENTS (OPENING BALANCE)	13.81	10.35
CASH & CASH EQUIVALENTS (CLOSING BALANCE)	6.55	13.81

For and behalf of Board of Directors

1. M.L. Khandelwal , Chairman
3. J.C. Kedawat , Director

2. Rajesh Khuteta , Managing Director

Place : JAIPUR
Date : 29th May 2014

For R.P. Khandelwal & Associates
Chartered Accountants (FRN 001759C)
R.P. Khandelwal (Partner)
M.No 071002



NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2014

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

(Amount in Rupees)

1 SHARE CAPITAL

	As at 31.03.2014	As at 31.03.2013
Authorised Share Capital :	(Rs.)	(Rs.)
4000000 equity shares of Rs. 10/- each	40,000,000.00	40,000,000.00
Issued, Subscribed & Paid up :		
3250600 equity shares of Rs. 10/- each	32,506,000.00	32,506,000.00
Less : Calls in Arrears	-	3,987,010.00
	<u>32,506,000.00</u>	<u>28,518,990.00</u>

1.1	Details of Shareholders holding more than 5% shares	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	3,250,600	3,250,600
	Add : Shares issued during the year	-	-
	Less : Shares cancelled on buy back during the year	-	-
	Equity Shares at the end of the year	3,250,600	3,250,600

1.3 However, 508000 shares, on which call money was not received, were forfeited & re-issued during the year.

2 RESERVES & SURPLUS

	(Rs.)	(Rs.)
General Reserve	51,110.00	51,110.00
Reserve Fund	456,637.00	379,111.00
Capital Reserve	1,017,240.00	-
Profit & Loss A/c	768,217.00	345,381.00
	<u>2,293,204.00</u>	<u>775,602.00</u>

2.1 Profit & Loss A/c :

As per Last Balance Sheet	345,381.00	(469,529.00)
Profit/ (Loss) for the year	387,627.00	1,018,640.00
Transfer to Reserve Fund & NPA Provision	35,209.00	(203,730.00)
	<u>768,217.00</u>	<u>345,381.00</u>

3 LONG TERM BORROWINGS

	(Rs.)	(Rs.)
Secured	646,234.00	803,479.00
Unsecured	-	-
	<u>646,234.00</u>	<u>803,479.00</u>

3.1 Secured Loan indicates only car loan.

4 DEFERRED TAX LIABILITY (Net)

	(Rs.)	(Rs.)
Related to Fixed Assets	214,074.00	151,450.00
Others	-	-
Total	<u>214,074.00</u>	<u>151,450.00</u>



NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2014

(Amount in Rupees)

		As at 31.03.2014 (Rs.)	As at 31.03.2013 (Rs.)
5 OTHER CURRENT LIABILITIES			
Lease Debtors		729,485.00	839,653.00
Other Current Liabilities		<u>419,755.00</u>	<u>535,784.00</u>
		<u>1,149,240.00</u>	<u>1,375,437.00</u>
6 SHORT TERM PROVISIONS			
Provision for Income Tax		232,590.00	377,352.00
Provision on Standard Assets		-	-
		<u>232,590.00</u>	<u>377,352.00</u>
8 NON CURRENT INVESTMENTS	No of Shares	(Rs.)	(Rs.)
8.1 TRADE INVESTMENTS		-	-
8.2 OTHER INVESTMENTS			
Investment in Associate Concerns			
Orchid Securities Pvt.Ltd.	197,500	1,975,000.00	1,975,000.00
Other Investments			
Tarachand & Bros. Pvt.Ltd.	72,000	720,000.00	720,000.00
A. H. Stock Broking Co. (P) Ltd.	30,000	300,000.00	300,000.00
Goodwill fincom (P) Ltd.	50,000	1,000,000.00	1,000,000.00
Bondwell Corporate Advisors (P) Ltd.	2,500	100,000.00	100,000.00
Secure Stock fin Co. (P) Ltd.	20,000	200,000.00	200,000.00
TOTAL		<u>4,295,000.00</u>	<u>4,295,000.00</u>
9 CASH & CASH EQUIVALENTS		(Rs.)	(Rs.)
Cash in Hand		81,022.00	776,313.00
Balances with Banks : In Current Account		390,551.00	437,257.00
In Fixed Account		184,027.00	168,325.00
		<u>655,600.00</u>	<u>1,381,895.00</u>
10 SHORT TERM LOANS & ADVANCES			
10.1 Secured		-	-
10.2 Unsecured :			
Considered Good			
Inter-Corporate Loans		1,859,608.00	1,791,900.00
Other Finance, Loans & Advances		26,324,173.00	18,689,357.00
Share Application Money		-	1,000,000.00
		<u>28,183,781.00</u>	<u>21,481,257.00</u>
Considered Bad & Doubtful		-	-
11 OTHER CURRENT ASSETS			
Tax Deducted at Source		100,674.00	185,904.00
Other Current Assets		<u>970,514.00</u>	<u>1,343,276.00</u>
		<u>1,071,188.00</u>	<u>1,529,180.00</u>
12 REVENUE FROM OPERATIONS			
Interest Income		2,863,627.00	3,147,704.00
Lease Income		<u>1,225,300.00</u>	<u>1,258,925.00</u>
		<u>4,088,927.00</u>	<u>4,406,629.00</u>



NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2014

(Amount in Rupees)

	As at 31.03.2014	As at 31.03.2013
13 EMPLOYEE BENEFITS EXPENSES		
Salaries	661,000.00	753,000.00
Bonus to Staff	70,100.00	70,100.00
Staff Welfare	38,310.00	19,196.00
	<u>769,410.00</u>	<u>842,296.00</u>
14 ADMINISTRATIVE & OTHER EXPENSES		
Vehicle & Conveyance Exp.	131,514.00	84,286.00
Printing & Stationery Exp.	24,811.00	8,326.00
Office Rent	60,000.00	-
Postage & Courier Exp.	52,847.00	205.00
Telephone Exp.	23,150.00	29,394.00
Auditor's Remuneration	30,000.00	18,000.00
Internal Audit Fee	5,000.00	5,000.00
Directors' Remuneration	429,000.00	384,000.00
Directors' Sitting Fees	7,750.00	3,000.00
Legal & Professional Charges	154,000.00	29,800.00
Travelling Exp.	83,226.00	46,474.00
Electricity & Water Exp.	22,128.00	12,890.00
Business Promotion Exp	19,458.00	27,598.00
Repair & Maintenance Exp.	1,450.00	1,350.00
Listing Fees	48,359.00	27,600.00
Insurance Exp.	20,036.00	5,899.00
Other Administrative Exp.	160,319.00	127,006.00
	<u>1,273,048.00</u>	<u>810,828.00</u>
14.1 Remuneration to Auditors includes		
Statutory Audit Fees	20,000.00	12,000.00
Tax Representation & Certifications	10,000.00	6,000.00
	<u>30,000.00</u>	<u>18,000.00</u>
15 Basic & Diluted EPS		
Net Profit after Tax (a)	387,627.00	1,018,640.00
No. of Shares (b)	3,250,600	3,250,600
Basic EPS (a/b)	0.12	0.31
Diluted EPS	0.12	0.31

See accompanying notes to the financial statements

For R.P.Khandelwal & Associates

For & on behalf of Board of Directors

Chartered Accountants

FRN 001759C

(R. P. KHANDELWAL)

ML Khandelwal

Rajesh Khuteta

JC Kedawat

PARTNER

(Chairman)

(Mangaing Director)

(Company Secretary)

M.No '071002

Place : Jaipur

Date : 29.05.2014



NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2014

FIXED ASSETS	GROSS BLOCK		DEPRECIATION		Net Block					
	Balance as on 1.4.13	Addition during yr	Deletion during yr	Total as on 31.3.14	UPTO 31.3.13	Provided during yr	Earlier Yrs. Written Back	Total as on 31.3.14	As at 31.03.2014	As at 31.03.2013
TANGIBLE ASSETS :										
A. ASSETS ON LEASE :										
Lease Assets	9,612,516.00	540,000.00	-	10,152,516.00	8,500,833.00	660,673.00	-	9,161,506.00	991,010.00	1,111,683.00
Total A	9,612,516.00	540,000.00	-	10,152,516.00	8,500,833.00	660,673.00	-	9,161,506.00	991,010.00	1,111,683.00
B. OTHER FIXED ASSETS										
Furniture & Fixtures	785,994.00	-	-	785,994.00	362,744.00	76,608.00	-	439,352.00	346,642.00	423,250.00
Office Equipments	710,734.00	23,500.00	-	734,234.00	328,959.00	54,538.00	-	383,497.00	350,737.00	381,775.00
Vehicles	2,803,622.00	-	-	2,803,622.00	1,433,895.00	354,622.00	-	1,788,517.00	1,015,105.00	1,369,727.00
Computers	597,262.00	135,420.00	-	732,682.00	568,719.00	31,684.00	-	600,403.00	132,279.00	28,543.00
Total B	4,897,612.00	158,920.00	-	5,056,532.00	2,694,317.00	517,452.00	-	3,211,769.00	1,844,763.00	2,203,295.00
Total A+B	14,510,128.00	698,920.00	-	15,209,048.00	11,195,150.00	1,178,125.00	-	12,373,275.00	2,835,773.00	3,314,978.00
Previous Year	12,572,288.00	1,937,840.00	-	14,510,128.00	9,994,595.00	1,200,555.00	-	11,195,150.00	3,314,978.00	2,577,693.00

See accompanying notes to the financial statements

For R.P.Khandelwal & Associates

Chartered Accountants

FRN 001759C

(R. P. KHANDELWAL)

PARTNER

M.No '071002

Place : Jaipur

Date : 29.05.2014

For & on behalf of Board of Directors

ML Khandelwal

(Chairman)

Rajesh Khuteta

(Mangaing Director)

JC Kedawat

(Company Secretary)

**SCHEDULE - 9****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 recognized 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) Penalty/ additional interest and additional finance charges are recognised are as income as and when received.
 - (C) All other income are recognized 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 30th April,2014 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 realization 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 some as on date same shall be accounted for as and when paid.
4. No provision have been made for dimution in the value of investment in shares which show the investment in the unquoted shares.
5. Provision is made for Standard Assets as per RBI norms.
6. Creditors & Loans and Advances are subject to confirmation.
7. Traveling Expenses includes Rs. 10027/- towards Directors. (Previous year Rs. 37909/-)
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:	2014	2013
Fee for audit	20,000	12,000
Tax representation & Certifications	10,000	6,000
Total	30,000	18,000

11. The company has reissued 508000 equity shares of Rs. 10/- each at Rs.5 paid up which was forfeited by the company on dt. 3.12.2013. During the year the company has also received call money Rs. 2433750 towards unpaid call money.

The Company has transferred Rs.1017240/-towards Capital Reserve which were due to excess money remains in shares forfeited account, there were amount of Rs. 3557240/-in forfeiture account out of which Rs.2540000/- were utilized in re-issue of 508000 equity shares and balance Rs. 1017240/- transferred to capital reserve account.

12. The Company has only one revenue segment - Lease Hire purchase, Interest income. Hence, no seperate segment wise information on revenue result and capital employed is given.



13. 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.) 2013-14	Balance Outstanding 31.03.14	Amount (Rs.) 2012-13	Balance Outstanding 31.03.13
Rajesh Khuteta	Key Management Personnel	Remuneration	429000		384000	9160
Rajesh Khuteta HUF	HUF of Key Management Personnel	Unsecured Loan	200000	NIL	170000	NIL
Hemlata Khuteta	Relative of Key Management Personnel	Unsecured Loan	275000	NIL	515000	NIL
Rajesh Khuteta	Key Management Personnel	Rent	60000	NIL	NIL	NIL

14. There is no Earning & Expenditure in foreign Currency

15. There is no Claims against the Company not acknowledged as debts.

16. There is no Contingent liability for which provisions are to be made.

17. Figures have been rounded off to the nearest rupee.

18. Quantitative information in respect of goods traded in shares/ debentures/ securities are nil.

19. Reserve fund u/s 45I Cof RBI Act, 1936 has been created for the current year @ 20% of profit after tax for Rs.77,526.00.

As per our Audit Report of even date annexed.

For R.P. Khandelwal & Associates

Chartered Accountants

FRN 001759C

R.P. Khandelwal

Partner

M.No. 071002

Place : JAIPUR

Date : 29th May, 2014

For and behalf of Board of Directors

M.L. Khandelwal , Chairman

Rajesh Khuteta, Managing Director

J.C.Kedawat, Company Secretary

**AUDITOR'S CERTIFICATE**

We have examined the attached Cash Flow Statement of Continental Securities Limited for the year 2013-14. 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 29th May ,2014 to the Member of the Company.

Place : JAIPUR

Date : 29th May 2014

For R.P. Khandelwal & Associates

Chartered Accountants (FRN 001759C)

R.P. Khandelwal (Partner)

M.No 071002





SCHEDULE TO THE BALANCE SHEET FOR THE YEAR ENDED 31ST MARCH 2014

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

PARTICULARS	PRINCIPAL	INTEREST ACCRUED	AMOUNT	AMOUNT
		BUT NOT DUE	OUTSTANDING	OVERDUE
LIABILITIES SIDE				
(1) Loans and advances availed by the NBFCs		Rate in Lacs		
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	6.46	---	6.46	---
(d) Inter-corporate loans and borrowing	---	---	---	---
(e) Commercial Paper	---	---	---	---
(f) Public Deposits	---	---	---	---
(g) Cash Credit and Working Capital Demand Loan	---	---	---	---
TOTAL	6.46	---	6.46	---
(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	281.84
(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	--	281.84	281.84
Total	--	281.84	281.84



(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
FRN 001759C

Place : JAIPUR
Date : 29th May, 2014

R.P. Khandelwal
Partner
M. No. 071002



PROXY FORM

(Pursuant to Section 105(6) of the Companies Act,2013 and Rule 19(3) of the Companies (Management and Administration)Rules,2014)

Name of The Member(s) : _____
 Registered Address : _____
 E-Mail Id : _____
 Folio No/DP ID-Client ID : _____

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

1. Name : _____ Address : _____
 E-Mail Id : _____ Signature : _____ or Failing him
2. Name : _____ Address : _____
 E-Mail Id : _____ Signature : _____ or Failing him
3. Name : _____ Address : _____
 E-Mail Id : _____ Signature : _____

As my/our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 24th Annual General Meeting of the Company , to be held on the Saturday , 27th Sep 2014 at 11.00 A.M. at Registered Office of the company , 301 Metro Plaza , Gopalbari Jaipur-302001 and at any adjustment thereof in respect of such resolutions as are indicated below:

Resolution No Resolutions

Ordinary Business

- 1 Adoption of Financial Statements For The Year Ended 31st March 2014
- 2 Appointment of director in the place of Shri M.L. Khandelwal (DIN: _____),who retires by rotation and being eligible, offers himself for re-appointment.
- 3 Appointment of M/S R.P. Khandelwal & Associates , Chartered Accountants, as Auditors

Special Business

- 1 Appointment of Mr. Suresh Kumar Gupta as Independent Director.
- 2 Appointment of Mr. Vishnu Dusad as Independent Director..
- 3 Appointment of Mrs. Ruchi Gupta as Independent Director..

Affix Re1
Revenue
Stamp

Signed this _____ day of _____ 2014.

Member's Signature

Signature of Shareholder _____

Signature of Proxy Holder(s) _____

Note : A Member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote Instead of himself and the Proxy need not be a Member of the Company . The Instrument appointing a Proxy must be received at the Registered Office of The Company , not less than 48 hours before the commencement of the meeting.

ATTENDANCE SLIP

Name & Address of The Shareholder

Folio No : _____

DP ID : _____

Client ID : _____

I hereby certify that I am a member/proxy appointed by the member* of the Company and record my presence at the 24th Annual General Meeting of the Company, at 301 Metro Plaza, Gopalbari, Jaipur-302001, on Saturday 27th Sep 2014 at 11.00 A.M.

Name of The Shareholder/Proxy*

Signature of the Shareholder/Proxy*

*Strike out whichever is not applicable.

Note: Please fill up this attendance slip and hand over at the entrance of the meeting hall.



BOOK - POST

If undelivered please return to :
CONTINENTAL SECURITIES LTD.
Registered Office :
301, Metro Plaza, Gopalbari,
Jaipur-302001



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