

R. R. SECURITIES LTD.



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ANNUAL REPORT 2006-2007

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COMPANY REGN. NO : 04-20196
 AUTHORISED CAPITAL : RS.3,10,00,000/-

DATE OF
 INCORP : 10/09/1993

R. R. SECURITIES LIMITED

FOURTEENTH ANNUAL GENERAL MEETING PROGRAMME.

DATE : 29TH SEPTEMBER, 2007
 DAY : SATURDAY
 TIME : 11.00-A.M.
 VENUE : 203,SUPATH,
 VIJAY CHAR RASTA,
 NAVRANGPURA,
 AHMEDABAD-380 009.

NOTE TO SHAREHOLDERS :

As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Shareholders are requested to kindly bring their copies to the meeting.

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## BOARD OF DIRECTORS

Shri Rajendra B. Shah  
Smt. Rita R. Shah  
Shri S. P. Shah

Chairman & Director  
Managing Director  
Director

## COMPANY LAW CONSULTANT

M/s. Kamlesh. M. Shah & Co.,  
Company Secretaries  
6, Avanika Park, Khanpur,  
Ahmedabad: 380 001.

## BANKERS OF THE COMPANY

The Jammu & Kashmir Bank Ltd.  
Ground Floor, Pareseema Annexe,  
C.G.Road . Ahmedabad.  
Indus Ind Bank Limited, World Business House, Ellisbridge, Ahmedabad.  
Kalupur Commercial Co-op Bank Limited, Memnagar Branch, Ahmedabad.

## STATUTORY AUDITORS

M/S Jigar Shah & Co.,  
Chartered Accountants,  
B/20 Deep Apartments,  
Near R. C. Patel High School, Vasna,  
Ahmedabad-380 007.

## LISTING AT

### AHMEDABAD

The Stock Exchange Ahmedabad  
Kamdhenu Complex,  
Nr. Panjarapole,  
Ambawadi, Ahmedabad 380 015

### MUMBAI

The Stock Exchange Mumbai  
25th Floor, P.J. Towers,  
Dalal Street, Fort,  
Mumbai 400 001

## REGISTERED OFFICE

203, Supath,  
Vijay Char Rasta,  
Navrangpura,  
Ahmedabad 380 009.

## COMPLIANCE OFFICER

R. B. Shah.  
203, supath Vijay Char Rasta,  
Navrangpura,  
Ahmedabad 380 009.

**NOTICE**

NOTICE is hereby given to the Members of the **R. R. SECURITIES LIMITED** that 14th Annual General Meeting of the Members of the Company will be held on Saturday the 29th September, 2007 at 11.00 A.M. at the Registered Office of the Company at 203, Supath Vijay Char Rasta, Navrangpura, Ahmedabad 380 009 to transact the following Business:

**ORDINARY BUSINESS:**

- <1> To Receive, Consider, Approve and Adopt the Audited Statement of Accounts i.e. The Audited Balance Sheet as at 31.03.2007 the Profit & Loss Account for the year ended on that date and the Report of the Auditors and Directors thereon.
- <2> To Appoint a Director in place of Shri S. P. Shah who retires by rotation and being eligible offers herself for reappointment.
- <3> To Appoint M/s. Jigar S. Shah, Chartered Accountant, as Auditors for the next Financial Year to hold the office as such from the conclusion of this Annual General Meeting upto the conclusion of the next Annual General Meeting and to fix their remuneration.

**SPECIAL BUSINESS :**

- (4) To Consider and if thought fit to pass with or without modification following resolution as an Ordinary Resolution.

RESOLVED THAT pursuant to provisions of section 293(1)(d) of the Companies Act 1956 the consent of the members of the company be and is hereby accorded and the Board of Directors of the company is hereby authorized to borrow from time to time a sum of money in excess of company's paid up share capital and fee reserves i.e. reserves not set apart for meeting with any specific purposes / liabilities and apart from the temporary borrowing from its bankers provided any such borrowing by the company shall at any time shall not exceed an amount of Rs. 25,00,00,000/- (Rupees Twenty Five Crores only)

Date : 08-08-2007  
Place : AHMEDABAD.

By Order of the Board of Directors  
of R. R. Securities Limited.

Sd/-  
(RAJENDRA B. SHAH)  
Chairman & Director.

**NOTES:**

- <1> A Member entitled to Attend and vote at the meeting is also entitled to appoint a Proxy to attend and vote instead of himself and on behalf of him and that a Proxy need not be a member of the company.
- <2> A proxy in order to be valid must be appointed in prescribed form, stamped, signed and deposited with the company at its Registered Office of the Company.
- <3> The Company's shares admitted by Depository NSDL for dematerialization, all shareholders are requested to submit their share certificates for getting the same dematerialized immediately.

- <4> The Company has appointed M/s Magnum Limited, 4th Floor, Smit Complex, Choice Restaurant Lane, Navrangpura, Ahmedabad-380 009 as Registrar And Share Transfer Agent for both Physical transfer work and to hand dematerialized work.
- <5> Any changes in the registered addresses of shareholders must be communicated at the Registrar to the Company immediately with L.F. Number and signed by the Applicant as per specimen signature lodged with the company.
- <6> Any member intending to have information/clarification on any item of the accounts are required to write to the company atleast 10 days before the meeting so that necessary information may be kept ready for information at the Annual General Meeting.

**AN EXPLANATORY STATEMENT PURSUANT TO PROVISIONS OF SECTION 173(2) OF THE COMPANIES ACT 1956 TO AN ORDINARY RESOLUTION PROPOSED TO BE PASSED BY THE MEMBERS OF THE COMPANY IN THEIR DULY CONVENED AND HELD 14TH ANNUAL GENERAL MEETING ON SATURDAY 29TH SEPTEMBER, 2007**

The members of the company are aware that the company is authorized to do the business of finance, investment in share securities debentures, money market instruments etc. The company is also engaged in the business of trading in industrial and consumer products, commodity markets, stock market. The company is in need of working capital funds from time to time to meet with its present business activities.

The company has now opportunity to make investment in Primary capital market by subscribing to shares / securities of many companies. This market is giving very good return on short term investment. The banks and many finance companies are also providing finance to individual and companies for subscribing to IPOs of many good reputed companies.

In order to avail of this opportunity it is necessary to authorize the Board of directors of the company to borrow funds from Banks or financial institutions or finance companies or any other corporates / persons for doing the business of primary market investment, short term trading business etc for the company.

An ordinary resolution as per requirement of section 293(1)(d) of the Act for authorizing the board to borrow funds for the purpose of business of the company up to an amount of Rs. 25 Crores is proposed to be passed at the ensuing Annual General Meeting. Your directors recommend passing the said resolution.

None of the directors of the company may be deemed to be concerned or interested in proposed resolution.

**Date : 08-08-2007**  
**Place : AHMEDABAD.**

**By Order of the Board of Directors**  
**of R. R. Securities Limited.**

**Sd/-**  
**(RAJENDRA B. SHAH)**  
**Chairman & Director.**

**Minutes of The 14th Annual General Meeting of the Members of the Company R.R. Securities Limited which was duly convened held and conducted on Saturday the 29th September, 2007 at 11.00 A.M. at the Registered Office of the Company at 203, 2nd Floor, Supath Building, Near Vijay Cross Road, Navrangpura, Ahmedabad-380009.**

The 14th Annual General Meeting of the Members of the R.R. Securities Limited company was duly convened, held and conducted on Saturday the 29th September, 2007 at 11.00 A.M. at the Registered office of the Company at 203, 2nd Floor, Supath Building, Near Vijay Cross Road, Navrangpura, Ahmedabad-380009 pursuant to the Notice dated 8th August 2007 where following were remain present.

**Following Directors / Members were present :**

Shri Rajendra B. Shah Chairman and Director

Smt. Reeta. Rajendra. Shah Director

**Following were Present by Special Invitation :**

Shri Kamlesh M. Shah Company Secretary (Conslt.)

Shri Jigar S. Shah Statutory Auditors

**CHAIRMAN**

Shri Rajendra B. Shah Chairman of the Board being present at the Meeting occupied the Chair presidend over the meeting.

**QUORUM :**

Necessary quorum as per requirement of Law and Articles of Association of the Company being present at the Meeting, the Chairman proceed with the Meeting, as per the Agenda mentioned in the Notice previously circulated.

**INSPECTION OF REGISTER OF MEMBER AND OTHER STATUTORY RECORDS.**

The Chairman informed the members that the Register of Members, Share Transfer Books, Register of Directors, Directors Shareholding and all other statutory registered and records are ready and placed on his table. Any member wish to inspect the same may do so after the meeting is over.

He further informed that as per register there are Eighteen shareholders present at this Annual General Meeting. The Company has received 3 valid Proxy for this Annaul General Meeting.

**READING OF THE NOTICE FOR AGM AND ANNUAL REPORT :**

The Notice convening 14th Annual General Meeting, report of Directors, Audited Balance Sheet, Profit & Loss Accounts etc. previously circulated to the members of the company were taken as read with the permission of the members present at the meeting.

**READING OF THE AUDITORS" REPORT :**

The Company Secretary at the instruction of the Chairman read out the full Auditors Report before the members present at the meeting.

**ADOPTION OF THE AUDITED BALANCE SHEET FOR THE YEAR 31/3/2007.**

Therater the Chairman place on table the Audited Annual Report for the financial year ended on 31.3.2007 for consideration and approval of the members and adoption at the AGM.

The Chairman said the Audited annual report is previously circulated to the members, it was taken as read at the meeting, any members wish to have any detailed information may ask any question on accounts. He further informed that the company has up to the date of AGM not received any written question from any members for clarification on accounts.

All queries raised by members were replied satisfactorily.

Thereafter the Chairman place following resolution for consideration and approval.

**RESOLVED THAT** the Audited Balance Sheet for the year ended on 31.3.2007 the Profit & Loss account for the year ended on that date, the report of the directors and auditors thereon previously circulated to the members, as placed before this meeting, discussed, debated be and is hereby received, accepted, approved and adopted as the Audited Balance sheet and Annual Accounts of the Company for the year ended on 31.3.2007.

Thereafter the Chairman placed on table this resolution for vote by show of hand by members. After counting the votes, the Chairman declared the resolution carried unanimously.

#### **TO REAPPOINT A DIRECTOR IN PLACE OF MR. S. P. SHAH**

Thereafter the Chairman place on table following resolution for consideration and vote.

**RESOLVED THAT** Mr. S.P. Shah director of the company who retires by rotation at this general meeting be and is hereby reappointed as Director of the Company pursuant to section 255 of the companies act 1956.

After counting the votes, the chairman declared the resolution carried unanimously.

#### **TO APPOINT AUDITORS FOR THE FINANCIAL YEAR 2007-2008.**

Thereafter the Chairman proposed the following resolution for consideration of the members.

**RESOLVED THAT** M/s. Jigar S. Shah & Co., Chartered Accountants be and is hereby appointed as statutory Auditors of the company from the date of conclusion of this Annual General Meeting up to the date of conclusion of next Annual General Meeting at such remuneration and reimbursement of such out of pocket expenses as may be agreed upon by the Board of Directors in consultation with the said Auditors.

The Chairman put the resolution to vote by show of hands and after counting declared the said resolution carried unanimously.

#### **TO AUTHORISE THE BOARD TO BORROW FUNDS IN EXCESS OF PAID UP SHARE CAPITAL AND FREE RESERVES OF THE COMPANY:**

Thereafter the Chairman move following resolution :

RESOLUTION PROPOSED BY : MR. RAJENDRA B. SHAH, CHAIRMAN

RESOLUTION SECONDED BY : MR. VIRENDRA B. SHAH, MEMBER

RESOLUTION PASSED AS : ORDINARY RESOLUTION

**RESOLVED THAT** pursuant to provision of Section 293 (1) (d) of the Companies Act 1956 the consent of the members of the company be and is hereby accorded and the Board of Directors of the company is hereby authorized to borrow from time to time a sum of money in excess of company's paid up share capital and free reserves i.e. reserves not set apart for meeting with any specific purposes / liabilities and apart from the temporary borrowing from its bankers provided any such borrowing by the company shall at any time shall not exceed an amount of Rs. 25,00,00,000/- (Rupees Twenty Five Crores Only)

Resolution put to vote by Chairman by show of hands and it was declared carried unanimously.

#### **VOTE OF THANKS**

Thereafter there being no other business to be transacted at the meeting it was Terminated with a vote of thanks to the Chairman.

**Date : 15-10/2007**

**Place : Ahmedabad**

**(Rajendra B. Shah)**

**Chairman.**



**DIRECTORS' REPORT**

To,  
The Members,  
**R. R. Securities Limited**

Dear Shareholders,

Your Directors have pleasure in presenting herewith the 14th Audited Annual Report together with the Audited Statement of Accounts of the Company for the year ended on 31st March, 2007.

**FINANCIAL HIGHLIGHTS.**

During the financial year 2006-2007, the Financial operational results of the Company is as follows :

(Amount in Rs.)

| Particulars                      | For the year<br>ended on<br>31st March, 2007 | For the year<br>ended on<br>31st March, 2006 |
|----------------------------------|----------------------------------------------|----------------------------------------------|
| Total Income                     | 22,27,828                                    | 3,09,86,354                                  |
| Total Expenses                   | 22,48,433                                    | 3,08,52,758                                  |
| Profit Before Depreciation & Tax | (20,605)                                     | 1,33,596                                     |
| Depreciation                     | 42,660                                       | 40,909                                       |
| Provision for Tax                | 8,000                                        | 54,000                                       |
| Differed Tax(Assets) Liability   | 1,862                                        | 4,948                                        |
| Fridge Benefit Tax               | 2,000                                        | 4305                                         |
| Excess Provision of IT           | 495                                          | NIL                                          |
| Net Profit(Loss) for the Year    | (70909)                                      | 39330                                        |

**DIVIDEND**

During the year under review the company has earned very small profit. Hence, the directors have not recommended any dividend to be paid.

**TRANSFER OF UNPAID/ UNCLAIMED DIVIDEND:**

The Company does not have any amount of unclaimed/ unpaid dividend which is required to be transferred to Investors Education and Protection fund as required by Section 205C of the Companies Act-1956.

**CAPITAL STRUCTURE :**

During the year there were no changes in the Authorised, Issued, Subscribed Capital of the Company.

**BUY BACK OF SHARE CAPITAL :**

The Company has not declared any Buy Back of Shares in any of the previous years and no such commitment are pending for execution.