

24TH
ANNUAL REPORT
2 0 1 4 - 2 0 1 5

MyMoneyTM
SECURITIES LIMITED

BOARD OF DIRECTORS

Mr. Vineet Gupta - Non-Executive Chairman

Sh. Vikas Seth - Managing Director

Sh. Sanjai Seth - Whole-Time Director

Mr. Rajnish Khanna - Independent Director

Smt. Rajni Seth - Non-Executive Director

AUDIT COMMITTEE

Mr. Rajnish Khanna - Chairman

Mr. Sanjai Seth - Member

Mr. Vineet Gupta - Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Rajnish Khanna - Chairman

Mr. Sanjai Seth - Member

Mr. Vineet Gupta - Member

NOMINATION AND REMUNERATION COMMITTEE

Mr. Rajnish Khanna - Chairman

Mrs. Rajni Seth - Member

Mr. Vineet Gupta - Member

RISK MANAGEMENT COMMITTEE

Mr. Rajnish Khanna - Chairman

Mrs. Rajni Seth - Member

Mr. Sanjai Seth - Member

COMPANY SECRETARY & COMPLAINEE OFFICER

Mr. Varun Kalra

CHIEF FINANCIAL OFFICER

Mr.. Pawan Chawla

STATUTORY AUDITORS

M/s. Prem Amar & Co.
301 Dhaka Chambers,
2068/39 Naiwala, Karol Bagh,
New Delhi-110005

INTERNAL AUDITOR

Narang & Associate
1059, B-II, Kewal Ganj,
Rohtak - 124001

BANKERS

Canara Bank

OBC

BRANCH OFFICE

Ground Floor, Gopal mansion, Cinema Road
(Behind Metro Cinema), Dhobi Talao, Mumbai – 400 020

REGISTERED OFFICE

10-A Under Hill Lane,
Civil Lines Delhi-110054
Phones 23937870, 23930655, Telefax: 23974857
E-mail: Mymoney@vsnl.com

REGISTRAR AND SHARE TRANSFER AGENT

Mas Services Ltd.
T-34, 2nd Floor
Okhla Industrial Area
Phase-II
New Delhi - 110020
Ph.: 011-26387281-83
E-mail : info@masserv.com

<i>Contents</i>	<i>Page No.</i>
Notice	1
Directors' Report	9
Management Discussion and Analysis Report	28
Corporate Governance	31
Auditors' Report	41
Balance Sheet	44
Profit & Loss Account	45
Cash Flow Statement	46
Notes to Financial Statement	48

MyMoney™

SECURITIES LIMITED

CIN: L67120DL1992PLC047890

Email id: mymoney@vsnl.com contact No. 23924241, 23930655,
Regd. Office: 10-A, UNDER HILL LANE, CIVIL LINES, DELHI - 110054

NOTICE

NOTICE is hereby given that the 24th Annual General Meeting of My Money Securities Limited will be held on Wednesday 30th September, 2015 at 11.00 A.M. at 10-A, Under Hill Lane, Civil Lines Delhi-110 054 to transact the following business:

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2015, including the audited Balance sheet as at March, 31, 2015, the statement of Profit and loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To Appoint a Director in place of Mrs. Rajni Seth (holding DIN: 00350604) who retires by rotation and being eligible offers herself for the re-appointment.
3. To ratify the appointment of the Auditors of the Company and their remuneration fixed at the 23rd Annual General Meeting of the Company held on September 30, 2014, and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:
“**RESOLVED THAT**, pursuant to the first proviso to Section 139 and Section 142 or any other applicable Sections of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time and pursuant to the recommendation of the Board of Directors, the appointment of M/s. Prem Amar And Co., Chartered Accountants (FRN: 009636N), as the auditors of the Company to hold office from the conclusion of the 23rd Annual General Meeting until the conclusion of the 25th Annual General Meeting of the Company, on such remuneration as may be decided by the Board of Directors of the Company in consultation with the auditors, made at the 23rd Annual General Meeting of the Company held on 30th September, 2014, be and is hereby ratified.”

AS SPECIAL BUSINESS :

4. To re-appoint Mr. Vikas Seth (DIN 00383194), as Managing Director of the Company. To consider and if thought fit, to pass with or without modification, the following resolution as Special Resolution:
“**RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee, and approval of the Board and subject to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule- V of the Companies Act, 2013 and the Articles of Association of the Company, approval of the members of the Company be and is hereby accorded to the re-appointment of VIKAS SETH (DIN 00383194), as Managing Director of the Company with effect from October 1, 2015 to September 30, 2020, as well as the payment of salary, commission and perquisites (hereinafter referred to as “remuneration”), upon the terms and conditions as detailed in the explanatory statement attached hereto, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and / or agreement in such manner as may be agreed to between the Board of Directors and Mr. Vikas Seth.

RESOLVED FURTHER THAT the remuneration payable to Mr. Vikas Seth, shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.”

**By order of the Board
For My Money Securities Ltd.**

Date : 14/08/2015
Place : Delhi

**Sd/-
(VIKAS SETH)**
Managing Director
DIN: 00383194

Notes:

The statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts in respect of the business under Item Nos. 2 & 4 set out above and the details under Clause 49 of the Listing Agreement with Stock Exchanges in respect of Directors proposed to be appointed/re-appointed at the Annual General Meeting, is annexed hereto.

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXY(IES) TO ATTEND AND VOTE ON POLL AT THE MEETING INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER.** An instrument appointing a proxy, i.e Form MGT-11 (Enclosed), in order to be valid /effective must be duly filled in all respects and should be lodged with Company at its registered office at least 48 hours before the commencement of the meeting. Proxies shall not have any right to speak at the meeting
2. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in the aggregate not more than ten percent (10%) of the total Share Capital of the Company carrying voting rights. A member holding more than ten percent (10%), of the total Share Capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other member.
3. Bodies Corporate members are requested to send a certified copy of the Board resolution authorizing their representative/s to attend and vote at the meeting pursuant to provisions of section 113 of the Companies Act, 2013.
4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Business (item No. 4) is annexed hereto and forms part of the Notice.
5. The Register of Director's and their Shareholding, Register of Contracts with related Party and contracts and Bodies in which directors are interested and Registers of Proxies would be available for Inspection by the Members at the meeting.
6. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday 24th September.2015 to Wednesday 30th September.2015 (both days inclusive) in connection with the Annual General Meeting.
7. Section 20 of the Companies Act, 2013 permits service of documents on members by a company through electronic mode. Accordingly, as a part of the Green Initiative, electronic copy of the Annual Report for FY 2014-15 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a physical copy of the same. Further, in terms of SEBI Circular No. CIR/ CFD/ DIL/7/2011 dated 05.10.2011 and Clause 32 of the listing agreement, the physical copies of Abridged Annual Report is being sent through permitted mode to all other members who have not registered their email address(es). Members may also note that the Annual Report for FY 2014-15 will also be available on the Company's website www.mymoneyviews.com for download.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company at the Registered office of the Company at 10-A, Under Hill lane, Civil lines, Delhi-110054 or its Registrar and Share Transfer Agent M/s. Mas Services Limited, T-34, 2nd Floor, Okhla Industrial Area Phase-II, New Delhi-110 020.
9. Queries on accounts and operations of the Company, if any, may be sent to the Company Secretary seven days in advance of the meeting so as to enable the Management to keep the information ready at the meeting.
10. All transfer deeds, requests for change of address, bank particulars /mandates /ECS mandates, PAN should be lodged with Company's Registrar and Share Transfer Agent M/s. Mas Services Limited, in case of shares held in physical form on or before Thursday, 24th September, 2015. The above details in respect of the shares held in electronic form should be sent to the respective Depository Participants by the members well in time.
11. Under Section 72 of the Companies Act, 2013, members are entitled to make nomination in respect of shares held by them in physical mode. Members desirous of making nominations are requested to send their request in Form No. SH.13 to the Company's Registrar and Share Transfer Agent.

12. As a measure of economy, Members are requested to bring their copy of Annual Report to the meeting. Members / Proxies should bring the attendance slip duly filled in and signed for attending the meeting.
13. The Company is providing facility for voting by electronic means. The business set out in the Notice can be transacted through such voting. The facility for voting through polling paper would also be made available at the Meeting and the members attending the Meeting who have not cast their vote by e-voting shall be able to vote at the Meeting.
14. The members who have cast their vote by e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
15. The Notice of the 24th AGM along with the Annual Report 2014-15 is being sent in physical form by the permitted mode.
16. Members may also note that the notice of 24th AGM and the Annual Report 2014-15 will be available on the Company's website, www.mymoneyviews.com.
17. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to Mas services Ltd a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.

18. Voting through Electronic Means

- I. In Compliance with provisions of Section 108 of the Companies Act 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the companies (Management and Administration) Amendment Rules 2015 and clause 35B of the Listing Agreement, the Company is pleased to provide to its members the facility to exercise their right to vote on resolution proposed to be considered at the Annual General Meeting (AGM) of the Company by electronic means and the business may be transacted through the e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
 - III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
 - IV. The remote e-voting period shall commence on 27th September, 2015 (9.00 A.M.) and ends on 29th September, 2015 (5.00 P.M.). During this period members of the Company, holding shares either in physical or in dematerialized form, as on the cut-off date of Wednesday, 23rd September, 2015, may cast their vote by remote e-voting. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change subsequently.
 - V. The process and manner for remote e-voting are as under.
- I. In case of Members receiving e-mail from NSDL (For those members whose e-mail addresses are registered with Company/Depositories):**
- a. Open e-mail and open PDF file viz. "MMSL-remote e-Voting.pdf" with your client ID or Folio No. as password containing your user ID and password for remote e-voting. Please note that the password is an initial password.
 - b. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>.
 - c. Click on Shareholder-Login.
 - d. Put user ID and password as initial password noted in step (i) above. Click Login.

- e. Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - f. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - g. **Select “EVEN-103184” of “My Money Securities Limited”.**
 - h. Now you are ready for remote e-voting as Cast Vote page opens.
 - i. Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
 - j. Upon confirmation, the message “Vote cast successfully” will be displayed.
 - k. Once you have voted on the resolution, you will not be allowed to modify your vote.
 - l. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to cs.sarikajain@yahoo.in with a copy marked to evoting@nsdl.co.in.
- II. In case of Members receiving Physical copy of Notice of 24th Annual General Meeting (for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy)**
- a. Initial password is provided in the Postal Ballot form as enclosed herewith.
 - b. Please follow all steps from Sl. No. (b) to Sl. No. (l) above, to cast vote.
- A. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- B. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/ PIN for casting your vote.
- C. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- D. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September, 2015.
- E. Any person, who acquires shares and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 23rd September, 2015, may also obtain the login ID and password by sending a request at evoting@nsdl.co.in or RTA, MAS Services Limited. at info@masserv.com
- However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
- F. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- G. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- H. Ms. Sarika Jain, Practicing Company Secretary (Membership No. FCS-8185 & CP No. 8992), Proprietor M/s. Sarika Jain & Associates, Company Secretaries has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

- I. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- J. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- K. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.mymoneyviews.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the stock exchange i.e. BSE Limited.

By order of the Board
For My Money Securities Ltd.

Date : 14/08/2015
Place : Delhi

Sd/-
(VIKAS SETH)
Managing Director
DIN: 00383194
ADD: 10-A, Under Hill Lane,
Civil Lines Delhi-110 054

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT:

As required under Section 102 of the Companies Act, 2013, the following statement sets out all material facts concerning each item of special business mentioned under Item Nos. 4 of the accompanying Notice:

Item No. 4

As per the provisions of 196, 203 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 or any other relevant rules (including any statutory modification(s) or re-enactment thereof for the time being in force), every listed company is required to appoint a Managing Director/WTD/Manager/CEO, CFO and CS as Key Managerial Personnel. In view of the provisions of the Act, the Nomination & Remuneration Committee and the Board, recommends to re-appointed Mr. Vikas Seth (DIN 00383194) as a Managing Director of the company for the period of five years w.e.f 01.10.2015 to 30.09.2020.

As per the section 196(5) of the Companies Act, 2013, the re-appointment of Mr. Vikas Seth (DIN 00383194) as a Managing Director of the company is required to be approved by the members of the company. Notice in writing from Mr. Vikas Seth (DIN 00383194), has been received by the Company under Section 160 of the Companies Act, 2013 signifying his intention to propose his candidature for appointment as Managing Director of the Company. Mr. Vikas Seth (DIN 00383194), candidate for appointment as Managing Director, being eligible, offer himself for appointment.

Statement containing required information as per Category (iv) of Part II of Section II of Schedule V of the Companies Act, 2013 for Item No. 4

1. GENERAL INFORMATION:

- (i) **Nature of Industry – STOCK BROKING AND OTHER FINANCIAL SERVICES**
- (ii) **Date of Incorporation- 05th March, 1992**
- (iii) **Date of commencement of Business – N.A.**
- (iv) **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus- Not applicable.**
- (v) **Financial performance based on given indicators**

(Rs. in Lakhs)

Particulars	FY 2014-15	FY 2013-14
Revenue from Operations	83.70	53.32
Other Income	9.86	9.48
Profit before tax	8.22	10.07
Profit after tax	5.62	6.83
Networth	1,050.84	1,045.22
EPS (Rs.)	0.056	0.068

(iv) **Foreign investments, if any-**

No Foreign Direct Investment is made in the company.

2. INFORMATION ABOUT APPOINTEE:

a. Background Details:

Mr. Vikas Seth, aged 45 years. He is a law graduate from Delhi University and has more than 21 years experience in equity and capital market. He is in charge of dealing room and is responsible for enhancing relationship with key corporate, financial institutions and high net worth individuals especially women traders.

b. Past Remuneration:

Mr. Vikas Seth was paid Rs.5,94,500/- p.a. remuneration for the financial year 2014-15.

c. Recognition or awards: Not Applicable

d. Job Profile and suitability :-

Mr. Vikas Seth has been serving the same industry since 1993 and under his leadership the Company will benefit immensely. The Board of Directors is confident that, with his extensive business knowledge, experience and expertise in the Broking Business would definitely continue to enhance the Board's strength and dynamism.

Mr. Vikas Seth is engaged in building long term relationships with his clients to help them achieve their commercial, financial and strategic objectives. He has been active in media and various investor clubs enhancing value to the programmes undertaken.

e. Remuneration proposed:-

Name	Mr. VIKAS SETH
Designation	Managing Director
Tenure	Five Years (w.e.f 01 st October, 2015 to 30 th September, 2020)
Salary	Not Exceeding Rs. 2,00,000/- p.m. The Board on the recommendation of nomination & remuneration committee may increase the salary as per company rules and provisions of Schedule V to the Companies Act, 2013. The members in their previous AGM held on 30 th September, 2014, increase the remuneration of Managing Director from Rs. 1,00,000/- p.m to Rs. 2,00,000/- pm.

During 2014-15, the Company reported Net profit of Rs.5,61,673/- (Rupees Five lacs sixty one Thousand six Hundred and Seventy three Only).

In terms of Section I & II of Part II of Schedule V of the Companies Act, 2013, a company having effective Capital of Rs. 5 Crores or more but less than Rs. 100 Crores, can pay yearly remuneration of Rs. 42 Lacs p.a., without the Central Government approval. The Nomination and Remuneration Committee and Board proposed the remuneration not exceeding of Rs. 24 Lacs p.a to be paid to Managing Director, which is within the limit as prescribed in Section II of Part II of Schedule V of the Companies Act, 2013.

f. **Comparative remuneration Profile with respect to Industry, size of the Company, profile of the position and person -**

The remuneration is much below the prevailing remuneration in the industry of similar size for similarly placed persons and according to job responsibility.

g. **Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personal, if any:-**

Mr. Vikas Seth has no pecuniary relationship directly or indirectly with the Company or its managerial personnel other than his remuneration in the capacity of Director. As on date he holds 5,46,850 shares of the Company.

List of companies in which candidate is Director or having Interest apart My Money Securities Ltd:

S. No.	Name of Companies in which Candidate is Director	Nature of Interest
1	Camco Commodities (P) Ltd	Director
2	My Money Insurance Brokers (P) Ltd.	Director
3	My Money Technologies (P) Ltd.	Director
4	My Money Credits (P) Ltd.	Director
5	My Money Realtors (P) Ltd.	Director

3. **OTHER INFORMATION:**

(a) **Reason for inadequate Profits:**

Not Applicable. The company earns net profit after tax of Rs. 5.62 Lakhs for the year ended 31st March, 2015.

(b) **Steps taken or proposed to be taken for improvement:**

The Company is taking efforts on implementing various strategies to help to increase the turnover thereby increasing profits of the company.

4. **DISCLOSURES:**

The shareholders of the company shall be informed of the remuneration package of the managerial personnel:

The remuneration paid to Mr. Vikas Seth was stated above. Mr. Vikas Seth, satisfy all the conditions set out in Part-I & Part II of Schedule V to the Act. Further, he satisfy the conditions set out under Section 196(3) of the Act for being eligible for his appointment.

Your Directors recommend passing of the Resolution at item no. 6 as Special Resolution.

None of the Directors and Key Managerial Personnels are interested in the said resolution except Mr. Vikas Seth

ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR APPOINTMENT/RE-APPOINTMENT AS REQUIRED UNDER CLAUSE 49 OF THE LISTING AGREEMENT

The details pertaining to appointment or re-appointment of the Directors as required to be provided pursuant to Clause 49 of the Listing Agreement with the Stock Exchange are as follows:

Name of the Director	Mr. VIKAS SETH	Mrs. RAJNI SETH
Director Identification Number (DIN)	00383194	00350604
Date of Birth	22/06/1970	22/03/1939
Date of Appointment	11/01/1993	14/08/1994
Expertise in specific functional area	Stock Broking Relationship Manager	Twenty five Years experience in personnel and Human Resources (HR) Management.
Qualification	BA, LL.B	Under Graduate
List of outside Directorship held as on 31st March, 2015 (Excluding Private Limited Companies and Foreign Companies)	Nil	Nil
Chairman/Member of the Committee of Board of Directors of the Company as on 31st March, 2015	Nil	Two
No of Shares held in the Company as on 31st March, 2015	5,46,850	1,81,900

**By order of the Board
For My Money Securities Ltd.**

Date : 14/08/2015
Place : Delhi

Sd/-
(VIKAS SETH)
Managing Director
DIN: 00383194
ADD: 10-A, Under Hill Lane,
Civil Lines Delhi-110 054