



MODEX INTERNATIONAL SECURITIES LIMITED

REGD. OFFICE: 507 PADMA TOWER – II, 22 RAJENDRA PLACE, NEW DELHI – 110008

19TH ANNUAL REPORT – 2012-13

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COMPANY INFORMATION**BOARD OF DIRECTORS:**

MR. DHARMENDRA KUMAR ARORA
MR. PAVAN SACHDEVA
MR. GAURAV CHHABRA
MR. VIKRAM DUGGAL
MR. SANJAY MOHAN UNIYAL

WHOLE TIME DIRECTOR (CHAIRMAN)
WHOLE TIME DIRECTOR
DIRECTOR
DIRECTOR
DIRECTOR

AUDITORS:

M/S PRAKSH & SANTOSH
CHARTERED ACCOUNTANT
210, M.J. SHOPPING CENTRE,
3, VEER SAVARKAR BLOCK,
SHAKARPUR,
DELHI – 110 092

REGD. OFFICE:

507, PADMA TOWER – II
22, RAJENDRA PLACE
NEW DELHI – 110008
Contact at: 011-47217000
Fax No.: 011-47217066

BANKERS:

ICICI BANK LTD.
HDFC BANK LTD.
AXIS BANK LTD.
PNB LTD.
DENA BANK

CORPORATE OFFICE:

1003-1004, 10TH FLOOR,
SURYA KIRAN BUILDING,
KASTURBA GANDHI MARG,
NEW DELHI – 110001
Contact at: 011-47451800
Fax No.: 011-47451866

**REGISTERED &
SHARE TRANSFER AGENTS:**

M/S MAS SERVICES LTD.
T-34, IIND FLOOR,
OKHLA INDUSTRIES AREA, PHASE II,
NEW DELHI – 110020

INVESTOR EMAIL ID:

contact@modexindia.com
investors@modexindai.com

WEBSITE

www.modexindia.com

ANNUAL GENERAL MEETING

25TH September 2013, at 10:00 A.M.
At Registered Office

BOOK CLOSURE

Friday, 20th September 2013 to Wednesday, 25th September 2013

NOTICE

Notice is hereby given that 19th Annual General Meeting of the members of **MODEX INTERNATIONAL SECURITIES LIMITED** (the Company) will be held on Wednesday, 25th September, 2013 at 10.00 A.M. at Bhati Farms, Village Bhati, Mehrauli, Delhi-110030 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Profit and Loss Account of the Company for the financial year ended March 31, 2013 and Balance Sheet as at that date together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Sanjay Mohan Uniyal, who retires from office by rotation, and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Vikram Duggal, who retires from office by rotation, and being eligible, offers himself for re-appointment.
4. To re-appoint M/s Prakash & Santosh, Chartered Accountants, as the Auditors of company, to hold office from the conclusion of ensuing Annual General Meeting until the conclusion of next Annual General Meeting on a remuneration to be decided by the Board of Directors.

**By Order of the Board
For Modex International Securities Limited**

**Place : NEW DELHI
Date : 26-08-2013**

**Dharmendra Kumar Arora
(Chairman)**

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE MEETING) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. Members/Proxies should bring the Attendance Slip sent herewith duly filled in for attending the Meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 20th September, 2013 to Wednesday, 25th September, 2013 (both days inclusive).
4. Members who hold shares in dematerialised form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting.
5. As required under sub clause IV (E)(v), of clause 49 of the Listing Agreement, the detail of shareholding of Non –Executive Directors (both owned or held by / for other person on a beneficial basis) seeking appointment / re-appointment in the forthcoming Annual General Meeting is given below :-

S.No.	Name of Non-Executive Director	No. of Shares held
1	Mr. Gaurav Chhabra	NIL
2	Mr. Vikram Duggal	NIL
3	Mr. Sanjay Mohan Uniyal	NIL

6. Members holding shares in physical form are requested to intimate change in their address, if any, immediately to the Company’s Registrar and Share Transfer Agents, M/s Mass Services Limited, T - 34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020. Members holding shares in electronic mode must intimate the change in their address if any to their respective Depository Participant only and not to the Company or the Company’s Registrar and Share Transfer Agents.
7. Members who are holding shares in more than one Folio are requested to intimate the Secretarial Department the details of all their folio numbers for consolidation into a single folio.
8. Members desirous of having any information regarding Accounts are requested to address their queries to the Company at the Registered Office of the Company at least seven days before the date of the meeting, so that the requisite information is made available at the meeting.
9. Corporate members are requested to send a duly certified copy of the Board Resolution authorising their representative to attend and vote at the Annual General Meeting.
10. As an austerity measure, copies of the Annual Report of the Company will not be distributed at the Annual General Meeting. Members are requested to bring their copies to the meeting.

DETAILS OF DIRECTORS RETIRING BY ROTATION & SEEKING RE-APPOINTMENT IN THE ENSUING ANNUAL GENERAL MEETING (IN PURSUANCE OF CLAUSE 49 OF THE LISTING AGREEMENT)

S. No	Name	Date of Birth	Date of Appointment	Expertise in Specific Functional Area	Qualification	Directorship in other Companies	Chairman/Member of the Committee of the Board of Directors of the Company	Chairman / Member of the Committee of other company
1	Sanjay Mohan Uniyal	27.07.1964	01.06.2009	Financial Services	B. Com	a) Doon Housing Pvt. Ltd., b) Bhawanam Infrastructure Pvt. Ltd.	Nil	Nil
2	Vikram Duggal	01.09.1962	12.11.2011	Financial Services	B.Com, L.L.B.	Nil	Member	Nil

**By Order of the Board
For Modex International Securities Limited**

**Place : NEW DELHI
Date : 26-08-2013**

**Dharmendra Kumar Arora
(Chairman)**

DIRECTORS' REPORT

To the members of Modex International Securities Limited,

Your Directors have pleasure in presenting this 19th Annual Report of the Company together with Audited Accounts for the year ended on 31st March, 2013.

FINANCIAL RESULTS

The highlights of financial results of the Company for the financial years 2012-13 and 2011-12 are as under:-

PARTICULARS	AMOUNT (Rs.)	
	2012-2013	2011-2012
Total Income	69,332,188	83,905,385
Less : Total Expenditure	65,585,330	80,420,618
Profit / (Loss)	3,746,858	3,484,767
Less: Depreciation	3,613,887	2,754,619
Less : Provision for Taxation	233,349	471,254
Less : Income Tax Adjust (Last year)	1,483	127,383
Less : Deferred Tax Liability/(Assets)	(186,049)	(76,152)
Profit / (Loss) after Taxation	84,188	207,662
Add: Balance Brought Forward from last year	67,865,644	67,657,982
Profit/(Loss) carried to Balance Sheet	67,949,832	67,865,644

PERFORMANCE

Owing to the recession in the global economy, Indian economy particularly the capital market got hurt. As your company's main stream of business is linked with Capital Market, therefore the total Income of the company has been reduced. During the year under review the total Income of your Company was Rs. 693.32 Lacs as compared to Rs. 839.05 Lacs during the previous year, thereby showing a decrease by 17.37 %. As a result the Company has earned a Profit (after tax) of Rs. 0.84 Lacs as against a Profit (after tax) of Rs. 2.08 Lacs in previous year.

DIVIDEND

Keeping in view further expansion plans in broking space, your directors do not recommend any dividend for the year ended on 31st March, 2013.

FIXED DEPOSIT

Your Company has neither invited nor accepted any deposits from public within the meaning of Section 58A of the Companies Act, 1956 read with Companies (Acceptance of Deposit) Rules, 1975 during the year under review.

DIRECTORS

In accordance with the provisions of the Companies Act, 1956 and Articles of Association of the Company the Board accorded to give consent to the following:

- Mr. Mahesh Gopal Goel ceases to operate as the Whole time Director of the company, the Board hereby accepts his resignation w.e.f. 14th August, 2013, and
- Mr. Sanjay Mohan Uniyal and Mr. Vikram Duggal, are liable to retire by rotation as Directors at the ensuing Annual General Meeting and being eligible have offered themselves for re-appointment.

AUDIT COMMITTEE

At present the audit committee comprises of the following Directors:

- Mr. Gaurav Chhabra (Chairman)
- Mr. Dharmendra Kumar Arora
- Mr. Vikram Duggal

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The Company being in the financial sector, the particulars as prescribed under section 217(1)(e), of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 regarding Conservation of Energy and Technology Absorption are not applicable to the Company.

FOREIGN EXCHANGE EARNINGS AND OUTGO

Foreign Exchange earnings and outgo were nil during the current year.

PARTICULARS OF EMPLOYEES

There are no employees who are in receipt of remuneration in excess of the rates/amounts specified under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of provisions of Section 217(2AA) of the Companies Act, 1956, your Directors confirm that:

- (i) The annual accounts of the Company have been prepared in conformity with the generally accepted accounting standards in India.
- (ii) Accounting policies selected were applied consistently, reasonable and prudent judgment and estimates are made so as to give a true and fair view of the Company as on 31st March 2013 and of the Profit of the Company for the Year ended on that date.
- (iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities. The internal audit control system of the Company is monitored by the director's themselves.
- (iv) The Company is in a position to carry on its business in the foreseeable future and, accordingly, the financial statements have been prepared on the basis of a going concern.

CORPORATE GOVERNANCE

A detailed report on Corporate Governance alongwith the Certificate of M/s Prakash & Santosh, Chartered Accountants confirming compliance of conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement with The Delhi Stock Exchange forms part of the Annual Report.

SUSIDIARY COMPANY

The Company does not have any Subsidiary company.

LISTING OF COMPANY'S SHARES ON STOCK EXCHANGES

The Company's shares are listed on "The Delhi Stock Exchange of India Limited." The listing fee up to the year 2013 – 2014 has already been paid to the Stock Exchange.

AUDITORS

M/s Prakash & Santosh, Chartered Accountants, retires as Statutory Auditors of the Company at the conclusion of the ensuing Annual General Meeting and have confirmed their eligibility and willingness to accept the office of the Statutory Auditors, if re-appointed. They have furnished a certificate to the effect that their appointment, if made, will be within the limits prescribed Under Section 224(1B) of the Companies Act, 1956.

AUDITORS' REPORT

The Auditors' Report read with notes on accounts is self-explanatory and therefore, in the opinion of the Directors, do not call for any further explanation.

ACKNOWLEDGEMENT

Your Directors appreciate the trust reposed by the Investor fraternity and Clients in the Company and look forward to their continued patronage. The Directors are also grateful and pleased to place on record their appreciation for the excellent support, guidance and cooperation extended by the Delhi Stock Exchange, Bombay Stock Exchange, National Stock Exchange, MCX Stock Exchange, United Stock Exchange, Central Depository Services (India) Ltd. The Board also expresses its appreciation of the understanding and support extended by the shareholders and employees of the Company.

**By Order of the Board of Directors of
Modex International Securities Limited**

**DATE : 26.08.2013
PLACE : NEW DELHI**

**Dharmendra Kumar Arora
(Chairman)**

REPORT ON CORPORATE GOVERNANCE
(PURSUANT TO CLAUSE 49 OF THE LISTING AGREEMENT)

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Your Company believes in conducting its affairs with the highest levels of integrity, with proper authorizations, accountability and transparency to give best services to Indian Investors for dealing in stock exchange for the growth of economy as whole. The business operations of your Company are conducted not to benefit any particular interest group but for the benefit of all stakeholders.

The VISION and VALUES are the main ingredients of the Corporate Philosophy of the Company, which can be summarized as follows:

VISION:

To be a global major in providing complete investment solutions and maximizing stakeholders value profitability and growth by being a financially strong, customer friendly, progressive organization through superior efficiency and complete transparency.

VALUES:

- Foresighted & Dedication
- Client Centric & Mutual trust
- Transparency & Openness
- Honesty & Integrity
- Prudent & Teamwork

A report on the implementation of the Code of Corporate Governance as per clause 49 of the Listing agreement is given below:

2. BOARD OF DIRECTORS:

The business of the Company is managed by a Board of Directors. The Board formulates the strategy, regularly reviews the performance of the Company and ensures that the previously agreed objectives are met on a consistent basis. The Executive Directors manage the day-to-day operations of the Company.

2.1 COMPOSITION:

The Board of Directors of the Company as at the year ending March 31, 2013 consists of 6 Directors comprising of 3 Executive directors and 3 Non – Executive Independent Directors which is in compliance with the Companies Act,1956, Clause 49 of the Listing Agreement and Articles of Association of the company.

2.2 BOARD MEETINGS AND ATTENDANCE:

During the year under review, the Board of Directors met 12 (Twelve) times viz. 14th May, 2012, 22nd June, 2012, 14th August, 2012, 16th August, 2012, 5th October, 2012, 26th October, 2012, 12th November, 2012, 3rd January, 2013, 15th January, 2013, 1st February, 2013, 15th February, 2013 and 5th March, 2013 and the gap between two meetings did not exceed four months.

Composition and category of Directors and attendance of each Director at the Board Meetings, last Annual General Meeting and Number of other Directorship and Chairmanship / Membership of Committee of each Director in various Companies:

Name of the Director	Category of Director	Attendance at Board Meetings		Attendance at last A.G.M. held on 29.9.2012	No. of Directorships held in other companies	Number of membership/chairmanship in other Board Committees	
		Held	Attended			Member	Chairmanships
Mr. Dharmendra Kumar Arora	Whole Time Director-Promoter	12	12	Yes	9	2	Nil
Mr. Mahesh Gopal Goel	Whole Time Director-Promoter	12	12	Yes	2	Nil	Nil
Mr. Pavan Sachdeva	Whole Time Director-Promoter	12	12	Yes	13	Nil	Nil
Mr. Gaurav Chhabra	Independent Non-Executive	12	12	Yes	3	2	2
Mr. Vikram Duggal	Independent Non-Executive	12	12	Yes	Nil	2	Nil
Mr. Sanjay Mohan Uniyal	Independent Non-Executive	12	12	Yes	3	Nil	Nil

2.3 REMUNERATION OF DIRECTORS (AS ON 31-03-2013)

a) Whole-time Directors

No Director whether Executive or Non Executive is getting any sitting fee. Following are the details of remuneration paid to Whole-time Directors:

Name	Designation	Salary & Perks (In Rs.)
Mr. Dharmendra Kumar Arora	Whole-time Director	8,64,000
Mr. Mahesh Gopal Goel	Whole-time Director	8,64,000
Mr. Pavan Kumar Sachdeva	Whole-time Director	8,64,000

b) Non-Executive Directors

Your company has Mr. Gaurav Chhabra, Mr. Vikram Duggal & Mr. Sanjay Mohan Uniyal as Non-Executive Directors on its Board as on 31st March 2013. The said Directors do not have any pecuniary relationship with the Company. No remuneration or sitting fee is paid to the Non-Executive Directors by the Company.

3. AUDIT COMMITTEE:

The Audit Committee reviews the financial accounting policies, adequacy of internal control systems and interacts with the statutory auditors. Besides, the Committee reviews the observations of the management and internal/ external auditors, interim and annual financial results, Management discussion and analysis of financial condition and results of operations, and related party transactions' Committee comprises of two independent Directors and one Executive Director. Mr. Gaurav Chhabra is the Chairman of the Audit Committee, who is having sufficient experience in the field of accounts, finance and related areas. The composition of the Audit Committee is as under:

- Mr. Gaurav Chhabra (Chairman)
- Mr. Dharmendra Kumar Arora
- Mr. Vikram Duggal

The representative of M/s Prakash & Santosh, Chartered Accountants, the statutory auditors is the permanent invitee to the Audit Committee meetings. The quorum of the committee is two members. The minutes of the Audit Committee are placed before the board.

Chairman of the audit committee will be present at the Annual General Meeting of the Company to answer the shareholders queries.

During the financial year ended 31st March 2013, Five meetings of the Audit Committee were held, as follows:

- 11th May, 2012
- 30th June, 2012
- 9th August, 2012
- 8th November, 2012
- 13th February, 2013

The details of the meetings attended by the members of the committee during the year are as under: -

S.No.	Name	Designation	Meetings Attended
1	Gaurav Chhabra	Chairman	5 (Five)
2	Dharmendra Kumar Arora	Member	5 (Five)
3	Vikram Duggal	Member	5 (Five)

The broad terms of reference of Audit Committee are as under:

- Review of Quarterly/Half Yearly Unaudited Results.
- Review of quarterly Internal Audit Report and Internal Control System.
- Review of adequacy of Internal audit function and discuss any significant finding with them, assessing and evaluating the risk and taking measures for mitigating the same.
- Review with Internal Auditors on significant findings and follow up thereon.
- Recommending the appointment/re-appointment of Auditors, fixation of Audit Fees and approval of payment of fees for any other services rendered by them.
- Review of Audited Annual Financial Statements.
- Reviewing the findings of any internal investigations by the internal auditors and the executive.
- Management's response on matters where is suspected fraud or irregularity or failure of internal control systems of a material nature and reporting the matter to the Board.
- Reviewing the Company's financial and risk management policies.
- Considering such other matters as may be required by the Board.
- Reviewing any other areas which may be specified as role of the Audit Committee under the Listing Agreement, Companies Act and other statutes, as amended from time to time.

3.1 SHAREHOLDERS/INVESTOR GRIEVANCES AND SHARE TRANSFER COMMITTEE:

The Company has constituted "Shareholders/Investors Grievance and Share Transfer Committee" under the chairmanship of a non-executive/independent director to specifically look into shareholder issues including share transfer, transmission, re-materialisation, issue of duplicate share certificates and redressing of shareholder complaints like non receipt of balance sheet, other related activities in physical mode besides taking note of beneficial owner' position under demat mode, declared dividend etc. Details of the composition of Shareholders/Investors Grievance are as follows:

S.No.	Name	Designation
1	Gaurav Chhabra	Chairman (Non-Executive)
2	Vikram Duggal	Director (Non Executive)
3	Dharmendra Kumar Arora	Executive Director

Complaints/correspondence are usually dealt within 10 days of receipt and are completely resolved except in cases where litigation is involved. However no complaint from any shareholder has been received during the year.

S.No	Nature of Complaint	Received	Disposed	Pending	Remarks
	NIL	NIL	NIL	NIL	NIL

3.2 APPOINTMENT OF COMPLIANCE OFFICER:

Mr. K.L. Grover, Vice President (Finance) of the Company is also the Compliance Officer of the Shareholders/ Investors Grievance & Transfer Committee.

4. GENERAL BODY MEETINGS OF THE SHAREHOLDERS:

Particulars of the General Meetings of the shareholders held during last 3 years:

Year	Date	Time	Venue	Special Resolution, if any
2009-2010	30-09-2010	10.00 A.M.	Bhati Farms, Village Bhati, Mehrauli, New Delhi-110030	Nil
2010-2011	27-09-2011	10.00 A.M.	Bhati Farms, Village Bhati, Mehrauli, New Delhi-110030	Nil
2011-2012	29-09-2012	10.00 A.M.	Bhati Farms, Village Bhati, Mehrauli, New Delhi-110030	Nil

NOTE: There has been no resolution passed through postal ballot during last three years and also there has not been any resolution proposed to be passed through postal ballot in this annual general meeting.

5. DISCLOSURES:

5.1 MATERIAL CONTRACTS/RELATED PARTY TRANSACTIONS

There are no materially significant related party transactions that have potential conflict with the interests of the Company at large. [Refer Note No. 23.5(Balance Sheet)]

5.2 COMPLIANCES BY THE COMPANY

The Company has complied with the requirements of the SEBI and Stock Exchanges (DSE) on all matters related to capital markets during the last three years. All returns and reports were filed within stipulated time with Stock Exchanges/other authorities. No penalty/strictures have been imposed on the company.

5.3 CODE OF CONDUCT FOR DIRECTORS AND SENIOR EXECUTIVES

Code of conduct approved by the Board is a comprehensive code applicable to Executive and Non-Executive Directors as well as to the senior management of the Company. The code has been circulated to all the Directors and members in the senior management at the beginning of the financial year and the same has been affirmed by them. A declaration to this effect signed by Chairman is enclosed.

5.4 EXECUTIVE DIRECTORS / CFO CERTIFICATION

The Executive Directors of the Company have certified to the Board with regard to the compliance made by them in terms of Clause 49(V) of the Listing Agreement.

5.5 ACCOUNTING TREATMENT

The financial statements are prepared under the historical cost convention and have been prepared in accordance with applicable mandatory Accounting Standards and relevant presentational requirements of Institute of Chartered Accountants of India and provisions in the Companies Act, 1956.

5.6 WHISTLE BLOWER POLICY

The Company has not adopted Whistle Blower Policy being a Non Mandatory requirement. However no person has been denied to access to the Audit Committee.

5.7 SHAREHOLDERS

Details of Directors retiring by rotation are provided as under:

S. No	Name	Date of Birth	Date of Appointment	Expertise in Specific Functional Area	Qualification	Directorship in other Companies	Chairman/Member of the Committee of the Board of Directors of the Company	Chairman / Member of the Committee of other company
1	Sanjay Mohan Uniyal	27.07.1964	01.06.2009	Financial Services	B. Com	a) Doon Housing Pvt. Ltd., b) Bhawanam Infrastructure Pvt. Ltd.	Nil	Nil
2	Vikram Duggal	01.09.1962	12.11.2011	Financial Services	B.Com, L.L.B.	Nil	Member	Nil

5.7 MANDATORY COMPLIANCE REQUIREMENT

All the mandatory requirements of Corporate Governance under clause 49 of Listing Agreement are being adhered to/complied with.

5.8 MEANS OF COMMUNICATION

The Company communicates with its shareholders through its Annual Report, General Meetings, on website, www.modexindia.com

Quarterly un-audited results are informed to Delhi Stock Exchange soon after these are taken on record by the Board. The results are published in two daily newspapers, one in English language and other in vernacular language i.e. Hindi.

6. GENERAL INFORMATION FOR SHAREHOLDERS:

6.1 ANNUAL GENERAL MEETING

Date : 25th September, 2013

Time : 10.00 A.M.

Venue : Bhati Farms, Village Bhati, Mehrauli, New Delhi – 110 030

6.2 FINANCIAL CALENDAR FOR 2013-14 (TENTATIVE)

EVENTS	TENTATIVE DATE
Annual General Meeting	July- September 2014
Un-Audited Financial results for the first quarter ending 30 th June, 2013	July/August, 2013
Un-Audited Financial results for the second quarter ending 30 th September, 2013	October/November, 2013
Un-Audited Financial results for the third quarter ending 31 st December, 2013	January/February, 2014
Un-Audited Financial results for the fourth quarter ending 31 st March, 2014	April, 2014

6.3 DATE OF BOOK CLOSURE

Book Closure / Record date: 20-09-2013 to 25-09-2013 (both days are inclusive)

6.4 LISTING ON STOCK EXCHANGES

The Company's shares are listed with Delhi Stock Exchange Limited (DSE). Listing fees for the year 2013 - 2014 has been paid to the Stock Exchange in time.

6.5 CUSTODIAL FEES TO DEPOSITORIES

The Company has paid custodial fees for the year 2013-2014 to National Securities Depository Limited and Central Depository Services (India) Limited.

6.5 REGISTRAR AND SHARE TRANSFER AGENT AND SHARE TRANSFER SYSTEM

M/s Mas Services Limited,
T-34, IInd Floor,
Okhla Industrial Area, Phase II,
New Delhi – 110020

The Registrar and Share Transfer Agent processes transfers in physical as well as electronic segments are provided from the Share Registry. Complaints/Grievances are addressed within a week's time on an average.

All share transfers are affected in time and all physical share certificates are dispatched to the transferees immediately after affecting the transfer.

6.6 SHAREHOLDING PATTERN AS AT 31ST MARCH, 2013

Sl. No.	Category	No. of Shares	% of Shareholding
A.	Promoter's Holding		
1.	Promoters		
a)	Indian Promoters	2250000	75.00
b)	Foreign Promoters	Nil	Nil
2.	Persons acting in Concert	Nil	Nil
	Sub-Total (A)	2250000	75.00
B.	Non-Promoters Holding		
3.a)	Institutional Investors	Nil	Nil
b)	Mutual Funds and UTI Banks, Financial Institutions, Insurance Companies (Central/State Govt. Institutional / Non-Govt. Institutions)	Nil	Nil
c)	FII's	Nil	Nil
4.	Others		
a)	Private Corporate Bodies	450300	15.01

b)	Indian Public	299700	9.99
c)	NRIs/OCBs	Nil	Nil
d)	Any other (please specify)	Nil	Nil
	Sub-Total (B)	750000	25.00
	GRAND TOTAL (A + B)	3000000	100.00

6.7 DEMATERIALISATION OF SHARES & LIQUIDITY

As on 31st March 2013, about 24.29% of the Shares of the Company have been Dematerialised. The Company is admitted with both the depositories NSDL & CDSL. ISIN of the Company's scrip is INE072D01015. Trading in the shares of the Company on stock exchange is allowed only in dematerialized segment as per SEBI circular no. SMDRP/POLICY/CIR-27/2001 dated 16th April, 2001.

6.8 ADDRESS FOR CORRESPONDENCE:

Registered Office:

507, Padma Tower – II, 22 Rajendra Place
New Delhi – 110008

Head Office:

1003-1004, 10th Floor,
Surya Kiran Building,
K.G. Marg, Connaught Place,
New Delhi – 110 001

E-Mail Address : contact@modexindia.com
Website : www.modexindia.com

The Company has created a dedicated E-mail Id in the name and style of grievances@modexindia.com for exclusive dealing with shareholder/investor related correspondence/grievances for prompt and efficient investor service by the Company. Shareholders/Investors have been advised to send their queries/complaints through this e-mail id for quick and prompt reply from the Company.

Shareholders holding shares in electronic form have been advised to address all their correspondence regarding change of address, bank particulars etc. to their respective Depository Participants (DPs) only.

6.9 MANAGING DIRECTOR'S DECLARATION:

This is to confirm that the Company has adopted a Code of Conduct for its Board Members. I confirm that the Company has in respect of the financial year ended March 31, 2013, received from the senior management team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

For Modex International Securities Limited

Place: New Delhi
Date: August 26, 2013

Dharmendra Kumar Arora
(Chairman)

MANAGEMENT DISCUSSION & ANALYSIS

1. Financial Performance

The year under review suffered due to the recession in the global economy with activity picking up in financial market apart from other sectors of the economy. Barring unforeseen circumstances, your Company is expected to maintain and improve its working in the current year.

Your Company has posted a net profit after tax of Rs. 0.84 Lacs during the current year as compared to the net profit of Rs. 2.08 Lacs during the previous year. The drop in profit level is only a reflection of the market conditions that prevailed during the last year on account of economic slowdown and uncertainties in the global markets.

2. Trend in Indian Economy & Financial Markets:

The slowdown in the world economic activities, especially in Europe with potential threat of Greece being shut out of the euro zone coupled with the economic woes of countries like Spain and a few other countries in Europe had an adverse impact on Indian economy also. Further, the Indian Economy had its own internal problems accentuated by the policy paralysis especially on economic reforms mainly due to political uncertainties leading to decrease in total Income of your Company from Rs. 693.32 Lacs as compared to Rs. 839.05 Lacs during the previous year, thereby showing a decrease by 17.37 % during the financial year. The corporate results and the guidelines for the ensuing year have also been very discouraging and as a result, the capital market witnessed a heavy volatility and the valuations took a heavy beating on the downside.

Though there was an attempt by the Govt. to boost the economic activities by reducing the interest rates, it did not have the desired effect as the outflow of foreign funds and also the increase in crude oil price resulted into depreciation of the rupee value which perhaps witnessed its lowest level in the recent years. As a result, there was a slump in the volume and turnover in the capital markets affording very little opportunity to achieve satisfactory results in trading and broking operations.

3. Business Review:

As a result of the continuing economic slowdown during the year under report, your company could not sustain the desired growth momentum achieved during the previous year. Yet your company managed to post a positive result as reflected in the financial statement for the year under report.

4. Opportunities and Threats:

The Government of India's inadequacy to take measures so far to reduce the fiscal deficit that is looming large against the growth momentum has adversely affected the GDP growth and as a consequence the Industrial growth has witnessed a sharp decline in the recent times. The sectors mainly affected are infrastructure, heavy industries, small scale Industries and exports. The economic uncertainties in the European and North American countries also have been posing problems on the export front especially in the IT segment and the only redeeming feature has been a positive growth in sectors like agriculture, automobile, health care and retail distribution of goods and services. Your work with clients is to meet their overall investment objectives and achieve their financial goals. Your clients have the opportunity to get personalized services depending on their investment profiles.

As a result of the economic slowdown contributing to laggard capital market activities in which your company is dominantly engaged, the ensuing year also could be a testing time and your company's performance will therefore be dependent on extent to which the economic factors influence the growth prospects.

5. Segment-wise – Product-wise reporting:

Your company is mainly engaged in the business of investment activities and all other activities are revolving around the main activity and as such there are no separate reportable segments.

6. Outlook:

Your company will spare no efforts to improve the profitability and the shareholder's wealth though there is a heavy dependency on the market trend in the equity segment of the capital market. Your company expects the general market conditions to improve and would strive hard to take advantage of the situation and also when opportunities arise.

7. Risks and Concerns:

Your company's activities which are essentially in the capital market segments is fraught with inherent risk and the downward trend in the growth of global economy resulted in significant erosion in the value of the investment. While all efforts will be made to safeguard further erosion, your company will exercise due caution and care to ensure that all these concerns are addressed while taking future investment decisions.

8. Internal Control Systems and their Adequacy:

Your company has in place adequate interest control measures. The requisite Management Information System is already in place to take corrective measures when required.

9. Human Resources:

Your company has adequate trained professionals to manage the affairs of the company in the most prudent manner.

Statements made in this Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may constitute "forward looking statements" within the meaning of applicable laws and regulations. However, these statements would be subject to conditions of the stock market, changes in the policies of the government, economic development, reforms and various other factors.

For Modex International Securities Limited

Place: New Delhi
Date: August 26, 2013

Dharmendra Kumar Arora
(Chairman)

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

The Members
Modex International Securities Limited

We have examined all relevant records of Modex International Securities Limited ("the Company") for the purpose of certifying compliance of the conditions of Corporate Governance under Clause 49 of the Listing Agreement with Delhi Stock Exchange Association Limited for the financial year ended March 31, 2013.

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

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

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

**For Prakash & Santosh
Chartered Accountants
(Registration No. 0454C)**

**Place: New Delhi
Date: August 26, 2013**

**Arun Kumar
Partner
Membership No. 087378**

INDEPENDENT AUDITOR'S REPORT

Report on the Financial Statements

We have audited the accompanying financial statement of Modex International Securities Limited (the "Company"), which comprise the Balance Sheet as at 31 March 2013, 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 statement that give a true and fair view of the financial position and financial performance of the company in accordance with the accounting principal generally accepted in India, including accounting standards referred to in sub- section (3C) of section 211 of the Companies Act, 1956("the Act"). This responsibility includes the designs, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statement that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment to the risk of material misstatement of the financial statement, 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 financial statements in order to design audit procedure 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 statement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanation given to us, the financial statement 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 31 March 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 case of 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") issued by the central government of India in terms of sub-section (4A) of section 227 of the act, we give in the annexure a statement on the matters specified in paragraphs 4 and 5 of the order.
2. As required by section 227(3) of the act, we report that:
 - a. We have obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b. In our opinion 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 and statement of profit and loss dealt with by report are in agreement with the books of account.
 - d. In our opinion, the balance sheet and statement of profit and loss comply with the accounting standards referred to in sub section (3C) of section 211 of the Company Act 1956.
 - e. On the basis of written representation received form the directors as on 31 March 2013, and taken on record by the board of directors none of the directors is disqualified as on 31 March 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the companies act, 1956.

**For Prakash & Santosh
Chartered Accountants**

**Arun Kumar
Partner
Membership No. 087378**

**Place : New Delhi
Date: 26/08/2013**

Annexure referred to in paragraph 1 under the heading “Report on Other Legal and Regulatory Requirement” of our report of even date

- i. a. The company has maintained proper report showing full particulars, including quantitative Details and situation of fixed assets.
 - b. All fixed assets have been physically verified by the management during the year and there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
 - c. There was no disposal of a substantial part of fixed assets during the year.
- ii. a. The management has conducted physical verification of inventory at reasonable intervals during the year.
 - b. The procedures of physical verification on inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
 - c. The company is maintaining proper reports of inventory. Discrepancies noted on physical verification of inventories were not material and have been properly dealt with in the book of account.
- iii. a. According to the information and explanations given to us, the company has not granted any loans, secured or unsecured to company, firms or other parties covered in the register maintained under section 301 of the company act 1956. Accordingly, the provisions of clause 4 (iii) (a) to (q) of the order are not applicable to the company and hence not commented upon.
 - b. According to information and explanation given to us, the company has not taken any loans, secured or unsecured, from companies, firms or others parties covered in the register maintained under section 301 of the company act, 1956. Accordingly, the provisions of clause 4(iii)(e) to (g) of the order are not applicable to the company and hence not commented upon.
- iv. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for sale of goods and services. During the course of audit, we have not observed any major weakness or continuing failure to correct any major weakness in the internal control system of the company in respect of these areas.
- v. a. According to the information and explanations provided by the management, we are of the opinion that the particulars of contracts or arrangements referred to in section 301 of the companies act, 1956 that need to be entered in to the register maintained under section 301 have been so entered.
 - b. In our opinion and according to the information and explanation given to us. The transactions made in pursuance of such contracts or arrangements and exceeding the value of 500,000 have been entered in to during the financial year at prices which are reasonable having regard to the prevailing market price at the relevant time.
- vi. In respect of deposit accepted, in our opinion and according to the information and explanations given to us, directives issued by the reserve bank of India and the provisions of sections 58A, 58AA or any other relevant provisions of the companies Act, 1956, and the rules framed there under, to the extent applicable, have been complied with. We are informed by the management that no order has been passed by the

- Company Law Board, National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal.
- vii. In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
 - viii. We have broadly reviewed the books of account maintained by the company pursuant to the rules made by the central government for the maintenance of cost records under section 209(1) (d) of the companies Act, 1956 and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained.
 - a. The company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income-tax, sales-tax, wealth-tax, customs duty, excise duty, cess and other material statutory dues applicable to it.
 - b. According to the information and explanation given to us, no undisputed amount payable in respect of provident fund investor education and protection fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, cess and other material statutory dues were outstanding, at the year end, for a period of more then six months from the they become payable.
 - d. According to the records of the company, there are no dues outstanding of income-tax, sales tax, wealth-tax, customs duty, excise duty and cess on account of any dispute.
 - ix. The company has no accumulated losses at the end of the financial year and it has not incurred cash losses in the current and immediately preceding financial year.
 - x. Based on our audit procedures and as per information and explanation given by the management, we are of the opinion that the company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
 - xi. According to the information and explanation given to us and based on the documents and records produced before us, the company has not granted unsecured loans and advances during the year.
 - xii. In our opinion, the company is not a chit fund or a nidhi/mutual benefit fund/ society. Therefore, the provisions of clause 4(xiii) of the companies (auditor's report) other, 2003 (as amended) are not applicable to the company
 - xiii. In our opinion, the company is dealing in or trading in shares, securities, debentures and other investment. According to the information and explanation given to us, proper records have been maintained in respect of transaction and contracts, in shares securities debentures and other investments and timely entries have been made therein. The shares and other securities have been held by the company in its own name or are in process of being transferred in the company's name.
 - xiv. According to the information and explanations given to us, the company has not given any guarantee for loans taken by other from bank or financial institutions.
 - xv. According to the information and explanations given to us and on an overall examination of the balance sheet of the company. We report that no funds raised on short-term basis have been used for long term investment.
 - xvi. The company has not made any preferential allotment of shares to parties or companies covered in the register maintained under section 301 of the companies act, 1956.
 - xvii. During the period covered by our audit report, the company has not issued any debentures.
 - xviii. The Company has not issued any equity share capital during the year.

- xix. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements been noticed or reported during the year.

**For Prakash & Santosh
Chartered accountants
F.R.N - 000454C**

**Arun Kumar
Partner
Membership no. 087378**

**Place : New Delhi
Date: 26/08/2013**

Balance Sheet as at 31 March, 2013

(Amounts In Rupees)

Particulars	Notes	As at 31 March, 2013	As at 31 March, 2012
A EQUITY AND LIABILITIES			
I Shareholders' funds			
(a) Share capital	3	30,000,000	30,000,000.00
(b) Reserves and surplus	4	78,319,332	78,235,144.00
II Non-current liabilities			
(a) Long-term borrowings	5	6,064,353	482,039.00
(b) Deferred tax liabilities (net)		-	22,445.00
III Current liabilities			
(a) Short-term borrowings	6	8,100,319	3,614,932.00
(b) Trade payables	7	86,413,728	134,378,323.00
(c) Other current liabilities	8	102,267,228	79,776,610.00
(d) Short-term provisions	9	233,349	471,254.00
TOTAL		311,398,309	326,980,747
B ASSETS			
I Non-current assets			
(a) Fixed assets			
(i) Tangible assets	10A	14,383,066	7,599,484.00
(ii) Intangible assets	10B	21,395	88,555.00
(b) Non-current investments	11	26,144,700	22,910,000.00
(c) Deferred tax assets (net)		163,604	-
(d) Other non-current assets	12	1,126,526	1,126,526.00
II Current assets			
(a) Current investments		-	-
(b) Inventories	13	79,078,454	126,222,631.00
(c) Trade receivables	14	101,507,141	104,117,638.00
(d) Cash and cash equivalents	15	68,558,498	43,228,435.00
(e) Short-term loans and advances	16	19,623,244	21,012,736.00
(f) Other current assets	17	791,681	674,742.00
TOTAL		311,398,309	326,980,747
		-	-

See accompanying notes forming part of the financial statements

1 -23

In terms of our report attached.

For Prakash & Santosh
Chartered Accountants
F.R.N. - 000454C

For and on behalf of the Board of Directors

Arun kumar
Partner

Dharmendra Kumar Arora
Director

Pavan Sachdeva
Director

Membership No.087378

Place : New Delhi
Date : 26-08-2013

Kundan Lal Grover
Vice President

Statement of Profit and Loss for the year ended 31 March, 2013

	Notes	For the year ended 31 March, 2013	(Amounts in Rupees) For the year ended 31 March, 2012
I Revenue from operations	18	65,437,143	80,047,773
II Other income	19	3,895,045	3,857,612
III Total revenue (I+II)		69,332,188	83,905,385
IV Expenses			
(a) Brokerage Paid		16,739,928	17,881,255
(d) Employee benefits expense	20	18,846,407	19,855,017
(e) Finance costs	21	3,130,897	2,645,904
(f) Depreciation and amortisation expense	10A & 10B	3,613,887	2,754,619
(g) Other expenses	22	26,868,098	40,038,442
Total expenses		69,199,217	83,175,237
V Profit / (Loss) before tax		132,971	730,147
VI Tax expense:			
(a) Current tax expense for current year		233,349	471,254
(b) Current tax expense relating to prior years		1,483	127,383
(c) Deferred tax		186,049	76,152
VII Profit / (Loss) from continuing operations (V +- VI)		84,188	207,662
VIII Earnings per Equity share (Basic and diluted)		2.81%	6.92%

See accompanying notes forming part of the financial statements

1 -23

In terms of our report attached.

For Prakash & Santosh
Chartered Accountants
F.R.N - 000454C

For and on behalf of the Board of Directors

Arun kumar
Partner

Dharmendra Kumar Arora
Director

Pavan Sachdeva
Director

Membership No.087378

Kundan Lal Grover
Vice President

Place: New Delhi
Date: 26-08-2013

Cash Flow Statement for the year ended 31 March, 2013

Particulars	(Amounts in Rupees)	
	For the year ended 31 March, 2013	For the year ended 31 March, 2012
A. Cash flow from operating activities		
Net Profit / (Loss) before extraordinary items and tax	132,971	730,147
<i>Adjustments for:</i>		
Depreciation and amortisation	3,613,887	2,754,619
(Profit) / loss on sale / write off of assets	(1,170)	(325,305)
Finance costs	3,130,897	2,645,904
Interest income	(3,693,875)	(3,532,307)
Net (gain) / loss on sale of investments	(200,000)	-
Bad debts written-off	<u>879,814</u>	<u>19,765</u>
Net unrealised exchange (gain) / loss	3,729,553	1,562,676
Operating profit / (loss) before working capital changes	<u>3,862,524</u>	<u>2,292,823</u>
<i>Changes in working capital:</i>		
<i>Adjustments for (increase) / decrease in operating assets:</i>		
Inventories	47,144,177	(52,794,821)
Trade receivables	1,730,683	3,507,978
Short-term loans and advances	1,389,492	18,096,171
Other current assets	(116,939)	(101,376)
<i>Adjustments for increase / (decrease) in operating liabilities:</i>		
Trade payables	(47,964,595)	32,338,909
Other current liabilities	22,490,618	5,277,232
Short-term provisions	(237,905)	274,854
	24,435,531	6,598,947
Cash generated from operations	<u>28,298,055</u>	<u>8,891,770</u>
Net income tax (paid) / refunds	(234,832)	(323,783)
Net cash flow from / (used in) operating activities (A)	<u>28,063,223</u>	<u>8,567,987</u>
B. Cash flow from investing activities		
Capital expenditure on fixed assets, including capital advances	(10,443,139)	(1,832,965)
Proceeds from sale of fixed assets	114,000	995,000
Purchase of long-term investments		
- Others	(4,134,700)	-
Proceeds from sale of long-term investments		
- Others	1,100,000	-
Interest received		
- Others	3,693,875	3,532,307
Net cash flow from / (used in) investing activities (B)	<u>(9,669,964)</u>	<u>2,694,342</u>

Particulars	(Amounts in Rupees)	
	For the year ended 31 March, 2013	For the year ended 31 March, 2012
C. Cash flow from financing activities		
Proceeds from long-term borrowings	8,000,000	-
Repayment of long-term borrowings	(2,417,686)	(901,865)
Net cash flow from short term borrowings	4,485,387	(6,401,896)
Finance cost	(3,130,897)	(2,645,904)
Net cash flow from / (used in) financing activities (C)	6,936,804	(9,949,665)
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	<u>25,330,063</u>	<u>1,312,664</u>
Cash and cash equivalents at the beginning of the year	43,228,435	41,915,771
Cash and cash equivalents at the end of the year*	68,558,498	43,228,435
* Comprises:		
(a) Cash on hand	906,584	861,769
(b) Cheques, drafts on hand	701,427	-
(c) Balances with banks		
(i) In current accounts	17,881,093	1,012,804
(d) Others (FDR's)	49,069,394	41,353,862

See accompanying notes forming part of the financial statements 1 -23

In terms of our report attached.

For Prakash & Santosh
Chartered Accountants
F.R.N - 000454C

For and on behalf of the Board of Directors

Arun kumar
Partner

Dharmendra Kumar Arora
Director

Pavan Sachdeva
Director

Membership No.087378

Kundan Lal Grover
Vice President

Place : New Delhi
Date : 26-08-2013

Significant Accounting Policies and Notes on Accounts for the year ended 31st March 2013

Notes	Particulars
1 Corporate Overview	
	<p>Modex International Securities Limited is a Public Limited Company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The company is a member of National Stock Exchange, Bombay Stock Exchange, United Stock Exchange of India Limited, MCX-SX, Depository Participants and its operations mainly comprises of dealing in both capital market and derivatives, as well as in secondary segments.</p>
2 Significant Accounting Policies	
2.1 Basis of Preparation of Financial Statements	
	<p>The Financial statements of the company have been prepared in accordance with generally accepted accounting principles in India. The company has prepared these financial statements to comply in all material respects with the accounting standards notified under the Companies Act, 1956. The financial statements have been prepared on an accrual basis under the historical cost convention.</p> <p>The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.</p>
2.2 Summary of Significant Accounting Policies	
	<p>Financial Statements are prepared according to the revised schedule VI notified under the Companies Act 1956.</p>
2.3 Depreciation & Amortisation	
2.3 A <u>Depreciation on Tangible Fixed Assets</u>	
	<p>Depreciation on fixed assets is calculated on written down value using the rates arrived at based on those prescribed under Schedule XIV of the Companies Act, 1956.</p>
2.3 B <u>Amortisation on Intangible Fixed Assets</u>	
	<p>Amortisation on Software is calculated over a period of five years</p>
2.4 Investments	
	<p>Investments are stated at cost</p>
2.5 Inventories	
	<p>Stock in trade has been valued at cost</p>

2.6 Revenue Recognition

Revenue is recognized to the extent that there is probability that the economic benefits will flow to the company and the revenue can be reliably measured. The Following specific criteria must also be met before revenue is recognized.

a Sale / Purchase of Shares

Shares Purchases / Sales in Capital Market Segment has been taken on absolute basis. Derivative Segments Transactions has been taken on difference bill basis.

b Other Income

Interest income is accounted on accrual basis. Dividend income is accounted for when the right to receive it is established.

c Interest

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest Income is included under the head "Other Income" in the statement of Profit and Loss.

2.7 Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize any contingent liability but discloses its existence in the financial statements.

2.8 Segment Information

The Company operates in one segment namely Financial Service Sector. Hence Segment reporting as per As-17 is not required in our case.

2.9 Earning Per Shares

Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period.

2.10 Income Taxes

Tax expense comprises current and deferred tax. Current Income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax act -1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred Income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable Timing Differences. Deferred tax Assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Deferred Tax Assets and Deferred Tax Liabilities are offset, if a legally enforceable right exists to set off current tax assets against current liabilities and the deferred tax assets and deferred tax liabilities relate to the same taxable entity and the same taxation authority.

Notes forming part of the financial statements

Note 3 Share capital

Particulars	(Amounts In Rupees)			
	As at 31 March, 2013		As at 31 March, 2012	
	Number of shares	Amount of Share	Number of shares	Amount of Share
(a) Authorised Equity shares of Rs. 10/- each with voting rights	3,500,000	35,000,000	3,500,000	35,000,000
(b) Issued Equity shares of Rs. 10/- each with voting rights	3,000,000	30,000,000	3,000,000	30,000,000
(c) Subscribed and fully paid up Equity shares of Rs. 10/- each with voting rights	3,000,000	30,000,000	3,000,000	30,000,000
	3,000,000	30,000,000	3,000,000	30,000,000
Total	3,000,000	30,000,000	3,000,000	30,000,000

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

Name of shareholder	As at 31 March, 2013		As at 31 March, 2012	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Dharmendra Kumar Arora	750,000	25%	750,000	25%
Mahesh Gopal Goel	750,000	25%	750,000	25%
Pavan Sachdeva	750,000	25%	750,000	25%
Total	2,250,000	75%	2,250,000	75%

Note 4 Reserves and surplus

(All amounts are in Rupees)

Particulars	As at 31 March, 2013	As at 31 March, 2012
(a) Capital reserve		
Opening balance	3,456,500	3,456,500
Add: Additions during the year	-	-
Less: Utilised / transferred during the year	-	-
Closing balance	<u>3,456,500</u>	<u>3,456,500</u>
(b) Securities premium account		
Opening balance	6,913,000	6,913,000
Add : Premium on shares issued during the year	-	-
Less : Utilised during the year for:		
Others	-	-
Closing balance	<u>6,913,000</u>	<u>6,913,000</u>
(c) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	67,865,644	67,657,982
Add: Profit / (Loss) for the year	84,188	207,661
Less: Transferred to Reserve	-	-
Closing balance	<u>67,949,832</u>	<u>67,865,644</u>
Total	<u>78,319,332</u>	<u>78,235,144</u>

Note 5 Long term borrowings

Particulars	Non - current portion		Current maturities	
	As at 31 March 2013	As at 31 March 2012	As at 31 March 2013	As at 31 March 2012
Term Loan				
From banks (secured)	-	-	-	-
Vehicle Loans				
From banks (secured)				
Kotak Mahindra Prime Limited(Hypothecation of Cars)	-	-	-	103,307
Axis Bank (Hypothecation of Cars)	5,847,887	-	1,355,257	-
ICICI Bank (Hypothecation of Cars)	216,466	482,039	265,572	240,413
From others (secured)				
	<u>6,064,353</u>	<u>482,039</u>	<u>1,620,829</u>	<u>343,720</u>
Less:				
Amount disclosed under the head " other current liabilities" (refer to note 10)	-	-	1,620,829	343,720
	<u>6,064,353</u>	<u>482,039</u>	<u>-</u>	<u>-</u>

Vehicle loan from banks

Kotak Mahindra Prime Limited

Amounting to Rs. 7,98,641.00/- secured by way of hypothecation of Toyota Corolla	Repayable in 35 EMIs (all are repaid upto 31st March 2013) carrying an interest rate of 9.83% p.a.
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Axis Bank

Amounting to Rs. 80,00,000.00/- secured by way of hypothecation of Range Rover (Car)	Repayable in 60 EMIs (out of which 6 were repaid upto 31st March 2013) carrying an interest rate of 10.40% p.a
--	--

ICICI Bank

Amounting to Rs. 9,99,990.00/- secured by way of hypothecation of the Toyota Innova	Repayable in 48 EMIs (out of which 27 EMIs were repaid upto 31st March 2013) carrying an interest rate of 9.99%
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Note:- During the financial year 2012-13 we have reclassified the Long Term Borrowing into Non Current Portion & Current Portion

Notes forming part of the financial statements

Note 6 Short-term borrowings

(All amounts are in Rupees)

Particulars	As at 31 March, 2013	As at 31 March, 2012
(a) Working Capital Facility		
From banks		
Secured		
ICICI Bank*	8,100,319	3,614,932
Unsecured	-	-
	8,100,319	3,614,932
From other parties		
Total	8,100,319	3,614,932

Nature of security*

Working capital facility comprises Overdraft facility from ICICI Bank. The facility is secured by Secured by Pledge of Shares and Joint and several and irrevocable unconditional personal guarantees of Mr. Mahesh Gopal Goel (Whole Time Director) and Mr. Dharmendra Kumar Arora (Whole Time Director)

Note 7 Trade payables

Particulars	As at 31 March, 2013	As at 31 March, 2012
Trade payables:		
Acceptances	-	-
Other than Acceptances	86,413,728	134,378,323
Total	86,413,728	134,378,323

Note 8 Other current liabilities

Particulars	As at 31 March, 2013	As at 31 March, 2012
(a) Current maturities of finance lease obligations (Refer Note 5)	1,620,829	343,720
(b) Interest accrued but not due on borrowings		
(i) Axis Bank Car Loan	62,426	-
(ii) ICICI Bank Car Loan	2,007	-
(c) Interest Payable on Overdraft	55,713	-
(d) Other payables		
(i) TDS Payable	437,092	1,140,337
(ii) Audit Fees Payable	33,708	33,090
(iii) Brokerage Payable	-	1,462
(iv) BSE Charges Payable	4,114	4,733
(v) NSE Processing Charges Payable	566,515	2,242,551
(vi) Expenses Payable	147,255	335,590
(vii) Salary Payable	1,573,653	1,716,684
(e) Margin & Securities		
(i) Security Deposit of Staff	211,000	360,500
(ii) Margin Currency(Daily)	1,048,145	1,615,602
(iii) Margin Mg13 Control A/C	13,470,439	19,050,500
(iv) Fix Margin A/C	80,206,839	52,931,839
(f) Bank Negative Balance*	2,827,493	-
Total	102,267,228	79,776,610

Note 9 Short-term provisions

Particulars	As at 31 March, 2013	As at 31 March, 2012
(a) Provision - Others:		
(i) Provision for tax	233,349	471,254
Total	233,349	471,254

Note 10.A Tangible Fixed asset

(Amounts in Rupees)

Description	Gross block				Accumulated depreciation				Net block	
	As at 1 April 2012	Additions during the year	Sold/adjustments during the FY 2012-13	As at 31 March 2013	As at 1 April 2012	For the year	Deletions / adjustments during the FY 2012-13	As at 31 March 2013	As at 31 March 2013	As at 31 March 2012
Owned										
Air Conditioner	452,313	98,000	-	550,313	236,487	42,240	-	278,727	271,586	215,826
Computer	8,413,349	76,600	(249,600)	8,240,349	6,215,510	885,843	136,770	6,964,583	1,275,766	2,197,839
EPBAX System	88,393	-	-	88,393	64,331	3,347	-	67,678	20,715	24,062
Fax Machine	32,937	21,800	-	54,737	27,943	2,323	-	30,266	24,471	4,994
Furniture & Fixtures	3,845,026	-	-	3,845,026	1,617,299	403,219	-	2,020,518	1,824,508	2,227,727
Generator	346,035	-	-	346,035	87,385	35,978	-	123,363	222,672	258,650
Invertor	157,738	-	-	157,738	70,156	12,183	-	82,339	75,399	87,582
Office Equipment	376,522	220,110	-	596,632	107,851	62,541	-	170,392	426,240	268,671
T.V.	175,550	9,000	-	184,550	53,857	17,926	-	71,783	112,767	121,693
Motor Car	2,797,869	-	-	2,797,869	2,370,096	110,750	-	2,480,846	317,023	427,773
Total (A)	16,685,732	425,510	(249,600)	16,861,642	10,850,915	1,576,350	136,770	12,290,495	4,571,147	5,834,817
Assets taken on finance lease										
Motor Car	2,467,977	10,017,629	-	12,485,606	703,310	1,970,377	-	2,673,687	9,811,919	1,764,667
Total (B)	2,467,977	10,017,629	-	12,485,606	703,310	1,970,377	-	2,673,687	9,811,919	1,764,667
TOTAL (A+B)	19,153,709	10,443,139	(249,600)	29,347,248	11,554,225	3,546,727	136,770	14,964,182	14,383,066	7,599,484
Previous year	18,159,443	1,832,965	838,689	19,153,719	9,052,048	2,671,171	168,994	11,554,225	7,599,494	9,107,395

Note: - During the year we have reclassified the Motor Cars in finance lease & non finance lease

*The amount of car loan from Kotak Mahindra bank is fully repaid during the financial year 2012-13

Note 10.B Intangible Fixed asset

(Amounts in Rupees)

Description	Gross block				Accumulated depreciation				Net block	
	As at 1 April 2012	Additions during the year	Sold/adjustments during the FY 2012-13	As at 31 March 2013	As at 1 April 2012	For the year	Deletions / adjustments during the FY 2012-13	As at 31 March 2013	As at 31 March 2013	As at 31 March 2012
Owned										
Software	474,540	-	-	474,540	385,985	67,160	-	453,145	21,395	88,555
Total	474,540	-	-	474,540	385,985	67,160	-	453,145	21,395	88,555
Previous year	474,540	-	-	474,540	302,537	83,448		385,985	88,555	172,003

Note 11 Non-current investments

Particulars	As at 31 March, 2013	As at 31 March, 2012
Unquoted Investments (At cost):		
A. Trade		
(a) Investment in equity instruments of associates Equity Shares of Rs.10/- each (previous year 1,50,000 Equity Shares of Rs. 10/- each) of Modex Commodity Trades (P) Limited.	1,500,000	1,500,000
Total - Trade (A)	1,500,000	1,500,000
B. Other investments		
(a) Investment in Model Town Office	-	900,000
(b) Investment in Property in Rohini	1,934,700	-
(c) BSE Security Deposit	11,260,000	11,260,000
(d) NSE Security Deposit	7,800,000	7,800,000
(e) CDSL Security Deposit	250,000	250,000
(f) BSE Currency Derivative	100,000	100,000
(g) NSE Currency Derivative	1,000,000	1,000,000
(h) MCX-SX Security Deposit	2,200,000	-
(i) Deposit to United Stock Exchange of India Limited	100,000	100,000
Total - Other Investment (B)	24,644,700	21,410,000

Total (A+B)	26,144,700	22,910,000
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Note 12 Other non-current assets

Particulars	As at 31 March, 2013	As at 31 March, 2012
(a) Security Deposit (Surya Kiran)	69,300	69,300
(b) Security Deposit Cp Office	634,226	634,226
(c) Security Paid For Office Rent	423,000	423,000
Total	1,126,526	1,126,526

Note 13 Inventories

(At lower of cost and net realisable value)

Particulars	As at 31 March, 2013	As at 31 March, 2012
(a) Stock-in-trade (in respect of goods acquired for trading)	79,078,454	126,222,631
Total	79,078,454	126,222,631

Note 14 Trade receivables

(Amounts in Rupees)

Particulars	As at 31 March, 2013	As at 31 March, 2012
Unsecured, considered good Outstanding for the period exceeding six months	14,191,854	11,415,441
others	87,315,287	92,702,197
Total	101,507,141	104,117,638

Note 15 Cash and cash equivalents

Particulars	As at 31 March, 2013	As at 31 March, 2012
(a) Cash in hand	906,584	861,769
(b) Balances with banks		
(i) In current accounts	17,881,093	1,012,804
(ii) In Fixed Deposits	49,069,394	41,353,862
(c) Cheques, drafts on hand	701,427	-
Total	68,558,498	43,228,435

Note 16 Short-term loans and advances

Particulars	As at 31 March, 2013	As at 31 March, 2012
(a) Advances to employees		
Unsecured, considered good	202,609	186,260
(b) Prepaid expenses - Unsecured, considered good		
(i) Insurance Expenses	111,941	43,865
(ii) Bank Charges	776,500	635,798
(iii) Postage, Telegram & Telephone	15,912	11,968
(iv) Computer Repair & Maintenance	252,415	571,638
(v) Demate Charges	36,000	3,005
(vi) Lease Line Charges	214,403	87,471
(vii) Membership & Subscription	76,320	-
(viii) Hardy's Pest Control	-	3,143
(viii) Co-location Charges	1,101,096	3,422,324
(c) Balances with government authorities		
Unsecured, considered good		
(i) CENVAT credit receivable	-	-
(ii) VAT credit receivable	-	-
(iii) Service Tax credit receivable	337,260	11,289
(iv) Income Tax Refund A Y 2011-2012	95,331	95,331
(v) Tds Recoverable (Nse/Bse Charges)	250,727	1,811,638
(vi) Income Tax Refund A.Y. 2009-10	350,350	350,350
(d) Others		
Secured, considered good		
Leased Line Deposit	80,000	360,000
TDS	780194.21	457,747
V-sat Deposit	200,000	200,000
HCL Comnet	11,517	-
Bharti Airtel	61,798	25,000
Seven Seaz Vacations Private Limited	95,000	35,909
Advance Against Flat	13,500,000	12,000,000
Advance Against TDI Flat	700,000	700,000
Advance to MCX-Sx Exchange	368,871	-
Margin With MCX-SX FO	5,000	-
Total	19,623,244	21,012,736

Note 17 Other current assets

(Amounts in Rupees)

Particulars	As at 31 March, 2013	As at 31 March, 2012
(a) Accruals		
(i) Interest accrued on deposits	791,681	674,742
	791,681	674,742

Note 18 Revenue from operations

(All amounts are in Rupees)

Particulars	For the year ended 31 March, 2013	For the year ended 31 March, 2012
Revenue from operations		
(a) Brokerage Received	40305979	48461458
(b) Income From Depository services	2428153	1062383
(c) Other operating revenues	1909829	202826
(d) Income From Sale Purchase Shares	20793182	30321106
Total	65437143	80047773

Note 19 Other income

Particulars	For the year ended 31 March, 2013	For the year ended 31 March, 2012
(a) Interest income (Refer Note-19.1)	3693875	3,532,307
(b) Net gain on sale of: Non-current investments*	200000	-
(c) Other non-operating income Profit on Sale of Fixed Assets	1170	325,305
Total	3895045	3,857,612
19.1 Interest income comprises: Interest from banks on Fixed deposits	3693875	3,532,307
Total - Interest income	3693875	3,532,307

* Profit on sale of "Model town office " in current year Book value is Rs. 900,000 & Sale Price Rs.11,00,000.00

Note 20 Employee benefits expense

(All amounts are in Rupees)

Particulars	For the year ended 31 March, 2013	For the year ended 31 March, 2012
(a) Salaries and wages *	18,611,941	19,496,374.00
(b) Staff welfare expenses	234,466	358,643
Total	18,846,407	19,855,017.00

* Salaries and wages would include: Salaries, wages, bonus , Leave Encasements

Note 21 Finance costs

Particulars	For the year ended 31 March, 2013	For the year ended 31 March, 2012
(a) Interest expense on:		
Borrowings		
(i) Interest Expenses.*	1,562,626.47	1,001,395
(ii) Interest on Car Loan.^	522,098	144,504
(b) Other borrowing costs		
(i) Bank charges	1,046,173	1,500,005
Total	3,130,897	2,645,904

* In the Interest Expenses contains the Rs.856007.00 & Rs.706619.00 of Global Fincap Limited & Borrowings

^Interest on Car Loan in the Axis Bank is Rs.456130.00, in ICICI Bank is Rs.63394.50, in Kotak Mahindra Bank 2124.00

Note 22 Other expenses

(Amounts in Rupees)

Particulars	For the year ended 31 March, 2013	For the year ended 31 March, 2012
(a) Professional & Legal Expenses (Refer Note - 22.1)	848,425	890,420
(b) Director's Remuneration	2,592,000	1920000
(c) Electricity & Water Expenses	1,036,147	643276
(d) Postage & Telephone	1,475,736	2135803
(e) Printing & Stationery	279,249	349532
(f) Rent, Rates & Taxes	2,886,970	3656963
(g) Repair & Maintenance (Refer Note - 22.2)	1,505,820	1998299
(h) Charges Expenses (Refer Note - 22.3)	5,936,279	7998443
(i) Stock Exchange Charges (Refer Note - 22.4)	3,612,376	12245113
(j) Travelling & Conveyance	451,460	666457
(k) Turnover Tax (SEBI)	266,248	842907
(l) Security Transaction Tax Paid	3,103,516	4,966,063
(m) Miscellaneous Expenses	2873873	1725167
Advertisement Exp	493,032	420679
Bad Debts written off	879,814	19765
Business Promotion	204,946	210576
Freight & Cartage (outward)	-	1700
Miscellaneous exp. (Service Tax arrears)	-	231203
Short/Excess	79,892	53480
General Expenses	66,593	77939
Donation	15,000	21000
Newspapers, Books & Periodicals	73,818	47975
Filing Fees	8,488	846
Festival Expenses	147,460	124600
Listing Fees	5,000	5000
Insurance	83,390	96710
Membership & Subscription	683,400	378400
NCFM Exam Fee	29,366	30878
Processing Fee	3674	4416
Total	<u><u>26,868,098</u></u>	<u><u>40038442</u></u>

Note 22 Other expenses Contd.		(Amounts in Rupees)	
Particulars	For the year ended 31 March, 2013	For the year ended 31 March, 2012	
22.1 Professional & Legal Expenses			
As auditors - statutory audit	33,708	33,090	
For DP Audit	13,500	16,500	
For System Audit	25,000	25,000	
Legal Expenses	776,217	815,830	
Total	<u>848,425</u>	<u>890,420</u>	
22.2 Repair & Maintenance			
Vehicle*	227,498	199,403	
Computer & Generator Expenses	958,565	931,513	
Office	319,757	210,301	
Others	-	657,083	
Total	<u>1,505,820</u>	<u>1,998,299</u>	
22.3 Expense For Charges ^			
Co-Location Charges	4,218,130	5,274,643	
Data Processing Charge	31,788	41,226	
ID Charges	545,855	700,659	
Lease Line Charges	1,140,506	1,981,915	
Total	<u>5,936,279</u>	<u>7,998,443</u>	
22.4 Stock Exchange Charges			
	2,563,467		
NSE Charges		11,920,379	
MCX-SX Charges	134,664		
Bse Charges	660,788	75,500	
V-Sat Charges	253,456	249,234	
Total	<u>3,612,376</u>	<u>12,245,113</u>	

* P.Y. Director's Car repair maintenance shown in the other expenses nite but in the note 22.2 is unmerged in C.Y. in vehicle

^ Expenses of charges is contains the other charges in yhe P.Y. is shown separately but in the C.Y. is merged in the Note 22.3

Note 23 Additional information to the financial statements

(All amounts are in Rupees)

	<u>As at 31 March, 2013</u>	<u>As at 31 March, 2012</u>
23.1 Contingent liabilities		
Contingent liabilities		
Bank Guarantees Given to NSE	90,000,000	115,000,000
23.2 Auditor Remuneration		
Auditor fee	30,000.00	30,000.00
service tax	3,708.00	3,708.00
Total	33,708.00	33,708.00
23.3 Managerial Remuneration		
Salary And Allowances	2,592,000.00	1,920,000.00
23.4 Lease Payments In Respect of Agreements For Office Premises And Workshop taken On operating lease And Recognised in the Profit And Loss Account	2,886,970.00	3,656,963.00

23.5 Disclosures of Related party transactions

Details of related parties:

Description of relationship	Names of related parties
(a) Associates	Modex Commodity trades Private Limited . Modex Investments Private Limited .
(b) Key Management Personnel (KMP)	Mr. Mahesh Gopal Goel (Director) Mr. Dharmendra Kumar Arora (Director) Mr. Pavan Sachdeva (Director)
(c) Relatives of (KMP)	Ms.Sunita Goel (Wife of Director) Ms.Neena Arora (Wife of Director)

Details of related party transactions during the year ended 31 March, 2013 and balances outstanding as at 31 March, 2013:

A	For the year ended 31 March, 2013	For the year ended 31 March, 2012
Associates		
(a) Brokerage on Transaction of shares & Securities	4,319	133,411
(b) Reimbursement of services*		
Rent	1,813,968	840,000
General Expenses	8,790	-
Electricity Expenses	218,203	316,837
Printing & Stationery	39,953	-
Postage & Telegram	218,679	-
Repair & Maintenance	136,407	-
salary	960,000	-
staff welfare	68,802	-
(c) <u>Balances outstanding at the end of the year</u>		
Trade receivables		
Investments		1,500,000
Trade payables		
B Key Management Personnel Remuneration		
(a) Mahesh Goel	864,000	780,000
(b) D. K. Arora	864,000	780,000
(c) Pavan Sachdeva	864,000	360,000
C Relatives of Directors		
(a) Sunita Goel	330,000	300,000
(b) Neena Arora	330,000	300,000
23.6 Deferred Taxation		
Deferred Taxation Liability	22,445	98,597
Less: Deferred Tax Assets	163,604	(76,152)
Deferred Tax Liability/(Assets)	186,049	22,445

23.7 In respect of Derivative Market segment open interest contracts, which are not covered in capital market, are accounted for on the basis of Guidance note issued by ICAI

Details of Equity Index Futures and Equity Stock Futures contracts having open interests as on balance sheet date:

Name of Future	Nature of Position	No.of Contracts	No.of Units Involved	Daily Settlement
FUTM-RELCAPITAL	LONG	5	5000	303.10
FUTM-TATASTEEL	LONG	5	5000	310.50
FUTN-AMBUJACEM	LONG	2	4000	170.05
FUTN-AUROPHARMA	LONG	2	4000	131.75
FUTN-BANKBARODA	SHORT	3	-1500	669.10
FUTN-BANKINDIA	SHORT	5	-5000	290.45
FUTN-CENTURYTEX	LONG	2	2000	282.05
FUTN-CENTURYTEX	SHORT	2	-2000	284.20
FUTN-CHAMBLFERT	LONG	3	12000	49.70
FUTN-DLF	LONG	1	1000	238.05
FUTN-HDIL	LONG	2	8000	42.70
FUTN-HINDALCO	LONG	21	42000	88.75
FUTN-HINDPETRO	SHORT	7	-7000	283.85
FUTN-IBREALEST	LONG	5	20000	52.65
FUTN-IDFC	LONG	1	2000	140.80
FUTN-IDFC	LONG	5	10000	139.95
FUTN-IFCI	LONG	2	16000	25.15
FUTN-INDUSINDBK	SHORT	25	-25000	400.85
FUTN-IOB	LONG	2	8000	65.35
FUTN-JPASSOCIAT	LONG	2	8000	64.60
FUTN-JPOWER	LONG	1	8000	24.95
FUTN-JPOWER	LONG	2	16000	24.70
FUTN-M&M	LONG	1	500	863.65
FUTN-MARUTI	LONG	1	250	1293.70
FUTN-NIFTY	LONG	21	1050	5640.35
FUTN-NMDC	LONG	2	4000	134.35
FUTN-PANTALONR	LONG	1	2000	141.50
FUTN-PFC	LONG	4	8000	182.15
FUTN-PNB	SHORT	3	-1500	719.90
FUTN-PUNJLLOYD	LONG	76	608000	45.40
FUTN-PUNJLLOYD	LONG	19	152000	45.05
FUTN-RANBAXY	SHORT	1	-500	444.40
FUTN-RCOM	LONG	2	8000	51.15
FUTN-RELCAPITAL	LONG	1	1000	303.55
FUTN-RELIANCE	LONG	2	500	783.90
FUTN-RELINFRA	LONG	2	500	326.55
FUTN-SAIL	LONG	19	76000	61.65
FUTN-SAIL	LONG	4	16000	61.15
FUTN-SBIN	SHORT	17	-2125	2051.30
FUTN-SBIN	SHORT	1	-125	2060.85
FUTN-TATAMOTORS	LONG	1	1000	275.50
FUTN-TATASTEEL	LONG	26	26000	309.40
FUTN-TATASTEEL	LONG	2	2000	306.85
FUTN-TECHM	LONG	61	15250	1041.20
FUTN-TECHM	LONG	10	2500	1047.65

FUTN-TITAN	SHORT	14	-14000	254.15
FUTN-UNIONBANK	SHORT	6	-12000	212.35
FUTN-VOLTAS	LONG	2	4000	75.85
FUTN-YESBANK	LONG	10	10000	426.50
FUTN-YESBANK	LONG	25	25000	429.45
OPTN-BHEL	LONG	5	5000	23.00
OPTN-IDBI	LONG	4	16000	0.05
OPTN-INFY	LONG	10	1250	145.80
OPTN-NIFTY	SHORT	40	-2000	853.95
OPTN-NIFTY	SHORT	400	-20000	379.45
OPTN-NIFTY	SHORT	470	-23500	816.90
OPTN-NIFTY	LONG	1	50	631.60
OPTN-NIFTY	LONG	1	50	137.55
OPTN-NIFTY	SHORT	1	-50	1.65
OPTN-NIFTY	LONG	1	50	0.85
OPTN-NIFTY	LONG	1	50	1352.15
OPTN-PANTALOONR	LONG	3	6000	10.80
OPTN-RELCAPITAL	LONG	3	3000	5.60
OPTN-RELCAPITAL	LONG	3	3000	4.70
OPTN-SESAGOA	LONG	1	2000	0.20
OPTN-SESAGOA	SHORT	2	-4000	0.05
OPTN-TECHM	SHORT	14	-3500	0.30

23.8 Basic earnings per share has been calculated by dividing profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Earnings per Share has been computed as under:

Particulars	For the year ended 31 March, 2013	For the year ended 31 March, 2012
Profit after Taxation (Rs.)	84188.02	207661.87
Weighted average number of Shares (Nos.)	3,000,000	3,000,000
Earnings per Share (Rs. per Equity Share of Rs. 10 each) - Basic	2.81%	6.92%

23.9 In the opinion of Directors, current assets, loans and advances are shown as realisable, in the ordinary course of business. However, the shares and securities held as stock or investments are subject to market fluctuations

23.10 The Company is trading in shares and securities. Such shares and securities are held at the end of the year have been shown accordingly in Balance Sheet as stock in trade. As per the Directors, the company is holding all such shares and securities on account of trading activities. Therefore these have been valued at cost by the directors. If the stock has been valued at lower of cost or market value, total value of stock would be Rs. 68231919/- (P.Y. Rs. 9,69,83,308). Actual profit/loss will be taken into account at the time of actual sale of stock

23.11 It is certified by the Directors that all the Investments and Stock held by the company are in their personal custody and are registered in the name of Company.

23.12 As the Company trades in shares & securities of various Companies of different types, it is not practicable to give their quantitative data.

23.13	Income in Foreign Currency	-	Nil (P.Y. Nil)
	Expenditure in Foreign Currency	-	Nil (P.Y. Nil)

23.14 Previous year figures have been regrouped or restated where necessary.

Signature to Notes 1 to 23

In terms of our report of even date

For Prakash & Santosh
Chartered Accountants
F.R.N - 000454C

For and on behalf of the Board of Directors

Arun Kumar
Partner
Membership No.087378

Dharmendra Kumar Arora
Director

Pavan Sachdeva
Director

Kundan Lal Grover
Vice President

Place : New Delhi
Date : 26-08-2013

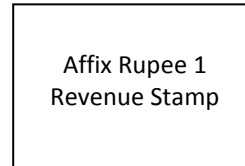
PROXY FORM

I/We _____ of _____ in the district of _____ being a member / members of MODEX INTERNATIONAL SECURITIES LIMITED, hereby appoint _____ in the district of _____ or failing him or her _____ of _____ in the district of _____ as my / our proxy to attend and vote for me/us on my/our behalf at the 19th Annual General Meeting of the Company to be held on Wednesday, 25th September, 2013 at 10.00 A.M. at Bhati Farms, Village Bhati, Mehrauli, Delhi-110030 and of any adjournment thereof.

In witness whereof, I/We have set my/our hand/hands this..... day of 2013

Signed this _____ day of _____ 2013.

Folio No. / Client ID
 DP ID
 Number of shares held



Note: This form duly completed and signed as per specimen signatures registered with the company should be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for the commencement of the meeting.

MODEX INTERNATIONAL SECURITIES LIMITED

REGD. OFFICE: 507 PADMA TOWER – II, 22 RAJENDRA PLACE, NEW DELHI – 110008

ATTENDANCE SLIP

I/We hereby record my presence at the 19th Annual General Meeting held on Wednesday, 25th September, 2013 at 10.00 A.M. at Bhati Farms, Village Bhati, Mehrauli, Delhi-110030.

Name of the Shareholders or Proxy (In Block Letters) _____

No. of Shares Held _____

Regd. Folio No. _____

DP ID & Client ID _____

 Signature of the Shareholder/Proxy

Note: PLEASE COMPLETE THIS ATTENDENCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE HALL.