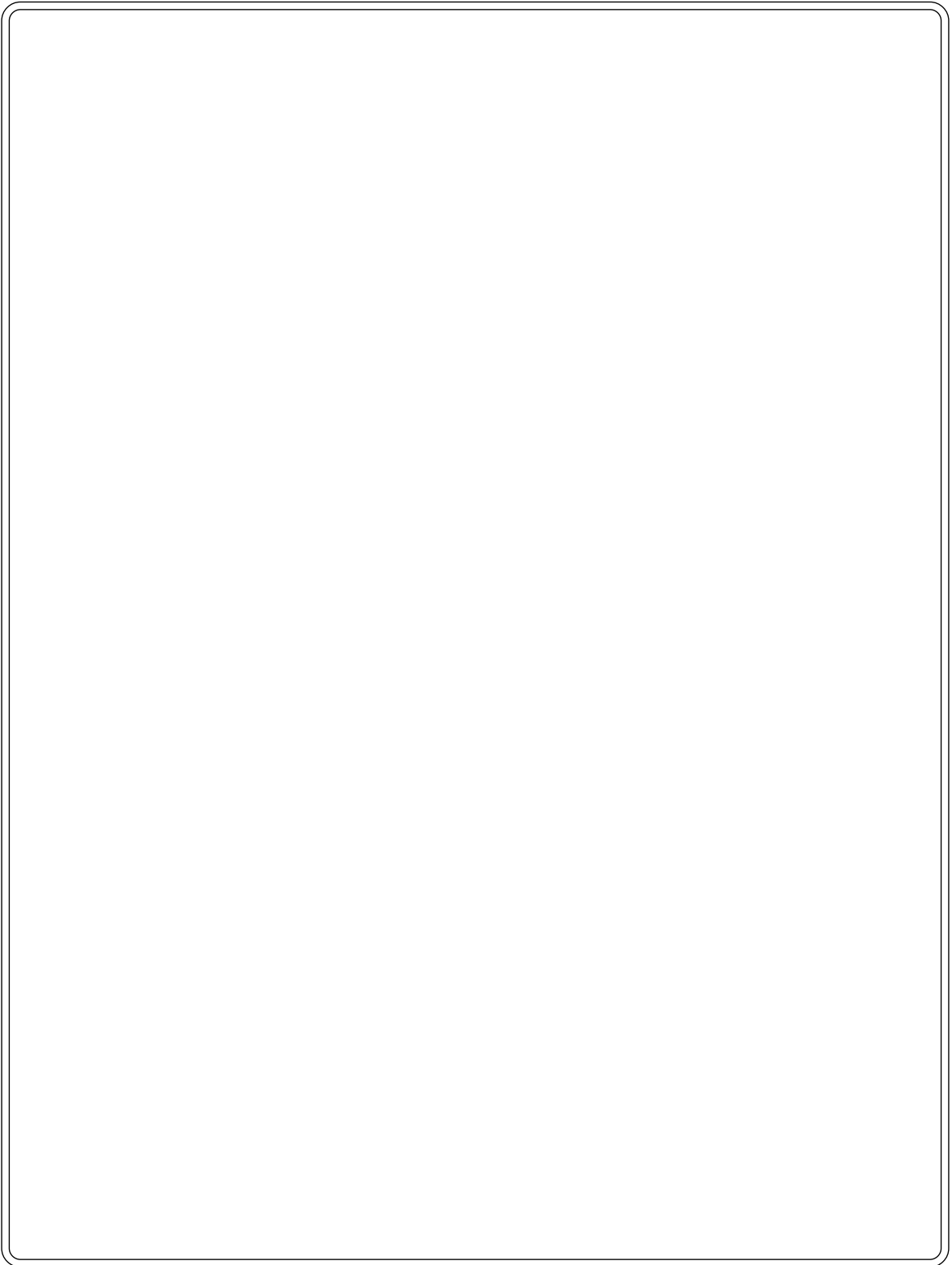


**21ST
ANNUAL REPORT
2014 - 2015**

PEETI SECURITIES LIMITED



COMPANY INFORMATION

BOARD OF DIRECTORS

SRI SANDEEP PEETI	: CHAIRMAN & MANAGING DIRECTOR
SRI RAJESH PITY	: WHOLE- TIME DIRECTOR
SMT NIRMALA BAI PEETI	: WOMAN DIRECTOR
SRI RAJ KUMAR AGRAWAL	: INDEPENDENT DIRECTOR
SRI AJAY GARG	: INDEPENDENT DIRECTOR
SRI RAJEEV PEETI	: INDEPENDENT DIRECTOR

INTERNAL AUDITORS

Mr. SANDEEP CHOWDHURY

CHIEF FINANCE OFFICER

Mr. RAJESH PITY

REGISTERED OFFICE & WORKS

SURVEY NO.71, OPP. BSNL OFFICE,
OLD KURNOOL ROAD, KATTEDAN
HYDERABAD – 500077
CIN: L67190TG1994PLC018779

AUDITORS

M/S. MKA ASSOCIATES, 1 FLOOR
SURABHI SHARADHA BLOCK
AHUJA ESTATE, ABIDS, HYDERABAD – 500 001

NO GIFTS
Will be Distributed at the AGM

REGISTRARS AND SHARE TRANSFER AGENTS

CIL SECURITIES LIMITED
IIFLOOR, 214, RAGHAVARATNA
TOWERS CHIRAG ALI LANE
HYDERABAD – 500 001

BANKERS

ING VYSYA BANK LTD,
SHAMSHABAD,
HYDERABAD - 501218

LISTED AT

THE BSE LIMITED

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BOARD COMMITTEES

AUDIT COMMITTEE	REMUNERATION COMMITTEE	STAKEHOLDER RELATIONSHIP COMMITTEE
SRI RAJKUMAR AGRAWAL - CHAIRMAN	SRI RAJKUMAR AGRAWAL -CHAIRMAN	SRI RAJKUMAR AGRAWAL -CHAIRMAN
SRI RAJEEV PEETI - MEMBER	SRI RAJEEV PEETI - MEMBER	SRI RAJEEV PEETI - MEMBER
SRI AJAY GARG - MEMBER	SRI AJAY GARG - MEMBER	SRI AJAY GARG - MEMBER

NOTICE

Notice is hereby given that the **21st Annual General Meeting** of the members of the Company will be held on **Wednesday 30th September 2015** at **10.00 A.M.** at **Bhagyanagar Function Hall, L. B. Nagar, Hyderabad** to transact the following items of business:

ORDINARY BUSINESS:

1. To consider and adopt The audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon;
2. To appoint a director in place of Sri Rajesh Pitty (DIN– 00488722) who retires by rotation and being eligible offers himself for re-appointment as a director in the company;
3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:
“**RESOLVED THAT** pursuant to the provisions of Sections 139, 141 and 142 of the Companies Act, 2013, the appointment of M/s.MKA Associates, Chartered Accountant, (Registration No. 005992S), Hyderabad, who were appointed as the Statutory Auditors of the Company till the conclusion of 23rd Annual General Meeting, be and are hereby ratified and confirmed, on such remuneration as may be agreed upon by the Board of Directors and the Auditors, in addition to reimbursement of all out of pocket expenses in connection with the audit of the accounts of the Company for the financial year ending 31st March, 2016.”

SPECIAL BUSINESS

4. APPOINTMENT OF WOMEN DIRECTOR

To consider and if, thought fit to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:-**

“**RESOLVED** that pursuant to the provisions of section 149 and 152 read with all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Smt NIRMALA BAI PEETI (DIN : 07145972), who was appointed as an Additional Director of the Company by the Board of Directors at their meeting held on 31st March, 2015, pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who hold office up to the date of 21st Annual General Meeting of the company, be and is hereby appointed as a Director of the Company under Section 152(2) of the Companies Act, 2013.”

5. REVISION OF REMMUNERATION OF SRI SANDEEP PEETI AS CHAIRMAN & MANAGING DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass with or without modification, the following resolution as a **SPECIAL RESOLUTION:**

“**RESOLVED** that in partial modification of Resolution No.7 passed at the 20th Annual General Meeting of the Company held on Tuesday 30th September 2014 for the appointment and terms of remuneration of Mr. Sandeep peeti, chairman & Managing Director of the Company, pursuant to the provisions of Sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made there under, as amended from time to time, read with Schedule V to the Act, consent of the members be and is hereby accorded to the revision in the terms of remuneration of Sandeep peeti, chairman & Managing Director of the Company, by way of change in the maximum amount of basic salary payable to Mr. Sandeep peeti,(including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) with authority to the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this

Resolution) to fix his salary within such maximum amount, increasing thereby, proportionately, all benefits related to the quantum of salary, with effect from 1st April 2015 for the remainder of the tenure of his contract, as set out in the Explanatory Statement annexed to the Notice convening this meeting.

RESOLVED FURTHER that the Board be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

6. REVISION OF REMUNERATION OF SRI RAJESH PITY AS WHOLE TIME DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass with or without modification, the following resolution as a **SPECIAL RESOLUTION**:-

“**RESOLVED** that in partial modification of Resolution No.8 passed at the 20th Annual General Meeting of the Company held on Tuesday 30th September 2014 for the re-appointment and terms of remuneration of Mr. Rajesh Pitty, whole time director of the Company and pursuant to the provisions of Sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made there under, as amended from time to time, read with Schedule V to the Act, consent of the Company be and is hereby accorded to the revision in the terms of remuneration of Mr. Rajesh Pitty, whole Director of the Company, by way of change in the maximum amount of basic salary payable to Mr. Rajesh Pitty,(including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) with authority to the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to fix his salary with in such maximum amount, increasing thereby, proportionately, all benefits related to the quantum of salary, with effect from 1st April 2015 for the remainder of the tenure of his contract, as set out in the Explanatory Statement annexed to the Notice convening this meeting.

RESOLVED FURTHER that the Board be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

7. ADOPTION OF NEW ARTICLES OF ASSOCIATION OF THE COMPANY CONTAINING REGULATIONS IN CONFORMITY WITH THE COMPANIES ACT, 2013

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**BY ORDER OF THE BOARD OF DIRECTORS
PEETI SECURITIES LIMITED**

Sd/-

SANDEEP PEETI

CHAIRMAN & MANAGING DIRECTOR

Place : Hyderabad

Date: 14.08.2015

NOTES TO MEMBERS

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the company.
2. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
3. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting
4. A Statement pursuant to Section 102 (1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
5. Members holding shares in the same name under different Ledger Folios are requested to apply for consolidation of such Folios and send the relevant share certificates to the Share Transfer Agent/ Company.
6. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday 24th September, 2015 to Wednesday 30th September, 2015 (both days inclusive) for the purpose of 21st Annual General Meeting.
7. Members are requested to quote ledger folio/DP id/client id number in all their correspondence to avoid delay in communication.
8. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the registered office of the Company on all working days, between 11.00 A.M. to 1.00 P.M. up to the date of the meeting.
9. Members/Proxies are requested to bring duly filed in attendance slips sent herewith for attending the meeting.
10. Members who hold shares in physical form can nominate a person in respect of all the shares Held by them singly or jointly. Members who hold shares in single name are advised, in their own interest to avail of the nomination facility.

11. VOTING THROUGH ELECTRONIC MEANS

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide member's facility to exercise their right to vote at the 21st Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by **Central Depository Service (India) Limited (CDSL)**:

It may be noted that this e-voting facility is optional. The e-voting facility will be available at the Company's Website during the following voting period:

COMMENCEMENT OF E - VOTING: From 10.00 A.M. on, Saturday 26th, September, 2015 to 5.00 P.M. on Tuesday 29th, September, 2015 E-voting shall not be allowed beyond 5.00 P.M. on Tuesday 29th, September, 2015. During the e-voting period, shareholders of the Company, holding shares either in physical form or demat form, as on 23rd September, 2015 may cast their vote electronically

The login ID and password for e-voting along with process, manner and instructions for e-voting is being sent to the members who have not registered their e-mail IDs with the Company / their respective Depository Participants along with physical copy of the Notice. Those members who have registered their e-mail IDs with the Company are being forwarded the login ID and password for e-voting along with process, manner and instructions by e-mail.

12. The Company has appointed Mr. Yellareddy Vootkuri, Practicing chartered Accountant, Hyderabad as Scrutinizer for conducting the e-voting process for the Annual General Meeting in a fair and transparent manner.

**BY ORDER OF THE BOARD OF DIRECTORS
PEETI SECURITIES LIMITED**

Sd/-

SANDEEP PEETI

CHAIRMAN & MANAGING DIRECTOR

Place: Hyderabad

Date: 14.08.2015

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO 4

Smt. NIRMALA BAI PEETI who was appointed as an Additional Director of the company w.e.f. 31st March, 2015 pursuant to the provisions of Section 161 of the Companies Act, 2013, holds office up to the date of this Annual General Meeting of the company and is eligible for appointment. In terms of Section 160 of the Companies Act, 2013, the company has received a notice in writing along with a deposit of requisite amount from a Member signifying his intention to propose the candidature of Smt Nirmala Bai Peeti for the office of Director.

Save and except Smt Nirmala Bai Peeti and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

ITEM NO 5:

At the AGM held on Tuesday 30th September 2014, the Members of the Company had approved of the appointment and terms of remuneration of Mr. Sandeep peeti, chairman & Managing Director of the Company for a period of 3 years from 1st January 2014, including inter alia salary up to a maximum of 75000 per month, with authority to the Board to fix his salary within the above mentioned scale. It is proposed to revise the maximum basic salary payable to Mr. Sandeep peeti to 1,00,000 per month with effect from 1st April 2015 for the remainder of his term up to 31st December 2016 with proportionate increase in the benefits related to his salary, subject to the approval of the Members of the Company.

The aggregate of the remuneration as aforesaid shall be within the maximum limits as laid down under Section 197 and all other applicable provisions, if any, of the Act read with Schedule V to the Act, as amended and as in force from time to time. All other terms and conditions of appointment of Mr. Sandeep peeti as chairman & Managing Director of the Company, as approved at the AGM of the Company held on 30th September 2014, remain unchanged.

In compliance with the provisions of Sections 196 and 197 read with Schedule V to the Act, the revised terms of remuneration of Mr. Sandeep peeti are now being placed before the Members for their approval.

Save and except Mr. Sandeep Peeti and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Special Resolution set out at Item No. 5 of the Notice for approval by the shareholders.

ITEM NO 6:

At the AGM held on Tuesday 30th September 2014, the Members of the Company had approved of the appointment and terms of remuneration of Mr. Rajesh Pitty, whole time Director of the Company for a period of 3 years from 1st January 2014, including inter alia salary up to a maximum

of Rs 60000/- per month, with authority to the Board to fix his salary within the above mentioned scale. It is proposed to revise the maximum basic salary payable to Mr. Rajesh Pitty to 1,00,000 per month with effect from 1st April 2015 for the remainder of his term up to 31st December 2016 with proportionate increase in the benefits related to his salary, subject to the approval of the Members of the Company.

The aggregate of the remuneration as aforesaid shall be within the maximum limits as laid down under Section 197 and all other applicable provisions, if any, of the Act read with Schedule V to the Act, as amended and as in force from time to time. All other terms and conditions of appointment of Mr. Rajesh Pitty as Whole time Director of the Company, as approved at the AGM of the Company held on 30th September 2014, remain unchanged.

In compliance with the provisions of Sections 196 and 197 read with Schedule V to the Act, the revised terms of remuneration of Mr. Rajesh Pitty are now being placed before the Members for their approval.

Save and except Mr. Rajesh Pitty and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Special Resolution set out at Item No. 6 of the Notice for approval by the shareholders.

ITEM NO 7:

The Articles of Association ("AoA") of the Company as presently in force are based on the Companies Act, 1956 and several regulations in the existing AoA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AoA are no longer in conformity with the present Companies Act, 2013.

With the coming into force of the Companies Act, 2013, several regulations of the existing AoA of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to wholly replace the existing AoA by a new set of Articles. The new AoA to be substituted in place of the existing AoA are based on Table 'F' of the Companies Act, 2013 which sets out the model articles of association for a company limited by shares.

The proposed new draft AoA is being uploaded on the Company's website for perusal by the shareholders.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out Your Directors recommend the Resolution for your approval as Special Resolution.

**BY ORDER OF THE BOARD OF DIRECTORS
PEETI SECURITIES LIMITED**

Sd/-
SANDEEP PEETI
CHAIRMAN & MANAGING DIRECTOR

Place: Hyderabad
Date: 14.08.2015

**INFORMATION IN RESPECT OF DIRECTORS SEEKING
APPOINTMENT / RE-APPOINTMENT AS REQUIRED**

Under Clause 49 VIII (E) (1) of the Listing Agreement

Name of the Directors	Smt Nirmala Bai Peeti	Sri Rajesh Pitty
Date of first appointment	31/03/2015	17/11/1994
Date of birth/age	19/02/1939	26/09/1969
Expertise in specific functional areas	Vast Experience in Administration	vast experience in securities and textile business
Educational qualification	Under Graduate	graduate in commerce
Chairman/member of the board of directors of the company	NIL	NIL
List of Directorships, Committee Chairmanship, Membership held in other companies as on	NIL	NIL

DIRECTORS' REPORT

To,
The Members,

Your Directors have pleasure in presenting the **21st ANNUAL REPORT** together with the Audited Accounts of the company for the financial year ended 31st March, 2015.

1. FINANCIAL HIGHLIGHTS

(Rs in Lakhs)

<i>Particulars</i>	<i>Year ended 31.03.2015</i>	<i>Year ended 31.03.2014</i>
Revenue From Operations	1170.73	958.28
Other Income	12.64	14.73
TOTAL INCOME	1183.37	973.01
Expenditure	1133.17	935.73
Profit before depreciation and tax	50.20	37.28
Depreciation	10.32	5.15
Net profit before tax	39.88	32.12
Prior period adjustments	0.00	0.00
Net profit/loss before Tax	39.88	32.12
Provision for taxation		
a. Current	(7.15)	(5.92)
b. Differed Tax	1.61	(0.26)
Profit after tax	34.34	25.94
Deficit brought forward from the previous year	8.58	(17.36)
Surplus/ (deficit) carried to balance sheet	42.92	8.58

2. STATE OF COMPANY'S AFFAIR:

During the year under review, your company has achieved a total income of Rs.1183.37 Lakhs as against previous year's income of Rs. 973.01 Lakhs and recorded a net profit of Rs.34 Lakhs for the financial year 2014-15 when compared to a net profit of Rs. 25.94 Lakhs during the previous year.

3. DIVIDEND

Your Directors do not recommend any Dividend for the Financial Year 2014-2015 as the profits are planned to be ploughed back into the business operations.

4. FIXED DEPOSITS:

The Company has neither accepted nor renewed any deposits falling within the provisions of Section 73 and 76 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 from the its member and public during the Financial Year.

5. MEETINGS

During the year under review, six board meetings were held on 30th May, 2014, 30th July, 2014, 31st July, 2014, 30th October, 2014, 30th January, 2015 **and 31st March,2015**. The maximum time-gap between any two consecutive meetings was within the period prescribed under the Companies Act, 2013.

6. BOARD EVALUATION

The Board of Directors evaluated the annual performance of the Board as a whole, its committee's and the directors individually in accordance with the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement in the following manner:

- i. Structured evaluation forms, as recommended by the Nomination and Remuneration Committee, after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance, for evaluation of the performance of the Board, its Committee's and each director were circulated to all the members of the Board along with the Agenda Papers.
- ii. The members of the Board were requested to evaluate by filling the evaluation forms and the duly filled in evaluation forms were required to be sent to the Company Secretary in a sealed envelope or personally submitted to the Chairman at the concerned meeting.
- iii. Based on the individual evaluation of the Directors, the Board initiated a detailed discussion at the concerned meeting on the performance of the Board / Committee/ Individual Director, and formulated a final collective evaluation of the Board. The Board also provided an individual feedback to the concerned director on areas of improvement, if any.

A separate meeting of Independent Directors was held **on 30th July, 2014 and 30th January, 2015** to evaluate the performance evaluation of the Chairman, the Non Independent Directors, the Board and flow of information from management.

7. VIGIL MECHANISM

Pursuant to the provisions of section 177 (9) and read with all other applicable provisions of the Companies Act, 2013 and the Companies (meetings of board and its powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement the Company has a Whistle Blower Policy framed to deal with instance of fraud and mismanagement, if any in the Group. The details of the Policy are explained in the Corporate Governance Report and also posted on the website of the Company.

8. REMUNERATION POLICY

The Board of Directors, on recommendation of the Nomination and Remuneration Committee framed a Nomination and Remuneration policy for selection, appointment and remuneration of Directors, KMP and Senior Management and matters covered u/s 178(3)

of the Companies Act 2013. The details of the same are provided in the Corporate Governance Report.

9. DIRECTORS:

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Sri Rajesh Peeti (DIN–00488722) retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee, co-opted M/s. NIRMALA BAI PEETI (DIN : 07145972), as an Additional Director of the Company with effect from 31st March, 2015, subject to the approval of the members, at the ensuing Annual General Meeting.

The Company has received requisite notice in writing from the members along with requisite fees proposing Smt Nirmala Bai Peeti for appointment as Director liable to retire by rotation.

For Directors seeking appointment/re-appointment in the forthcoming Annual General Meeting of the Company; the particulars as required to be disclosed in accordance with Clause 49 (Corporate Governance) of Listing Agreement, forms part of Corporate Governance Report.

10. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement of Section 134(3) (c) of the Companies Act, 2013, and subject to disclosures in the Annual Accounts, as also on the basis of the discussion with the Statutory Auditors of the Company from time to time, and to the best of their knowledge and information furnished, the Board of Directors states:

- i. That in preparation of the Annual Accounts for the year ended 31st March, 2015; all the applicable Accounting Standards Prescribed by the Institute of Chartered Accountants of India have been followed along with proper explanation relating to material departures, if any.
- ii. That the Directors have adopted such accounting policies, as selected in consultation with Statutory Auditors, 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 the financial year ended 31st March, 2015.
- iii. That 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.
- iv. That the Annual Accounts for the year ended 31st March, 2015, has been prepared on a going concern basis.
- v. Those proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- vi. That system to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively

11. RISK MANAGEMENT

Pursuant to the provisions of section 134 (3) (n) and read with all other applicable provisions of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement the Risk management is Not applicable to the Company

12. DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declarations from all the Independent Directors under Section 149 (7) of the Companies Act, 2013 that they meet the criteria of independence laid down in Section 149 (6) and Clause 49 of the Listing Agreement

13. STATUTORY AUDITORS

The shareholders in their meeting held on Tuesday, 30th September, 2014 At 11.00 AM approved the appointment M/s.MKA Associates, Chartered Accountant, (Registration No. 005992S), Hyderabad, as the Statutory Auditors of the Company to hold office till the conclusion of 23rd Annual General Meeting subject to ratification of shareholders in every Annual General Meeting. Members are requested to ratify the same at the ensuing Annual General Meeting of the company; in accordance with section 139 of the Companies Act 2013.

The Audit Report issued by the Statutory Auditors for the financial year ended 31st March, 2015 form part of this Report. There are no qualifications, reservations or adverse remarks made by the Statutory Auditors which requires explanation or comments from the Board.

14. INTERNAL AUDITORS:

The Board of Directors based on the recommendation of the Audit Committee has reappointed Mr. Sandeep Chowdhury, Prop., Chowdhury & Associates, Chartered Accountants, and Hyderabad, as the Internal Auditors of your Company. The Internal Auditors are submitting their Reports on quarterly basis pursuant to the provisions of section 138 and rule 13 of companies (Accounts) rules, 2014.

15. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report

16. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not provided any loan to any person or body corporate or given any guarantee or provided security in connection with such loan or made any investment in the securities of anybody corporate pursuant to Section 186 of the Companies Act, 2013. The Company has given advance against salary to some employees in terms of the applicable policies of the Company.

17. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3) (m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014 is set out in Form - 'A' and Form - 'B' which is enclosed as **Annexure –I** to this report.

18. MANAGEMENT DISCUSSION AND ANALYSIS:

Aspects of Management Discussion and Analysis are enclosed as “**Annexure – II**” to this report

19. SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and rules framed there under, the Board of Directors, on recommendation of the Audit Committee, appointed K. Malleshwari, Practicing Company Secretaries to undertake the secretarial audit of the Company. The secretarial audit report issued by K. Malleshwari, Practicing Company Secretaries for the financial year ending 31st March, 2015 is given in the **FORM NO: MR - 3 is** herewith annexed as “**Annexure (III)**” attached hereto and forms part of this Report.

20. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT 9 is annexed Herewith as “**Annexure IV**” to this report

21. PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 (1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is herewith annexed as ‘**Annexure V**’ to this report and Rule 5 (2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, No employee of your company is in receipt of remuneration exceeding Rs.5,00,000 per month or Rs. 60,00,000 per annum during the Financial Year

22. CORPORATE GOVERNANCE:

Report on Corporate Governance including Auditor’s Certificate on Compliance with the code of Corporate Governance under Clause 49 of the listing agreement is enclosed as “**Annexure – VI**” to this report

23. CORPORATE SOCIAL RESPONSIBILITY

Pursuant to the provisions of section 135 (1) and read with all other applicable provisions of the Companies Act, 2013 and the Companies (Corporate social responsibility policy) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), corporate social responsibility is Not applicable to the Company.

24. ACKNOWLEDGEMENTS:

Your Directors place on record, their appreciation for the co-operation and support from the Bankers, Financial institutions, the Stockiest and distributors, supplier and customers. Your Directors would also like to place on record their sincere appreciation and gratitude to the Shareholders, Central and State Government agencies etc for their support and co-operation. Your Directors express their heartfelt gratitude to the employees for their exceptional commitment and loyalty to the company.

**BY ORDER OF THE BOARD OF DIRECTORS
PEETI SECURITIES LIMITED**

Sd/-

SANDEEP PEETI

CHAIRMAN & MANAGING DIRECTOR

Place: Hyderabad

Date: 14.08.2015

CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS/OUTGO

The Companies Act, 2013 Read with Rule, 8 of the Companies (Accounts) Rules, 2014

A) CONSERVATION OF ENERGY

- a. Energy conservation measures taken:
- b. Proper control points are set up at all levels to identify the wastage in power & fuel consumption and to take/initiate corrective steps.
- c. Additional investments and proposals, if, any, being implemented for reduction of conservation of energy: NIL
- d. Impact of the measures at clause (a) and (b) above for reduction of energy consumption and consequent impact on the production of goods: N.A

B) TECHNOLOGY ABSORPTION

Research and Development (R&D)

- 1. Specific areas in which R&D carried out by the Company NIL
 - 2. Benefits derived as a result of the above R&D NIL
 - 3. Future plans of action
 - 4. Expenditure on R&D
 - Capital NIL
 - Recurring NIL
 - Total NIL
- Total R&D Expenditure as % of total turnover NIL

Technology Absorption, Adaptation and Innovation

- 1. Efforts made towards technology absorption adaptation and innovation NIL
- 2. Benefits derived as a result of above efforts NIL
- 3. Information about imported technology
 - a. Technology imported : NIL
 - b. Year of Import : NA
 - c. Whether Technology fully absorbed : NA
 - d. If not fully absorbed, areas and reasons : NA
For future plans actions

C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign exchange earnings and outgo:	2014-15	2013-14
Foreign exchange earnings	NIL	NIL
Foreign exchange outgo	NIL	NIL

**BY ORDER OF THE BOARD OF DIRECTORS
PEETI SECURITIES LIMITED**

Sd/-
SANDEEP PEETI
CHAIRMAN & MANAGING DIRECTOR

Place: Hyderabad
Date: 14.08.2015

MANAGEMENT DISCUSSION AND ANALYSIS**1. INDUSTRY STRUCTURE AND DEVELOPMENTS:**

India is the one of the world's largest producers of textiles and garments. Abundant availability of raw materials such as cotton, wool, silk and jute as well as skilled workforce have made the country a sourcing hub. It is the world's second largest producer of textiles and garments. The Indian textiles industry accounts for about 24 per cent of the world's spindle capacity and 8 per cent of global rotor capacity. The potential size of the Indian textiles and apparel industry is expected to reach US\$ 223 billion by 2021, according to a report.

The textiles industry has made a major contribution to the national economy in terms of direct and indirect employment generation and net foreign exchange earnings. The sector contributes about 14 per cent to industrial production, 4 per cent to the gross domestic product (GDP), and 27 per cent to the country's foreign exchange inflows. It provides direct employment to over 45 million people. The textiles sector is the second largest provider of employment after agriculture. Thus, the growth and all round development of this industry has a direct bearing on the improvement of the India's economy.

2. OPPORTUNITIES AND THREATS:

The Country's domestic market offers much potential for growth and numerous business opportunities as demand for Textile Products are expected to keep pace with increased purchasing power augering well for the Industry. Allowing FDI in retail will also help in expansion of this channel.

The key threat to business continues from low cost of imports from China as well as aggressive pricing by newer entrants in the market. With Large Format Stores becoming key shopping destinations and growth drivers, the balance is also tilting against manufacturers, which could erode the margins. Cotton prices which have been highly volatile are of major concern for textile manufacturers along with ever increasing energy prices

3. SEGMENT –WISE /PRODUCT –WISE:

The company doesn't have any other segment or products and it is mainly involved in trading of textiles and garments.

4. RISKS AND CONCERNS:

Indians have well understood the importance of staying one step ahead of developments in the world economic environment. The industry is now preparing itself to take share of opportunities expected to arise out of the market freed from quota restrictions and other trade barriers. Industry operators are increasingly moving towards modernization and expansion as encouraged by the so-designated Textile Up gradation Fund Scheme implemented by Government.

The local textile sector is now at a critical stage where it should prepare itself to rise and grab the opportunities that are available through liberalization of the international market. Manufacturers however, were caught in inadvertence as new players started to creep on the market at a time when most operators had attention on imminent opportunities coming from a quota-free market. Strategies and policies were mainly targeted towards expansion and modernization leaving more space to domestic players. Now it obviously appear that

the latter have had ample freedom to strengthen them and they are now more prepared than export oriented companies

5. INDUSTRY OUTLOOK:

Though the company has achieved higher amount of net profit when compared to the last financial year. The board of directors of the company feels that textile sector is fast growing in India, hence due to increasing scope and demand for exports in India, the company at the same parallel will put all the efforts to improve the quality and productive to get more order at competitive rates and try to maintain high quality and productivity in the manufactured goods. Barring unforeseen circumstances the company is confident of achieving better results in the current year.

6. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has proper and adequate systems of internal controls in order to ensure that all assets are safeguarded against loss from unauthorized use or disposition and that all transactions are authorized recorded and reported correctly.

The Board of Directors has been entrusted with the responsibility of reviewing the findings and to investigate and take necessary actions wherever required

7. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

During the financial year under review the difficulties which were faced in the last year is not effected much in the financial position of the company and the Company is able to achieve high turnover as Compared to last financial year and due to HIGH turnover and high expenditure the Company has recorded reasonable profits in the current financial year

The Company is hopeful that this fiscal the Company will achieve good turnover as the economy will witness upward trend and good business despite of huge competition in wholesale prices and doing trading with fewer margins to sustain in the market.

8. HUMAN RESOURCES/ INDUSTRIAL RELATIONS:

The Company firmly believes that motivated and empowered employees are the cornerstone of competitive advantage. The Company's employee value proposition is based on a strong focus on employee development, providing a satisfying work environment, performance appraisal and counseling and appropriate empowerment.

The Company continues to maintain and enjoy a cordial relationship with its employees, providing positive environment to improve efficiency with regular investments in upgrading the knowledge and skills of the employees.

**BY ORDER OF THE BOARD OF DIRECTORS
PEETI SECURITIES LIMITED**

Sd/-
SANDEEP PEETI
CHAIRMAN & MANAGING DIRECTOR

Place: Hyderabad

Date: 14.08.2015

ANNEXURE – III

Form No. MR-3

SECRETARIAL AUDIT REPORT

For the Financial Year ended March 31, 2015

[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,
PEETI SECURITIES LIMITED
Kattedan, Hyderabad.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **PEETI SECURITIES LIMITED**, (hereinafter called the “Company”) having its registered office at Survey No.71, opp: BSNL office, Beside MP hardware lane, Old Kurnool Road, Kattedan, Hyderabad, Telangana- 500077. 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 the **PEETI SECURITIES LIMITED** books, papers, minutes 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 31st March, 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 made available to me and maintained by **PEETI SECURITIES LIMITED** for the financial year ended on 31st March, 2015 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;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment and External Commercial Borrowings. **(No transactions during the Audit period and hence 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;
 - (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; **(Not applicable as the company did not issue any security during the audit period under review)**
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable as the company has not granted any options to its employees during the audit period under review)**

- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable as the company has not issued any debt securities during the audit period under review)**
- (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 as the company has not delisted its equity shares from any stock exchange during the audit period under review)** and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable as the company has not bought back any of its securities during the audit period under review)**

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

- i. The Listing Agreements entered into by the Company with Stock Exchange and
- ii. Secretarial Standards issued by the Institute of Company Secretaries of India **(Not notified during the audit period and hence not applicable).**

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:

** The Company is in the process of appointment of Company Secretary under Section 203 and rules made thereunder under Companies Act, 2013.*

I further report that:

- * The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- * Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent sufficiently in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- * All the decisions at the Board Meetings and Committee Meetings have been carried out unanimously as recorded in the Minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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.
- * there were no such specific events/actions in pursuance of the above referred laws, rules, regulations, etc., having a major bearing on the Company's affairs.

Sd/-
K. Malleshwari
Company Secretary
M. No. : 37210, C.P. No.: 14686

Place : Hyderabad
Date : 14.08.2015

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2015**

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L67190TG1994PLC018779
2.	Registration Date	17/11/1994
3.	Name of the Company	PEETI SECURITIES LTD
4.	Category/Sub-category of the Company	Company Limited by Shares/Indian Nongovernment Company
5.	Address of the Registered office & contact details	SURVEY NO: 71, OLD KURNOOL ROAD, KATTEDAN, HYDERABAD - 500077. CONTACT NO:040-65262244
6.	Whether listed company	YES
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	CIL SECURITIES LTD., SECOND FLOOR, 214, RAGHAV RATNA TOWERS, CHIRAG ALI LANE, ABIDS, HYDERABAD-500001

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)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	TEXTILE TRADING	46419	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES – NIL

S.No	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
			NILL		

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

A) CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year (As on 31-March-2014)				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% to Total Shares	
A. Promoter s									
(1) Indian									
a) Individual/ HUF	252800	654750	907550	24.20	252800	654750	907550	24.20	0
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp.	0	342900	342900	9.14	0	342900	342900	9.14	0
e) Banks / FI									
f) Any other									
Total shareholding of Promoter (A)	252800	997650	1250450	33.34	252800	997650	1250450	33.34	0
B. Public Shareholding									
1. INSTITUTIONS									
i) FIs Banks	0	65500	65500	1.75	0	65500	65500	1.75	0
Sub-total (B)(1):-	0	65500	65500	1.75	0	65500	65500	1.75	0
2. Non-Institutions									
a) Bodies Corp.	301810	99500	401310	10.70	299875	97500	397375	10.60	0.10
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	396792	1071201	1467993	39.14	405755	1066401	1472156	39.25	0.11
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	180147	385000	565147	15.07	179919	385000	564919	15.06	0.01
c) Others (Specify) Non Resident Indians Clearing Members									
Sub-total (B)(2):-	878749	1555701	2434450	64.91	885549	1548901	2434450	64.91	0
Total Public Shareholding	878749	1621201	2499950	66.66	885549	1614401	2499950	66.66	0
(B)=(B)(1) + (B)(2)									
C. Shares held by Custodian Custodian for GDRs & ADRs									
Grand Total (A+B+C)	1131549	2618851	3750400	100	1138349	2612051	3750400	100	0

B) SHAREHOLDING OF PROMOTER

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding 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	Rajesh Pitty	230000	6.13		230000	6.13		
2	Nirmala Peeti	191600	5.11		191600	5.11		
3	Sumitra Peeti	145800	3.89		145800	3.89		
4	Nisha Peeti	98100	2.62		98100	2.62		
5	Purushottam Peeti (HUF)	90550	2.41		90550	2.41		
6	Sandeep Peeti	69700	1.86		69700	1.86		
7	Rajesh Peeti	39700	1.06		39700	1.06		
8	Sonika Peeti	22800	0.61		22800	0.61		
9	Purushottam Peeti	19300	0.51		19300	0.51		
10	Peeti Holdings Pvt Ltd	220400	5.88		220400	5.08		
11	Peeti Holdings Pvt Ltd	118600	3.16		118600	3.16		
12	Peeti Holdings Pvt Ltd	1000	0.03		1000	0.03		
13	Peeti Holdings Pvt Ltd	1000	0.03		1000	0.03		
14	Peeti Holdings Pvt Ltd	700	0.02		700	0.02		
15	Peeti Holdings Pvt Ltd	700	0.02		400	0.02		
16	Peeti Holdings Pvt Ltd	300	0.01		300	0.01		
17	Peeti Holdings Pvt Ltd	200	0.01		200	0.01		

C) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

SN	Particulars	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
1	At the beginning of the year	1250450	33.36	1250450	33.36
3	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NO CHANGE DURING THE YEAR			
4	At the end of the year	1250450	33.36	1250450	33.36

D) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS: (Other than Directors, Promoters and Holders of GDRS and ADRS):

SN	For Each of the Top 10 Shareholders	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
1	ARIHANT'S SECURITIES LTD.	269450	7.18	269450	7.18
2	RAMBHABA HOLDINGS & TRADING CO., (P) LTD.	85000	2.65	85000	2.65
3	GLOBAL TRUST BANK LTD.	65500	2.26	65500	2.26
4	SURYA MOHAN REDDY KASU	62000	1.65	62000	1.65
5	DINESH NAGABANDI	51100	1.36	51100	1.36
6	AMRITLAL RANMAL SHAH	50000	1.33	50000	1.33
7	OM PRAKASH MISRA	35631	0.95	35631	0.95
8	M PADMA RAO	25600	0.68	25600	0.68
9	M PRASANNA	25600	0.68	25600	0.68
10	SUHAIL PEETI	21200	0.56	21200	0.56

E) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

SN	Shareholding of each Directors and each Key Managerial Personnel	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
1	SANDEEP PEETI	69700	1.86	69700	1.86
2	RAJESH PITY	269700	7.19	269700	7.19
3	NIRMALA PEETI	191600	5.11	191600	5.11

F) INDEBTEDNESS = NIL

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
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				
* Reduction				
Net Change Indebtedness at the end of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				

NILL

G) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SN.	Particulars of Remuneration	Name of MD/WTD		Total
		Sandeep Peeti	Rajesh pitty	Amount
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (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	720000	576000	1296000
2	Stock Option			
3	Sweat Equity			
4	Commission -as % of profit -others, specify...			
5	Others, please specify Total (A)	900000	720000	16,20,000

2. Remuneration to other Directors = NIL

SN.	Particulars of Remuneration	Name of Directors				Total Amount
1	Independent Directors Fee for attending board committee meetings Commission Others, please specify Total (1)					
2	Other Non-Executive Directors Fee for attending board committee meetings Commission Others, please specify Total (2) Total (B)=(1+2) Total Managerial Remuneration					

NIL

3. Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD = NIL

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(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				

4. Penalties / Punishment/ Compounding of Offences = NIL

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 Punishment Compounding					
C. OTHER OFFICERS IN DEFAULT Penalty Punishment Compounding					

ANNEXURE – V

Information pursuant to Section 197 of the Act Read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- A. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary during the financial year 2014-15 and Ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2014-15:**

Name of the Director/Key Managerial Personnel	Remuneration in of Director KMP for the Financial year 2014-15	% Increase in Remuneration in the financial year 2014-15	Ration of the Remuneration to the median remuneration of the employees
Sandeep Peeti	900,000	NO INCREASE	4.26
Rajesh Pitty	720,000	NO INCREASE	3.41

Note: *The median remuneration of employees of the Company during the financial year was Rs.2,11,200*

- B. The percentage increase in the median remuneration of employees in the financial year: 15.79 %**
- C. The number of permanent employees on the rolls of company: 14**
- D. The explanation on the relationship between average increase in remuneration and company performance:**

The average increase in the employee remuneration effected during the year 2014-15 is based on the individual performance and Company's performance during the previous financial year 2013-14. The other factors considered for revision in remuneration is based on market survey, functional expertise, industry standards etc.

- E. Comparison of the remuneration of the Key Managerial Personnel against the performance of the company:**

Aggregate remuneration of Key Managerial Personnel (KMP)	9,00,000
Revenue	117,072,993
Remuneration of KMP as a % of revenue	0.76%
Profit Before Tax (PBT)	3,988,233
Remuneration of KMP as a % of PBT	22.56%

- F. Variations in the market capitalization of the company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer in case of listed companies**

Particular	As at March 31, 2015	As at March 31, 2014	Variation
Market Capitalisation (in * Crores)	1.52	2.07	(26.57)%
Market Price	4.05	5.53	(26.76)%
EPS	0.92	0.69	33%
Price Earnings Ratio	4.40	8.01	(45.06)%

G. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The average increase in the salaries of employees other than the managerial personnel in 2014-15 was 16.80%. The Percentage increase in the managerial remuneration for the same financial year was Nil

H. Comparison of each remuneration of the Key Managerial Personnel against the performance of the company:

Name	Remuneration	Revenue	% of revenue	PBT	% of PBT
Sandeep Peeti	900,000	117,072,993	0.76%	3,988,233	22.56%

I. The key parameters for any variable component of remuneration availed by the directors:

Not Applicable as the directors does not avail any variable component of remuneration

J. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year:

Not Applicable as No employee is receiving remuneration in excess of the highest paid Director

K. Affirmation that the remuneration is as per the remuneration policy of the company.

It is hereby affirmed that the remuneration paid to the Directors and' Key Managerial Personnel are as per the Nomination and Remuneration Policy of the Company.

**BY ORDER OF THE BOARD OF DIRECTORS
PEETI SECURITIES LIMITED**

Sd/-

SANDEEP PEETI

CHAIRMAN & MANAGING DIRECTOR

Place: Hyderabad

Date: 14.08.2015

ANNEXURE – VI

**REPORT ON CORPORATE GOVERNANCE
(Pursuant to Clause 49 of the Listing Agreement)**

Pursuant to Clause 49 of the Listing Agreement, the company presents its report on Corporate Governance.

COMPANY’S PHILOSOPHY ON THE CODE OF CORPORATE GOVERNANCE

We believe that our company shall go beyond adherence to regulatory framework. Our corporate structure, business and disclosure practices have been aligned to our Corporate Governance Philosophy, Transparency, accountability, fairness and intensive communication with stakeholders are integral to our functioning. We believe in system driven performance and performance oriented systems. We accord highest priority to these systems and protect the interests of all our shareholders, particularly the minority shareholders.

We have tried to blend growth and efficiency with governance and ethics. Our Board of Directors, guided by the mission statement, formulate strategies and policies having focus on optimizing value for various stakeholders like consumers, shareholders and the society at large.

BOARD OF DIRECTORS: The Board of Directors presently comprises of Six Directors, having rich experience and specialized skills in their respective fields, out of which 2 Executive Directors, 1 Non-Executive Director and 3 Independent Directors which is more than 50% of the total strength of the Board.

All the Directors on the Board of the Company have made necessary declarations/disclosures regarding their other Directorships along with Committee positions held by them in other Companies.

During the financial year 2014-2015, 6(six) Board Meetings were held on the following dates: 30th May, 2014, 30th July, 2014, 31st July, 2014, 30th October, 2014, 30th January, 2015 and **31st March, 2015**. The maximum time-gap between any two consecutive meetings did not exceed four months. The composition of the Board of Directors, their directorship details and the attendance of each Member at the meetings were as follows:

S.No	Director	Category	Attendance at AGM 30-09-2014	No. of Board Meetings held	Board Meetings Attended	Other Boards Directorship	Committee chairman-ship	Committee membership-ship
1	Sandeep Peeti	Promoter & Managing Director	Yes	6	6	1	Nil	Nil
2	Rajesh Pitty	Whole-time Director & CFO	Yes	6	6	Nil	Nil	Nil
3	Rajkumar Agrawal	Non-Executive & Independent Director	Yes	6	6	Nil	Nil	Nil
4	Rajeev Peeti	Non-Executive & Independent Director	Yes	6	6	Nil	Nil	Nil
5	Ajay Garg	Non-Executive & Independent Director	Yes	6	6	1	Nil	Nil
6	Mrs. Nirmala Peeti*	Women director	NA	6	1	NIL	NIL	NIL

* Mrs. Nirmala Peeti was appointed as non executive & women director in the Board meeting held on 31st March, 2015

COMMITTEES OF THE BOARD:

Currently, there are three Board Committees – Audit Committee, Nomination and Remuneration Committee, and Stakeholders Relationship Committee. The terms of reference of the Board Committees are determined by the Board from time to time. Meetings of each Board, Committee are convened by the Chairman of the respective Committees.

The role and composition of these Committees, including the number of meetings held during the financial year and the related attendance are provided below

1. AUDIT COMMITTEE:

The Company constituted a Qualified and Independent Audit Committee comprising of three Non-Executive Independent Directors in accordance with the provisions of Clause 49 of the Listing Agreement read with Section 177 of the Companies Act, 2013.

The Committee is empowered with the powers as prescribed under Clause 49 of Listing Agreement and Section 177 of the Companies Act, 2013. The Committee also acts in terms of reference and directions of the Board from time to time.

Audit Committee of your company consists of following Directors:

Sri Rajkumar Agrawal	Chairman
Sri Rajeev peeti	Member
Sri Ajay Garg	Member

The committee met 4 times during the financial year 2014-15 on **30th May, 2014, 30th July, 2014, and 30th October, 2014 and 30th Jan, 2015** attendance of each Member of Committee is as follows.

S. No.	Name of the Member	Designation	No of Meetings held during the Year	No of Meetings attended
1	Sri Rajkumar Agrawal	Chairman	4	4
2	Sri Rajeev peeti	Member	4	4
3	Sri Ajay Garg	Member	4	4

Terms of Reference: The terms of reference are:

- i. The recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- ii. Review and monitor the auditor’s independence and performance, and effectiveness of audit process;
- iii. Examination of the financial statement and the auditor’s report thereon;
- iv. Reviewing, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
 - matters required to be included in the Director’s Responsibility Statement to be included in the Board’s report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013
 - changes, if any, in accounting policies and practices and reasons for the same
 - major accounting entries involving estimates based on the exercise of judgment by management

- Significant adjustments made in the financial statements arising out of audit findings.
 - compliance with listing and other legal requirements relating to financial statements
 - disclosure of any related party transactions
 - review of draft Auditors Report, in particular qualifications / remarks / observations made by the
 - Management Discussion and Analysis of financial conditions and results of operations
- v. Approval or any subsequent modification of transactions of the company with related parties;
- vi. Scrutiny of inter-corporate loans and investments;
- vii. Valuation of undertakings or assets of the company, wherever it is necessary;
- viii. Evaluation of internal financial controls and risk management systems;
- ix. Monitoring the end use of funds raised through public offers and related matters.
- x. The Committee is authorized to investigate into matters referred /delegated to it by the Board of Directors and for this purpose, has full access to information / records of the Company including seeking external professional support, if necessary.
- xi. Reviewing the Compliance of the Listing Agreement and Various other legal requirement concerning financial statements and related party transactions.

NOMINATION AND REMUNERATION COMMITTEE

Terms of Reference

The terms of reference of the Nomination and Remuneration Committee are as under:

- i. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees.
- ii. Formulation of criteria for evaluation of Independent Directors and the Board. Devising a policy on Board diversity.
- iii. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
- iv. To recommend/review remuneration of Key Managerial Personnel based on their performance and defined assessment criteria.
- v. To decide on the elements of remuneration package of all the Key Managerial Personnel i.e. salary, benefits, bonus, stock options, pensions, etc.
- vi. Recommendation of fee / compensation if any, to be paid to Non-Executive Directors, including Independent Directors of the Board.
- vii. Payment / revision of remuneration payable to Managerial Personnel.

- viii. While approving the remuneration, the committee shall take into account financial position of the Company, trend in the industry, qualification, experience and past performance of the appointee.
- ix. The Committee shall be in a position to bring about objectivity in determining the remuneration package while striking the balance between the interest of the Company and shareholders.
- x. Any other functions/powers/ duties as may be entrusted by the Board from time to time.

Composition-name of members and Chairperson

The Remuneration Committee constitutes of following directors:

Sri Rajkumar Agrawal	Chairman
Sri Rajeev peeti	Member
Sri Ajay Garg	Member

The committee met 2 times during the financial year **2014-15 on 30th October, 2014 and 31.03.2015** attendance of each Member of Committee is as follows.

S.No.	Name of the Member	Designation	No of Meetings held during the Year	No of Meetings attended
1	Sri Rajkumar Agrawal	Chairman	2	2
2	Sri Rajeev peeti	Member	2	2
3	Sri Ajay Garg	Member	2	2

Remuneration Policy:

The objectives of the remuneration policy are to motivate employees to excel in their performance, recognize their contribution, retain talent and reward merit. Remuneration of employees largely consists of base remuneration, perquisites and performance incentives.

Details of the Directors' Remuneration:

Director	Designation	Remuneration for Financial Year 2014-15 (in Rs.)	
		Salary & Perks	Total
Sandeep Peeti	Managing Director	900000*	900000
Rajesh Pitty	Whole time director	720000*	720000

No sitting fees is paid to the Independent Directors of the Company .

*Remuneration of managing director and whole time director were revised with approval of board of directors by passing resolution in the board meeting held on 31st March 2015 and such information was mentioned in the notice accompanied by it in the item no: 6 & 7 and explanation with regard to those items are mentioned in explanatory statement accompanying to it

STAKEHOLDER RELATION SHIP COMMITTEE:

The terms of reference of the Investor Grievance & Share Transfer Committee are as follows: To supervise and ensure:

- i. Efficient transfer of shares; including review of cases for refusal of transfer / transmission of shares and debentures;
- ii. Redressal of shareholder and investor complaints like transfer of shares, non-receipt of balance sheet, non-receipt of declared dividends etc;
- iii. Issue of duplicate / split / consolidated share certificates;
- iv. Allotment and listing of shares;
- v. Review of cases for refusal of transfer / transmission of shares and debentures;
- vi. Reference to statutory and regulatory authorities regarding investor grievances;
- vii. And to otherwise ensure proper and timely attendance and Redressal of investor queries and grievances.

Composition of Shareholder and Investor Grievance Committee is as follows.

Sri Rajkumar Agrawal	Chairman
Sri Rajeev peeti	Member
Sri Ajay Garg	Member

The Committee, along with the Share Transfer Agents of the Company follows the policy of attending to the complaints, if any, within seven days from the date of its receipt.

Details of Investor complaints received and redressed during the year:

Name & Designation of the Compliance Officer:

Name : Mr. Rajesh Pitty

Designation : Executive Director

Nature of Complaints	Year 2014 - 15		
	Received	Resolved	Pending
Total Complaints	0	0	0

VIGIL MECHANISM POLICY

Section 177 of the Companies Act, 2013 requires every listed company and such class or classes of companies as may be prescribed to establish a vigil mechanism, called Whistle Blower Policy (as per Clause 49 of the Listing Agreement) for the Directors and employees to report genuine concerns in such manner as may be prescribed. The Company has adopted a Code of Conduct for Directors and Senior Management Executives (“the Code”), which lays down the principles and standards that should govern the actions of the Company and its employees. Any actual or potential violation of the Code, howsoever insignificant or perceived as such would be a matter of serious concern for the Company. Such a vigil mechanism shall provide for adequate safeguards against victimization of persons who use such mechanism and also make provision for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases.

Under these circumstances, Peeti Securities Limited, being a Listed Company has established a Vigil Mechanism and formulated a Policy for the same, pursuant to the review and recommendation by the Audit Committee

GENERAL BODY MEETINGS:

Location, day, date and time where the last three AGMs held and special resolution passed thereat as follows:

Year	Date	Location	Time	Special Resolution
2013-14	30.09.2014	Bhagyanagar Function Hall, L.B. Nagar, Hyderabad	10.00AM	The Company has passed Special Resolutions for Re-appointment of Sri Sandeep Peeti as Chairman & Managing Director and Sri Rajesh Pitty as whole Time Director
2012-13	30.09.2013	Bhagyanagar Function Hall, L.B.Nagar, Hyderabad	10.00AM	Nil
2011-12	30.10.2012	Bhagyanagar Function Hall, L.B.Nagar, Hyderabad	10.00AM	Nil

The resolutions moved at the AGM conducted on 30th September, 2015 were passed through e-voting and poll.

Postal Ballot

No resolution was passed through postal ballot during the year ended 31st March, 2015.

No Special Resolution is proposed to be conducted through Postal Ballot at the ensuing Annual General Meeting

DISCLOSURES:

Disclosures on Materially Significant Related Party Transactions :

Besides the transactions mentioned elsewhere in the Annual Report, there were no materially significant related party transactions during the year conflicting with the interest of the Company.

Details of Non-Compliance and Penalties:

There was no non-compliance during the last three years by the Company on any matter related to Capital Market. There were no penalties imposed nor strictures passed on the Company by any Stock Exchanges, Securities and Exchange Board of India or any Statutory Authority relating to the capital markets.

MEANS OF COMMUNICATION:

Quarterly results:

Quarterly Results and Annual Results of the Company are normally published in English daily and Regional daily.

As required by Clause 49 of the Listing Agreement, Management Discussion and Analysis report is a part of the Annual Report.

GENERAL SHAREHOLDER INFORMATION:

Date time and Venue : Wednesday 30th September 2015 at 10.00 A.M
Bhagyanagar Functional Hall, L. B. Nagar, Hyderabad.

Financial Calendar : 01st April, 2015 to 31st March 2016

Book Date Closure : Thursday 24th September, 2015 to Wednesday 30th September, 2015 (Both days inclusive)

Dividend Date : NA

Listing on Stock Exchanges : The shares of the company are listed on BSE Limited

Listing fee for the Financial Year 2014-15 has been paid to BSE Limited

• Scrip Code

Name of the Stock Exchange Stock : Code/Symbol

BSE Limited : 531352 / PEETISEC

Market Price Data : During the last Financial Year 2014-15,

High and Low of the each month of the Company's equity shares during the last Financial Year 2013-14 at BSE Limited are given below:

Month	BSE Limited	
	High (Rs)	Low (Rs.)
April, 2014	5.50	4.97
May, 2014	5.50	5.50
June, 2014	5.23	3.99
July, 2014	4.65	4.20
August, 2014	4.20	4.00
September, 2014	4.59	3.80
October, 2014	4.18	3.98
November, 2014	4.41	3.99
December, 2014	4.15	4.00
January, 2015	4.04	3.85
February, 2015*	—	—
March, 2015*	—	—

• **No shares were traded in the month of February, March 2015*

Registrar and Share Transfer Agents : CIL Securities Limited

Peeti Securities Limited

Address : 214, Raghav Ratna Towers,Chirag-ali-lane Abids, Hyderabad-500 001
Phone : 040 –23203155/23202465 Fax : 040 – 23203028

Share Transfer System:

All the physical share transfers received are processed by the Share Transfer agents, M/s CIL Securities Limited, Hyderabad. The Company's shares are being traded in compulsory Demat form. The Company has entered into agreement with both NSDL and CDSL to dematerialise its shares, which enable the Company's shares to be transferred electronically through Depositories System.

SHAREHOLDING PATTERN AS ON 31ST MARCH 2015:

SL NO	CATEGORY	NO.OF SHARES HELD	%OF SHARE HOLDING
A1	SHAREHOLDING OF PROMOTERS & PROMOTER GROUP INDIAN		
	Individuals/Hindu Undivided Family	907550	24.20
	Central Government /State Government(s)		
	Bodies Corporate	342900	9.14
	Financial Institutions/Banks		-
	Sub Total of A1	1250450	33.34
A2	FOREIGN		
	Individuals (Non-Residents)	-	-
	Bodies Corporate	-	-
	Institutions	-	-
	Any Other (Specify)	-	-
	Sub Total of A2	-	-
	TOTAL PROMOTERS SHAREHOLDING (A1 +A2)	1250450	33.34
B 1.	Public Shareholding Institutions		
	Mutual Funds and UTI		
	Banks/Financial Institutions	65500	1.75
	Central Government/State Government	-	-
	Venture Capital Funds	-	-
	Insurance Companies	-	-
	Foreign Institution Investor	-	-
	Foreign Venture Capital Investors		
	Any Other (Specify)		
	Sub Total B1	65500	1.75
B 2.	Non Institutions		
	Bodies Corporate	397375	10.60
	Individuals share holders holdings		
	Nominal Capital upto Rs 1 Lakh	1472156	39.25
	Nominal Capital in excess of Rs 1 Lakh	564919	15.06
	Any Other (Specify)		
	NRIs/OCBs	-	-
	Foreign Collaborators	-	-
	Clearing Members		
	Sub Total B2	2434450	64.91

	TOTAL OF PUBLIC SHAREHOLDING (B1+B2)	2499950	66.66
C	Shares held by Custodian and against which Depository Receipts have been issued	-	-
	TOTAL A+B+C	3750400	100

DISTRIBUTION OF SHAREHOLDING: AS ON 31.03.2015

Sl. No.	Category From - To	No. of Holders	% of Holders	No. of Shares	% of Shares
1	Up to 5000	1804	94.90	1138021	30.34
2	5001 - 10000	53	2.79	380960	10.16
3	10001 - 20000	23	1.20	313088	8.35
4	20001 - 30000	4	0.21	95200	2.54
5	30001 - 40000	2	0.11	75331	2.01
6	40001 - 50000	1	0.05	50000	1.33
7	50001 - 100000	8	0.42	621400	16.57
8	100001 - 3750400	6	0.32	1076400	28.70
	Total	1901	100.00	3 7,50,400	100.00

DEMATERIALIZATION OF SHARES AND LIQUIDITY:

The Shares of the Company are under compulsory demat trading. The Company has already entered into necessary agreements with NSDL and CDSL for demat facility. 30.35% of total equity share capital of the Company is held in dematerialization form with NSDL and CDSL as on 31st March, 2015.

CEO & CFO Certifications

The CEO/CFO of the Company gave annual certificates on financial reporting and internal Controls to the Board in terms of Clause 49. Report annexed Outstanding GDRs / ADRs / Warrants or any Convertible instruments, conversion date and likely impact on equity: **Nil**

DECLARATION OF THE MANAGING DIRECTOR ON COMPLIANCE WITH CODE OF CONDUCT AND ETHICS

M/s Peeti Securities Limited has adopted a code of Business conduct and ethics (The Code) which applies to all the employees and Directors of the Company. Under this Code, it is the responsibility of all employees and directors to familiarize themselves with the code and comply with its standards.

I hereby certify that the Board members and senior management personnel of the Company have affirmed compliance with the code for the financial year 2014-2015

**BY ORDER OF THE BOARD OF DIRECTORS
PEETI SECURITIES LIMITED**

Sd/-
SANDEEP PEETI
CHAIRMAN & MANAGING DIRECTOR

Place: Hyderabad
Date: 14.08.2015

**CERTIFICATE FROM AUDITORS REGARDING COMPLIANCE OF
CONDITIONS OF CORPORATE GOVERNANCE**

To
The Members
PEETI SECURITIES LIMITED
HYDERABAD

We have examined the compliance of conditions of Corporate Governance of PEETI SECURITIES LIMITED for the year ended 31st March 2015 as stipulated in Clause 49 of the Listing Agreement of the company with Stock Exchanges.

The Compliance of the conditions of the corporate governance is the responsibility of the management. Our examinations were limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor expression of the opinion on the financial statements of the Company. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

We state that no investor grievances were pending for the period exceeding one month against the Company as per the records maintained by the company.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For M.K.A. Associates
Chartered Accountants

Sd/-
Manoj Kumar Agarwal
(Partner)
Membership No: 201740

Place: Hyderabad
Date: 14th August, 2015

**CHIEF EXECUTIVE OFFICER AND CHIEF FINANCE OFFICER
(CEO&CFO) CERTIFICATE:**

I, Rajesh pitty, chief finance officer & whole time Director of M/s Peeti Securities Limited, to the best of our knowledge and belief, certify that: in 2014-15 Annual Report

1. I have reviewed the Balance Sheet and Profit and Loss Account and all its schedules and notes on accounts as well as the Cash Flow Statement for the year ended 31.03.2015.
2. To the best of our knowledge and belief:
 - a. These statements do not contain any untrue statement or omit any material fact or contain statements that might be misleading.
 - b. The financial statements and other financial information included in this report present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws and regulations.
3. To the best of our knowledge and belief, there are no transactions entered into by the Company during the year which are fraudulent, illegal or volatile of the Company's code of conduct.
4. We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps taken or proposed to be taken for rectifying these deficiencies.
5.
 - a) There has not been any significant change in internal control over financial reporting during the year under reference;
 - b) There has not been any significant changes in accounting policies during the year under reference; and
 - c) We are not aware of any instances during the year of significant fraud, with involvement there in of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place: Hyderabad
Date: 14-08-2015

Sd/-
Rajesh pitty
CFO & whole time Director

Independent Auditor's Report

To the Members of
PEETI SECURITIES LIMITED
HYDERABAD.

Report on the Financial Statements:

1. We have audited the accompanying financial statements of PEETI SECURITIES LTD ("the Company"), which comprise the Balance Sheet as at March 31, 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:

2. Management 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 and financial performance of the Company in accordance with the Accounting Standards specified under section 133 of the act, read with rule 7 of the companies (Accounts) Rules, 2014. This responsibility also includes the 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 the frauds and other irregularities; selection and application of appropriate accounting policies; making judgment and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility:

3. Our responsibility is to express an opinion on these financial statements based on our audit. 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.
4. 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 and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, 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.

Opinion:

5. In our opinion and to the best of our information and according to the explanations given to us, the 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:
- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2015;
 - b) in the case of the Profit and Loss Account, of the profit for the year ended on that date;
 - c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements:

6. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India, in terms 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 .
7. As required by section 143(3) of the Act, we report that:
- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to section 133 of the Companies Act, 2013;
 - e) On the basis of written representations received from the directors as on March 31, 2015, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of clause (g) of sub-section (2) of section 164 of the Companies Act, 2013.
 - f) With respect to the other matters included in the auditor's report and to best of our information and according to the explanation given to us.
 - (i) The company has made provision, as required under the applicable law or Accounting Standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.

for **MKA ASSOCIATES**
Chartered Accountants
Firm Reg. No. 005992S

Sd/-
MANOJ KUMAR AGARWAL
Partner
M. No. 201740

Place: Hyderabad
Date: 25th May 2014

ANNEXURE TO THE AUDITOR'S REPORT

Referred to in paragraph 6 of our report of even date on the accounts for the year ended 31st March, 2015 of PEETI SECURITIES LIMITED.

(i) In respect of its Fixed Assets:

- a) The Company has maintained proper records showing full particulars including Quantitative details and situation of fixed assets.
- b) As explained to us, the management has physically verified the fixed assets of the company at regular intervals, as informed to us no material discrepancies were noticed on such verification.

(ii) In respect of its Inventories:

- a) The stock of Finished Goods has been physically verified by the management during/at the year-end. In our opinion and according to information and explanations given to us the frequency of verification is reasonable.
- b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of stock followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- c) In our opinion and according to the information and explanations given to us, the company is maintaining proper records of its inventories and the discrepancies noticed on such physical verification between the physical and book stock were not material and have been adequately dealt with in the books of accounts.

(iii) In respect of Loans and Advances:

- a) According to the information and explanations given to us, the Company has neither obtained nor granted any loans secured or unsecured to Companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013.
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures 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. During the course of our audit, we have not observed any major weaknesses in the internal controls.
- (v) According to the information and explanations given to us, the company has not accepted any deposits from public during the year covered under section 73 to 76 of the Companies Act, 2013.
- (vi) According to the information and explanations given to us maintenance of cost records has not been prescribed by the Central Government under section 148 (1) of the Companies Act, 2013, for any of the activities of the Company.

- (vii) a) According to the information and explanations given to us and based on the records of the Company as examined by us, the company is regular in depositing undisputed statutory dues such as Employee's State insurance , income tax , sales tax, provident fund and other material statutory dues wherever applicable to it with appropriate authorities in India during the year.
- b) As explained to us there were no undisputed amounts payable in respect of Income Tax, Wealth Tax ,Sales Tax, Custom duty ,Excise Duty, and Cess were in arrears as at 31st March 2015, for a period more than six months from the date they became payable.
- c) There has not been an occasion in case of the company during the year under the report to transfer any sums to the Investor Education and Protection Fund. The question of reporting delay in transferring such sums does not arise.
- (viii) In our opinion, the accumulated losses of the company are not more than fifty percent of its net worth. The company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (ix) The Company did not have any Outstanding dues to Financial Institutions, Bank or Debenture holders during the Year.
- (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.
- (xi) In our opinion and according to the information and explanations given to us, the credit limits have been applied for the purpose for which they were raised.
- (xii) During the course of our examination of the books and records the company, in accordance with the auditing standards generally accepted in India, we have neither come across any instance of fraud on or by the company noticed or reported during the course of our audit nor have we been informed of any such instance by the management.

For **MKA ASSOCIATES.**

Chartered Accountants.

Sd/-

MANOJ KUMAR AGARWAL

(Partner)

Membership No. 201740

Place: Hyderabad

Date : 25th May, 2015.

Balance Sheet as at 31st March, 2015

(Amt in Rs.)

Particulars	Note No.	As on 31-03-2015	As on 31-03-2014
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	37,504,000	37,504,000
(b) Reserves and Surplus	2	4,291,776	857,105
(2) Non-Current Liabilities			
(a) Long Term Borrowings	3	-	278,745
(b) Deferred tax liabilities (Net)	4	(4,539)	156,743
(c) Long term provisions	5	1,092,423	993,538
(3) Current Liabilities			
(a) Trade payables		3,084,206	2,363,022
(b) Other current liabilities	6	941,902	1,336,636
(c) Short-term provisions	7	714,844	591,622
Total		47,624,612	44,081,411
II.Assets			
(1) Non-current assets			
<i>(a) Fixed assets</i>			
(i) Tangible assets	8	2,745,253	3,763,999
(b) Non-current investments	9	1,766,776	1,622,000
(c) Long term deposits		323,733	323,733
(2) Current assets			
(a) Current investments	10	27,280	249,056
(b) Inventories	11	9,711,689	12,371,705
(c) Trade receivables	12	11,456,899	8,502,728
(d) Cash and Bank Balances	13	20,784,619	16,923,402
(e) Short-term loans and advances	14	634,500	134,500
(f) Other current assets	15	173,863	190,288
Total		47,624,612	44,081,411

As per our Report of even date
For MKA ASSOCIATES
Chartered Accountants
Reg. No:05992S

MANOJ KUMAR AGARWAL
Partner
M.No: 201740

Place: Hyderabad.
Date : 25-05-2015

For and on behalf of the Board.

Sd/
SANDEEP PEETI

Managing Director

Sd/-
RAJESH PITYY

Executive Director

Profit and Loss statement for the year ended 31st March, 2015

(Amt in Rs.)

Particulars	Note	Year Ending 31-03-2015	Year Ending 31-03-2014
I. Revenue from operations	16	117,072,993	95,827,515
II. Other Income	17	1,264,082	1,473,119
III. Total Revenue (I +II)		118,337,075	97,300,634
IV. Expenses:			
Purchase of Stock-in-Trade		93,989,942	87,244,757
Changes in inventories of Finished goods, WIP and Stock-in-Trade		2,660,016	(5,480,018)
Employee benefit expense	18	4,142,324	3,811,253
Financial costs	19	46,734	80,168
Depreciation and amortization expense	8	1,032,446	515,133
Other expenses	20	12,477,381	7,916,459
Total Expenses		114,348,842	94,087,752
V. Profit before Tax (III - IV)		3,988,233	3,212,883
VI. Tax expense:			
(1) Current tax		(714,844)	(591,622)
(2) Deferred tax (Liability)/Assets		161,282	(26,664)
VII. Profit/(Loss) for the period (XI + XIV)		3,434,671	2,594,597
VIII. Earning per equity share:			
(1) Basic		0.92	0.69
(2) Diluted		0.92	0.69

As per our Report of even date
For MKA ASSOCIATES
Chartered Accountants
Reg. No:05992S

MANOJ KUMAR AGARWAL
Partner
M.No: 201740

Place: Hyderabad.
Date : 25-05-2015

For and on behalf of the Board.

Sd/
SANDEEP PEETI

Managing Director

Sd/-
RAJESH PITY

Executive Director

Peeti Securities Limited

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

(Amt in Rs.)

Particulars	For the Year ended 31/3/2015		For the Year ended 31/3/2014	
A CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit/(Loss) before Tax & Extraordinary Items		3,988,233		3,212,883
Adjustments for :				
Depreciation	1,032,446		515,133	
Assets Written off	-		42,077	
Provision for Diminution in value of Investment	77,000		313,000	
Provision for gratuity	98,885		130,461	
Interest paid	46,734		80,168	
Dividend Earned	(68,268)		(68,070)	
Interest Received	(1,195,815)		(1,396,375)	
Profit on sale of Assets	-		(2,025.00)	
		(9,017)		(385,631)
Operating Profit/(Loss) before working capital changes		3,979,216		2,827,252
Adjustments for :				
Trade Receivables & Other Receivables	(3,437,746)		(2,093,858)	
Inventory	2,660,016		(5,480,018)	
Trade Payable & other Current Liabilities	388,332	(389,398)	(581,170)	(8,155,046)
Cash Generated/(outgo) from Operation		3,589,818		(5,327,794)
Direct Taxes paid		(591,622)		(202,337)
Cash Flow before extraordinary Item		2,998,196		(5,530,131)
Net Cash Flow/(used) from/in Operating Activities (A) :		2,998,196		(5,530,131)
B CASH FLOW FROM INVESTING ACTIVITIES :				
(Increase) /decrease in Investment		-		-
Decrease/ (Increase) in Fixed Assets		(13,700)		(105,186)
Dividend Earned		68,268		68,070
Interest Earned		1,195,815		1,396,375
Net Cash Flow/(used) from/in Investing Activities (B) :		1,250,382		1,359,259
C CASH FLOW FROM FINANCING ACTIVITIES :				
Share Capital		-		-
Secured Loans		(340,626)		(308,256)
Unsecured Loans		-		-
Interest paid		(46,734)		(80,168)
Net Cash Flow/(used) from/in Financing Activities (C) :		(387,360)		(388,424)
D NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)		3,861,217		(4,559,296)
Cash and Cash equivalent (Opening)		16,923,402		21,482,700
Cash and Cash equivalent (Closing)		20,784,619		16,923,404
		20,784,619		

As per our Report of even date
For MKA ASSOCIATES
Chartered Accountants
Reg. No:05992S

For and on behalf of the Board.

MANOJ KUMAR AGARWAL
Partner
M.No: 201740

Sd/-
SANDEEP PEETI

Managing Director

Place: Hyderabad.
Date : 25-05-2015

Sd/-
RAJESH PITY

Executive Director

NOTES TO BALANCE SHEET

NOTE NO. 1 : SHARE CAPITAL

(Amt in Rs.)

Sl.	Particulars	No. of Shares	As on 31-03-2015	No. of Shares	As on 31-03-2014
a	Share Capital (For each class of capital)				
	(a) Authorised Share Capital	4,500,000	45,000,000	4,500,000	45,000,000
	(b) Issued , subscribed & fully paid up Equity Shares of Rs 10 Each	3,750,400	37,504,000	3,750,400	37,504,000
	Total No of Shares at Opening Accounting Period	3,750,400	-	3,750,400	-
	Add: No Of Shares Issued During the Year	-	-	-	-
	Total No of Shares at end of accounting period	3,750,400		3,750,400	
1	The Company has only one Class of Equity Shares having a par value of Rs 10/- per share, Each Share Holder is eligible for one Vote per Share				
2	Details of Shares held by share holder holding more than 5% of the aggregate shares in the Company				
			As At 31-03-2015		As at 31-03-2014
	Name of the Share Holder	%	No. Of Shares	%	No. Of Shares
	Rajesh Pitty	6.13%	230,000	6.13%	230,000
	Nirmila Peeti	5.11%	191,600	5.11%	191,900
	Peeti Holdings Pvt Ltd	9.14%	342,900	9.14%	342,900

NOTE NO. 2 : RESERVES AND SURPLUS

Sl. No.	Particulars	No. of Shares	As on 31-03-2015	No. of Shares	As on 31-03-2014
	RESERVES AND SURPLUS				
	a) Reserves		NIL		NIL
	b) Surplus				
	Opening Balance	857,105		(1,737,490)	
	Add: Net Profit for the year	3,434,671	4,291,776	2,594,595	857,105
	Total Reserves and Surplus		4,291,776		857,105

As per our Report of even date
For MKA ASSOCIATES
Chartered Accountants
Reg. No:05992S

MANOJ KUMAR AGARWAL
Partner
M.No: 201740
Place: Hyderabad.
Date : 25-05-2015

For and on behalf of the Board.

Sd/-
SANDEEP PEETI

Managing Director

Sd/-
RAJESH PITY

Executive Director

NOTE NO. 3 : LONG TERM BORROWINGS.

(Amt in Rs.)

S.No.	Particulars	As on 31-03-2015	As on 31-03-2014
I	Term Loan from HDFC Bank Ltd	278,744	619,371
	Less: Shown under Other Current Liabilities	278,744	340,626
	Total Short Term Borrowings	-	278,745

***Terms of Borrowings**

S. No.	Particulars of Lender	Nature of Loan	Terms of Repayment	Interest Type	Nature of Security
a	HDFC BANK LTD	Vehicle Loan	36-EMI'S	Rate of interest 11.60 % p.a. as at year end	Respective Vehicle under the Loan

NOTE NO. 4 : DEFERRED TAX LIABILITY

(Amt in Rs.)

S. No.	Particulars	As on 31-03-2015	As on 31-03-2014
1	Deferred Tax Liability	156,743	156,743
	Less:Deferred Tax Asset for F.Y:2014-2015	161,282	
	Total Deferred Tax Liability	(4,539)	156,743

NOTE NO. 5 : LONG TERM PROVISIONS

(Amt in Rs.)

S. No.	Particulars	As on 31-03-2015	As on 31-03-2014
I	Provision for Gratuity	1,092,423	993,538
	Total Long Term Provisions	1,092,423	993,538

NOTE NO. 6 : OTHER CURRENT LIABILITES

(Amt in Rs.)

S. No.	Particulars	As on 31-03-2015	As on 31-03-2014
I	a)Current maturities of Term Loan from Bank (Vehicle Loan Instalments due less than 12 months)	278,744	340,626
	b) Other Payables	602,936	996,010
	c) Advance From Customer	60,222	
	Total Other Current Liabilites	941,902	1,336,636

NOTE NO. 7 : SHORT TERM PROVISIONS

S. No.	Particulars	As on 31-03-2015	As on 31-03-2014
I	Provision for Income Tax	714,844	591,622
	Total Short Term Provisions	714,844	591,622

NOTE NO 8 : TANGIBLE & INTANGIBLE ASSETS AS AT 31-03-2015

(Amt in Rs.)

Sl. No.	Particulars	Gross Block			Depreciation/Amortization				Net Block as on 31.3.2015	Net Block as on 31.0.3.2014	
		As on 01-04-2014	Additions during the Year	Deletions during the year	As on 31.03-2015	Dep. As on 01-04-2014	Dep. For the Year 2014-2015	Deletion of Cumulative Depreciation			Total Depreciation
1	PLANT & MACHINERY	363,490	-	-	363,490	245,230	18,370	-	263,600	99,890	118,260
2	OFFICE EQUIPMENT	594,660	13,700	1,800	606,560	206,360	342,282	1,800	546,842	59,718	388,300
3	COMPUTERS	172,920	-	76,800	96,120	123,475	43,735	76,800	90,410	5,710	49,445
4	FURNITURE	269,864	-	-	269,864	145,786	25,031	-	170,817	99,047	124,078
5	VEHICLES	4,621,402	-	-	4,621,402	1,537,486	603,028	-	2,140,514	2,480,888	3,083,916
	TOTAL	6,022,336	13,700	78,600	5,957,436	2,258,337	1,032,446	78,600	3,212,183	2,745,253	3,763,999
	PREVIOUS YEAR	6,078,352	156,286	212,302	6,022,336	1,864,355	515,133	121,151	2,258,337	3,763,999	4,213,997

NOTE NO. 9 : NON- CURRENT INVESTMENTS

(Amt in Rs.)

Sl. No.	Particulars	Market Value as on 31-03-2015	No. of Shares	As on 31-03-2015	No. of Shares	As on 31-03-2014
1	Investment in Equity Shares of: Theme Ambience Resorts & Hotels Pvt Ltd (Unquoted) Less: Provision for Diminution Value of Share		15,000	3,000,000	15,000	3,000,000
2	BNR Udyog Ltd	1,498,635	65,300	130,600	-	-
3	Esther India Ltd	910	100	5	-	-
4	JSW Steel Ltd	126,917	140	50,400	-	-
5	Larsen & Toubro Ltd	51,590	30	25,361	-	-
6	Panasonic Home Appliances India Ltd	4,800	100	1,175	-	-
7	Regaliaa Realty Ltd	243,257	41,300	4,130	-	-
8	Zen Technology Ltd	4,800	1,000	4,500	-	-
9	Top Telemedia Ltd	39,130	55,900	5,590	-	-
10	CT Cotton Yarn Ltd	230	230	10	-	-
11	Espat Profiles Ltd	70	70	5	-	-
	Total Non - Current Assets	1,970,339	179170	1,766,776		1,622,000

NOTE NO. 10 : CURRENT INVESTMENTS

(Amt in Rs.)

Sl. No.	Particulars	Market Value as on 31-03-2015	As at 31-03-2015		As at 31-03-2014	
			No's	Amount	No's	Amount
I	Current investments : a) Investment in equity Shares of:					
	01. Adiyaman Investment Limited	un quoted	10000	1,000	10000	1,000
	02. Ambik Protein Limited	un quoted	8000	800	8000	800
	03. Annapurna Foils Limited	un quoted	100	10	100	10
	04. Aryan Share & Stock Limited	un quoted	14800	1,480	14800	1,480
	05. Janzen Cast Metals Limited	un quoted	2200	220	2200	220
	06. M.K.Securities Ltd	un quoted	100	10	100	10
	07. Multicolour Offset Limited	un quoted	1500	150	1500	150
	08. Nu-Tech Agro Ltd	un quoted	1800	180	1800	180
	09. Paramani Replast Limited	un quoted	5000	500	5000	500
	10. Prudential Pharmaceuticals Limited	un quoted	500	50	500	50
	11. Shree Krithika Hold Limited	un quoted	3500	350	3500	350
	12. Snehadhara Industries Limited	un quoted	200	20	200	20
	13. Spring Field Limited	un quoted	58900	5,890	58900	5,890
	14. Vibrant Investments Limited	un quoted	53200	5,320	53200	5,320
	15. Weld Flux Limited	un quoted	10000	1,000	10000	1,000
	b) Other investments -Silver Coins			10,300		10,300
	Total Current Investments	-		27,280		27,280

NOTE NO. 11 : INVENTORIES

(Amt in Rs.)

Sl. No.	Particulars	As on 31-03-2015	As on 31-03-2014
I	Inventories :		
	a) stock - in - trade	9,711,689	12,371,705
	Total Inventories	9,711,689	12,371,705

NOTE NO. 12 : TRADE RECEIVABLES

(Amt in Rs.)

Sl. No.	Particulars	As on 31-03-2015	As on 31-03-2014
I	Unsecured and Considered Good		
	a) Outstanding more than 6 months	254,417	1,403
	b) Outstanding less than 6 months	11,202,482	8,501,325
	Total Trade Receivables	11,456,899	8,502,728

NOTE NO. 13 : CASH AND CASH EQUIVALENTS

(Amt in Rs.)

Sl. No.	Particulars	As on 31-03-2015	As on 31-03-2014
	a) Balances with banks :		
	In Deposit Account	14,273,396	14,627,896
	In Current Account	5,374,616	1,961,452
	b) Cash on hand	1,136,607	334,054
	Total Cash and Cash Equivalents	20,784,619	16,923,402

NOTE NO. 14 : SHORT TERM LOANS AND ADVANCES

(Amt in Rs.)

Sl. No.	Particulars	As on 31-03-2015	As on 31-03-2014
I	Unsecured and Considered Good		
	a) Loans and advances	-	-
	b) Advances to Suppliers	-	-
	c) Staff Advances	634,500	134,500
	Total Short Term Loans and Advances	634,500	134,500

NOTE NO. 15 : OTHER CURRENT ASSETS

(Amt in Rs.)

Sl. No.	Particulars	As on 31-03-2015	As on 31-03-2014
I	a) Prepaid Insurance	53,686	50,220
	b) TDS / Advance Tax	120,177	140,070
	c) Interest receivable	-	-
	Total Other Aurrent Assets	173,863	190,290

NOTES TO STATEMENT OF PROFIT & LOSS
NOTE NO. 16 : REVENUE FROM OPERATIONS

(Amt in Rs.)

S. No.	Particulars	As on 31-03-2015	As on 31-03-2014
I	Sale of Products	117,072,993	95,827,515
	Total Revenue from Operations	117,072,993	95,827,515

NOTE NO. 17 : OTHER INCOME

(Amt in Rs.)

S. No.	Particulars	As on 31-03-2015	As on 31-03-2014
I	(a) Interest income	1,195,815	1,396,375
	(b) Dividend Income	68,268	68,070
	(c) Discounts/Writtenoffs	0	6,649
	(c) Profit from Sale of Property	0	2,025
	Total Other Income	1,264,082	1,473,119

NOTE NO. 18 : EMPLOYEE BENEFIT EXPENSES

(Amt in Rs.)

S. No.	Particulars	As on 31-03-2015	As on 31-03-2014
I	(a) Salaries & Wages, Others	2,317,682	1,963,711
	(b) Contribution to ESI & Other Funds	68,645	58,436
	(c) Staff Welfare Expenses	37,112	38,645
	(d) Managerial Remmuration	1,620,000	1,620,000
	(e) Provision for Gratuity	98,885	130,461
	Total Employee Benefit Expenses	4,142,324	3,811,253

NOTE NO. 19 : FINANCIAL COSTS

(Amt in Rs.)

S. No.	Particulars	As on 31-03-2015	As on 31-03-2014
I	Interest Expenses	46,734	80,168
	Total Finance Cost	46,734	80,168

NOTE NO. 20 : OTHER EXPENSES

(Amt in Rs.)

S. No.	Particulars	As on 31-03-2015	As on 31-03-2014
I	(a) Power & Fuel	126,767	143,428
	(b) Rent	480,000	480,000
	(c) Repairs to Building	25,208	20,686
	(d) Repairs to Machinery, Vehicles	76,407	88,420
	(e) Insurance	81,959	53,834
	(f) Rates & Taxes	28,982	56,168
	(g) Other Expenses :	368,688	286,834
	(1) Job Work Charges	9,243,782	4,841,622
	(2) Miscellaneous Expenditure	377,187	251,540
	(3) Packing Material	801,213	385,702
	(4) Postage, Telegrams & Telephone	57,859	72,882
	(5) Sales Commission	131,406	145,094
	(6) Travelling & Conveyance	285,464	284,851
	(7) Professional fees	112,869	75,575
	(8) Assets Written off	-	42,077
	(9) Provision for Diminution in Investment	77,000.00	313,000
	(10) Bad Debts		250,860
	(h) Audit Fees	56,180	56,180
	(i) Prior Peiod Items(Income Tax)	146,410	67,705
	Total Other Expenses	12,477,381	7,916,459

NOTES TO FINANCIAL STATEMENTS

NOTE NO-21-SIGNIFICANT ACCOUNTING POLICIES :

a) Corporate Information:

The Company is a Public Company domiciled in India and Incorporated under the Provision of Companies Act, 1956. Its Equity Share are Listed on BSE. The Company is engaged in Trading of Textile [mainly used as Furnishing Fabrics]

b) Accounting Assumption :

These Financial Statements have been prepared to comply with the Generally Accounting Principles in India [Indian GAAP], including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013.

The Financial Statements are Prepared on accrual basis under the Historical Cost Convention. The Financial Statements are presented in Indian Rupees rounded off to the Nearest Rupees.

c) Fixed Assets and Depreciation :

i) Fixed Assets are stated at historical cost less accumulated depreciation. The cost of the Assets includes Purchase price, freight, installation cost, duties, taxes and other direct incidental expenses for bringing the assets to working condition.

ii) Depreciation has been provided on straight-line method on pro-rata basis at the rates prescribed in Companies Act, 2013.

c) Inventories.

Finished goods are valued at lower of Cost or Estimated Net realizable Value. The Cost is based on the 'First in First out method'.

d) Revenue Recognition :

i) Revenue is recognized on sale of grey cloth and finished cloth on dispatch of goods from the factory. Sales are recorded net of rebate, trade discounts and returns.

ii) Dividend is accounted on an accrual basis when the right to receive the dividend is established.

iii) Interest income on loans & advances is recognized in the profit & loss account as it accrues.

e) Retirement Benefits :

Gratuity: Provision is made towards retirement gratuity for the Employees who have completed 5 years of service and those in the opinion of the board are expected to complete 5 years of service in the future.

f) Income Tax:

Provision for current tax is made on the basis of Estimated Taxable Income of the Current Accounting Year in accordance with Income Tax Act, 1961. The Deferred Tax liability/asset for timing difference between the book and tax profits for the year is accounted for, based on current tax Rates. Deferred Tax assets are recognized and carried forward only to the extent there is reasonable certainty that sufficient future taxable income will be available against which such asset items can be realized

g) Investments:

Long term investments are carried at cost less provision for permanent diminution in value of such investments. Current investments are carried at lower of cost and fair value. Unit of mutual funds though held as current investments and are valued at cost.

PEETI SECURITIES LIMITED

NOTES TO ACCOUNTS

22. During the Year the Following Current Investment are Regrouped into Non-Current Investment and the Same is approved by the Board in the Board Meeting as this Investment are to be held for Longer Period.

S.No	Particulars	No. of Shares	Amount[In Rs.]
1	B.N.R Udyog Ltd	65300	130600
2	Esther India Ltd	100	5
3	JSW Steel Ltd	140	50400
4	Larsen & Toubro Ltd	30	25361
5	Panasonic Home Appliances India Ltd	100	1175
6	Regaalia Reality Ltd	41300	4130
7	Zen Technology Ltd	10000	4500
8	Top Telemedia Ltd	55900	5590
9	CT Cotton Yarn Ltd	100	10
10	Espat Profiles Ltd	100	5

Amounts in '000 (Rs.)

31-03-2015	31-03-2014
------------	------------

23. Estimated amount of Contracts to be executed on capital account and not provided for
- | | | |
|--|-----|-----|
| | NIL | NIL |
|--|-----|-----|
24. **Contingent liabilities and commitments**
(to the extent not provided for)
- (i) **Contingent Liabilities**
- | | | |
|--|-----|-----|
| (a) Claims against the Company not acknowledged as debts | NIL | NIL |
| (b) Guarantees | NIL | NIL |
| (c) Other money for which the company is contingently liable | NIL | NIL |
- (ii) **Commitments**
- | | | |
|---|-----|-----|
| (a) Estimated amount of contracts remaining to be executed on capital amount and not provided for | NIL | NIL |
| (b) Uncalled liability on shares and other investments partly paid | NIL | NIL |
| (c) Other Commitments | NIL | NIL |

25. EARNING PER SHARE:

(1) Profit / (Loss) after Tax: (Rs. in '000)	3435	2595
(2) Number of Equity Shares Outstanding	37, 50,400	37, 50,400
(3) E.P.S.	0.92	0.69

26. Additional information pursuant to the provision of Part-II of Schedule-VI to the Companies Act. 1956 to the extent applicable

2014-15 2013-14

a) Details of Closing Stock:

(Figures in Lacs)

Particulars	Qty in Mtr	Value in Rs.	Qty in Mtrs	Value in Rs.
Finished Goods	1.96	69.32	2.79	107.95
Grey Cloth	1.02	27.64	0.67	15.72

b) Details of Turnover:

(Figures in Lacs)

Particulars	Qty in Mtr	Value in Rs.	Qty in Mtrs	Value in Rs.
Finished Fabrics & Grey cloth	27.72	1170.73	22.10	958.27

c) Raw Material Consumed:

NIL NIL

d) Consumption of Imported Raw Material

NIL NIL

Amounts in '000 (Rs.)

31-03-2015	31-03-2014
------------	------------

27. Expenditure in Foreign Currency NIL NIL

28. Earnings in Foreign Currency NIL NIL

29. Related party Transactions:

1. Related Persons:

a) Mrs. Nisha Peeti (wife of Managing Director)

b) Mrs. Sonika Pitty(wife of Executive Director)

2. Key Management Persons:

a) Mr. Sandeep Peeti (Managing Director)

b) Mr. Rajesh Pitty (Executive Director)

3. Related Party Transactions during the Year:

a) Remuneration & HRA to Mr.Sandeep Peeti 900 900

b) Remuneration & HRA to Mr. Rajesh Pitty 720 720

c) Rent paid to Mrs. Nisha Peeti 240 240

d) Rent Paid to Mrs. Sonika Pitty 240 240

30. **Segment Reporting:** Disclosures requirements of Accounting Standard - 17 are not applicable for the Company for the current financial year 2014-15. As the Company has been operating in a single Segment i.e., Trading in Textiles.
31. Disclosure in accordance with Section 22 of Micro Small and Medium Enterprises Development Act 2006.

Sl.No	PARTICULARS	As at March 31, 2015 (in Rs.)	As at March 31, 2014 (in Rs.)
a.	Principal amount remaining unpaid and interest due thereon	NIL	NIL
b.	Interest paid in term of Section 16	NIL	NIL
c.	Interest due and payable for the period of delay in payment	NIL	NIL
d.	Interest accrued and remaining unpaid	NIL	NIL
e.	Interest due and payable even in succeeding	NIL	NIL

- i) No amount is due to Small Scale Industrial Undertaking to whom the company owes a sum exceeding Rs.1,00,000/- for more than 30-days
- ii) This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

AS PER OUR REPORT OF EVEN DATE

For M.K.A. Associates,
Chartered Accountants

For and on behalf of the Board

Sd/-
Manoj Kumar Agarwal
Partner
M.No:20170

Sd/-
Sandeep Peeti - Managing Director

Place: Hyderabad
Date: 25th May 2015

Sd/-
Rajesh Pitty - Executive Director

EVOTING PROCESS

Process and manner for members opting for e-voting are as under:

The Company is offering e-voting facility to its members enabling them to cast their votes electronically. The Company has signed an agreement with M/s Central Depository Services (India) Limited (CDSL) for facilitating e-voting to enable the shareholders to cast their votes electronically pursuant to Rule 20 of Companies (Management and Administration) Rules, 2014. The instructions for e-voting are as under:

- (i) The voting period begins on **Saturday 26th September, 2015 at 10.00 AM and ends on Tuesday, 29th September, 2015 at 5.00 PM**. 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 23rd September 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (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, select the "**PEETI SECURITIES LIMITED**" from the drop down menu and click on "SUBMIT"
- (v) Now Enter your User ID
- (vi) For CDSL: 16 digits beneficiary ID,
- (vii) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- (viii) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (ix) Next enter the Image Verification as displayed and Click on Login.
- (x) 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.
- (xi) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form

PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) 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. Eg. 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	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. 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 (v).

- (xii) After entering these details appropriately, click on “SUBMIT” tab.
- (xiii) 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.
- (xiv) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xv) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xvi) 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.
- (xvii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xviii) 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.
- (xix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xx) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xxi) If Demat account holder has forgotten the password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xxii) Note for Institutional Shareholders
- Institutional shareholders (i.e. other than Individuals, HUF, and 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.
 - 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.co.in** under help section or write an email to **helpdesk.evoting@cdslindia.com**.
 - Kindly note that the shareholders can opt only one mode of voting i.e. either by e-voting or physical mode. If you are opting for e-voting, then do not vote by physically also and vice versa. However, in case shareholders cast their vote physically and e-voting, then voting done through e-voting will prevail and voting done physically will be treated as invalid.
 - The Company has appointed Mr. Yellareddy Vootkuri, Practicing Chartered Accountant, Hyderabad as Scrutinizer for conducting the e-voting process for the Annual General Meeting

ATTENDANCE SLIP FOR ANNUAL GENERAL MEETING

(To be surrendered at the venue of the meeting)

I certify that I am a registered shareholder/proxy/representative for the registered shareholder(s) of Peeti Securities Limited.

I hereby record my presence at the 21st Annual General Meeting of the shareholders of Peeti Securities Limited on Wednesday, 30th September, 2015 At 10.00 AM at Bhagyanagar Function Hall, L. B. Nagar, Hyderabad

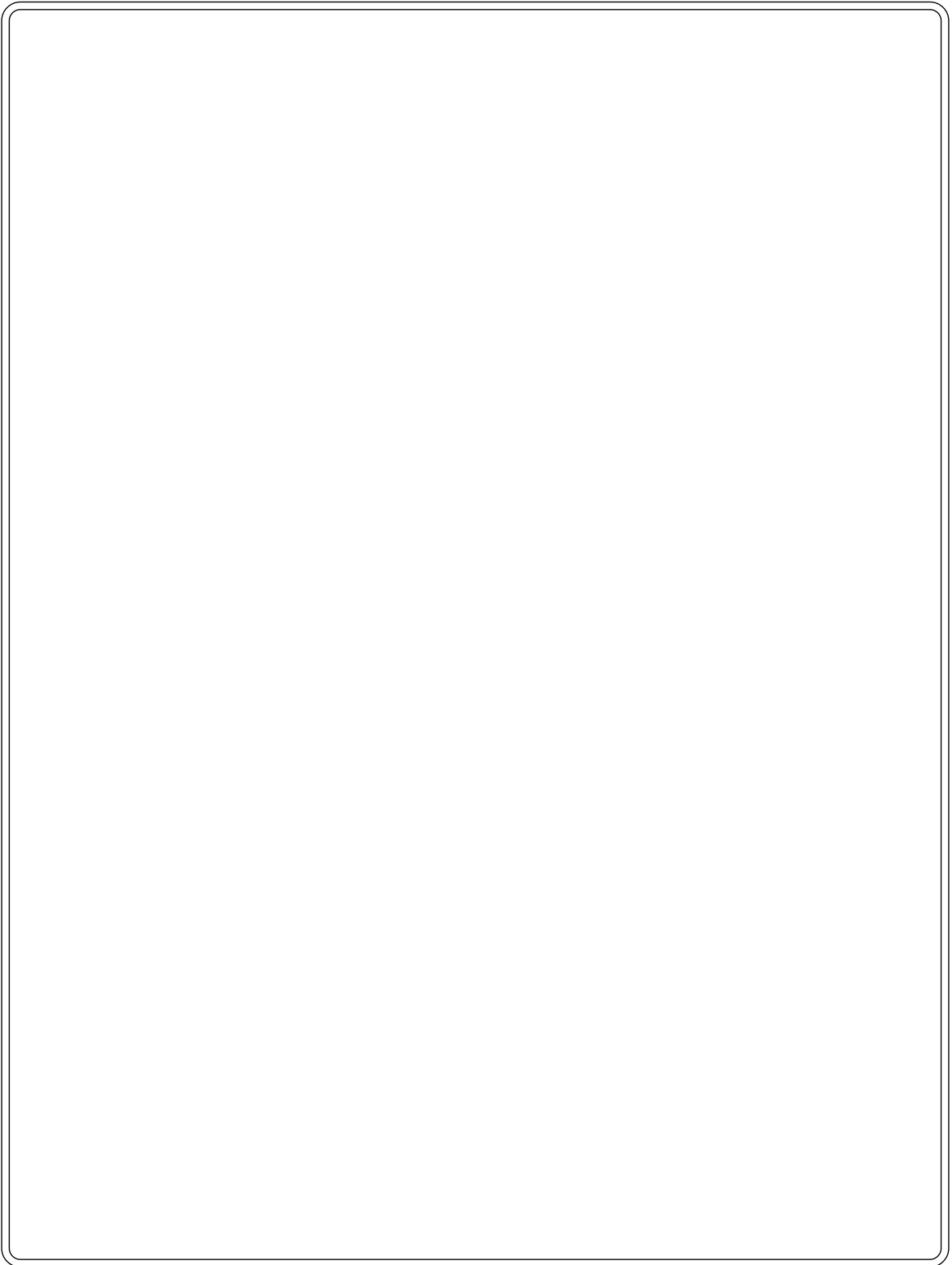
DP ID*	REG.FOLIO NO.
CLIENT ID*	NO OF SHARES

*Applicable if shares are held in electronic form

Name and Address of Member

Signature of Shareholder
Representative (Please Specify)





FORM NO. MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	L67190TG1994PLC018779		
Name of the Company	PEETI SECURITIES LIMITED		
Registered Office	SURVEY NO: 71, OLD KURNOOL ROAD, KATTEDAN, HYDERABAD - 500077. CONTACT NO: 040-65262244		
Name of the Member			
Registered Address			
Email ID			
Folio No/ Client ID		DP ID.:	



I/We, being the member(s) of _____ shares of the above named company, hereby appoint

1 Name:	
Address	
Email ID	Signature
Or failing him	
2 Name:	
Address	
Email ID	Signature
Or failing him	
3 Name:	
Address	
Email ID	Signature
Or failing him	

Peeti Securities Limited

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 21st Annual general meeting of the company, to be held on Wednesday 30th September 2015 at 10.00 a.m. at Bhagyanagar Function Hall, L. B. Nagar, Hyderabad and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No	Resolutions	For	Against
1.	Consider and adopt audited financial statements as at 31.03.2015 and profit and loss accounts for the year ended and the reports of the board of Directors and Auditors		
2.	Re-appointment of Rajesh Peeti ,Director who retires by rotation		
3.	Ratification of statutory auditor and fix their remuneration		
4.	Appointment of Ms. Nirmala Bai Peeti as a women director		
5.	Revision of remuneration for Sandeep Peeti ,Managing director		
6.	Revision of remuneration for Rajesh Pitty ,Whole time director		
7.	Adoption of AoA as per Companies act 2013		

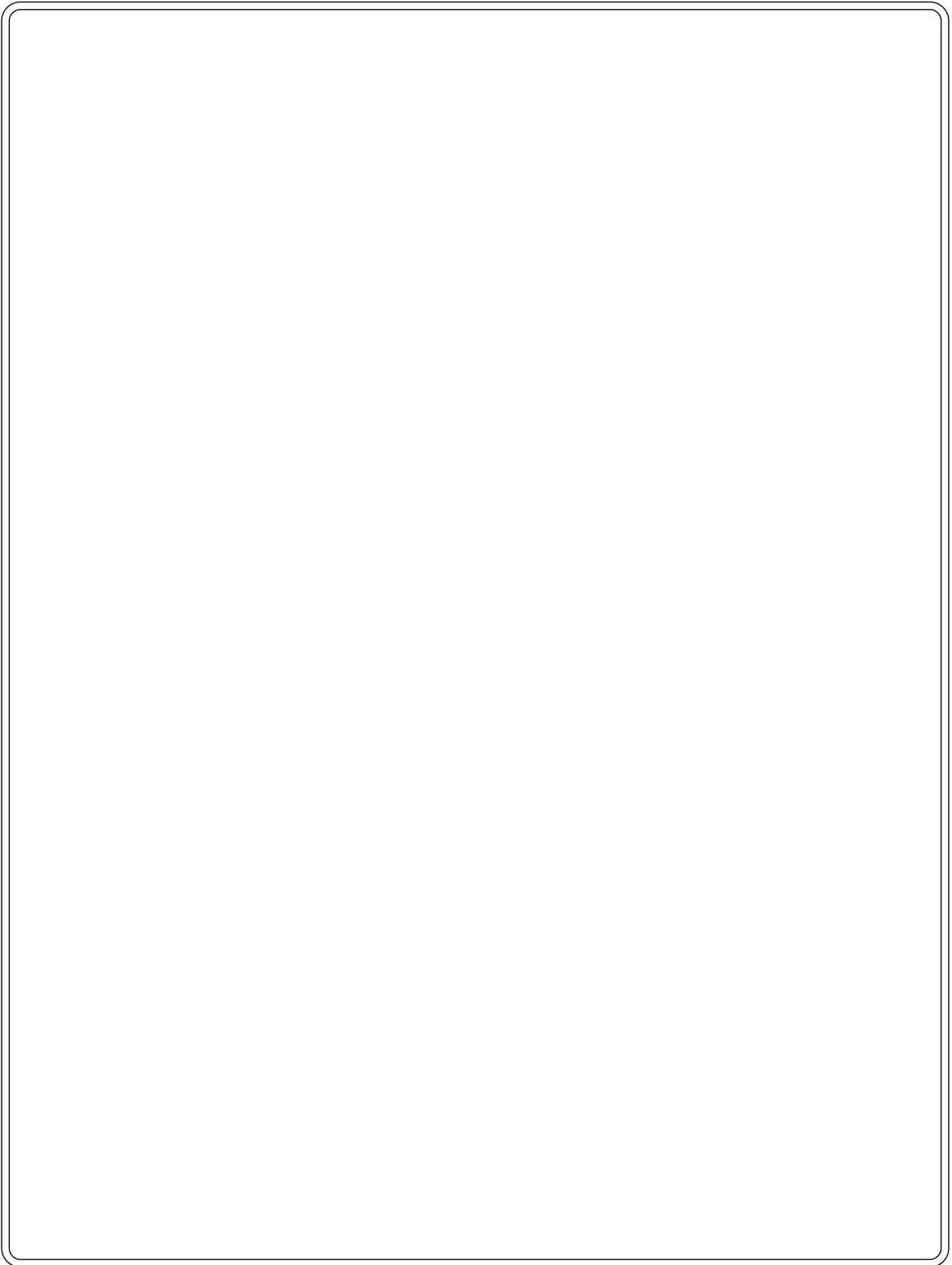
Signed this day of 2015.

Afix Revnue Stamp

Signature of shareholder:

Signature of Proxy holder(s):

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



If undeliverd, please return to :

Peeti Securities Limited

REGISTERED OFFICE :

SURVEY NO.71, OPP. BSNL OFFICE, BESIDE M.P.HARDWARE LANE,
HYDERABAD – 500077