

MD	<input checked="" type="checkbox"/>		BKC	<input checked="" type="checkbox"/>
CS	<input checked="" type="checkbox"/>		DPY	<input checked="" type="checkbox"/>
RO	<input checked="" type="checkbox"/>		DIV	<input checked="" type="checkbox"/>
TRA	<input checked="" type="checkbox"/>		AC	<input checked="" type="checkbox"/>
AGM	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	SHI	<input checked="" type="checkbox"/>
YE	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>		<input checked="" type="checkbox"/>

DIRECTORS' REPORT

TO THE MEMBERS,

Your directors have pleasure in presenting the Fifth Annual Report, together with Audited Accounts for the year ended 31st March, 1997.

FINANCIAL RESULTS :

	1996-1997. RS.	1995-1996. RS.
GROSS INCOME	7,00,068	40,92,374
CASH PROFIT/(LOSS)	(5,70,699)	13,60,619
DEPRECIATION	2,24,718	1,64,357
NET PROFIT/(LOSS) BEFORE TAXATION	(7,95,417)	11,96,262
PROVISION FOR TAXATION	NIL	4,35,854
NET PROFIT/(LOSS) AFTER TAXATION	(7,95,417)	7,60,408
SURPLUS CARRIED TO BALANCE SHEET	2,93,246	10,88,663

DIVIDEND

In the absence of Profits, your Directors regret their inability to propose any dividend.

PERFORMANCE V/S PROJECTION (Rs. in Lakhs)

Particulars	Projection for the Year 1996-97	Actual for the Year 1996-97
Total Income	266.69	7.00
Profit/(Loss) after Tax	132.46	(7.95)
Earning per Share	2.25	-

Due to adverse market condition the Company have not started the Broking activities during the year which has affected the Gross Income & Profitability of the Company.

FIXED DEPOSITS

The Company has not accepted any deposits under the provisions of Section 58A of the Companies Act, 1956, and the rules made thereunder and therefore, the question of unclaimed deposits is not applicable.

STATEMENT UNDER SECTION 217(2A) OF THE COMPANIES ACT, 1956.

During the year under review, there was no employee employed to whom, information pursuant to Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of the Employee) Rules, 1988, as amended was applicable.

DISCLOSURE OF INFORMATION PURSUANT TO SECTION 217(e) OF THE COMPANIES ACT, 1956 READ WITH COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES 1988.

The Company is not a manufacturing company and as such the requirement under the aforesaid rules for disclosure of information as regards conservation of energy and technology absorption is not applicable to the Company. The Company has not carried on, during the year under Review, any activity relating to exports and has not sold or earned any foreign exchange.

DIRECTORS

During the year under review, Shri Madhukar Dalal and Shri P.D. Ojha have resigned from the directorship of the company w.e.f. 30/6/97 & 3/3/97 respectively. The Board of Directors record their appreciation of valuable services rendered by them during their tenureship as Directors of the Company.

Shri Pawan Gupta & Shri Ajay Thakkar retires by rotation at the ensuing Annual General Meeting, being eligible, offers themselves for re-appointment.

During the year under review, Shri Alok Gupta, Shri Vishnu Gupta & Shri Vineet Gupta have been appointed as additional Directors of the Company. Their terms of office expires at the ensuing Annual General Meeting. The Company has received notices in writing from members proposing their candidature under Section 257 of the Companies Act, 1956 for the office of Directors. Your Directors recommend your approval thereto.

AUDITORS

As you are aware that M/s. Manoj D. Mahimkar & Co., Chartered Accountants were appointed with your approval in Extra Ordinary General Meeting due to Pre-occupation earlier auditor. Now they have informed to the Company that they do not wish to seek reappointment at the ensuing Annual General Meeting. It is now proposed to appoint M/s. M. Mehta & Co. Chartered Accountants, as the auditors of the ensuing Annual General Meeting. A special notice in accordance with the provision of the Companies Act, 1956 has been received from a member for appointing them as Auditors.

ACKNOWLEDGEMENTS

The Board wishes to place on record their gratitude for the co-operation being received from the Banks, Merchant Bankers, Shareholders and thank them for their continued support.

FOR AND ON BEHALF OF THE BOARD

Place: Mumbai
Date : 30/06/1997

PAWAN AGARWAL
Chairman

AUDITORS' REPORT

To the Shareholders of
AMIT SECURITIES LIMITED

We have audited the attached Balance Sheet of M/S. AMIT SECURITIES LTD. as at 31st March, 1997 and also the annexed Profit & Loss Account of the company for the year ended on that date and report that:-

1. (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 of account.
 - (c) In our opinion, and to the best of our information and according to the explanations given to us, the said accounts subject read in conjunction with the Notes thereon gives the information required by the Companies Act, 1956, in the manner so required and gives a true and fair view:
 - (i) in the case of the Balance Sheet of the state of affairs of the Company as at 31st March 1997 and
 - (ii) in the case of the Profit & Loss Account, of the Loss for the year ended on that date.
2. As required by the Manufacturing and Other Companies (Auditor's Report) Order, 1988 issued by the Company Law Board in terms of Sec. 227(4A) of the Companies Act, 1956 and information and explanations given to us the course of audit, we further report that:
- (i) The Company has maintained proper records showing full particulars, including quantitative details and situations of fixed assets. We are informed that the fixed assets, of the Company have been physically verified by the Management through their representatives during the period and that no serious discrepancies between the records and the physical inventory have been noticed on such verification.

- (ii) None of the Fixed Assets have been revalued during the year.
- (iii) In our opinion, the valuation of the stock is fair and proper in accordance with the normally accepted accounting principles and is on the same basis as in the earlier years.
- (iv) The company has not taken unsecured loans from companies as required to be listed in the register maintained Under Section 370(1C) of the Companies Act, 1956.
- (v) The Company has not granted interest-free advances in nature of loan to companies listed in the register maintained under Section 301 of the Companies Act, 1956.
- (vi) In our opinion there is an adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase of plant and machinery, equipment and other assets.
- (vii) According to the information and explanations given to us, the transaction of purchase and sale of goods, materials and services made in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 aggregating during the year to Rs. 50,000 or more in respect of each party, have been made at prices at which transaction for similar goods have been made with other parties.
- (viii) The Company has not accepted any deposits from Public.
- (ix) The Company has an internal audit system commensurate with its size and the nature of its business. During the period areas as covered by internal Audit were in accordance with a phased programme.
- (x) We are informed that the provisions of the Provident Fund and Employees State Insurance Act does not apply to the Company.
- (xi) We are informed that there are no undisputed amounts payable in respect of Income-tax, Wealth-tax, Sales-tax, Customs duty and Excise duty payable as at the last day of the current financial year.

- (xii) On the basis of material furnished and the explanations given to us, no personal expenses, other than expenses under service contract obligations and / or accepted business practices have been charged to revenue account.
- (xiii) The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other similar securities.
- (xiv) We are informed that the provisions of any special statute applicable to Chit Funds, Nidhi or Mutual Benefit Society do not apply to the Company.
- (xv) In our opinion and according to the information and explanations given to us, the company is not covered within the definition of Sick Industrial Company as contained in Sec.3(1) (D) of the Sick Industrial Companies (Special Provisions) Act, 1985.
- (xvi) As shown by the records, the company has properly maintained of the transaction of the contract, regarding trading in shares, securities, debentures and other investments and such shares, debentures, securities and other investments have been held by the company in its own name.
- (xvii) We are informed that the nature of business of the Company is such that clauses (iii), (iv), (v), (xii), (xiv) and (xvi) of paragraph 4 (a) of the Manufacturing and Other Companies (Auditors' Report) Order 1988 are not applicable in its case.

AS PER OUR REPORT OF EVEN DATE

For MANOJ D. MAHIKAR & CO.
CHARTERED ACCOUNTANT

MANOJ D. MAHIKAR
PARTNER

Place: Bombay
Date : 30/6/97

AMIT SECURITIES LIMITED**BALANCE SHEET AS ON 31ST MARCH, 1997**

SOURCE OF FUNDS	SCHEDULE	CURRENT YEAR	PREVIOUS YR.
SHAREHOLDERS FUND :			
Capital	1	4,51,28,000.00	4,22,04,600.00
Reserve & Surplus	2	2,93,245.42	10,88,662.77
LOAN FUNDS			
Secured Loan	-	NIL	NIL
Unsecured Loan	-	NIL	NIL
		4,54,21,245.42	4,32,93,262.77
		=====	=====
<u>APPLICATION OF FUNDS :</u>			
Fixed Assets	3	27,34,972.00	28,83,460.00
Investments	4	1,70,41,749.50	1,48,14,999.50
<u>CURRENT ASSETS, LOANS & ADVANCES :</u>			
Inventories of shares	5	NIL	4,15,700.00
Sundry Debtors	6	32,16,725.00	19,26,134.00
Cash & Bank Balance	7	2,57,914.27	58,41,519.78
Loan & Advances	8	2,12,71,667.23	1,67,86,612.73
		2,47,46,306.50	2,49,69,966.51
<u>LESS: CURRENT LIABILITIES & PROVISION:</u>			
Current Liabilities	9	3,64,201.52	8,65,876.18
Provision	10	5,32,694.00	5,32,768.00
		8,96,895.52	13,98,644.18
<u>Net Current Assets</u>		2,38,49,410.98	2,35,71,322.33
<u>Miscellaneous Expenditure</u>	11	17,95,112.94	20,23,480.94
(To the extent not written off or adjusted)			
		4,54,21,245.42	4,32,93,262.77
		=====	=====
Accounting Policies & Notes	15		

AS PER OUR REPORT OF EVEN DATE
For MANOJ D. MAHIMKAR & CO.
Chartered Accountants

(MANOJ D. MAHIMKAR)
PARTNER

Place: Bombay
Dated: 30th June, 1997

For and on behalf of the Board
D Pawan Agarwal -Chairman
I Pawan Gupta-Managing Director
R Mahabir Agarwal-Director
E
C
T
O
R
S

AMIT SECURITIES LIMITED**PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 1997**

	<u>SCHEDULE</u>	<u>CURRENT YEAR</u>	<u>PREVIOUS YEAR</u>
<u>INCOME :</u>			
Professional Fees		NIL	9,00,850.00
Sales of Shares		3,42,825.00	14,58,900.00
Commission/Brokerage		1,36,209.90	10,65,464.00
Dividend		9,855.00	26,160.18
Other Income	12	2,11,179.02	2,25,299.89
Closing stock of shares		NIL	4,15,700.00
		-----	-----
TOTAL INCOME		7,00,068.92	40,92,374.07
		=====	=====
<u>EXPENDITURE:</u>			
Opening Stock &			
Purchase of Shares		4,15,700.00	14,44,555.00
Personnel Expenses	13	1,74,688.10	3,05,108.88
Administration Exp.	14	9,05,098.17	11,46,448.62
		-----	-----
		14,95,486.27	28,96,112.50
		=====	=====
Profit/(Loss) Before Taxation		(7,95,417.35)	11,96,261.57
Provision For Taxation		NIL	4,35,854.00
		-----	-----
Profit/(Loss) After Taxation		(7,95,417.35)	7,60,407.57
Profit & Loss Account Balance brought forward		10,88,662.77	3,28,255.20
		-----	-----
Balance carried to Balance Sheet		2,93,245.42	10,88,662.77
		=====	=====

Accounting Policies & Notes 15

AS PER OUR REPORT OF EVEN DATE
For MANOJ D. MAHIMKAR & CO.
Chartered Accountants

(MANOJ D. MAHIMKAR)
PARTNER

Place: Bombay
Dated: 30th June, 1997

For and on behalf of the Board
D Pawan Agarwal-Chairman
I Pawan Gupta-Managing Director
R Mahabir Agarwal-Director
E
C
T
O
R
S

AMIT SECURITIES LIMITED**SCHEDULE ATTACHED & FORMING PART OF BALANCE SHEET AS AT 31-03-1997**

CURRENT YEAR PREVIOUS YR.

SCHEDULE - 1:**Share Capital
Authorised:**

65,00,000 Equity Shares of Rs.10/-each	6,50,00,000.00	6,50,00,000.00
	=====	=====

Issued, Subscribed & Paid Up Capital:

56,68,200 Equity Shares of Rs. 10/- each Fully Paid up	5,66,82,000.00	5,66,82,000.00
Less: Calls on Arrears (Other than Directors)	1,15,54,000.00	1,44,77,400.00
	4,51,28,000.00	4,22,04,600.00
	=====	=====

SCHEDULE - 2:**Reserve & Surplus:**

Profit & Loss A/c.	2,93,245.42	10,88,662.77
	=====	=====
	2,93,245.42	10,88,662.77
	=====	=====

SCHEDULE - 3:**FIXED ASSETS:**

GROSS BLOCK			DEPRECIATION				NET BLOCK		
As on 1/4/96	Addition	Deduction	As on 31/3/97	As on 1/4/96	For the Year	Deduction	As on 31/3/97	As on 31/3/96	As on 31/3/97
Office Building	932200	-	932200	8867	15195	-	24062	923333	908138
Computer	1345335	-	1345335	148635	157916	-	306551	1196700	1038784
Furniture & Fixture	583069	100000	683069	24796	42719	-	67515	558273	615554
Office Machines	187092	-	187092	5708	8888	-	14596	181384	172496
Vehicles	25820	-	25820	-	2050	2050	-	23770	-
Total	3073516	100000	3147696	190056	224718	2050	412724	2883460	2734972
P.Year	753568	2319948	-	3073516	25699	164357	-	190056	727869
	=====	=====	=====	=====	=====	=====	=====	=====	=====

SCHEDULE - 4**INVESTMENTS (IN SHARES - QUOTED)**

S.No.Fully Paid Equity share /Debentures(Quoted)	Face Value	Current Year		Previous Year	
		Holding	Book Value	Holding	Book Value
1. Richmen Silk Mills Ltd	10	100	900	100	900
2. Essar Gujarat Ltd	10	50	3,750	50	3,750
3. BPL Sanyo Technologies Ltd	10	100	3,500	100	3,500
4. Varinder Agro Chemicals Ltd	10	150	2,625	150	2,625
5. Indian Seamless Steels Allys Ltd	10	100	1,850	100	1,850
6. Tata Eng. & Locomotive Co.Ltd	10	405	1,86,835	405	1,86,835
7. GIC Mutual Fund	10	500	7,000	500	7,000
8. SBI Mutual Fund	10	800	8,000	800	8,000
9. SM Dyechem Ltd	10	125	3,125	125	3,125
10. Raymond Synthetics Ltd	10	200	4,000	200	4,000
11. Steel Strips Ltd	10	25	1,300	25	1,300
12. LIC Dhan Vikas	10	700	7,000	700	7,000
13. Larsen & Tubro Ltd	10	550	1,39,050	550	1,39,050
14. Ashiana Hsg & Fin(I) Ltd	10	100	1,600	100	1,600
15. Videocon Narmada Elect.Ltd	10	100	2,400	100	2,400
16. VCK capital Mkt. Ser.Ltd	10	100	3,600	100	3,600
17. SBI Magnum 93	10	2000	22,625	2000	22,625
18. Usha Rectifier Corp (I) Ltd	10	60	2,250	60	2,250
19. HB Portfolio Leasing & Fin.Ltd	10	175	10,000	175	10,000
20. Master Plus -91(UTI)	10	500	6,500	500	6,500
21. Goa Agro Oils Ltd	10	100	1,300	100	1,300
22. Deepak Fertilizers & Chem.Ltd	10	100	2,650	100	2,650
23. Nihon Nirman Ltd	10	100	3,200	100	3,200
24. UTI Master Gain -92	10	5700	84,000	5700	84,000
25. Prime Petro Products Ltd	10	100	1,500	100	1,500
26. Novo Udyog Ltd	10	100	875	100	875
27. Tata Tiaken Ltd	10	154	9,240	154	9,240
28. Dhara Packaging Ltd	10	2000	49,024.50	2000	49,024.50
29. Vishal Electro Mech(I)Ltd	10	2900	58,400	2900	58,400
30. Shreenath Indl.Invst.Co.Ltd	10	19500	1,95,000	19500	1,95,000
31. Bharat Berg Ltd	10	40000	3,55,000	40000	3,55,000
32. Smelters India Ltd	10	17600	2,06,100	17600	2,06,100
33. Kiran Overseas Ltd	10	2000	20,000	2000	20,000
34. Wipro Ltd	10	1100	55,000	1100	55,000
35. Essar Oil Ltd.	10	50	4,750	50	4,750
36. Poonam Corporation Ltd.	10	55000	5,50,000	55000	5,50,000
37. Inlands Printers Ltd.	10	10000	3,23,300	10000	3,23,300

Shares/Debenture Quoted(Partly Paidup)

1. Jainpur Straw & Products Ltd.	05	60000	3,00,000	60000	3,00,000
2. Parag Fans Ltd.	05	1000	10,000	-	-

Fully paid up Equity Shares(Unquoted)

1. Galaxy Remedies Ltd.	10	220000	22,00,000	220000	2,00,000
2. Ritesh Fine Feb P.Ltd.	10	15000	1,50,000	15000	1,50,000
3. Poonam Inds. & Fin. Consul.Ltd.	10	50000	5,00,000	50000	5,00,000
4. Amit Share Broking P. Ltd.	10	179400	17,94,000	-	-

Stock Exchange Card

Bangalore Stock Exchange Ltd.	250	-	-	1	30,10,250
-------------------------------	-----	---	---	---	-----------

Application Money

1. Galaxy Remedies Ltd.	-	-	97,50,500	-	83,17,500
-------------------------	---	---	-----------	---	-----------

TOTAL		1,70,41,749.50		1,48,14,999.50	
		=====		=====	