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ORCHID SECURITIES LIMITED

Registered Office : 36A, BENTINCK STREET, KOLKATA - 700069

Phone: 4004 - 8757, Fax: 033 - 4004 - 8757

Website: www.orchidsecurities.com

CIN: L18209WB1994PLC062173 E-mail: orchidsecurities_ltd@yahoo.co.in

NOTICE OF ANNUAL GENERAL MEETING

To all the members of the Company

Notice is hereby given that the Twenty-second Annual General Meeting of the Shareholders of Orchid Securities Limited will be held at the registered office of the company at 36A, Bentinck Street, 1st Floor, Kolkata - 700 069 on Saturday, the 26th September, 2015 at 11.30 A. M. to transact the following business :-

ORDINARY BUSINESS:

To receive, consider and adopt the audited Financial Statements of the Company for the financial year ended 31st March, 2015 including the Audited Balance Sheet as at 31st March, 2015 and Statement of Profit & Loss for the year ended on that date together with Directors' Report and Auditors' Report thereon.

1. To appoint a Director in place of Mr. Lakhi Prasad Saraogi (holding DIN 00503468), who retires by rotation and being eligible, seeks re-appointment.
2. To appoint a Director in place of Mr. Susanta Banerjee (holding DIN 01173116), who retires by rotation and being eligible, seeks re-appointment.
3. To ratify the appointment of M/s. Alfa Daga & Associates, Chartered Accountants having Firm Registration No. 326733E of Kolkata as Statutory Auditors of the Company from the conclusion of the 22nd Annual General meeting (2014-15) till the conclusion of the 23rd Annual General Meeting (2015-16) of the Company and to authorize the Board of Directors to fix their remuneration on yearly basis and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:-
4. "RESOLVED THAT pursuant to the provisions of sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules framed there under, as amended from time to time, appointment of M/s. Alfa Daga & Associates, Chartered Accountants having Firm Registration No. 326733E of Kolkata, as Statutory Auditors of the Company from the conclusion of the 22nd Annual General meeting (2014-15) till the conclusion of the 23rd Annual General Meeting (2015-16) of the Company, be and is hereby ratified for the financial year 2015-16, at such remuneration as may be mutually agreed upon between the Board of Directors of the company and the Auditors, based on the recommendation of the Audit Committee."

SPECIAL BUSINESS:

5. Appointment of Mrs. Dimple Gupta as Non - Executive Director of the company and in this regard to consider and, if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (herein after referred to as the "Act") and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and applicable provisions of the Articles of Association of the Company and the listing agreement, Mrs. Dimple Gupta (holding DIN:06761822), who was appointed as an Additional Director of the company with effect from 29th September, 2014, by the Board of Directors, on the recommendation of the Nomination and Remuneration

Committee in terms of section 160(1) of the Act and whose term of office expires at the Annual General Meeting and in respect of whom the company has received a notice in writing under section 160(1) of the Act from a member proposing her candidature for the office of the Director, be and is hereby appointed as a Director of the company who shall be liable to retirement by rotation.

Regd. Office: -
36A, Bentinck Street, Kolkata - 700 069
Date: 30th day of June, 2015

By Order of the Board
B. L. Birmecha
Chairman
DIN:00750317

NOTES:

1. Explanatory statement pursuant to Section 102(1) and other applicable provisions of the Companies Act, 2013 and Rules made there under with respect to Special Business set out in the notice is annexed hereto.

2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY / PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED, SIGNED AND DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as proxy on behalf of Members not exceeding 50 members and holding in the aggregate not more than 10% of the total share capital of the Company. Proxy/ Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority as applicable. A member holding more than 10% of the total share capital of the company may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

3. Only registered members of the company or any proxy appointed by any such registered member may attend and vote at the meeting as provided under the provisions of the Companies Act, 2013. In case any shareholder has voted electronically, then he / she can participate in the meeting but not vote.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 15th September, 2015 to 26th September, 2015, both days inclusive.
5. The Ministry of Corporate Affairs (vide Circular Nos. 17/2011 and 18/2011 dated 21st April, 2011 respectively) has undertaken a 'Green Initiative in Corporate Governance' and allowed companies to share documents with its shareholders through an electronic mode. Members are requested to support this green initiative by registering / updating their e-mail addresses, in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with the company's registrars and Share Transfer Agents.
6. Members holding shares in physical form and wishing to make / change a nomination in respect of their shareholding in the Company, as permitted under section 72 of the Companies Act, 2013 may submit the prescribed particulars in Form No. SH-13 (Nomination Form) or SH-14 (Cancellation or Variation of Nomination) to the company.
7. The Company has entered into necessary arrangement with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to enable the shareholders to dematerialize their shareholding in the company for which they may contact the Depository Participant of either of the above Depositories.

8. Members are requested to bring their copy of Annual Report to the meeting. A member desirous of getting any information with regard to accounts of the company is requested to send the queries to the company at least 10 days before the meeting at the registered office of the company.
9. Details under Clause 49 of the Listing Agreement with the Stock Exchange in respect of the Directors seeking appointment/ re-appointment at the Annual General Meeting, forms part of the Notice. The Directors have furnished the requisite declarations for their appointment / re-appointment.
10. Corporate members are requested to send a duly certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 / Power of Attorney authorizing their representative(s) to attend and vote on their behalf at the meeting.
11. Electronic copy of the Annual Report, Notice of the meeting of the company inter-alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose e-mail IDs are registered with the company / Depository Participants (s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered, their e-mail address, physical copies of the notice of the meeting of the company inter-alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
12. Members are requested to produce the enclosed Attendance Slip duly signed as per the specimen signature recorded with the company / Depository Participants for admission at the entrance to the place of the meeting.
13. Voting through electronic means:

The instructions for shareholders voting electronically are as under:

- i. The voting period begins on 23.09.2015 from 10.00 A.M and ends on 25.09.2015 till 5.00P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 19.09.2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. The facility for voting through ballot paper / polling paper shall be made available at the AGM and the members as on the "cut-off date" i.e. Record date, attending the meetings who have not cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting through ballot paper / polling paper.
- ii. The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- iii. Click on "Shareholders" tab.
- iv. Now Enter your User ID
 - b. For CDSL: 16 digits beneficiary ID,
 - c. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - d. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v. Next enter the Image Verification as displayed and Click on Login.
- vi. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

vii. If you are a first time user follow the steps given below:-

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> ❖ Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. ❖ In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> ❖ Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (vii).

viii. After entering these details appropriately, click on "SUBMIT" tab

- ix. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the EVSN for the relevant ORCHID SECURITIES LIMITED on which you choose to vote.
- xii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiv. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

- xvii. If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xviii. Note for Institutional Shareholders:-
- ❖ Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
 - ❖ A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - ❖ After receiving the login details they have to create compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - ❖ The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - ❖ A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xix. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
- xx. The shareholders shall have one vote per equity share held by them as on the cut-off date (record date) of 19th September, 2015. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
- xxi. Shri Asit Kumar Labh, Practicing Company Secretary, (ACS-32891, CP - 14664, CDSL Entity ID : 78164) , Kolkata has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblocks the votes in the presence of at least two (2) witness not in the employment and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- xxii. The results shall be declared on or after the AGM, but not later than three days from the conclusion of the date of the AGM. The results declared alongwith the Scrutinizer's Report shall be placed on the website of CDSL within and will be communicated to the Stock Exchange where the Company's Shares are listed, i.e. Calcutta Stock Exchange.

ANNEXURE TO THE NOTICE

I. Explanatory Statement under Section 102(1) of the Companies Act, 2013

Item No. 5

The Board of Directors of the company had appointed Mrs. Dimple Gupta as an Additional Director of the company with effect from 29th September, 2014. The Additional Director holds office only until the ensuing Annual General Meeting of the company in terms of Section 161(1) of the Companies Act, 2013 ("Act") but is eligible for appointment as Director. The company has received a notice under section 160(1) of the said Act from a member along with requisite deposit specifying his intention to propose Mrs. Dimple Gupta as a Director of the company.

The Companies Act, 2013 requires a Woman Director in Board of Directors. The Board recommends the Ordinary Resolution set out at Item No. 5 of the notice for your approval. Mrs. Dimple Gupta is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a

Director. Mrs. Dimple Gupta holds 143500 shares in the company. Except Mrs. Dimple Gupta and Mr. Baboo Lal Birmecha, none of the other directors and Key Managerial Personnel of your company or their relatives are, in any way, concerned or interested financially or otherwise in the said resolution.

II. Details of Directors seeking appointment / re-appointment at the ensuing Annual General Meeting Fixed on 26th September, 2015 as required under clause 49 of the Listing Agreement with Stock Exchange are given hereunder:-

A. Mr. LAKHI PRASAD SARAOGI

Date of Birth and Age	6 th December, 1946 - 69 years
Date of Appointment	2 nd January, 1995
Qualifications	B. Com., L. LB
Expertise in specific functional areas	Finance and Legal matters
Directorships in other Companies (excluding foreign and section 25 Companies) as on 31 st March, 2014	1. Toshith Securities Private limited
Chairmanship / Membership of specified Committees* of the Boards of above Companies as on 31 st March, 2014	Nil
Shareholding in the Company	Nil

B. Mr. SUSANTA BANERJEE

Date of Birth and Age	13 th March, 1947 - 68 years
Date of Appointment	31 st May, 2004
Qualifications	B. Com
Expertise in specific functional areas	Accounts and Capital Markets
Directorships in other Companies (excluding foreign and section 25 Companies) as on 31 st March, 2014	1. Kanco Enterprises Limited
Chairmanship / Membership of specified Committees* of the Boards of above Companies as on 31 st March, 2014	Member of Audit Committee, Remuneration Committee, Share Transfer Committee and Shareholder Relationship Committee in Kanco Enterprises Limited
Shareholding in the Company	Nil

C. Mrs. DIMPLE GUPTA

Date of Birth and Age	07 th April, 1977 - 38 years
Date of Appointment	29 th September, 2014
Qualifications	B. Com
Expertise in specific functional areas	Finance
Directorships in other Companies (excluding foreign and section 25 Companies) as on 31 st March, 2014	1. Sar Logistics Private Limited
Chairmanship / Membership of specified Committees* of the Boards of above Companies as on 31 st March, 2014	Nil
Shareholding in the Company	143500

Regd. Office :-
36A, Bentinck Street, Kolkata - 700 069
Date: The 30th day of June, 2015

By Order of the Board
B. L. Birmecha
Chairman
DIN:00750317

ORCHID SECURITIES LIMITED

DIRECTOR'S REPORT

To
The Shareholders
ORCHID SECURITIES LIMITED

Your Directors have pleasure in presenting the 22nd Annual Report of the Company and the Audited Financial Statements for the year ended 31st March, 2015.

FINANCIAL PERFORMANCE :

	(Rs. in Thousands)	
	2014-2015	2013-2014
Profit before Depreciation, Finance Costs & Tax Expenses	348	546
Less : Finance Costs	44	--
Less : Depreciation	81	18
Profit before Tax	223	528
Less : Provision for Taxation	--	48
Profit after Tax	223	480
Add : Balance brought forward from previous year	(11062)	(11413)
Add : Provision for Standard Assets written off	--	--
	(10839)	(10933)
Less : Provision for diminution in shares	(311)	33
Transferred to Statutory Reserve	45	96
Balance carried forward to Balance Sheet	(10573)	(11062)

DIVIDEND :

Due to inadequate profit, the Board of Directors of your Company has not recommended any dividend during the year under review. However they are hopeful to present better result in the year to come.

RESERVES :

The Company has transferred 20% of it's profit for the year to statutory reserve as required by Section 451C of the Reserve Bank of India Act, 1934 for Non-Banking Financial Companies.

STATE OF COMPANY'S AFFAIRS :

During the year under review, although the revenue of your Company has been increased as compared to the previous year i.e. 2013-14, but due to increased burden of expenses, the profit before tax of the Company has been reduced from 5.28 lakhs to 2.23 lakhs. However, the Directors are hopeful to present a better result in the coming year.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURED DURING THE FINANCIAL YEAR :

No material changes and commitments has taken place during the year under review affecting the Financial position of the Company.

MATERIALS ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE COMPANY'S OPERATION IN FUTURE :

No such material order has been passed by the Regulators or Courts or Tribunals having adverse effect on the operation of the Company in future.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS :

Your Company has a proper and adequate system of internal control to ensure that all activities are monitored and controlled against any un-authorized use or disposition of assets, and that the transaction are authorized, recovered and reported correctly.

Your Company ensures adherence to all internal control policies and procedures as well as compliance with all regulatory guidelines.

The Audit Committee of Board of Directors review the adequacy of internal controls.

DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES :

Your Company has no Subsidiary or Joint venture or Associate Company and thus no comment is required.

DEPOSITS :

During the year under review, your Company has not accepted any deposit.

STATUTORY AUDITORS :

The Statutory Auditors of the Company M/S. ALFA DAGA & ASSOCIATES, Chartered Accountants (Firm Registration No. 326733E), were appointed at the 21st Annual General Meeting of the Company to hold office for term of 3(three) years till the conclusion of the 24th Annual General Meeting of the Company subject to ratification by members at every annual general meeting . The Company has received a letter from M/S. ALFA DAGA & ASSOCIATES, Chartered Accountants, regarding their eligibility to continue as statutory auditors of the company. In compliance with section 139 of the Companies Act, 2013 the Board of Directors recommends ratification of the appointment of M/S. ALFA DAGA & ASSOCIATES, Chartered Accountants as Statutory Auditors of the Company.

AUDITOR'S REPORT :

The report of the Statutory Auditors is self-explanatory and need no further explanation in this regard.

SHARE CAPITAL :

Your Company during the year has neither issued any Equity Share with differential rights, Sweat Equity Shares, Employees Stock Options nor purchase it's own shares.

EXTRACT OF ANNUAL RETURN :

The extract of Annual Return in Form No. MGT - 9 is annexed herewith, marked as Annexure -A to this report..

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO :

Particulars regarding conservation of energy and technology absorption are not furnished as the same are not applicable. There has been no foreign exchange income and outgo during the year.

CORPORATE SOCIAL RESPONSIBILITY (CSR) :

This Clause is not applicable to the Company.

DIRECTORS

A) DETAILS OF CHANGES

The Board of Directors, in compliance with the second proviso of section 149 (1) of the Companies Act, 2013, Clause 49 of the listing agreement and upon recommendation of nomination & remuneration committee, appointed Mrs. Dimple Gupta as Women Director with effect from 29th September, 2014. She shall hold office up to the date of the Fourth coming Annual General Meeting and is eligible for appointment as a Director, liable to retire by rotation. The company has received a notice in writing from a member proposing her candidature for the office of director.

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the company Mr. Lakhi Prasad Saraogi and Mr. Susanta Banerjee, Independent Directors of the company shall retire by rotation and are eligible for re-appointment.

Your Board recommends their appointment / re-appointment.

B) DECLARATION BY INDIPENDENT DIRECTOR(S)

All the Independent Directors have declared that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013 and Clause 49 of the Listing Agreement.

BOARD MEETINGS :

The Board meets at regular intervals to discuss on company / business policy, strategy and financial results apart from other Board businesses. Total Six meeting of the Board of Directors of the Company were held on 16.04.2014, 30.05.2014, 07.08.2014, 27.09.2014, 12.11.2014 and 12.02.2015 respectively during the year under review. The maximum interval between any two Board meeting did not exceed 120 (one hundred and twenty) days.

AUDIT COMMITTEE :

Audit Committee consisted of Mr. B. L. Birmecha, as Chairman, Mr. L. P. Saraogi & Mr. U. K. Nahata as Members. During the financial year ended 31st March, 2015, the Audit Committee met four times on 29th May, 2014, 6th August, 2014, 11th November, 2014 and 11th February, 2015. The particulars of attendance at the Audit Committee meetings are as under :-

Name of the Director	No. of Meetings attended
Mr. B. L. Birmecha	4 (Four)
Mr. L. P. Saraogi	4 (Four)
Mr. U. K. Nahata	4 (Four)

The terms of reference of the Audit Committee cover the areas mentioned in the Listing Agreement, the Companies Act, 2013 and also other terms as may be referred to it by the Board of Directors. The roll of the Committee includes, inter alia, reviewing financial statements, internal control systems, reports of the auditors etc. There were no recommendations made by Audit Committee which were not accepted by the Board.

VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES :

As per section 177 of the Companies Act, 2013 read with Companies (Meeting of Board and it's powers) Rules, 2014 and being a Listed Company, Orchid Securities Limited has to formulate a Vigil Mechanism/whistle Blower Policy.

The Vigil Mechanism aims to provide a channel to the employees and the Directors to report genuine concerns about unethical behaviors, actual or suspected fraud or violation of the Code of Conduct of policy,

In order to achieve the aforesaid objectives, under the Vigil Mechanism procedure, Mr. Lakhi Prasad Saraogi has been appointed as Vigilance Officer to whom all the complaints should be lodged in writing containing the facts in details. On receipt of the complain, the Vigilance Officer will carry out necessary investigation and the process of investigation should be completed within 30 days and submit a report to the Chairman of Audit Committee. If the investigation reveals that any improper or unethical act has been committed the Chairman should recommend to the Board of Directors to take such disciplinary or corrective actions as they may deem fit. The policy is available on the Company's website; www.orchidsecurities.com

NOMINATION & REMUNERATION COMMITTEE :

The Remuneration and Nomination Committee comprises of three members of whom two are Independent Directors. Mr. Susanta Banerjee is the Chairman of the Committee. Mr. Umed Kumar Nahata, Mr. L. P. Saragoi and Mr. Susanta Banerjee are the members of the Committee.

The Committee was constituted to comply with the provisions of the Schedule XIII of the Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS U/S. 186 OF THE COMPANIES ACT, 2013 :

The Company has not given any guarantee. As the company is a Non – banking Financial Company (NBFC) Registered with Reserve Bank of India section 186 of the Companies Act, 2013 is not applicable.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES :

In pursuance of section 188(1) of the Companies Act, 2013 your Company has not entered into any contract or arrangement with related party.

MANAGEMENT REMUNERATION

i. The earnings of the Key Managerial personnel are as follows :-

<i>Name</i>	<i>Remuneration</i>
a. Baboolal Birmecha (Whole Time Director)	Rs. 2,12,500.00*
b. Hanuman Mal Baid (Chief Financial Officer)	Rs. 1,99,325.00

*Paid @ 25,000.00 per month for a period of 8.5 months.

- ii. The number of permanent employees on the pay rolls of the Company is Two.
- iii. Total revenue of the Company is Rs. 17,565,143.00 during the financial year 2014-15 and Profit after tax is Rs. 2,22,600.00. Remuneration paid to KMP are nominal, so no comparison with performance of the company is required.
- iv. Your Directors affirm that the remuneration paid to the employees and Key Managerial Personnel was as per the remuneration policy of the Company and there is no employee who received remuneration above the limit as prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- v. The median remuneration of employees of the company during the financial year was Rs. 1,38,663.00.

- vi. The percentage increase in median remuneration of the employees of the company is 0.96%.
- vii. The percentage increase of remuneration to Key Managerial Personnel are as follows :
- | | |
|----------------------|--|
| a. Baboolal Birmecha | N. A. as no remuneration in previous year. |
| b. Hanuman Mal Baid | 12.49% |

- viii. Ratio of remuneration of Key Managerial Personnel to median of employees are as follows :

a. Baboolal Birmecha	1.53
b. Hanuman Mal Baid	1.44

SECRETARIAL AUDIT REPORT :

The Secretarial Audit Report given by Mr. Debasish Mukhopadhyay, a Company Secretary in practice is annexed herewith marked as Annexure - B to this report.

COMMENTS ON QUALIFICATION CONTAINED IN THE SECRETARIAL AUDIT REPORT :

NON-APPOINTMENT OF WHOLE TIME COMPANY SECRETARY.

The Whole-Time Company Secretary who was employed in the Company has left over and thereafter your Company could not appoint a Whole-Time Company Secretary. However, efforts are being made so as to appoint a Company Secretary at earliest.

CORPORATE GOVERNANCE CERTIFICATE :

This Clause is not applicable to your Company.

RISK MANAGEMENT POLICY :

The Board of Directors of the Company has laid down a Risk Management Policy for the Company. It identifies elements of risk inherent to the business pertaining to purchase and sale of shares, operational & financial, environment, health & safety, reputation and image, compliance, etc. It also contains a control matrix in respect of sources and consequences of above risks and control measures to help manage them. Every unit and function is required to deploy the control measures and ensure timely reporting. In the opinion of the Board, none of the above mentions risks threaten the existence of the company.

DIRECTORS RESPONSIBILITY STATEMENT :

Pursuant to Section 134(5) of the Companies Act, 2013, the Directors hereby confirm that :-

In the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departure.

The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period.

The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities to the best of their knowledge and ability.

The Directors have prepared the annual accounts ongoing concern basis.

The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively, and

The Directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTING PROHIBITION AND REDRESSAL) ACT, 2013 :

During the year under review, no woman employee was employed by the Company at work place and thus, no disclosure is required to be given.

PARTICULARS OF EMPLOYEES :

Information in accordance with the provision of Section 197 of the companies Act. 2013 read with the companies (appointment & remuneration of managerial personnel) Rules , 2014 as amended is not given as no employees of the company was in receipt of remuneration to the extent laid down therein.

Your Company had two employees as on 31st March, 2015.

ACKNOWLEDGEMENT :

Your Directors wish to place on record their appreciation for the devoted services of the employees of the Company. Your Directors also desire to place on record their appreciation for the valuable co-operation and support extended throughout the year by the Governments, Bankers and Customers.

By Order of the Board of Directors

Place : Kolkata
Date : 30.06.2015


Chairman
DIN: 00750317

Form No. MGT-9
EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2015
[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

(i)	CIN	L18209WB1994PLC062173
(ii)	Registration Date	09/03/1994
(iii)	Name of the Company	ORCHID SECURITIES LTD
(iv)	Category / Sub-Category of the Company	Company limited by Shares/ Non-govt company
(v)	Address of the Corporate Office and Contact Details	N.A
(vi)	Address of the Registered Office and Contact Details	36 A BENTINCK STREET KOLKATA – 700069 WEST BENGAL, Tel: 4004 8757 Email: orchidsecurities_ltd@yahoo.co.in
(vii)	Whether listed company Yes / No	Yes
(viii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	MAHESHWARI DATAMETICS PVT.LTD 6, Mangoe Lane (Surendra Mohan Ghosh Sarani) 2 nd Floor, Kolkata – 700 001, Tel No: 2243 5809/ 5029, Fax: 033 2248 4787, Email: mdpl@cal.vsnl.net.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:-

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the Company
1	Trading in shares	-----	94.50

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

Sr. No.	Name and address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1.	-----	-----	-----	-----	-----

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% Change During the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
(a) Individual/HUF	763800	57100	820900	27.36	763800	57100	820900	27.36	---
(b) Central Govt.	---	---	---	---	---	---	---	---	---
(c) State Govt. (s)	---	---	---	---	---	---	---	---	---

(Contd.....)

(d) Bodies Corp.	285100	278700	563800	18.79	285100	278700	563800	18.79	---
(e) Banks/FI	---	---	---	---	---	---	---	---	---
(f) Any Other	---	---	---	---	---	---	---	---	---
Sub-Total(A)(1):	1048900	335800	1384700	46.16	1048900	335800	1384700	46.16	---
(2) Foreign									---
(a) NRIs/ Individuals	---	---	---	---	---	---	---	---	---
(b) Other-Individuals	---	---	---	---	---	---	---	---	---
(c) Bodies Corp.	---	---	---	---	---	---	---	---	---
(d) Banks / FI	---	---	---	---	---	---	---	---	---
(e) Any Other	---	---	---	---	---	---	---	---	---
Sub-Total(A)(2):	---	---	---	---	---	---	---	---	---
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	1048900	335800	1384700	46.16	1048900	335800	1384700	46.16	---
B. Public Shareholding									---
(1) Institutions									---
(a) Mutual Funds	---	---	---	---	---	---	---	---	---
(b) Banks/FI	---	---	---	---	---	---	---	---	---
(c) Central Govt.	---	---	---	---	---	---	---	---	---
(d) State Govt. (s)	---	---	---	---	---	---	---	---	---
(e) Venture Capital Funds	---	---	---	---	---	---	---	---	---
(f) Insurance Companies	---	---	---	---	---	---	---	---	---
(g) FIIs	---	---	---	---	---	---	---	---	---
(h) Foreign Venture Capital Funds	---	---	---	---	---	---	---	---	---
(i) Others (specify)	---	---	---	---	---	---	---	---	---
Sub-Total(B)(1):	---	---	---	---	---	---	---	---	---
(2) Non-Institutions									
(a) Bodies Corp.									---
(i) Indian	190700	144900	335600	11.19	190700	144900	335600	11.19	---
(ii) Overseas	---	---	---	---	---	---	---	---	---
(b) Individuals									

(Contd.....)

(i) Individual Shareholders holding nominal share capital up to Rs. 1 lakh	80081	472441	552522	18.42	80081	472441	552522	18.42	---
(ii) Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	681878	45400	727278	24.24	681878	45400	727278	24.24	---
(c) Others Clearing Members	---	---	---	---	---	---	---	---	---
Sub-Total(B)(2):	952659	662741	1615400	53.84	952659	662741	1615400	53.84	---
Total Public Shareholding (B)=(B)(1)+(B)(2)	952659	662741	1615400	53.84	952659	662741	1615400	53.84	---
C. Shares held by custodian for GDRs & ADRs	---	---	---	---	---	---	---	---	---
Grand Total (A+B+C)	2001559	998541	3000100	100.00	2001559	998541	3000100	100.00	---

(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year 01.04.2014			Shareholding at the end of the year 31.03.2015			% change in share holding during the year
		No. of Shares	% of total shares of the company	% of shares Pledged/ encumbered to total shares	No. of Shares	% of total shares of the company	% of shares Pledged/encumbered to total shares	
1	Simple Bachhawat	147500	4.92	0.00	147500	4.92	0.00	---
2	Baboolal Birmecha	140300	4.68	0.00	140300	4.68	0.00	---
3	Champa Birmecha	125400	4.18	0.00	125400	4.18	0.00	---
4	Adarsh Birmecha	96700	3.22	0.00	96700	3.22	0.00	---
5	Priyanka Birmecha	86800	2.89	0.00	86800	2.89	0.00	---
6	Rajendra Kumar Nahata	36600	1.22	0.00	36600	1.22	0.00	---
7	Nirmal Kumar Lunia	23600	0.79	0.00	23600	0.79	0.00	---
8	Sunita Nahata	18500	0.62	0.00	18500	0.62	0.00	---
9	Sangeeta Nahata	600	0.02	0.00	600	0.02	0.00	---
10	Manak Chand Nahata	600	0.02	0.00	600	0.02	0.00	---

(Contd.....)

11	Umed Kumar Nahata	600	0.02	0.00	600	0.02	0.00	---
12	Umed Kumar Nahata	100	0.00	0.00	100	0.00	0.00	---
13	Baboo Lal Birmecha	100	0.00	0.00	100	0.00	0.00	---
14	Dimple Gupta	143500	4.78	0.00	143500	4.78	0.00	---
15	Birmecha Investments Private Limited	145500	4.85	0.00	145500	4.85	0.00	---
16	Simplex Estates P Ltd	139600	4.65	0.00	139600	4.65	0.00	---
17	Solmex Business Pvt.Ltd	90000	3.00	0.00	90000	3.00	0.00	---
18	Pritex Fiscal Services Pvt Ltd	67500	2.25	0.00	67500	2.25	0.00	---
19	Goldstar Business Pvt Ltd	50000	1.67	0.00	50000	1.67	0.00	---
20	Tobular Impex Pvt Ltd	40000	1.33	0.00	40000	1.33	0.00	---
21	Mignasty Commerce Pvt Ltd	30000	1.00	0.00	30000	1.00	0.00	---
22	Birmecha Securities Pvt Ltd	1200	0.04	0.00	1200	0.04	0.00	---
	Total	1384700	46.16	0.00	1384700	46.16	0.00	---

(iii) Change in Promoters' Shareholding (Please specify, if there is no change)

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company
	There are no changes in the Promoter Shareholding during the FY 2014-15	1384700	46.16	1384700	46.16

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Top 10 shareholders	Shareholding at the beginning of the year		Date of Transaction	Increase / Decrease in shareholding	Reason	Cumulative Shareholding during at the end of the year	
		No. of shares	% of total Shares of the Company				No. of shares	% of total Shares of the Company
1	Madhu Jain	120000	3.99	----	----	----	120000	3.99
2	Dinesh Kumar Jain	125000	4.16	----	----	----	125000	4.16
3	Angular Finance Private Limited	40000	1.33	----	----	----	40000	1.33
4	Toshith Securities Private Limited	85000	2.83	----	----	----	85000	2.83

(Contd.....)

5	Soman Lefin Private Limited							
		102500	3.416	----	----	----	102500	3.416
6	Yugraj Jain							
		123700	3.839	----	----	----	123700	3.839
7	Dimple Gupta							
		143500	4.78	----	----	----	143500	4.78
8	Virendra Kumar Jain							
		-----	-----	30.09.2014	70000	Transfer	70000	2.33
9	Kiran Baid							
		179978	5.999	----	----	----	179978	5.999
10	Jugraj Tejraj Private Limited							
		70000	2.33	07.04.2014	70000	Transfer	-----	-----

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name	Shareholding at the beginning of the year		Date of Transaction	Increase / Decrease in shareholding	Reason	Cumulative Shareholding during at the end of the year	
		No. of shares at the beginning	% of total Shares of the Company				No. of shares	% of total Shares of the Company
1.	Baboo Lal Birmecha	140400	4.679	----	----	----	140400	4.679
2.	Umed Kumar Nahata	700	0.233	----	----	----	700	0.233
3.	Dimple Gupta	143500	4.783	----	----	----	143500	4.783
4.	Hanuman Mal Baid	25700	0.856	----	----	----	25700	0.856

v. INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment

(Rs. in Lacs)

Particulars	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtness
Indebtedness at the beginning of the financial year				
i) Principal Amount	---	---	---	---
ii) Interest due but not paid	---	---	---	---
iii) Interest accrued but not due	---	---	---	---
Total (i+ii+iii)	---	---	---	---
Change in Indebtedness during the financial year				
Addition	500000	---	---	500000
Reduction	---	---	---	---
Net Change	500000	---	---	500000
Indebtedness at the end of the financial year				
i) Principal Amount	412326	---	---	412326
ii) Interest due but not paid	---	---	---	---
iii) Interest accrued but not due	---	---	---	---
Total (i+ii+iii)	412326	---	---	412326

(Contd.....)

I. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager BABOOLAL BIRMECHA	Total Amount
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	212500	212500
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	----	----
	(c) Profits in lieu of salary u/s 17(3) Income-tax Act, 1961	----	----
2.	Stock Option	----	----
3.	Sweat Equity	----	----
4.	Commission - as % of profit - others, specify...		
5.	Others, please specify	3000	3000
	Total(A)	215500	215500
	Ceiling as per the Act	----	3000000

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount (Rs.)
		Mr. Umed Kumar Nahata	Mr. Lakhi Prasad Saraogi	Mr. Susanta Banerjee	Mrs. Dimple Gupta	
1.	Independent Directors					
	• Fee for attending board committee meetings	----	2500.00	2500.00	500.00	5500.00
	• Commission	----	----	----	----	----
	• Others, please specify	----	----	----	----	----
	Total(1)	----	2500.00	2500.00	500.00	5500.00
2.	Other Non-Executive Directors					
	• Fee for attending board committee meetings	3000.00	----	----	----	3000.00
	• Commission	----	----	----	----	----
	• Others, please specify	----	----	----	----	----
	Total(2)	3000.00	----	----	----	3000.00
	Total(B)=(1+2)	3000.00	2500.00	2500.00	500.00	8500.00
	Total Managerial Remuneration	----	----	----	----	8500.00
	Overall Ceiling as per the Act	----	----	----	----	----

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	----	----	199325	199325
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	----	----	----	----
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	----	----	----	----
2.	Stock Option	----	----	----	----
3.	Sweat Equity	----	----	----	----
4.	Commission - as % of profit - others, specify...	----	----	----	----
5.	Others, please specify	----	----	----	----
	Total	----	----	199325	199325

(Contd.....)

VII. PENALTIES/PUNISHMENT/COMPOUNDING OFFENCES:

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any(give details)
A. Company					
Penalty					
Punishment					
Compounding					
B. Directors					
Penalty			---NIL---		
Punishment					
Compounding					
C. Other Officers In Default					
Penalty					
Punishment					
Compounding					

ORCHID SECURITIES LIMITED

[Signature]
Director

Ref. No

SECRETARIAL AUDIT REPORT**FOR THE FINANCIAL YEAR ENDED 31.03.2015**

Date :

*[Pursuant to section 204(1) of the Companies Act, 2013 and rule
No.9 of the Companies (Appointment and Remuneration Personnel)
Rules, 2014]*

To
The Members.
Orchid Securities Limited
36A, Bentinck Street,
Kolkata-700069

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Orchid Securities Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of Orchid Securities Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31.03.2015, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Orchid Securities Limited ("the Company") for the financial year ended on 31.03.2015, the Company according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder-Not Applicable.
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings-Not Applicable.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011:- Not Applicable.
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999-Not Applicable.
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008-Not Applicable.
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009-Not Applicable
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998-Not Applicable.

(vi) The Company being a Non-Banking Finance Company, the Reserve Bank of India Act, 1934 is applicable to the Company.



DEBASISH MUKHOPADHYAY

B.Com.(H), A.C.S.

Practising Company Secretary

10/32, NETAJI NAGAR, TOLLYGUNGE
KOLKATA-700 092

MOBILE : 93398 30459

Ref. No

Date :

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India-Not Applicable as it is yet to be issued by the Institute of Company Secretaries of India as on 31st March, 2015.
- (ii) The Listing Agreements entered into by the Company with The Calcutta Stock Exchange Association Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

I further report that

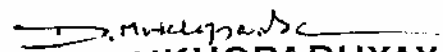
The Company has not appointed any Whole-Time Company Secretary till 31st March, 2015. However, the Board of Directors of the Company assured me regarding appointment of Whole -Time Company Secretary at earliest.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period no such events/actions have taken place having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Place : Kolkata

Date : 30.06.2015


D. MUKHOPADHYAY
Practising Company Secretary
C P No 5323

Ref. No

SECRETARIAL AUDIT REPORT**FOR THE FINANCIAL YEAR ENDED 31.03.2015**

Date :

*[Pursuant to section 204(1) of the Companies Act, 2013 and rule
No.9 of the Companies (Appointment and Remuneration Personnel)
Rules, 2014]*

To
The Members.
Orchid Securities Limited
36A, Bentinck Street,
Kolkata-700069

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Orchid Securities Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of Orchid Securities Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31.03.2015, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Orchid Securities Limited ("the Company") for the financial year ended on 31.03.2015, the Company according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder-Not Applicable.
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings-Not Applicable.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011:- Not Applicable.
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999-Not Applicable.
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008-Not Applicable.
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009-Not Applicable
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998-Not Applicable.

(vi) The Company being a Non-Banking Finance Company, the Reserve Bank of India Act, 1934 is applicable to the Company.



DEBASISH MUKHOPADHYAY

B.Com.(H), A.C.S.

Practising Company Secretary

10/32, NETAJI NAGAR, TOLLYGUNGE
KOLKATA-700 092

MOBILE : 93398 30459

Ref. No

Date :

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India-Not Applicable as it is yet to be issued by the Institute of Company Secretaries of India as on 31st March, 2015.
- (ii) The Listing Agreements entered into by the Company with The Calcutta Stock Exchange Association Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

I further report that

The Company has not appointed any Whole-Time Company Secretary till 31st March, 2015. However, the Board of Directors of the Company assured me regarding appointment of Whole -Time Company Secretary at earliest.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period no such events/actions have taken place having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Place : Kolkata

Date : 30.6.2015


D. MUKHOPADHYAY
Practising Company Secretary
C P No 5323



INDEPENDENT AUDITORS' REPORT

To The Members of ORCHID SECURITIES LIMITED

We have audited the accompanying financial statements of **ORCHID SECURITIES LIMITED (the company)**, which comprise the Balance Sheet as at 31st March, 2015, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's responsibility for the financial statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are 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 have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. 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 of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements 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 of the state of affairs of the Company as at 31st March 2015 and its profit and its cash flows for the year ended on that date.



Report on other legal and regulatory requirements

1. As required by the Companies (Auditors' Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of section 143 (11) of the Act, we give in the Annexure, a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - i. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - ii. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - iii. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - iv. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - v. On the basis of the written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
 - vi. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - a. The Company does not have any pending litigations which would impact its financial position.
 - b. The Company did not have any long term contracts including derivative contract during the year for which there were any material foreseeable losses nor have any outstanding derivative contract at the year end.
 - c. The provision relating to transferring any amounts to the Investor Education and Protection Fund is not applicable to the Company during the year because there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For ALFA DAGA & ASSOCIATES
Chartered Accountants
Firm Registration No.326733E

Alfa Daga
(FCA ALFA DAGA)
Proprietor
Membership No.066300



Place : Kolkata
Date : 30/06/2015

ANNEXURE TO AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the members of **ORCHID SECURITIES LIMITED** on the financial statements for the year ended 31/03/2015]

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of its Fixed assets.
(b) These Fixed assets have been physically verified by the Management at reasonable intervals and according to the information and explanations given to us, no material discrepancies were noticed on such verification
- (ii) (a) According to the information and explanations given to us, the stock for trade has been physically verified by the Management during the year. In our opinion, the frequency of verification is reasonable.
(b) The procedures of physical verification of stock for trade 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 records of stock for trade and as informed, no discrepancies were noticed on physical verification.
- (iii) As informed, The Company has not granted any loan, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly, the provisions stated in paragraph 3(iii) (a) and (b) of the order are not applicable.
- (iv) In our opinion and according to the information and explanations given to us, there exists an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct weakness in internal control system of the company.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public, hence directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under are not applicable.
- (vi) As explained to us and to the best of our knowledge and belief, the maintenance of Cost records under Section 148(1) of the Companies Act, 2013 are not applicable to the Company.
- (vii) (a) According to the information and explanations given to us, the Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it and no undisputed amounts payable in respect thereof were outstanding, at the year end, for a period of more than six months from the date they became payable.
(b) According to the information and explanations given to us, there are no dues of income tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax and cess which have not been deposited on account of any dispute
(c) According to the information and explanations given to us, there are no amount, that need to be transferred to the Investor Education and Protection Fund. Therefore, the provisions relating to transferring any amounts is not applicable to the Company during the year.



[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the members of **ORCHID SECURITIES LIMITED** on the financial statements for the year ended 31/03/2015]

- (viii) In our opinion the accumulated losses of the Company are not more than 50% of its Net worth at the end of financial year covered by our audit. Further, the Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (ix) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
- (x) In our opinion and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions during the year.
- (xi) In our opinion and according to the information and explanations given to us, term loan was prima facie applied during the year for the purpose for which the term loan was obtained.
- (xii) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor have we been informed of such cases by the Management.

For ALFA DAGA & ASSOCIATES
Chartered Accountants
Firm Registration No.326733E

Alfa Daga
(FCA ALFA DAGA)
Proprietor
Membership No.066300



Place : Kolkata
Date : 30/06/2015

ORCHID SECURITIES LIMITED
Balance Sheet as at 31st March, 2015

Particulars	Note No.	As at 31st March, 2015 Amount in Rs.	As at 31st March, 2014 Amount in Rs.
I. EQUITY AND LIABILITIES			
(A) Shareholders' Funds			
a) Share Capital	2	29,469,500.00	29,348,500.00
b) Reserves and Surplus	3	(10,177,101.44)	(10,710,614.50)
(B) Non - Current Liabilities			
a) Deferred Tax Liability (Net)		-	-
b) Long Term Provisions	4	9,621.00	7,739.00
(C) Current Liabilities			
a) Short Term Borrowings	5	412,325.96	-
b) Trade Payables	6	2,261.00	-
c) Other Current Liabilities	7	137,547.44	96,436.00
d) Short Term Provisions	8	7,968,542.00	8,327,142.00
TOTAL		27,822,695.96	27,069,202.50
II. ASSETS			
(A) Non - Current Assets			
a) Fixed Assets			
i) Tangible Assets	9	553,788.00	25,321.00
b) Long Term Loans and Advances	10	3,851,251.00	3,558,467.00
(B) Current Assets			
a) Inventories	11	22,750,377.47	21,157,756.71
b) Trade Receivables	12	-	4,338.00
c) Cash and Bank Balances	13	440,211.49	2,143,761.79
d) Short Term Loans and Advances	14	-	-
e) Other Current Assets	15	227,068.00	179,558.00
TOTAL		27,822,695.96	27,069,202.50

Notes forming part of Financial Statements 1 - 30

This is the Balance Sheet referred to in our Report of even date.

For **Alfa Daga & Associates**
Chartered Accountants
FRN 326733E
Alfa Daga
(FCA Alfa Daga)
Proprietor
Membership No. 066300

Place : Kolkata
Date : 30.06.2015

For and on behalf of the Board of Directors

B. L. Birmecha
(B. L. Birmecha)
Whole Time Director

L. P. Saraogi
(L. P. Saraogi)
Director

U. K. Nahata
(U. K. Nahata)
Director

H. M. Baid
(H. M. Baid)
Chief Financial Officer



ORCHID SECURITIES LIMITED
Statement of Profit and Loss for the year ended 31st March, 2015

Particulars	Note No.	2014 - 2015 Amount in Rs.	2013 - 2014 Amount in Rs.
I. REVENUE			
Revenue from Operations	16	17,560,340.30	7,152,201.67
Other Income	17	4,803.00	-
Total Revenue		17,565,143.30	7,152,201.67
II. EXPENSES			
Purchases of Shares & Securities		17,807,752.50	4,960,063.64
Changes in Inventory of Stock - in - Trade	18	(1,592,620.76)	1,076,049.85
Employee Benefits Expense	19	277,325.00	274,690.00
Finance Costs	20	43,931.40	-
Depreciation and amortization expense	9	81,173.00	17,609.00
Other Expenses	21	724,982.10	296,120.95
Total Expenses		17,342,543.24	6,624,533.44
III. Profit / (Loss) before tax		222,600.06	527,668.23
IV. Tax Expense :			
(a) Current Tax		-	48,000.00
(b) Deferred Tax		-	-
V. Profit/(Loss) after tax for the year		222,600.06	479,668.23
VI. Earnings per Equity Share	22		
(Face Value - Rs. 10/-)			
(a) Basic		0.07	0.16
(b) Diluted		0.07	0.16
Notes forming part of Financial Statements	1-30		

This is the Statement of Profit and Loss referred to in our Report of even date.

For and on behalf of the Board of Directors

For Alfa Daga & Associates

Chartered Accountants

FRN 326733E

Alfa Daga
(FCA Alfa Daga)

Proprietor

Membership No. 066300

Place : Kolkata

Date : 30.06.2015



B. L. Birmecha
(B. L. Birmecha)
Whole Time Director

L. P. Saraogi
(L. P. Saraogi)
Director

U. K. Nahata
(U. K. Nahata)
Director

H. M. Baid
(H. M. Baid)
Chief Financial Officer

Chief Financial Officer

ORCHID SECURITIES LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2015

	₹ in thousands	
Particulars	Year ended 31.03.2015	Year ended 31.03.2014
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before tax & extraordinary items	223	528
<u>Adjustment for :</u>		
Depreciation	81	18
Provision on Standard Assets	2	-
Interest & Finance Charge	44	-
Operating Profit before Working Capital Changes	350	546
<u>Adjustment for :</u>		
(Increase)/Decrease in Trade Recievables	4	(4)
(Increase)/Decrease in Inventories	(1,593)	1,076
(Increase)/Decrease in Long term Loans & Advances	(293)	(1,246)
Increase/(Decrease) in Payables and other liabilities	43	(29)
(Increase)/Decrease in Short term Loans & Advances	-	1,195
(Increase)/Decrease in Other Current Assets	(48)	242
Increase/(Decrease) in Long term provisions	2	2
Cash Generated from Operations Adjustments for :	(1,535)	1,782
Interest & Finance Charge	(44)	-
Direct Taxes paid	(48)	-
TOTAL = A	(1,627)	1,782
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Purchased of Fixed Assets	(610)	-
TOTAL = B	(610)	-
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Increase/(Decrease) in Short term Borrowing	412	-
Increase/(Decrease) in Share Capital	121	-
TOTAL = C	533	-
Net Increase/(Decrease) in cash and cash equivalent (A+B+C)	(1,704)	1,782
Opening Cash and Cash Equivalent	2,144	362
Closing Cash and Cash Equivalent	440	2,144

As per our Report of even date.

For Alfa Daga & Associates

Chartered Accountants

FRN 326733E

Alfa Daga
(FCA Alfa Daga)
 Proprietor
 Membership No. 066300

Place : Kolkata
 Date : 30.06.2015

For and on behalf of the Board of Directors



B. L. Birmecha
 (B. L. Birmecha)
 Whole Time Director
L. P. Saraogi
 (L. P. Saraogi)
 Director
U. K. Nahata
 (U. K. Nahata)
 Director
H. M. Baid
 (H. M. Baid) - CFO

ORCHID SECURITIES LIMITED

NOTES TO AND FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH, 2015

1. SIGNIFICANT ACCOUNTING POLICIES :

1.1 Basis of preparation of financial statements

- a) The financial statements are prepared in accordance with Generally Accepted Accounting Principal (India GAAP) under the historical cost convention on accrual basis and on principals of going concern. The accounting policies are consistently applied by the Company.
- b) The financial statements are prepared to comply in all material respects with the accounting standards notified by the Companies (Accounting Standards) Rules, 2006 and provisions of the Companies Act, 2013.
- c) All assets and liabilities have been classified as current or non- current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.
- d) The preparation of the financial statements requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between the actual results and estimates are recognized in the period in which the results are known/materialize.

1.2 Revenue Recognition

- a) Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.
- b) Sales are recognized when the significant risks and rewards of ownership of the Shares have passed to the buyer.
- c) Dividend on Shares are accounted for on receipt basis.
- d) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.
- e) Income is not recognized in respect of Non-Performing Assets as prescribed by the prudential norms for Non-Banking Financial Companies issued by Reserve Bank of India.

1.3 Inventories

Inventories (Stock of Shares) are stated at cost. Cost is determined on weighted average basis. Provision for diminution in value of shares is made as per Prudential Norms issued by the Reserve Bank of India.



ORCHID SECURITIES LIMITED

NOTES TO AND FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH, 2015

1.4 Fixed Assets

- a) Fixed Assets are stated at cost less accumulated depreciation. The Company has capitalized all cost relating to the acquisition and installation of Fixed Assets.
- b) Depreciation is provided on a pro-rata basis on the Straight Line Method over the useful lives in the manner prescribed under Schedule - II to the Companies Act, 2013
- c) The carrying amounts of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal / external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the higher of the asset's net selling price and value in use, which is determined by the present value of the estimated future cash flows.

1.5 Borrowing Costs

- a) Borrowing costs that are directly attributable to the acquisition of qualifying assets are capitalized for the period until the assets is ready for its intended use. A qualifying asset is an asset that necessarily takes substantial period of time to get ready for its intended use.
- b) Other Borrowings costs are recognized as expense in the period in which they are incurred.

1.6 Taxes of Income

Tax expense comprises of current tax and deferred tax.

Current income tax is measured at the amount expected to be paid to the tax authorities, computed in accordance with the applicable tax rates and tax laws. In case of tax payable as per provisions of MAT under Section 115JB of the Income Tax Act, 1961, MAT credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period.

Deferred Tax arising on account of "timing differences" and which are capable of reversal in one or more subsequent periods is recognized, using the tax rates and tax that are enacted or substantively enacted. Deferred Tax asset is recognized only to the extent there is reasonable certainty with respect to reversal of the same in future years as a matter of prudence.

1.7 Earnings per Shares (EPS)

- a) Basic earning per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.
- b) For the purpose of calculating diluted earnings per share, the profit or loss for the period attributable to equity shareholders and weighted average number of shares outstanding during the period are adjusted for the effects of all diluted potential equity shares.



ORCHID SECURITIES LIMITED

NOTES TO AND FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH, 2015

1.8 Prior Period Items

Prior Period and Extraordinary items and Changes in Accounting Policies having material impact on the financial affairs of the Company are disclosed.

1.9 Provisions/Contingencies

- a) Provision involving substantial degree of estimation in measurements is recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.
- b) Contingent Provision against Standard Assets are made at 0.25% of the Outstanding Standard Assets as at Balance Sheet date as per Notification 222/CGM (US) - 2011 dated 17.01.2011 and as per Section 45JA of the RBI Act applicable for Non- Banking Financial Companies. Contingent Provision against Standard Assets are shown as Long Term Provisions.
- c) Contingent Liabilities are shown by way of notes to the Accounts in respect of obligations where. Based on the evidence available, their existence at the Balance Sheet date is considered not probable.
- d) A Contingent Asset is not recognized in the Accounts.

1.10 Employees Benefit

- a) Defined Contribution Plan :
Contribution as per the Employees Provident Funds and Miscellaneous Provisions Act, 1952 towards Provident Fund and Pension Fund is not applicable to the company.
- b) Defined Benefit Plan :\
Gratuity in respect of all the employees are accounted for on cash basis.

1.11 Preliminary Expenses

Preliminary Expenses is written off in accordance with Section 35D of the Income Tax Act, 1961.



ORCHID SECURITIES LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

2. SHARE CAPITAL

Authorised Share Capital

3250000 (P.Y. 3250000) Equity Shares of Rs.10/- each

Issued, Subscribed & Paid up

3000100 (P.Y. 3000100) Equity Shares of Rs. 10/- each paid up in cash

Less : calls in arrear - by others

TOTAL

As at 31st March, 2015 Amount in Rs.	As at 31st March, 2014 Amount in Rs.
32,500,000.00	32,500,000.00
30,001,000.00	30,001,000.00
531,500.00	652,500.00
29,469,500.00	29,348,500.00

a) Reconciliation of the shares outstanding at the begining and at the end of the reporting period.

	31st March, 2015		31st March, 2014	
Equity Shares	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the period	3,000,100	29,348,500.00	3,000,100	29,348,500.00
Call money received during the year	-	121,000.00	-	-
Outstanding at the end of the period	3,000,100	29,469,500.00	3,000,100	29,348,500.00

b) Terms/Rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amount. The distribution will be in proportion to the number of equity shares held by the share holders.

c) Details of Shareholders holding more than 5% Shares in the Company.

Name of the Shareholder	As at 31st March 2015		As at 31 March 2014	
	No. of Shares	% held	No. of Shares	% held
Kiran Baid	179978	5.999%	179978	5.999%

3. RESERVES AND SURPLUS

Statutory Reserve

Opening Balance

Add: Transferred from Profit & Loss A/c.

Closing Balance

Profit & Loss Account

Opening balance

Add: Net Profit/(Net Loss) For the current year

Provision for Income Tax written off.

Less: Provision for Diminution in shares

Transferred to Statutory Reserve

Closing Balance

TOTAL

As at 31st March, 2015 Amount in Rs.	As at 31st March, 2014 Amount in Rs.
351,715.00	255,781.00
44,520.00	95,934.00
396,235.00	351,715.00
(11,062,329.50)	(11,413,263.73)
222,600.06	479,668.23
313.00	-
(10,839,416.44)	(10,933,595.50)
(310,600.00)	32,800.00
44,520.00	95,934.00
(10,573,336.44)	(11,062,329.50)
(10,177,101.44)	(10,710,614.50)

- a) The company has transferred 20% of Profit for the year to Statutory Reserve as required by Section 45IC of the Reserve Bank of India Act, 1934 for Non-Banking Financial companies.



ORCHID SECURITIES LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

	As at 31st March, 2015 Amount in Rs.	As at 31st March 2014 Amount in Rs.
4. LONG TERM PROVISIONS		
Contingent Provision on Standard Assets		
Opening Balance	7,739.00	5,775.00
For the year	1,882.00	1,964.00
Closing Balance	<u>9,621.00</u>	<u>7,739.00</u>
5. SHORT TERM BORROWINGS		
Secured		
Car Loan	412,325.96	-
TOTAL	<u>412,325.96</u>	<u>-</u>
6. TRADE PAYABLES		
Micro, Medium & Small Enterprises		
Others	2,261.00	-
TOTAL	<u>2,261.00</u>	<u>-</u>
7. OTHER CURRENT LIABILITIES		
Outstanding Liabilities	137,547.44	96,436.00
TOTAL	<u>137,547.44</u>	<u>96,436.00</u>
8. SHORT TERM PROVISIONS		
a) Provisions for Diminution in value of shares		
Opening Balance	8,279,142.00	8,246,342.00
For the year	(310,600.00)	32,800.00
Total (a)	7,968,542.00	8,279,142.00
b) Provision For Income Tax	-	48,000.00
TOTAL (a+b)	<u>7,968,542.00</u>	<u>8,327,142.00</u>
10. LONG TERM LOANS AND ADVANCES		
(Unsecured and considered good)		
Deposits	3,000.00	3,000.00
Other Loans and Advances	3,848,251.00	3,555,467.00
TOTAL	<u>3,851,251.00</u>	<u>3,558,467.00</u>
12. TRADE RECEIVABLES		
(Unsecured Considered Goods)		
Outstanding for a period exceeding 6 months	-	-
Other Debts	-	4,338.00
TOTAL	<u>-</u>	<u>4,338.00</u>
13. CASH AND BANK BALANCES		
Balances with Bank in current account.	185,990.94	1,959,599.24
Cash in hand (as certified by the management)	254,220.55	184,162.55
TOTAL	<u>440,211.49</u>	<u>2,143,761.79</u>



ORCHID SECURITIES LTD.

09. FIXED ASSETS

ITEMS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As At 01.04.2014	Addition during the Year	Sale/Adj. during the Year	As at 31.03.2015	As at 01.04.2014	For the Year	Adjust- ment	As at 31.03.2015	As at 31.03.2015	As at 31.03.2014
	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
Tangible Assets										
V. Machine	9,700.00	-	-	9,700.00	2,858.00	1,600.00	-	4,458.00	5,242.00	6,842.00
Computer	45,135.00	-	-	45,135.00	38,972.00	3,906.00	-	42,878.00	2,257.00	6,163.00
Air Conditioner	55,742.00	-	-	55,742.00	43,426.00	3,272.00	-	46,698.00	9,044.00	12,316.00
Motor Car	-	609,640.00	-	609,640.00	-	72,395.00	-	72,395.00	537,245.00	-
TOTAL	110,577.00	-	-	720,217.00	85,256.00	81,173.00	-	166,429.00	553,788.00	25,321.00
PREVIOUS YEAR	506,951.00	-	-	506,951.00	464,021.00	17,609.00	-	481,630.00	25,321.00	



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ORCHID SECURITIES LIMITED

11. INVENTORIES

PARTICULARS	Face Value	As on 31.03.2015		As on 31.03.2014	
		Qty.	Amount	Qty.	Amount
1. Quoted I Fully paid up)					
3I Infotech Limited	10.00	3,200	155,249.28	2,700	151,224.30
Aananda Lakshmi Spinning Mills Ltd.	10.00	260	10,530.00	-	-
ABAN Offshore Limited	10.00	300	210,724.59	336	232,538.73
Action Construction Equipment Ltd.	10.00	1,500	95,071.32	1,500	95,071.32
Allied Digital Services Limited	10.00	500	11,440.45	-	-
Advik Laboratories Ltd.	10.00	4,100	73,018.95	4,100	73,018.95
Aftek Limited	10.00	3,802	48,253.20	3,802	48,253.20
Alfa Transform. Ltd.	10.00	500	42,782.50	500	42,782.50
Alliance Credit & Invst. Ltd.	10.00	1,500	22,875.00	1,500	22,875.00
Alok Industries Limited	10.00	7,500	118,619.18	2,500	41,660.20
Amar Remedies Ltd.	10.00	2,000	23,270.04	2,000	23,270.04
Ambika Agarbati & Aroma Inds. Ltd.	10.00	1,000	22,610.00	1,000	22,610.00
Andhra Cements Ltd.	10.00	1,000	28,740.00	1,000	28,740.00
Anjani Synthetics Ltd.	10.00	250	7,425.00	250	7,425.00
Anusha International Ltd.	10.00	2,700	27,000.00	2,700	27,000.00
Aptech Limited	10.00	200	26,338.71	200	26,338.71
Aries Agro Limited	10.00	-	-	1,000	60,571.80
Arss Infrastructure Projects Ltd.	10.00	500	87,368.60	2,825	560,851.21
Artefact Projects Ltd.	10.00	250	26,077.50	250	26,077.50
Asahi India Limited	10.00	-	-	700	44,175.00
Ashapura Mines Limited	10.00	1,000	86,030.00	-	-
Ashco Niulab Industries Ltd.	10.00	1,000	12,200.00	1,000	12,200.00
Ashirwad Steels & Industries Ltd.	10.00	1,000	29,700.00	1,000	29,700.00
Ashoka Buildcon Ltd.	10.00	300	53,599.20	-	-
Asian Electronics Ltd.	10.00	1,000	28,765.00	1,000	28,765.00
Asian Oil Field Service Ltd.	10.00	500	41,405.00	500	41,405.00
ATN International Limited	10.00	4,400	8,844.00	4,400	8,844.00
Austral Coke & Projects Ltd.	10.00	-	-	1,000	10,040.16
BAG Films & Media Ltd.	10.00	500	41,130.00	500	41,130.00
Balaji Telefilms Ltd.	10.00	-	-	500	27,943.14
Balkrishna Industries Ltd.	10.00	-	-	100	46,627.00
Barak Valley Cements Ltd.	10.00	1,000	38,725.80	1,000	38,725.80
Bartronics India Ltd.	10.00	3,000	211,786.65	1,000	186,726.66
Bellary Steel & Alloys Ltd.	10.00	6,000	12,900.00	6,000	12,900.00
Bharat Commerce & Inds. Ltd.	10.00	4,000	15,300.00	4,000	15,300.00
Birla Ericsson Optical Ltd.	10.00	-	-	500	16,034.93
Bliss GVS Pharma Ltd.	10.00	500	33,926.65	-	-
BL Kashyap & Sons Ltd.	10.00	2,500	50,690.80	-	-
BPL LTD.	10.00	-	-	2,000	62,904.24
Brandhouse Retails Ltd.	10.00	2,000	11,048.00	500	9,990.00
BSEL Infrastructure Reality Ltd.	10.00	8,000	65,199.92	6,000	59,199.96
C & C Constructions Ltd.	10.00	200	55,908.90	200	55,908.90
CCS Infotech Ltd.	10.00	1,000	19,600.00	1,000	19,600.00
Centery Extrusion Ltd.	10.00	5,000	13,950.00	5,000	13,950.00
Century Ply Ltd.	10.00	-	-	500	37,095.00
Cheslind Textiles Limited	10.00	1,000	23,977.50	1,000	23,977.50
Clutch Auto Limited	10.00	2,000	125,660.24	1,400	110,679.24
Confidence Petroleum India Ltd.	10.00	1,000	8,280.50	1,000	8,280.50
Core Education & Technologies Ltd.	10.00	3,300	134,362.24	3,300	134,362.24
Crompton Greaves Ltd.	10.00	-	-	700	95,028.77
CSS Technergy Ltd.	10.00	500	54,775.00	500	54,775.00



PARTICULARS	Face Value	As on 31.03.2015		As on 31.03.2014	
		Qty.	Amount	Qty.	Amount
Cyber Mat Infotech Ltd.	10.00	2,000	26,250.00	2,000	26,250.00
DCW Ltd.	10.00	2,000	51,820.00	-	-
Deep Industries Ltd.	10.00	1,000	78,527.14	750	86,415.00
Dhanalakshmi Bank Ltd.	10.00	2,900	205,675.48	1,900	148,285.50
Dhanseri Petro Chem & Tea Ltd.	10.00	-	-	200	41,000.00
Dhunseri Petrochem Ltd.	10.00	200	40,600.00	-	-
Dishman Pharmaceuticals & Chemicals Ltd.	10.00	500	59,834.14	2,200	247,152.33
DLink India Ltd.	10.00	-	-	200	8,316.00
DMC Education Ltd.	10.00	1,000	24,920.00	1,000	24,920.00
D. S. Kulkarni Developers Ltd.	10.00	900	97,637.78	900	97,637.78
DSQ Software Limited	10.00	1,565	40,807.72	1,565	40,807.72
Eastern Silk Industries Ltd.	10.00	2,000	51,913.28	2,000	51,913.28
Ecoboard Industries Ltd.	10.00	1,000	25,630.00	1,000	25,630.00
Educomp Solutions Ltd.	10.00	100	46,907.00	100	46,907.00
EIMCO Elecon (India) Ltd.	10.00	200	96,882.00	200	96,882.00
Electro Steel Casting Ltd.	10.00	2,000	45,064.74	-	-
Emkay Global Financial Services Ltd.	10.00	400	45,306.00	400	45,306.00
EON Electric Ltd.	10.00	1,500	78,837.00	500	34,130.00
Escorts Finance Limited	10.00	2,000	28,201.80	2,000	28,201.80
Essel Propack Ltd.	10.00	-	-	500	25,475.00
Esskay Telecom Ltd.	10.00	5,000	44,233.15	5,000	44,233.15
Estar Infotech Ltd.	10.00	10,000	20,000.00	10,000	20,000.00
Everest Kanto Cylinder Ltd	10.00	2,000	97,564.00	600	79,084.00
Farmax India Ltd.	10.00	3,000	41,913.00	3,000	41,913.00
Fedders Lloyd Ltd.	10.00	-	-	2,250	103,505.04
Ferro Alloys Corporation Ltd.	10.00	2,000	31,000.00	2,000	31,000.00
Firstsource Solution Ltd.	10.00	-	-	2,500	75,841.20
Flawless Diamond (India) Ltd.	10.00	15,000	65,391.90	15,000	65,391.90
Fortis Malar Hospitals Limited	10.00	1,000	73,539.40	1,000	73,539.40
Freshtrop Fruit Ltd.	10.00	-	-	1,000	57,203.40
Futura Polysters Limited	10.00	1,000	24,284.69	1,000	24,284.69
Gajra Bevel Gears Ltd.	10.00	1,000	9,300.00	1,000	9,300.00
GATI Limited	10.00	-	-	1,150	83,286.90
Gayatri Projects Ltd.	10.00	200	71,214.00	200	71,214.00
Gayatri Sugars Ltd.	10.00	794	5,993.36	794	5,993.36
Genus Paper & Boards Ltd	10.00	2,000	-	2,000	-
Genus Power Infrastructure Ltd.	10.00	2,000	54,547.00	2,000	41,434.00
Geodesic Limited	10.00	300	43,808.00	300	43,808.00
GG Automotive Gears Ltd.	10.00	4,000	64,812.36	4,000	64,812.36
GIC Housing Finance Ltd.	10.00	-	-	700	105,385.99
Global Finance Corpn. Ltd.	10.00	2,000	34,600.00	2,000	34,600.00
Glory Telefilms Ltd.	10.00	2,000	51,355.00	2,000	51,355.00
GMR Infrastructure Ltd.	10.00	11,000	247,646.96	4,500	125,447.00
Godawari Power & Ispat Ltd.	10.00	450	85,477.50	450	85,477.50
Gontermann Peip Ltd.	10.00	500	15,345.00	500	15,345.00
Govind Rubber Limited	10.00	500	19,220.00	500	19,220.00
GTN Industries Limited	10.00	500	9,120.00	500	9,120.00
GTN Textiles Ltd.	10.00	500	9,120.00	500	9,120.00
Gufic Bio Science Limited	10.00	2,000	30,019.98	1,500	21,894.99
Gujarat NRE Coke B	10.00	-	-	190	-
Gujrat Apollo Industries Ltd.	10.00	300	69,160.51	300	69,160.51
Gujrat Gas Co. Ltd.	10.00	5,000	206,075.00	500	206,075.00
GVK Power Ltd.	10.00	4,500	53,269.97	2,000	20,420.00
Hanung Toys & Textiles Ltd.	10.00	300	45,982.57	300	45,982.57
Harig Crankshaft Ltd.	10.00	5,000	10,000.00	5,000	10,000.00



PARTICULARS	Face Value	As on 31.03.2015		As on 31.03.2014	
		Qty.	Amount	Qty.	Amount
HBL Power Systems Ltd.		-	-	1,000	34,200.00
HCL Infosystems Limited	10.00	1,000	58,550.00	-	-
Himachal Futuristics & Communication Ltd.	10.00	32,600	515,919.78	30,600	480,472.33
Himadri Chemical & Industries Ltd.	10.00	2,000	58,715.50	-	-
Hindal Co. Ltd.	10.00	741	128,304.74	500	108,556.00
Hindustan Dorr	10.00	1,500	85,413.60	500	66,563.60
Hindoosthan Mills Ltd.	10.00	80	-	80	-
Hindustan Bio Science Ltd.	10.00	2,000	6,840.00	2,000	6,840.00
Hindusthan Engg. & Inds. Ltd.	10.00	8	23,062.98	8	23,062.98
Hindusthan Motors Limited	10.00	14,500	248,304.38	19,500	333,926.58
Hindusthan Oil Exploration Co.	10.00	1,500	213,809.00	500	146,039.00
Hitachi Home & Life Solutions (I) Ltd.	10.00	-	-	200	47,490.00
Hotline Glass Limited	10.00	2,000	4,000.00	2,000	4,000.00
Housing Development & Infrastructure Ltd.	10.00	2,000	210,730.06	1,700	177,537.12
IDBI Bank Limited	10.00	1,250	179,632.18	1,000	162,139.68
IFCI Limited	10.00	3,999	149,956.66	3,999	149,956.70
IKF Technologies Ltd.	10.00	7,000	31,458.70	7,000	31,458.70
IL&FS Engg. & Const. Ltd.	10.00	750	79,555.20	250	40,045.00
Impex Ferro Tech. Ltd.	10.00	1,500	33,180.00	1,000	31,810.00
India Acrylics Limited	10.00	4,000	33,212.12	6,000	49,818.18
India Bull Real Estate Limited	10.00	3,500	315,641.03	3,500	347,915.79
India Bull Securities	10.00	2,000	62,039.90	2,000	62,039.90
India Infoline Holding Ltd	10.00	-	-	700	69,360.70
Indowind Energy Limited	10.00	3,700	141,236.59	3,700	141,236.59
Innovassynth Investments Limited	10.00	454	14,305.31	454	14,305.31
Inox Leisure Limited	10.00	-	-	400	60,026.65
Intense Tech. Limited	10.00	600	72,939.61	600	72,939.61
IRB Infra Development Ltd.	10.00	-	-	500	82,877.14
ISMT Limited	10.00	1,000	72,300.00	1,000	72,300.00
IVRCL Limited	10.00	5,000	125,022.25	9,400	274,541.76
Jai Balaji Industries Ltd.	10.00	-	-	500	142,317.14
Jai Corporation Limited	10.00	1,700	249,464.65	1,200	210,558.13
Jaiprakash Hydropower Ltd.	10.00	7,000	137,087.86	2,000	32,837.86
JCT Electronics Limited	10.00	2,500	24,034.30	2,500	24,034.30
JCT Limited	10.00	11,000	143,249.92	11,000	143,249.92
Jhagadia Copper Limited	10.00	3,200	41,733.60	3,200	41,733.60
Jik Industries Ltd.	10.00	-	-	20	9,520.40
Jindal Online C.	10.00	5,000	7,700.00	5,000	7,700.00
Jindal Saw Limited	10.00	896	104,203.20	396	58,588.20
Jindal South West Holding Ltd.	10.00	-	-	200	156,525.32
Jindal Steel & Power Limited	10.00	1,100	267,752.50	150	91,412.18
J. M. Finance Services Ltd.	10.00	-	-	1,000	27,600.00
JP Associates Ltd.	10.00	3,725	228,077.17	1,725	109,587.18
JSW Steel Limited	10.00	110	133,030.45	110	133,030.45
Jupiter Bio. Science Ltd.	10.00	3,500	71,734.99	3,500	71,734.99
Jyoti Structure Limited	10.00	2,000	208,825.32	1,000	143,315.33
Kalindee Rail Nirman (Engineers) Ltd.	10.00	-	-	200	30,775.50
Kalyani Steel Limited	10.00	500	40,151.20	750	66,843.00
Kamdhenu Ispat Limited	10.00	-	-	2,000	74,047.50
Kanika Infra & Power Ltd.	10.00	10,500	20,451.59	10,500	20,451.59
KEI Industries Ltd.	10.00	1,000	28,640.00	1,000	28,640.00
KEW Industries Ltd.	10.00	1,000	17,970.00	1,000	17,970.00
Kihinoor Broadcasting Corpn. Ltd.	10.00	3,000	34,939.98	2,000	34,700.00
Kingfisher Airlines Ltd.	10.00	-	-	1,000	58,667.50
Kirloskar Electrical	10.00	500	48,130.00	500	48,130.00

PARTICULARS	Face Value	As on 31.03.2015		As on 31.03.2014	
		Qty.	Amount	Qty.	Amount
KLifestyle & Industries Ltd.	10.00	40,000	47,599.60	40,000	47,599.60
Kopran Limited	10.00	500	29,752.07	500	29,752.07
KPIT Technologies Ltd.	10.00	200	45,426.00	-	-
K. Sera Sera Ltd.	10.00	1,000	17,350.00	1,000	17,350.00
KS Oil Ltd.	10.00	25,000	262,894.25	22,000	258,844.30
Lakshmi Precision Screws Ltd.	10.00	500	37,179.80	500	37,179.80
Lanco Infratech. Ltd.	10.00	10,000	159,083.20	10,000	159,083.20
LanESEDA Industries Ltd.	10.00	5,000	6,500.00	5,000	6,500.00
Lloyd Electric & Engineering Ltd.	10.00	-	-	200	32,964.00
Lovable Liengare Ltd.	10.00	250	111,202.50	-	-
Maars Software International Ltd.	10.00	8,000	35,598.64	8,000	35,598.64
Madhucon Projects Limited	10.00	600	78,637.50	600	78,637.50
Mafatlal Dyes & Chemicals Ltd.	10.00	1,000	17,945.00	1,000	17,945.00
Mahanagar Telephone Nigam Ltd.	10.00	500	50,200.00	500	50,200.00
Man Infraconstruction Ltd.	10.00	1,000	45,730.00	-	-
Mardia Chemicals Limited	10.00	1,500	7,650.00	1,500	7,650.00
Marg Ltd.	10.00	450	88,161.50	450	88,161.50
Marksans Pharma Limited	10.00	6,001	311,912.06	2,000	46,803.64
Marson's Limited	10.00	1,000	21,704.00	1,000	21,704.00
Mascon Global Ltd.	10.00	1,000	6,640.00	1,000	6,640.00
MCS Ltd.	10.00	1,000	19,860.00	1,000	19,860.00
Mercator Lines Limited	10.00	1,000	58,152.50	500	44,167.50
Metal Box India Limited	10.00	2,000	9,200.00	2,000	9,200.00
Micro Technologies Ltd.	10.00	400	55,946.50	400	55,946.50
Mirza International Ltd.	10.00	2,000	161,051.32	-	-
MMTC Limited	10.00	-	-	100	167,186.94
Morepen Laboratories Limited	10.00	1,700	19,350.00	1,700	19,350.00
Moschip Semi Con Technology Limited	10.00	2,001	45,625.24	1,000	41,671.25
Motilal Oswal Financial Services Limited	10.00	-	-	250	29,547.00
Mrotek Ltd.	10.00	500	22,415.00	500	22,415.00
M T Educare Limited	10.00	2,000	262,690.80	-	-
Mudra Lifestyle Ltd. (Eland Apparel)	10.00	2,000	66,300.00	2,000	66,300.00
Nagarjuna Construction Co. Limited	10.00	1,900	150,892.26	-	-
Nakoda Limited	10.00	500	7,340.00	500	7,340.00
Narendra Properties Limited	10.00	500	48,490.00	500	48,490.00
Nath Pulp Ltd.	10.00	-	-	4,000	14,177.00
Nath Pulp & Paper Mills Ltd.	10.00	200	14,177.00	-	-
Nectar Lifescience Ltd.	10.00	-	-	4,000	71,800.00
Nelco Limited	10.00	2,900	223,309.83	1,000	45,895.65
NEPC India Limited	10.00	2,500	65,538.85	2,500	65,538.85
Network 18 Media & Investment Ltd.	10.00	250	21,627.10	26	5,998.62
Nextgen Animation Ltd.	10.00	5,280	42,265.98	5,280	42,265.98
Next Media Works	10.00	1,000	50,236.30	1,000	50,236.30
NIIT Limited	10.00	1,500	74,843.57	500	23,235.00
Nitco Limited	10.00	-	-	2,000	35,461.10
Nitta Gelating India Ltd.	10.00	333	48,520.00	333	48,520.00
NMDC Ltd.	10.00	300	99,418.00	300	99,418.00
NOCIL Limited	10.00	-	-	1,000	27,490.00
NTC Industries Limited	10.00	500	38,946.70	500	38,946.70
Ocean Infrastructure Ltd.	10.00	2,000	28,600.00	2,000	28,600.00
Opal Industries Ltd.	10.00	2,000	4,000.00	2,000	4,000.00
Opto Circuits (Inida)-Limited	10.00	500	13,485.00	-	-
Orbit Corporation Ltd.	10.00	500	8,385.00	-	-
Orchid Chemical Ltd.	10.00	2,000	284,093.70	500	161,462.50



PARTICULARS	Face Value	As on 31.03.2015		As on 31.03.2014	
		Qty.	Amount	Qty.	Amount
Oudh Sugar Mills Limited	10.00	500	65,740.00	500	65,740.00
Pacific Cotsbyn Limited	10.00	-	-	1,000	10,900.00
Padmini Technologies Limited	10.00	1,200	57,444.00	1,200	57,444.00
Palred Technologies (Four Soft Limited)	10.00	1,000	47,745.00	500	39,620.00
Parrekh Platinum Limited	10.00	1,000	12,706.74	1,000	12,706.74
Pasupati Acrylon Limited	10.00	-	-	4,500	40,463.82
Patel Engineering Ltd.	10.00	500	70,637.45	-	-
Pennar Industries Limited	10.00	2,000	116,057.46	-	-
Peninsula Land Ltd.	10.00	-	-	200	10,723.11
Pennar Aluminium	10.00	10,000	44,400.00	10,000	44,400.00
Penta Media Graphics	10.00	11,400	42,981.53	972	30,050.86
Pentefour Products Limited	10.00	600	15,090.00	600	15,090.00
Permanent Magnets Limited	10.00	1,000	28,390.00	1,000	28,390.00
Pipavav Defence & Offshore Eng. Co. Ltd.	10.00	500	41,155.00	-	-
Polyplex Corporation Limited	10.00	200	96,734.10	200	96,734.10
Prag Bosimi Synthetics Limited	10.00	2,000	23,000.00	2,000	23,000.00
Praj Industries Limited	10.00	3,600	382,549.43	2,600	317,789.45
Prakash Industries Limited	10.00	1,500	153,489.99	500	95,825.00
Pratibha Industries Ltd.	10.00	1,000	62,410.00	-	-
Prime Securities Limited	10.00	1,000	60,000.00	1,000	60,000.00
Provogue (India) Ltd.	10.00	3,000	63,957.42	1,000	37,957.42
Prozone Capital Shopping Centres Ltd.	10.00	1,000	37,957.43	1,000	37,957.43
Prudential Mouli Sugar Limited	10.00	800	8,000.00	800	8,000.00
PSL Ltd.	10.00	500	86,410.05	500	86,410.05
PTC India	10.00	-	-	500	45,660.00
Punj Lloyd Limited	10.00	3,750	362,385.79	2,750	301,885.82
Purvankara Projects Ltd.	10.00	-	-	200	22,096.00
PVP Ventures Ltd.	10.00	1,000	29,990.00	1,000	29,990.00
Quadrant Televentures Ltd.	10.00	1,000	21,559.60	1,000	21,559.60
Rain Industries Ltd.	10.00	1,000	51,492.50	-	-
Rajapalayam Mills Ltd.	10.00	200	82,410.00	200	82,410.00
Ramco Industries Ltd	10.00	500	50,754.82	-	-
RattanIndia Infrastructure Ltd. (Indiabulls I&P I	10.00	2,507	-	2,507	-
RattanIndia Power Ltd. (Indiabulls Power Ltd.)	10.00	2,000	27,700.00	-	-
Raymond Limited	10.00	-	-	500	158,768.20
RDB Realty & Infrastructure	10.00	1,000	59,896.67	1,000	59,896.67
Real Strip Limited	10.00	500	22,615.75	500	22,615.75
Redington India Ltd.	10.00	500	69,311.50	-	-
Reliance Capital Ltd.	10.00	300	150,449.39	310	178,093.36
Reliance Industrial Infrastructure Ltd.	10.00	625	448,354.51	325	296,932.95
Reliance Infrastructure Limited	10.00	250	160,733.04	300	215,949.25
Reliance Power Limited	10.00	2,760	301,627.43	2,760	301,627.43
Remi Metals Limited	10.00	-	-	200	22,880.40
Responsive Industries Ltd.	10.00	-	-	500	47,670.00
Resurgere Mines & Minerals Indus. Ltd.	10.00	1,500	47,734.35	1,500	47,734.35
Ritesh Properties & Industries Ltd.	10.00	1,500	58,329.00	1,500	58,329.00
RMG Alloy Steels Ltd	10.00	500	24,197.60	-	-
Rohit Ferro Tech. Ltd.	10.00	1,400	137,983.58	1,400	137,983.58
Rolta India Ltd.	10.00	1,500	181,046.03	-	-
Roman Tarmat Limited	10.00	200	56,841.25	200	56,841.25
Royale Manor Hotels & Industries Ltd.	10.00	1,000	24,388.50	1,000	24,388.50
RPP Infra Projects Limited	10.00	500	71,602.08	-	-
Ruchi Infrastructure Limited	10.00	1,000	22,560.04	1,000	22,560.04
Ruchisoya Industries Ltd.	10.00	1,500	121,587.99	500	70,758.00
Sai Television Limited	10.00	2,000	14,200.00	2,000	14,200.00



PARTICULARS	Face Value	As on 31.03.2015		As on 31.03.2014	
		Qty.	Amount	Qty.	Amount
Sakthi Sugars Limited	10.00	1,500	130,053.00	1,500	130,053.00
Salora International Ltd.	10.00	250	8,125.00	250	8,125.00
S.A.L. Steel Authority Limited	10.00	2,000	12,740.00	2,000	12,740.00
Sampre Nutritions Limited	10.00	754	20,652.06	754	20,652.06
Sanghi Polyester Limited	10.00	3,000	10,718.16	3,000	10,718.16
Sanica Global Global Infraprojects Ltd, (Greame	10.00	400	13,680.00	400	13,680.00
Seasons Furnishing Ltd.	10.00	1,000	15,000.00	1,000	15,000.00
Selan Exploration Ltd.	10.00	-	-	100	47,235.00
SEL Manufacturing Co.	10.00	500	30,100.00	500	30,100.00
Sesa Goa Ltd.	10.00	-	-	500	115,858.33
Sharp India Limited	10.00	1,000	62,050.25	-	-
Sheshadri Industries Ltd.	10.00	370	14,985.00	-	-
Shirpur Gold Refinery Ltd. (AGEEGOLD)	10.00	500	50,985.00	-	-
Shivalik BiMetal Controls Ltd.	10.00	1,500	61,243.80	-	-
Shivam Autotech Ltd.	10.00	1,000	98,956.08	-	-
Shivvani Oil & Gas Corpn. Services Ltd.	10.00	-	-	200	122,610.00
Shree Aṣṥha Vinayak Cine Vision Ltd.	10.00	2,500	15,825.00	2,500	15,825.00
Shree Global Tradein Ltd.	10.00	100	29,087.00	100	29,087.00
Shree Mahanagar Sugar Mill Ltd.	10.00	10,000	7,850.00	10,000	7,850.00
Shree Ram Urban Infrastructure Ltd.	10.00	200	83,416.00	200	83,416.00
Shri Dinesh Mills Ltd.	10.00	500	55,750.85	500	55,750.85
Sil Business Enterprise Ltd.	10.00	1,000	16,110.20	1,000	16,110.20
Silverton Spinners Ltd.	10.00	1,000	10,900.00	-	-
Sintex Industries Ltd.	10.00	1,000	82,607.78	2,000	206,451.44
Siris Limited	10.00	700	50,666.00	700	50,666.00
S. Kumars Nationwide Ltd.	10.00	1,000	61,772.50	1,000	61,772.50
SMS Pharmaceuticals Ltd.	10.00	-	-	200	60,699.20
Softtrak Tec. Exp.	10.00	4,000	4,000.00	4,000	4,000.00
Sonata Software Ltd.	10.00	-	-	2,900	154,612.98
Soundcraft Industries Ltd.	10.00	3,000	-	3,000	-
Spice Jet Limited	10.00	1,500	92,082.00	1,500	92,082.00
Sri Digvijay Cement Limited	10.00	3,017	108,765.23	3,017	108,765.26
Srikalahasthi Pipes Ltd.	10.00	500	26,040.00	-	-
Star Ferro & Cement Ltd.	10.00	-	-	500	-
Steel Authority of India Ltd.	10.00	4,550	322,707.75	5,550	387,486.74
Sterlite Technologies Ltd.	10.00	1,000	71,556.75	-	-
Store One Retail India Ltd.	10.00	500	56,211.00	500	56,211.00
Strides Arcolab Ltd.	10.00	-	-	200	187,991.60
Sujana Metal Products Ltd.	10.00	2,500	55,912.50	2,500	55,912.50
Sundram Fasteners Limited	10.00	-	-	1,000	70,250.04
Sunflag Iron & Steel Co. Ltd.	10.00	1,000	32,960.00	-	-
Sunil HiTech. Endineers Ltd.	10.00	-	-	200	40,822.00
Sunitee Chemicals	10.00	5,000	3,800.00	5,000	3,800.00
Super Forgeings & Steel Ltd.	10.00	3,893	14,168.50	3,893	14,168.50
Supertex Industries Ltd.	10.00	200	-	200	-
Surya Chakra Power Corpn. Ltd.	10.00	6,000	47,891.22	6,000	47,891.22
Surya Jyoti Speanning Mill Ltd.	10.00	500	24,377.24	500	24,377.24
Surya Rosni Limited	10.00	1,000	116,236.25	-	-
Suryavanshi Spinning Mills Ltd.	10.00	370	14,985.00	1,000	40,500.00
Syschem (India) Limited	10.00	-	-	2,000	11,700.00
Syschem (India) Ltd.	10.00	200	11,700.00	-	-
Take Solutions Ltd.	10.00	900	139,759.09	-	-
TATA Metaliks Limited	10.00	250	41,119.15	-	-
TATA Motors Limited	10.00	25	14,567.50	-	-



PARTICULARS	Face Value	As on 31.03.2015		As on 31.03.2014	
		Qty.	Amount	Qty.	Amount
Tata Tele Services (Maharashtra) Ltd.	10.00	2,266	45,819.97	2,266	45,819.99
Tayo Rolls Limited	10.00	-	-	400	65,778.00
Teledata Informatics Limited	10.00	500	16,851.25	500	16,851.25
Teledata Marine Solutions Ltd.	10.00	250	8,425.63	250	8,425.63
Teledata Technology Solutions Ltd.	10.00	250	8,425.62	250	8,425.62
Temptation Foods Ltd.	10.00	500	19,409.20	500	19,409.20
The Indian Card Clothing Co. Ltd.	10.00	200	54,472.00	200	54,472.00
The Karnatak Bank Ltd.	10.00	1,300	169,681.93	1,300	169,681.94
The Shipping Corporation of India Ltd	10.00	2,000	129,730.00	-	-
The Tinsplate Co. India Ltd.	10.00	1,000	82,898.75	-	-
The Timken India Ltd.	10.00	200	104,734.33	-	-
Transformers & Rectifiers India Ltd.	10.00	277	96,215.00	277	96,215.00
Transgene Biotech Ltd.	10.00	10,000	49,000.00	-	-
Tribhuvan Bhimji Zaveri Ltd.	10.00	500	111,129.67	-	-
Trident Limited	10.00	-	-	2,000	34,000.00
Tripex Overseas Limited	10.00	2,000	31,140.10	2,000	31,140.10
T Spiritual Wor	10.00	4,000	11,480.00	4,000	11,480.00
Tutis Techno. Limited	10.00	500	18,320.00	500	18,320.00
TV 18 Broadcast Ltd.	10.00	136	31,377.38	136	31,377.38
TVS Motor Motor Company Ltd.	10.00	-	-	1,000	83,810.00
TV Today Network Limited	10.00	-	-	500	70,587.86
Uflex Limited	10.00	-	-	500	68,347.45
Ujaas Energy Ltd	10.00	2,000	76,700.00	-	-
Unitech Limited	10.00	20,500	445,282.76	5,000	107,250.00
Unity Infra Projects Ltd.	10.00	700	20,696.00	200	9,366.00
Uniworth Textiles Limited	10.00	1,000	20,500.00	1,000	20,500.00
Usha India Limited	10.00	2,000	7,700.00	2,000	7,700.00
Uttam Galva Steels Limited	10.00	5,000	428,576.65	-	-
Uttam Value Steel Ltd.	10.00	5,000	46,000.00	-	-
Vanasthali Textiles Industries Ltd.	10.00	2,000	37,400.00	2,000	37,400.00
Verinoca Laboratories Ltd.	10.00	2,000	22,866.00	2,000	22,866.00
Viceroy Hotels Limited	10.00	3,000	128,616.30	1,000	83,395.00
Vijaya Bank Limited	10.00	2,500	256,702.00	2,500	256,702.00
Vijay Shanti Builders Ltd.	10.00	500	17,366.44	500	17,366.44
Vikash Metal & Power Ltd.	10.00	2,000	22,499.94	2,000	22,499.94
Vip Industries Limited	10.00	750	106,607.32	250	52,947.32
Visaka Industries Ltd.	10.00	500	86,190.00	500	86,190.00
Visu International Limited	10.00	2,000	12,380.00	2,000	12,380.00
Walada Commodities Limited	10.00	-	-	10,000	86,922.30
Walchandnagar Industries Ltd.	10.00	500	69,082.11	200	63,569.92
Wopolin Plastic Limited	10.00	1,000	14,220.00	1,000	14,220.00
Yashraj Containers Limited	10.00	500	40,575.00	500	40,575.00
Zenith Computers Limited	10.00	200	19,386.00	200	19,386.00
Zicom Electronic Security Systems Ltd.	10.00	-	-	500	66,560.00
TOTAL		708,549	21,918,377.47	629,810	20,325,756.71

2. Quoted (Preference Fully paid up)

JSW Steel Ltd.	10.00	3,200	32,000.00	3,200	32,000.00
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3. Un - quoted (Fully paid up)

Toshith Securities Pvt. Ltd.	10.00	80,000	800,000.00	80,000	800,000.00
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GRAND TOTAL		791,749	22,750,377.47	713,010	21,157,756.71
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ORCHID SECURITIES LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

	As at 31st March 2015 Amount in Rs.	As at 31st March 2014 Amount in Rs.
14. SHORT TERM LOANS AND ADVANCES		
(Unsecured and considered good) Interest Receivable	-	-
(Unsecured, considered doubtful) Other Loans and Advances	4,709,521.00	4,709,521.00
	4,709,521.00	4,709,521.00
Less. Provision for NPA	4,709,521.00	4,709,521.00
TOTAL	-	-
15. OTHER CURRENT ASSETS		
Advance to Staff	82,400.00	24,000.00
Tax Deducted at source	101,273.00	155,558.00
Prepaid Expenses	43,395.00	-
TOTAL	227,068.00	179,558.00
16. REVENUE FROM OPERATIONS	2014 - 2015 Amount in Rs.	2013 - 2014. Amount in Rs.
Sale of shares	16,593,519.77	4,846,085.98
Interest (TDS Rs.50289/-, Previous year Rs. 47748/-)	502,881.00	571,863.00
Dividend	417,114.77	259,057.94
Speculative Profit	46,824.76	1,475,194.75
TOTAL	17,560,340.30	7,152,201.67
17. OTHER INCOME		
Interest on Income Tax Refund	4803.00	0.00
TOTAL	4803.00	0.00
18. CHANGES IN INVENTORY OF STOCK IN TRADE		
Opening Stock of shares	21,157,756.71	22,233,806.56
Less. Closing Stock of shares	22,750,377.47	21,157,756.71
Net (Increase) / Decrease	(1,592,620.76)	1,076,049.85
19. EMPLOYEE BENEFITS EXPENSE		
Salaries	235,920.00	245,820.00
Bonus	26,325.00	25,125.00
Leave salary	15,080.00	3,745.00
TOTAL	277,325.00	274,690.00
20. FINANCE COSTS		
Interest on Car Loan	43,931.40	-
TOTAL	43,931.40	-



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ORCHID SECURITIES LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

21. OTHER EXPENSES

	2014 - 2015 Amount in Rs.	2013 - 2014 Amount in Rs.
Advertisement	16,967.00	12,895.00
Annual Custodian Fees	14,161.00	13,482.00
Auditor's Remuneration [Refer Note (a)]	20,000.00	16,000.00
Bank Charges	256.00	-
Books & Periodicals	1,125.00	4,805.00
Contingent Provision on Standard Assets	1,882.00	1,964.00
Conveyance	6,742.00	5,855.00
Demat Charges	13,050.93	3,808.95
Director's Remuneration	212,500.00	-
Director Fees	11,500.00	10,000.00
Donation	7,500.00	6,200.00
Electric Charges	17,580.00	15,380.00
E-Voting Charges	11,236.00	-
Filling Fees	21,600.00	2,000.00
General Charges	33,461.00	29,636.00
Interest on P. Tax	86.00	252.00
Listing Fees	11,797.80	11,797.80
Motor Car Expenses	52,906.00	17,609.00
Postage & Telegraph	46,661.00	7,897.00
Printing & Stationery	36,542.00	25,203.00
Professional Fees	42,850.00	14,300.00
Rates & Taxes	6,750.00	6,750.00
Registrar Fees	28,092.00	28,092.00
Repair & Maintenance	2,075.00	14,106.00
Security Transaction Tax	56,440.00	18,839.20
Service Charges on Shares	35,028.37	14,427.95
Telephone Charges	16,193.00	14,821.05
TOTAL	724,982.10	296,120.95

a) Auditor's Remunerations

Statutory Audit Fees	9,000.00	9,000.00
Tax Audit Fees	3,000.00	-
Certification Fees	8,000.00	7,000.00
	20,000.00	16,000.00

22. EARNING PER SHARE

Weighted average number of equity shares outstanding during the year	3000100	3000100
Profit after Tax attributable to equity shareholders (₹)	222,600.06	479,668.23
Nominal value of ordinary shares (₹)	10/-	10/-
Earning per share (Basic & Diluted) (₹)	0.07	0.16

23. The Company's main business is financing and dealing in shares. As such, there are no separate reportable segments, as per the Accounting Standard on "Segment Reporting" (AS17), issued by the Institute of Chartered Accountants of India.



ORCHID SECURITIES LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

24. As per the Accounting Standard 18 (AS-18) "Related Party Disclosures" issued by the Institute of Chartered Accountants of India, the related parties of the company with whom had carried out transactions are as follows. These transactions were carried out in ordinary course of business and were at arm's length price.

(a) Key Management Personnel

(i) Mr. Baboolal Birmecha, Whole Time Director

(ii) Mr. H. M. Baid, Chief Financial Officer

Transactions with related parties during the year:

Nature of Transactions	31.03.2015 Amount in Rs.	31.03.2014 Amount in Rs.
Mr. B. L. Birmecha	212,500.00	-
Mr. H. M. Baid	199,325.00	177,190.00

25. In accordance with the guidelines on prudential norms prescribed by Reserve Bank of India in respect of non-performing assets, interest has not been recognised as income during the year to the extent of ₹ 6.67 lakhs.

26. No Deferred Tax Asset has been recognised as there is no certainty of the realization of the same in future.

27. Particulars as required in terms of Paragraph 9BB of Non-Banking Financial Companies Prudential Norms (Reserve Bank of India) Directions, 1998 is enclosed as per Annexure - A.

28. There is no earnings and expenditure in foreign currency.

29. The Company has no income from Exceptional and Extraordinary items.

30. Previous Year figures have been re-grouped / re-arranged wherever found necessary..

For Alfa Daga & Associates

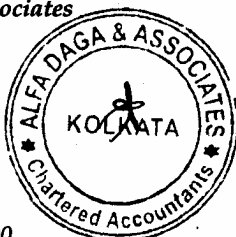
Chartered Accountants

FRN 326733E

Alfa Daga
(FCA Alfa Daga)

Proprietor

Membership No. 066300



Place : Kolkata

Date : 30.06.2015

For and on behalf of the Board of Directors

B. L. Birmecha
(B. L. Birmecha)

Whole Time Director

L. P. Saraogi
(L. P. Saraogi)

Director

U. K. Nahata
(U. K. Nahata)

Director

H. M. Baid
(H. M. Baid)

Chief Financial Officer

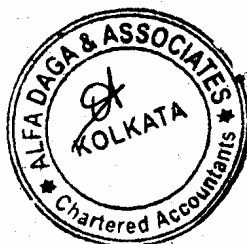
ORCHID SECURITIES LIMITED

ANNEXURE - A

Schedule annexed to the Balance Sheet as at 31st March, 2015
(as required in terms of Paragraph 9BB of Non-Banking Financial
Companies Prudential Norms(Reserve Bank) Directions, 1998)

(₹. In Thousands)

Particulars	Amount Outstanding	Amount Overdue
Liabilities Side :		
1. Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid :	NIL	NIL
(a) Debentures : Secured		
Unsecured		
(other than falling within the meaning of Public Deposits)	NIL	NIL
(b) Deferred Credits	NIL	NIL
(c) Term Loans	NIL	NIL
(d) Inter-corporate Loans and Borrowing	NIL	NIL
(e) Commercial Paper	NIL	NIL
(f) Public Deposits*	NIL	NIL
(g) Other Loans (secured against pledge of shares held as its stock)	NIL	NIL
2. Break-up of (1) (f) above(outstanding public deposits inclusive of interest accrued thereon but not paid)	NIL	NIL
(a) In the form of Unsecured debentures		
(b) In the form of partly secured debentures i.e. Debentures where there is a shortfall in the value of security.	NIL	NIL
(c) Other public deposits	NIL	NIL
	Amount outstanding	
Asset side :		
3. Break up of Loans and Advances including bills receivables (other than those included in (4) below) :		
(a) Secured		
(b) Unsecured	NIL	8558
4. Break up of Leased Assets and Stock on hire and hypothecation loans counting towards EL/HP activities :		
(a) Lease assets including lease rentals under sundry debtors :		NIL
(i) Financial Lease		
(ii) Operating Lease		
(iii) Stock on hire including hire charges under sundry debtors :		NIL
(a) Assets on hire		
(b) Repossessed Assets		
(iii) Hypothecation loans counting towards EL/HP activities		NIL
(a) Loans where assets have been repossessed		
(b) Loans other than (a) above		



5. Break-up of Investments :	
Current Investments :	
1. Quoted :	
(i) Shares : (a) Equity	21918
(b) Preference	32
(ii) Debentures & Bonds	NIL
(iii) Units of Mutual Fund	NIL
(iv) Government Securities	NIL
(v) Others (Please specify)	NIL
2. Unquoted :	
(i) Shares : (a) Equity	800
(b) Preference	NIL
(ii) Debentures & Bonds	NIL
(iii) Units of Mutual Fund	NIL
(iv) Government Securities	NIL
(v) Others (Please specify)	NIL
Long Term Investments :	
1. Quoted :	NIL
(i) Shares : (a) Equity	
(b) Preference	NIL
(ii) Debentures & Bonds	NIL
(iii) Units of Mutual Fund	NIL
(iv) Government Securities	NIL
(v) Others (Please specify)	NIL
2. Unquoted :	
(i) Shares : (a) Equity	NIL
(b) Preference	NIL
(ii) Debentures & Bonds	NIL
(iii) Units of Mutual Fund	NIL
(iv) Government Securities	NIL
(v) Others (Please specify)	NIL



ORCHID SECURITIES LIMITED

Particulars		Amount of net of Provisions		
6 Borrow group-wise classification of all leased assets,stock on hire and loans and advances.				
Category		Secured	Unsecured	Total
1.	Related Parties**			
	(a) Subsidiaries	NIL	NIL	NIL
	(b) Companies in the same group	NIL	NIL	NIL
	(c) Other related parties	NIL	NIL	NIL
2.	Other than related parties	--	3848	3848
	Total	--	3848	3848

7 Investor group-wise classification of all investments (current and long term) in shares and securities (both Quoted and unquoted) :

Category	Market Value/Break up Fair Value or NAV	Book Value (Net of Provisions)
1. Related Parties**		
(a) Subsidiaries	NIL	NIL
(b) Companies in the same group	NIL	NIL
(c) Other related parties	1056	800
2. Other than related parties	14720	13981
Total	15776	14781

8 Other Information

Particular	Amount
(i) Gross Non-Performing Assets	
(a) Related parties	NIL
(b) Other than related parties	4710
(ii) Net Non-Performing Assets	
(a) Related parties	NIL
(b) Other than related parties	NIL
(iii) Assets acquired in satisfaction of debt	NIL
Total	

For ALFA DAGA & ASSOCIATES

Chartered Accountants

FRN : 326733E

Sifa Daga
(FCA Alafa Daga)

Proprietor

Membership No. 066300

Place : Kolkata

Date : The 30th day of June, 2015

On behalf of the Board

B. L. Birmecha
(B. L. Birmecha)

Whole Time Director

L. P. Saha
(L. P. Saha)

Director

U. K. Nahata
(U. K. Nahata)

Director

H. M. Baid
(H. M. Baid)

Chief Financial Officer

