

R. R. SECURITIES LTD.



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R. R. SECURITIES LTD.

DIRECTOR

ANNUAL REPORT 2007-2008

R. R. SECURITIES LTD.

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

DATE OF
 INCORP : 10/09/1993

R. R. SECURITIES LIMITED

FIFTEENTH ANNUAL GENERAL MEETING PROGRAMME.

 DATE : 30TH SEPTEMBER, 2008
 DAY : TUESDAY
 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.

C O N T E N T S

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- <1>. Board of Directors and Other Information.
 - <2>. Notice.
 - <3>. Directors' Report.
 - <4>. Auditor's Report.
 - <5>. Balance Sheet.
 - <6>. Profit & Loss Account
 - <7>. Schedules to Balance sheet & Profit Loss Account
 - <8>. Notes to the Accounts.
 - <9>. Balance Sheet Abstract & Company's General Business Profile.
 - <10>. Cash Flow Statement pursuant to Clause 32 of the Listing Agreement
 - <11>. Auditors Report to Cash Flow Statement.
 - <12>. Attendance Sheet & Proxy Form.

R. R. SECURITIES LTD.

BOARD OF DIRECTORS

Shri Rajendra B. Shah

Chairman & Managing Director

Smt. Rita R. Shah

Director

Shri S. P. Shah

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.

IDBI Bank Ltd. Lal Bungalow, C.G. Road, 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 15th Annual General Meeting of the Members of the Company will be held on Saturday the 30th September, 2008 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 31.03.2008 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 Smt. Rita 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.

Date : 01-05-2008

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 Intime Spectrum Registry Ltd., 2nd Floor, Sudarshan Bldg., Nr. Mithakhali Bridge, Navrangpura, Ahmedabad 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.

DIRECTORS' REPORT

To,
The Members,
R. R. Securities Limited

Dear Shareholders,

Your Directors have pleasure in presenting herewith the 15th Audited Annual Report together with the Audited Statement of Accounts of the Company for the year ended on 31st March, 2008.

FINANCIAL HIGHLIGHTS.

During the financial year 2007-2008, the Financial operational results of the Company is as follows :

(Amount in Rs.)

Particulars	For the year ended on 31st March, 2008	For the year ended on 31st March, 2007
Total Income	30,81,374	22,27,828
Total Expenses	18,07,708	22,48,433
Profit Before Depreciation & Tax	13,17,007	(20,605)
Depreciation	43,341	42,660
Provision for Tax	1,43,255	8,000
Differed Tax(Assets) Liability	(11,991)	1,862
Fridge Benefit Tax	NIL	2,000
Excess Provision of IT	NIL	495
Net Profit(Loss) for the Year	11,62,912	(70909)

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.

YEAR UNDER REVIEW :

During the year under review Your Company had earned a total income of Rs. 30,81,374/- (Previous year Rs. 22,27,828/-). After meeting with the day to day and total expenses of Rs. 18,07,708/- (Previous year of Rs. 22,48,433/-), Provisions of Depreciation of Rs. 43,341/- (Previous year Rs. 42,660/-) Provision of Income Tax Rs. 1,43,255/- (Previous year Rs. 8,000/-), Differed Tax Liability of Rs. 11,991/- (Previous year of Rs. 1862/-) Fringe Benefit Tax of Rs. NIL/- (Previous year Rs. 2,000/-) the company has incurred a net loss for the year of Rs. 11,62,912/- (Previous year Profit of Rs. 70,909/-)

COMPLAINE WITH THE LISTING AGREEMENT :

The Company has made all compliances of the Listing Agreement with the Ahmedabad Stock Exchange and the Mumbai Stock Exchange during the year including Payment of all outstanding listing fees of both stock exchanges. Now the Company is pursuing the matter with the stock exchange authorities for lifting of suspension from trading in shares of the company.

COMPLIANCE TO CODE OF CORPORATE GOVERNANCE :

The present Board of directors consist of only 3 directors out of which two are the promoter directors and relatives. Accordingly the present Board of Directors does not comply with the provisions of clause 49 of the Listing Agreement. The Company is in search of finding out some professional directors immediately. Accordingly the company is not complying with the provisions of the Corporate Governance norms.

DEPOSITS

During the year under review your company has neither invited nor accepted any public deposit or pedosits from the public as defined under Section 58A of the Companies Act-1956. The unsecured loans interest free are taken from Directors as and when required for short term basis which are exempt from the preview of Section 58A of the Companies Act 1956.

DIRECTORS

Shri Rita R. Shah, Director of the Company retires by rotation as per provisions of the Act at this Annual General Meeting. However being eligible offers herself for reappointment. Your Directors recommend appointing her by passing resolutions.

DIRECTORS' RESPONSIBILITY STATEMENT (Section 217 2AA):

Pursuant to the provision contained in Section 217(2AA) of the Companies Act, 1956, the Directors of your Company confirm :

- (A) That in the preparation of the annual accounts, the applicable accounting standards have been followed and no material departures have been made from the same;
- (B) That they have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affair of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- (C) that they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company for preventing and detecting fraud and other irregularities;
- (D) that they have prepared the annual accounts on a going concern basis.

AUDITORS :**STATUTORY AUDITORS**

M/S Jigar S. Shah, Chartered Accountants, Ahmedabad the retiring Statutory Auditors hold office of the Auditors upto the date of this Annual General Meeting as per the provisions of the Act. The Company has received a letter from the said Auditors to the effect that their appointment shall be within the limits laid down under Section 224(1B) of the Companies Act. A resolution proposing their reappointment as the regular Auditors of the company for the period from the conclusion of this Annual General Meeting upto the conclusion of the next Annual General Meeting is required to be passed. Your directors recommend to pass the said resolution.

AUDITORS OBSERVATION:

There are no adverse observations made by the Auditors in their report. However notes to the Accounts to itself are clarificatory and self explanatory in the nature.

EMPLOYEES

There are no employees of the company who were in receipt of the remuneration of Rs. 24,00,000/- in the Aggregate if employed for the year and in receipt of the Monthly remuneration of Rs. 2,00,000/- in the aggregate if employed for a part of the year under review. Hence the information required under Section 217 (2A) of the Companies Act, 1956 being not applicable are not given in this report.

STATUTORY INFORMATION :

The Information required to be disclosed in the report of the Board of Directors as per the provisions of Section 217 (1)(e) of the Companies Act-1956 and the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules 1988 regarding the conservation of energy, technology absorption, foreign exchange earnings and outgo is not applicable to the company.

MATERIAL CHANGES

Except the information given in this report, No material changes have taken place after completion of the financial year up to date of this report which may have substantial effect on business and finances of the company and which are required to be disclosed in this Report.

APPRECIATION:

Your Directors take this opportunity to acknowledge the trust reposed in your company by its Shareholders, Bankers and clients. Your Directors also keenly appreciate the dedication & Commitment of all our employees, without which the continuing progress of the company would not have been possible.

DATE : 01/05/2008.
PLACE: AHMEDABAD.

ON BEHALF OF THE BOARD OF DIRECTORS
OF R. R. SECURITIES LIMITED.

Sd/-
(RAJENDRA. B. SHAH)
CHAIRMAN

R. R. SECURITIES LTD.

JIGAR SHAH & CO.

Chartered Accountants

B/20, Deep Apartments, Near R. C. Patel High School,

Vasna, Ahmedabad - 380 007.

AUDITOR'S REPORT

The Members of

R.R.SECURITIES LIMITED

AHMEDABAD.

- 1 We have audited the attached balance sheet of M/s. **R.R.SECURITIES LIMITED** as at 31st March 2008, THE PROFIT & LOSS ACCOUNT AND also CASH FLOW STATEMENT for the year ended on that date and annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2 We conducted our audit in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3 As required by the COMPANIES (AUDITOR'S REPORT) ORDER, 2003 issued AS AMENDED BY THE cOMPANIES(Auditor's Report)(Amendment) Order, 2004(together the 'order') issued by the Central Government of India in terms subsection (4A) of section 227(4A) of the Companies Act, 1956, of India(the 'Act') and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
- 4 Further to our comments in the Annexure referred to in paragraph above, we report that:
 - (a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes 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, PROFIT AND LOSS ACCOUNT AND CASH FLOW statement dealt with by this Report are in agreement with the books of account ;
 - (d) In our opinion, the balance sheet, profit and loss account and cash flow statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act 1956 so far as they apply to the company.

R. R. SECURITIES LTD.

- (e) On the basis of written representations received from the directors as on March 31, 2008 and taken on record by the Board of Directors, we report that no director of the Company is disqualified as on 31st, March, 2008 from being appointed as a director in referred to in Section 274(1)(g) of sub-section (1) of section 274 of the Companies Act 1956; and
- (f) In our opinion and to the best of our information and according to the explanations given to us, the said financial statements together with notes thereon and Schedules A to W annexed thereto, give in prescribed manner the information required by Act and give a true and fair view in conformity with the accounting principles generally accepted in India;
- (i) in the case of BALANCE SHEET, of the STATE OF AFFAIRS of the company as at 31st March 2008.
- (ii) in the case of the PROFIT AND LOSS ACCOUNT, of the Loss for the year ended on that date.
- (iii) in the case of the Cash Flow Statement, of the cash flows for the years ended on that date.

DATE : 01-05-2008

Place : Ahmedabad

**For JIGAR S. SHAH & CO.
CHARTERED ACCOUNTANTS**

Sd/-

**JIGAR SHAH
(PROPRIETOR)
M. NO. 105527**