

OASIS SECURITIES LIMITED

Twenty-sixth Annual Report
2012 – 2013

OASIS SECURITIES LIMITED

Board of Directors:

- | | |
|--------------------------|----------|
| 1. Mr. Indra Kumar Bagri | Chairman |
| 2. Mr. Anil Kumar Bagri | Director |
| 3. Mr. Vimal Damani | Director |
| 4. Mr. Naresh Pachisia | Director |

Auditors:

Bhupendra Shah and Associates
Chartered Accountants

Bankers:

- HDFC Bank Ltd
- Bank of Maharashtra

Registered Office:

Raja Bahadur Compound
Bldg. No. 5, 2nd Floor
43 Tamarind Lane, Fort
Mumbai – 400 001

OASIS SECURITIES LIMITED

NOTICE

Notice is hereby given that the Twenty - Sixth Annual General Meeting of the Members of Oasis Securities Limited will be held on Friday, December 20, 2013 at 11:00 a.m. at Raja Bahadur Compound, Bldg. No. 5, 2nd Floor, 43 Tamarind Lane, Mumbai – 400 001 to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Balance Sheet as at 31st March 2013 and the statement of Profit and Loss for the year ended on that date and the Directors' Report and the Auditors' Report thereon.
2. To appoint a Director in place of Mr. Anil Bagri who retires by rotation, and is eligible for re-appointment.
3. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

NOTES:

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 THE PROXY NEED NOT BE A MEMBER.
2. The proxy form, in order to be effective, should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the Annual General Meeting.
3. The company has obtained the extension of time from the Registrar of Companies to hold this Annual General Meeting on or before 31st December, 2013
4. Shareholders are requested to send all correspondence in respect of the shares held by them in physical form to the Company's Share Transfer Agents viz. Satellite Corporate Services Pvt. Ltd. Sony Apartment, Opp. St. Jude High School, off Andheri-Kurla Road, Jarimari, Saki Naka, Mumbai – 400 072.

All correspondence with respect to shares held in electronic mode should be sent to the Depository Participant with which you have opened your Demat Account.

5. A member desirous of getting any information on the accounts or operations of the Company or any shares-related matter is requested to forward his/her queries to the Company at least seven days prior to the meeting so that the required information can be made available at the meeting.

Registered Office:

Raja Bahadur Compound, Bldg No. 5
2nd Floor, 43 Tamarind Lane, Fort
Mumbai – 400 001

By order of the Board

Sd/-
Indra Kumar Bagri
Director

Date: October 25, 2013

OASIS SECURITIES LIMITED

DIRECTORS' REPORT

To All the Members

Your Directors present before you the Twenty-Sixth Annual Report and the Audited Accounts for the year ended 31st March, 2013.

Financial Results

| | <i>(Rs. in Lakhs)</i> | |
|--|--------------------------|--------------------------|
| | Year ended 31.03.2013 | Year ended 31.03.2012 |
| Sales and Other Income | 914.67 | 130.87 |
| Profit/ (loss) before Depreciation and Tax | (33.47) | 6.22 |
| Depreciation | - | - |
| Profit / (Loss) before Tax | (33.47) | 6.22 |
| Provision for Tax | - | 1.64 |
| Profit after taxation | (33.47) | 4.58 |
| Transfer to Statutory Reserves (RBI Act) | - | 0.79 |
| Provision for Deferred Tax | - | 3.79 |
| Profit transferred to Balance Sheet | - | 3.79 |

Operations:

Despite the utmost of care, the volatile markets did manage to hurt our bottomline. We are hopeful that we will recover from it, but the markets continue to be extremely challenging and the business environment continues to be very grim.

Future Prospects:

The present economic scenario demands that we focus more on capital preservation than on growth, which is what we are doing at the moment. We believe that an opportunity for growth will arrive once again in the not-so-distant future. Till then, we continue to watch the scenario carefully.

Particulars under Section 217(1)(e) of the Companies Act, 1956

In view of the nature of activities of the Company, the particulars under section 217(1)(e) of the Companies Act, 1956 regarding conservation of energy and technology absorption are not given.

There was no foreign exchange earning and outgo during the year under report.

Listing

The shares of the Company are listed on Bombay Stock Exchange Limited. The Listing Fees for the Year 2013-14 have been paid.

Directors

Mr. Anil Bagri, Director of the company would retire by rotation at the ensuing Annual General Meeting of the company and is eligible for re-appointment.

Deposits

The Company has not invited any deposits from the public.

Directors' Responsibility Statement:

Pursuant to Section 217(2AA) of the Companies Act, 1956, your Directors confirm the following:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed;
- ii) Such accounting policies have been selected which have been applied consistently and judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company in the Balance Sheet as at the end of the financial year and of the Profit or Loss for that period;
- iii) Proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities have been taken;
- iv) The Annual Accounts have been prepared on a going concern basis.

Particulars of Employees

The Company does not have any employee whose particulars are required to be given pursuant to the provisions of Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.

Compliance Certificate:

A Compliance Certificate from a secretary in whole-time practice under section 383A of the Companies Act, 1956 in respect of the financial year ended on March 31, 2013 is attached hereto.

Auditors

M/s. Bhupendra Shah and Associates, Chartered Accountants, Auditors of the Company, retire at the ensuing Annual General Meeting, and are eligible for re- appointment.

You are requested to appoint Auditors and fix their remuneration.

Personnel

Your Company has received the full co-operation and support of its personnel. Your Directors thank them and expect the same support from them in the years to come.

Acknowledgements

The Board of Directors wishes to thank their Clients, Institutions, Shareholders and the Bankers of the Company for their support and co-operation.

Mumbai
May 30, 2013

For and on behalf of the Board

sd/-
Indra Kumar Bagri
Chairman

Compliance Certificate

Registration No.: L51900MH1986PLC041499 Authorised Capital: Rs. 5,00,00,000/-

To
The Members
Oasis Securities Limited
Raja Bahadur Compound
Building No. 5, 2nd Floor
43, Tamarind Lane, Fort
Mumbai - 400 001

We have examined the registers, records, books and papers of Oasis Securities Limited as required to be maintained under the Companies Act, 1956, (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on **March 31, 2013**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions of the Act and the rules made thereunder and all entries therein have been recorded.
2. The Company has filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities as mentioned in the Annexure.
3. The Company being a Public Limited Company has minimum prescribed paid-up capital and comments relating to Private Limited Company about maximum number of members, invitation to public to subscribe for shares and acceptance of deposits from persons other than its members, directors or their relatives, are not required.
4. The Board of Directors duly met 6 (Six) times on 14.05.2012, 30.07.2012, 03.09.2012, 29.10.2012, 03.12.2012 and 13.02.2013 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose. (No circular resolution was passed.)
5. The Company closed its Register of Members from 27.09.2012 to 28.09.2012 for the purpose of Annual General Meeting and necessary compliance of Section 154 of the Act has been made.
6. The Annual General Meeting for the financial year ended on 31st March, 2012 was held on 28.09.2012 after giving notice to the members of the company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No extra ordinary general meeting was held during the financial year.
8. The Company has not advanced any loan to its Directors and/or persons or firms or companies referred to in the Section 295 of the Act.

9. The Company has not entered into any contracts during the financial year falling within the purview of Section 297 of the Act.
10. The Company has made necessary entries in the register maintained under Section 301 of the Act.
11. As there were no instances falling within the purview of Section 314 of the Act during the financial year, the company has not obtained any approvals from the Board of Directors, members or Central Government.
12. The Board of Directors duly constituted Committee of Directors has approved the issue of duplicate share certificates.
13.
 - (i) The Company has delivered all the certificates on lodgment thereof for transfer or any other purpose in accordance with the provisions of the Act. There was no allotment of securities during the financial year.
 - (ii) The Company has not deposited any amount in a separate Bank Account as no dividend was declared during the financial year.
 - (iii) The Company was not required to post warrants to any member of the Company as no dividend was declared during the financial year.
 - (iv) There are no unpaid dividends, application money due for refund, matured deposits, matured debentures or the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years.
 - (v) The Company has duly complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. There was no appointment of directors, additional directors, alternate directors and directors to fill in casual vacancies during the financial year.
15. The Company has not appointed any Managing Director /Whole-time Director/ Manager during the financial year.
16. The Company has not appointed any sole selling agents during the financial year.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/or such other authorities prescribed under the various provisions of the Act during the financial year.
18. The directors have disclosed their interest in other firms/ companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
19. The Company has not issued any shares, debentures or other securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or debentures during the financial year.

22. There were no transactions necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited/accepted any deposits including any unsecured loans falling within the purview of Section 58A during the financial year.
24. The amount borrowed by the Company is within the borrowing limits of the company and that necessary resolutions as per section 293(1)(d) of the Act have been passed in duly convened general meeting.
25. The Company has not made any loans or advances or given guarantees or provided securities to other bodies corporate and consequently no entries have been made in the register kept for the purpose.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the company's registered office from one state to another during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the year under scrutiny.
31. There was no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment was imposed on the company during the financial year for offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The Company has not deducted any contribution towards Provident Fund during the financial year.

For Parikh Parekh & Associates

Place: Mumbai

Signature: sd/-

Date : May 30, 2013

Name of Company Secretary : J.U.Poojari

C. P. No. : 8187

OASIS SECURITIES LIMITED

Annexure 'A'

Statutory Registers as maintained by the Company:

1. Register of Charges u/s 143 of the Act
2. Register of Members u/s 150 of the Act and Index of Members u/s 151 of the Act.
3. Minutes Book of Board Meetings u/s 193 of the Act. (In loose leaf)
4. Minutes Book of General Meetings u/s 193 of the Act. (In loose leaf)
5. Minutes Book of Share Transfer Committee Meetings: (in loose leaf)
6. Books of Accounts u/s 209 of the Act are being audited by the Statutory Auditors of the Company.
7. Register of Contracts u/s 301 of the Act.
8. Register of disclosure of interest u/s 301 of the Act.
9. Register of particulars of Directors etc. u/s 303 of the Act.
10. Register of Directors' Shareholding u/s 307 of the Act.
11. Register of loans/ Investments u/s 372A of the Act.
12. Register of Renewed and Duplicate Certificates under Rule 7 of the Companies (Issue of Share Certificates) Rules, 1960.

Other Registers:

1. Register of Transfers/Transmission
2. Register of Directors' Attendance
3. Register of Shareholders' Attendance

For Parikh Parekh & Associates

Place : Mumbai

Signature : sd/-

Date : May 30, 2013

Name of Company Secretary : J.U.Poojari

C. P. No. : 8187

OASIS SECURITIES LIMITED

Annexure 'B'

Forms and Returns as filed by the Company with the Registrar of Companies during the financial year ended on March 31, 2013:

| Sr. No. | Form No./ Return | Filed under section | For | Date of filing | Whether filed within prescribed time Yes/No | If delay in filing whether requisit additional fees paid. Yes/No |
|---------|--|---|---|----------------|---|--|
| 1. | Form 66 Alongwith Compliance Certificate | 383A read with Companies (Compliance Certificate) Rules, 2001 | Compliance Certificate for financial year ended 31.03.2012 | 23.10.2012 | Yes | N. A. |
| 2. | Form 23 AC/ & 23ACA alongwith Annual | 220 | Annual Report for the year ended 31.03.2012 adopted at AGM held on 28.09.2012 | 20.11.2012 | Yes | N.A. |
| 3. | Form 20B alongwith Annual Return | 159 | Annual Return made upto 28.09.2012 | 27.11.2012 | Yes | N. A. |

For Parikh Parekh & Associates

Place : Mumbai

Signature : sd/-

Date : May 30, 2013

Name of Company Secretary : J.U.Poojari

C. P. No. : 8187

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

2. As required by section 227(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, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) in our opinion, the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
- e) on the basis of the written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For Bhupendra Shah and Associates

Chartered Accountants

FRN: 101454W

Sd/-

Bhupendra Shah

(Proprietor)

Membership No: 033640

Place: Mumbai

Date : May 30, 2013

Independent Auditor's Report

To the Members of
Oasis Securities Ltd.

Report on the Financial Statements

We have audited the accompanying financial statements of Oasis Securities Ltd. ("the Company"), which comprise the Balance Sheet as at March 31, 2013, 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 Statement

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Principles generally accepted in India including Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 misstatements.

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

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
 - b) in the case of the Statement of the Profit and Loss, of the profit/ loss for the year ended on that date;
- and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Annexure to Independent Auditors' Report
(Referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our Report of even date.)

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

1) In respect of its Fixed Assets:

The company does not have any fixed assets. Therefore, these clauses do not apply.

2) In respect of its Inventories:

- a) As explained to us, and according to the information and explanations given to us, verification of inventory has been conducted at reasonable intervals during the year by the management.
- b) In our opinion the procedures of verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- c) The Company has maintained proper records of inventory and no material discrepancies were noticed.

3) In respect of its Loans given:

According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Consequently, the provisions of clauses iii (b), iii(c) and iii (d) of the order are not applicable to the Company.

4) In respect of its Loans taken:

According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken loans from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Thus sub clauses (f) & (g) are not applicable to the company.

5) In respect of its Internal Control System:

In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of goods. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.

6) **In respect of its contracts or arrangements referred to in Section 301 of the Companies Act, 1956.**

- a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, the particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register required to be maintained under that section.
- b) As per information & explanations given to us and in our opinion, the transactions entered in pursuance of contracts/arrangement entered into by the company with parties covered u/s 301 of the Act and exceeding the value of Rs. 5 lacs in respect of each party during the year have been made at prices which appear reasonable as per information available with the Company.

7) **In respect of its acceptance of deposits from the public:**

According to the information and explanations given to us, the Company has not accepted any deposits from the Public u/s 58A 58AA of the Act. Therefore, the provisions of Clause (vi) of paragraph 4 of the Order are not applicable to the Company.

8) **In respect of its internal audit system:**

The Company has no formal Internal audit system commensurate with the size and nature of business. However, the internal control systems are adequate in relation to the size and nature of the business of the company.

9) **In respect of its cost records: not applicable**

10) **In respect of its Statutory Dues:**

- a) According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Cess, etc. to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of aforesaid dues were outstanding as at March 31, 2013 for a period of more than six months from the date of becoming payable.
- b) According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax which have not been deposited on account of any disputes.

11) **In respect of its accumulated and cash losses:**

The company does not have accumulated losses at the end of the financial year. However, it has incurred a cash loss during the current year of Rs. 33,46,641 (PY profit of Rs. 378,714).

12) In respect of its Loans taken from Banks/Financial Institutions etc.:

Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that, the Company has not defaulted in repayment of dues to the Financial Institutions, Banks and debenture holders.

13) In respect of its loans and advances on the basis of security:

In our opinion and according to the information and explanations given to us, no loans and advances have been granted by the Company on the basis of security by way of pledge of shares, debentures and other securities.

14) The Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provision of clause (xiii) of paragraph 4 of the Order are not applicable to the Company.

15) Company has maintained proper records of the transactions and contracts in respect of dealing or trading in shares, securities, debentures and other investments and timely entries have been made therein. All shares, securities, debentures and other investments have been held by the Company in its own name except to the extent of the exemption, if any, granted under section 49 of the Companies Act, 1956.

16) According to the information and explanation given to us, the Company has not given any guarantee for loans taken by others from banks or other financial institutions.

17) The Company has not taken any term loan.

18) According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we are of the opinion that there are no funds raised on short-term basis that have been used for long-term investment.

19) The Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Companies Act, 1956.

20) The Company has not issued any debentures; hence the question of creation of security does not arise.

21) The Company has not raised any money by way of Public Issue during the year.

22) In our opinion and according to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the year.

For BHUPENDRA SHAH & ASSOCIATES
Chartered Accountants
F.R.N 101454W

Place: Mumbai
Date: May 30, 2013

Sd/-
(Bhupendra Shah)
Proprietor
Membership No. 33640

Oasis Securities Limited
Balance Sheet as at 31 March, 2013

| Particulars | Note No. | As at 31 March, 2013 | As at 31 March, 2012 |
|---|----------|----------------------|----------------------|
| | | Rs. | Rs. |
| A EQUITY AND LIABILITIES | | | |
| 1 Shareholders' Funds | 2 | 18,500,000 | 18,500,000 |
| (a) Share Capital | 3 | 58,305,340 | 61,651,981 |
| (b) Reserves and Surplus | | | |
| 2 Current Liabilities | 4 | 77,952 | 237,681 |
| (a) Other Current Liabilities | | | |
| TOTAL | | 76,883,292 | 80,389,662 |
| B ASSETS | | | |
| 1 Fixed Assets | | | |
| 2 Non-current Assets | 5 | 225,000 | 225,000 |
| (a) Non-current Investments | 6 | 2,710,877 | 6,305,135 |
| (b) Long-term Loans and Advances | | | |
| 3 Current Assets | 7 | 38,173,996 | 66,486,650 |
| (a) Inventories | 8 | - | 3,750,000 |
| (b) Trade Receivables | 9 | 812,825 | 629,404 |
| (c) Cash and Cash Equivalents | 10 | 33,531,557 | 227,006 |
| (d) Short-term Loans and Advances | 11 | 1,429,036 | 2,766,467 |
| (e) Other Current Assets | | | |
| TOTAL | | 76,883,292 | 80,389,662 |
| See accompanying notes (including significant accounting policies) forming part of the financial statements | 1-18 | | |

as per our report of even date attached.
For Bhupendra Shah & Associates
Chartered Accountants
(FRN:101454W)

sd/-

(Bhupendra Shah)
Proprietor
(Membership No:33640)
Place : Mumbai
Date : 30-May-13

For and on behalf of the Board of Directors

sd/-

sd/-

Chairman

Director

Place : Mumbai
Date : 30-May-13

Auditor's Report

To

Oasis Securities Limited
Raja Bahadur Compound
Bldg. No. 5, 2nd floor
43 Tamarind Lane
Mumbai – 400 001

We have examined the attached Cash Flow Statement of Oasis Securities Limited for the year ended 31st March 2013. We have also examined the relevant Statements in this respect for the year ended 31st March 2013. The Statement has been prepared by the Company in accordance with the requirement of the Listing Agreement Clause 32 with the Bombay Stock Exchange Ltd. and is based on and in agreement with the corresponding Statement of Profit and Loss Account of the Company covered by our Report dated May 30, 2013 to the members of the Company.

For Bhupendra Shah & Associates
Chartered Accountants
(FRN: 101454 W)

Sd/-

(Bhupendra Shah)
Proprietor
(Membership No: 33640)

Place: Mumbai
Date: May 30, 2013

Oasis Securities Limited
Cash Flow Statement for the year ended 31 March, 2013

| Particulars | For the year ended 31 March, 2013 Rs. | For the year ended 31 March, 2012 Rs. |
|--|---|---|
| A. Cash flow from operating activities | | |
| Net Profit / (Loss) before extraordinary items and tax | (3,346,641) | 621,750 |
| <i>Adjustments for:</i> | | |
| Finance costs | 920,836 | 1,710,851 |
| Interest income | (1,763,762) | (3,832,892) |
| Dividend income | (126,489) | (39,735) |
| | <u>(969,415)</u> | <u>(2,161,776)</u> |
| Operating profit / (loss) before working capital changes | | |
| <i>Changes in working capital:</i> | | |
| <i>Adjustments for (increase) / decrease in operating assets:</i> | | |
| Inventories | 28,312,654 | (35,236,650) |
| Trade receivables | 3,750,000 | (3,750,000) |
| Short-term loans and advances | (33,304,551) | 38,798,994 |
| Other current assets | 1,337,431 | (1,668,801) |
| Other non-current assets | - | 26,605 |
| | <u>95,534</u> | <u>(1,829,852)</u> |
| <i>Adjustments for increase / (decrease) in operating liabilities:</i> | | |
| Other current liabilities | (159,729) | (177,976) |
| | <u>(159,729)</u> | <u>(177,976)</u> |
| Net income tax (paid) / refunds | 3,594,258 | 1,158,489 |
| Net cash flow from / (used in) operating activities - (A) | <u><u>(785,993)</u></u> | <u><u>(2,389,365)</u></u> |

| Particulars | For the year ended 31 March, 2013 Rs. | For the year ended 31 March, 2012 Rs. |
|--|---|---|
| B. Cash flow from investing activities | | |
| Interest received | | |
| - Others | 1,763,762 | 3,832,892 |
| Dividend received | | |
| - Others | 126,489 | 39,735 |
| | <u>1,890,251</u> | <u>3,872,627</u> |
| Net income tax (paid) / refunds | - | (243,036) |
| Net cash flow from / (used in) investing activities - (B) | <u><u>1,890,251</u></u> | <u><u>3,629,591</u></u> |

Oasis Securities Limited
Notes forming part of the financial statements

Note: 1

- 1) In the opinion of the Management, the Current Assets and Loans and Advances are not less than the value stated, if realised in the ordinary course of business.
- 2) Figures of the previous year have been regrouped and recast wherever necessary so as to make them comparable with those of the current year.
- 3) Significant Accounting Policies :
 - a) The preparation of the financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions to be made that affect the reported amounts of revenue and expenses during the reporting period, the reported amount of assets & liabilities and the disclosures relating to the contingent liabilities on the date of the financial statements. Examples of such estimates include useful lives of provisions for doubtful debts/advances, deferred tax etc. Actual results could differ from those estimates, such difference is recognised in the period/s in which results are known / materialised.
 - b) The accounts are prepared on the basis of going concern under historical cost convention as also accrual basis and in accordance with Accounting Standards referred to in Section 211(3C) of the Companies Act 1956, which have been prescribed by the Companies (Accounting Standards) Rules 2006, and the relevant provisions of the Companies Act. 1956.
 - c) Stock in Trade is valued at Cost or Market Value, whichever is lower.
 - d) Long term Investments are carried at cost less provisions, if any, for permanent diminution in value of such investment. No provision is considered necessary for temporary diminution in value of such investments.
 - e) Current Tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provision of Income Tax Act, 1961
 - f) No DTA / DTL is necessary in this year.
 - g) In view of smallness of liability and uncertainty, retirement benefit have not been provided for as per AS 15.
 - h) If internal / external indications suggest that an asset of the company may be impaired, the recoverable amount of asset / cash generating asset is determined on the Balance Sheet date and if it is less than its carrying amount, the carrying amount of the asset / cash generating unit is reduced to the said recoverable amount. The recoverable amount is measured as the higher of net selling price and value in use of such assets/cash generating unit, which is determined by the present value of the estimated future Cash Flows. As at the Balance Sheet date, there was no such indication.
 - i) Transferred to statutory reserves u/s (45 IC) of RBI Act amounting to Rs. Nil for current year.
 - j) The Company has no other Segment except that of securities. Therefore, segment accounting as of AS-17 is not required.
 - k) Income and expenditure pertaining to prior period, wherever material, are disclosed separately.
 - l) The Company recognised as Provisions, the liabilities being present obligations arising from past events, the settlement of which is expected to result in an outflow of resources and which can be measured only by using a substantial degree of estimation.
 - m) Contingent Assets are neither recognised nor disclosed.
 - n) Contingent Liability is disclosed by way of note to the financial statements after careful evaluation by the management of the fact and legal aspect of the matters involved.
- 4) The Company has no outstanding dues to small-scale industrial undertakings as on 31st March, 2013
- 5) The Company is contingently liable on account of Gratuity up to 31/03/2013 is: Rs. 343,991/- (PY. Rs. 343,991/-)
Other benefits like leave encashment are accounted on accrual basis.
- 6) Other information pursuant to Schedule VI of the Companies Act, 1956 is either Nil or Not Applicable.

Schedules attached forming part of Accounts.

As per our Report of even date attached.

For Bhupendra Shah & Associates

Chartered Accountants

(Firm Registration No : 101454 W)

sd/-

Bhupendra Shah

Proprietor

Membership No : 33640

For and on behalf of the Board

Indra Kumar Bagri

sd/-

Chairman

Anil Kumar Bagri

sd/-

Director

Place : Mumbai

Date : 30/05/2013

Place : Mumbai

Date : 30/05/2013

Note 2: Share Capital

| Particulars | As at 31 March, 2013 | | As at 31 March, 2012 | |
|---|----------------------|-------------------|----------------------|-------------------|
| | Number of | Amount Rs. | Number of shares | Amount Rs. |
| (a) Authorised 5,000,000 Equity shares of Rs 10/- each par value with voting rights | 5,000,000 | 50,000,000 | 5,000,000 | 50,000,000 |
| (b) Issued 1,850,000 Equity shares of Rs 10/- each par value with voting rights | 1,850,000 | 18,500,000 | 1,850,000 | 18,500,000 |
| (c) Subscribed and fully paid up 1,850,000 Equity shares of Rs 10/- each par value with voting rights | 1,850,000 | 18,500,000 | 1,850,000 | 18,500,000 |
| Total | 1,850,000 | 18,500,000 | 1,850,000 | 18,500,000 |

2) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

| Particulars | Opening Balance | Fresh issue | Bonus | ESOP | Conversion | Buy back | Other changes (give details) | Closing Balance |
|----------------------------------|-----------------|-------------|-------|------|------------|----------|------------------------------|-----------------|
| Equity shares with voting rights | | | | | | | | |
| Year ended 31 March, 2013 | | | | | | | | 1,850,000 |
| - Number of shares | 1,850,000 | - | - | - | - | - | - | 18,500,000 |
| - Amount (Rs) | 18,500,000 | - | - | - | - | - | - | |
| Year ended 31 March, 2012 | | | | | | | | 1,850,000 |
| - Number of shares | 1,850,000 | - | - | - | - | - | - | 18,500,000 |
| - Amount (Rs) | 18,500,000 | - | - | - | - | - | - | |

3) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates: NIL

4) The Company has only one class of shares referred to as equity shares having par value of Rs. 10/-; each holder of equity shares is entitled to one vote per

5) The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting except in case of Interim dividend.

6) In event of liquidation of the company the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after the distribution of all preferential amounts, in proportion to the number of equity shares held by shareholders.

7) Details of shares held by each shareholder holding more than 5% shares:

| Class of shares / Name of shareholder | As at 31 March, 2013 | | As at 31 March, 2012 | |
|---------------------------------------|-----------------------|-----------------------------------|-----------------------|-----------------------------------|
| | Number of shares held | % holding in that class of shares | Number of shares held | % holding in that class of shares |
| Equity shares with voting rights | 773,103 | 41.79 | 402,866 | 21.77 |
| Indra Kumar Bagri | 0 | 0 | 222,873 | 12.05 |
| Abhishek Bagri | 113,090 | 6.11 | 0 | 0 |
| Advantage Overseas Pvt. Ltd. | 103,778 | 5.61 | 275,833 | 14.91 |
| Rangnath Somani | | | | |

8) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash, bonus shares and shares bought back for the period of 5 years immediately preceding the Balance Sheet date: NIL

9) Details of Calls unpaid: NIL

10) Details of forfeited shares: NIL

Note 3: Reserves and Surplus

| Particulars | As at 31 March, 2013 | As at 31 March, 2012 |
|---|----------------------|----------------------|
| | Rs. | Rs. |
| (a) Securities Premium Account | | |
| Opening Balance | 17,100,000 | 17,100,000 |
| Closing Balance | 17,100,000 | 17,100,000 |
| (b) General Reserve | | |
| Opening Balance | 145,000 | 145,000 |
| Closing Balance | 145,000 | 145,000 |
| (c) Other Reserves (specify the nature and purpose of each reserve) | | |
| Statutory Reserves under RBI Act(45 IC) | | |
| Opening Balance | 75,743 | 0 |
| Add: Additions / transfers during the year | 0 | 75,743 |
| Closing balance | 75,743 | 75,743 |
| (d) Surplus / (Deficit) in Statement of Profit and Loss | | |
| Opening Balance | 44,482,724 | 27,282,282 |
| Add: Profit / (Loss) for the year | (3,346,641) | 378,714 |
| Transferred to: | | |
| Statutory Reserves under RBI Act (45 IC) | 0 | 16,821,728 |
| Closing Balance | 41,136,083 | 44,482,724 |
| Total | 58,305,340 | 61,651,981 |

Oasis Securities Limited
Notes forming part of the financial statements

Note 4: Other Current Liabilities

| Particulars | As at 31 March, 2013 Rs. | As at 31 March, 2012 Rs. |
|--|-----------------------------|-----------------------------|
| (a) Other Payables | | |
| (i) Statutory Remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, etc.) | 6,742 | 104,313 |
| (ii) Sundry Creditors for Expenses | 61,210 | 123,368 |
| (iii) Share Application Payable | 10,000 | 10,000 |
| Total | 77,952 | 237,681 |

Note 6: Long-term Loans and Advances (Unsecured, considered good)

| Particulars | As at 31 March, 2013 Rs. | As at 31 March, 2012 Rs. |
|--|-----------------------------|-----------------------------|
| (a) Security Deposits | | |
| Secured, considered good | | |
| Unsecured, considered good | 9,210 | 9,210 |
| Doubtful | 9,210 | 9,210 |
| (b) Advance Income Tax (net of provision as at 31 March) | 2,701,667 | 6,295,925 |
| Total | 2,710,877 | 6,305,135 |

Note 7: Inventories

(At lower of cost and net realisable value)

| Particulars | As at 31 March, 2013 Rs. | As at 31 March, 2012 Rs. |
|--|-----------------------------|-----------------------------|
| (a) Stock-in-trade (Shares & Securities) | 38,173,996 | 66,486,650 |
| Total | 38,173,996 | 66,486,650 |

Note 8: Trade Receivables

| Particulars | As at 31 March, 2013 Rs. | As at 31 March, 2012 Rs. |
|--|-----------------------------|-----------------------------|
| Other Trade receivables | | |
| Secured, considered good | - | - |
| Unsecured, considered good | - | 3,750,000 |
| Doubtful | - | - |
| Less: Provision for doubtful trade receivables | - | - |
| Total | - | 3,750,000 |

Oasis Securities Limited
Notes forming part of the financial statements

Note 5: Non-current investments

Particulars

As at 31 March, 2012

As at 31 March, 2013

Rs.

Rs.

Total

Total

Quoted

Unquoted

Quoted

Unquoted

Quoted

Unquoted

Total

Quoted

Unquoted

Total

Investments (at cost):

A. Trade

Total - Trade (A)

B. Other Investments

(a) Investment in equity instruments (give details separately for fully / partly paid up instruments)

(i) of subsidiaries

(ii) of associates

1) 100,000 (PY 100,000) Equity Shares of Ikab Securities & Investment Ltd. of Rs. 10/- each

(Market Value : CY Rs. 16,05,000/- ; PY Rs. 12,30,000/-)

Total - Other investments (B)

Total (A+B)

Total

Aggregate amount of quoted investments

Aggregate market value of listed and quoted investments

| | Quoted | Unquoted | Total | Quoted | Unquoted | Total |
|---|-----------|----------|-----------|-----------|----------|-----------|
| A. Trade | - | - | - | - | - | - |
| B. Other Investments | | | | | | |
| (a) Investment in equity instruments | | | | | | |
| (i) of subsidiaries | | | | | | |
| (ii) of associates | | | | | | |
| 1) 100,000 (PY 100,000) Equity Shares of Ikab Securities & Investment Ltd. of Rs. 10/- each | 225,000 | - | 225,000 | 225,000 | - | 225,000 |
| (Market Value : CY Rs. 16,05,000/- ; PY Rs. 12,30,000/-) | 225,000 | - | 225,000 | 225,000 | - | 225,000 |
| Total - Other investments (B) | 225,000 | - | 225,000 | 225,000 | - | 225,000 |
| Total (A+B) | 225,000 | - | 225,000 | 225,000 | - | 225,000 |
| Total | 225,000 | - | 225,000 | 225,000 | - | 225,000 |
| Aggregate amount of quoted investments | 1,605,000 | - | 1,605,000 | 1,230,000 | - | 1,230,000 |
| Aggregate market value of listed and quoted investments | | | | | | |

Oasis Securities Limited
Notes forming part of the financial statements

Note 9: Cash and Cash Equivalents

| Particulars | As at 31 March, 2013 | As at 31 March, 2012 |
|-------------------------|----------------------|----------------------|
| | Rs. | Rs. |
| (a) Cash on hand | 107,980 | 138,570 |
| (b) Balances with banks | | |
| (i) In Current Accounts | 704,845 | 490,834 |
| Total | 812,825 | 629,404 |

Note 10: Short-term Loans and Advances

| Particulars | As at 31 March, 2013 | As at 31 March, 2012 |
|--|----------------------|----------------------|
| | Rs. | Rs. |
| (a) Prepaid Expenses | 6,000 | 8,000 |
| (b) Advance Income Tax (net of provisions) 31/03/2013 | 125,557 | 219,006 |
| (c) Inter-corporate Deposits | | |
| Secured, considered good | - | - |
| Unsecured, considered good | 14,000,000 | - |
| Doubtful | - | - |
| | 14,000,000 | - |
| Less: Provision for doubtful inter-corporate deposits | - | - |
| | 14,000,000 | - |
| (d) Others (Loans to non-Corporates) | | |
| Secured, considered good | - | - |
| Unsecured, considered good | 19,400,000 | - |
| Doubtful | - | - |
| | 19,400,000 | - |
| Less: Provision for other doubtful loans and advances | - | - |
| | 19,400,000 | - |
| Total | 33,531,557 | 227,006 |

Note 11: Other Current Assets

| Particulars | As at 31 March, 2013 | As at 31 March, 2012 |
|---|----------------------|----------------------|
| | Rs. | Rs. |
| (a) Accruals | | |
| (i) Interest Receivable | 1,429,036 | 2,595,412 |
| (b) Others | | |
| (i) Contractually Reimbursable Expenses | - | 171,055 |
| Total | 1,429,036 | 2,766,467 |

Note 12: Revenue from Operations

| Particulars | For the year ended | For the year ended |
|--|--------------------|--------------------|
| | 31 March, 2013 | 31 March, 2012 |
| | Rs. | Rs. |
| (a) Sale of Shares and Stock | 89,535,023 | 7,671,881 |
| (b) Sale of Services - Depository Services | 41,642 | 20,362 |
| (c) Profit on Derivatives Trading | - | 1,432,522 |
| Total | 89,576,665 | 9,124,765 |

Note 13: Other Income

| Particulars | For the year ended | For the year ended |
|---|--------------------|--------------------|
| | 31 March, 2013 | 31 March, 2012 |
| | Rs. | Rs. |
| (a) Interest Income | 1,763,762 | 3,832,892 |
| (b) Dividend Income: others | 126,489 | 39,735 |
| (c) Net gain on sale of: Long-term Investments | - | 90,090 |
| Total | 1,890,251 | 3,962,717 |

Note 14: Purchase of Traded Goods

| Particulars | For the year ended | For the year ended |
|---------------------|--------------------|--------------------|
| | 31 March, 2013 | 31 March, 2012 |
| | Rs. | Rs. |
| Shares & Securities | 62,834,601 | 42,187,338 |
| Total | 62,834,601 | 42,187,338 |

Note 14.a: Changes in Inventories of Stock-in-trade

| Particulars | For the year ended | For the year ended |
|--|--------------------|---------------------|
| | 31 March, 2013 | 31 March, 2012 |
| | Rs. | Rs. |
| <u>Inventories at the end of the year:</u> | | |
| Stock-in-trade closing | 38,173,996 | 66,486,650 |
| Stock-in-trade opening | 66,486,650 | 31,250,000 |
| Net (Increase) / Decrease | 28,312,654 | (35,236,650) |

Note 15: Employee Benefits Expense

| Particulars | For the year ended | For the year ended |
|--|--------------------|--------------------|
| | 31 March, 2013 | 31 March, 2012 |
| | Rs. | Rs. |
| Salaries and Wages | - | 2,206,186 |
| Contributions to provident and other funds | - | 785,944 |
| Staff Welfare Expenses | - | 522 |
| Total | - | 2,992,652 |

Oasis Securities Limited
Notes forming part of the financial statements

Note 16: Finance Costs

| Particulars | For the year ended 31 March, 2013 Rs. | For the year ended 31 March, 2012 Rs. |
|--------------------------|---|---|
| (a) Interest expense on: | | |
| (i) Borrowings | 920,836 | 1,710,851 |
| Total | 920,836 | 1,710,851 |

Note 17: Other Expenses

| Particulars | For the year ended 31 March, 2013 Rs. | For the year ended 31 March, 2012 Rs. |
|---|---|---|
| Advertisement Expenses | 36,019 | 34,292 |
| Audit Fees | 60,000 | 60,000 |
| Bad trade and other receivables, loans and advances written off | - | 26,605 |
| Bank Charges | 758 | 165 |
| Board Sitting Fees | - | 37,000 |
| Business promotion | - | 139,420 |
| Conveyance and Travelling Expenses | 416 | 455 |
| Depository Charges | 21,831 | 27,362 |
| Legal and professional fees | 261,376 | 338,379 |
| Loss on Derivatives Trading | 2,218,083 | - |
| Membership, Subscription and Registration Fees | - | 8,353 |
| Postage & Courier Expenses | 3,701 | 4,012 |
| Printing and Stationery | 16,380 | 32,758 |
| Repairs & Maintenance (P&M) | - | 3,000 |
| Rent, Rates and Taxes | 114,026 | 84,112 |
| Sundry Expenses | 4,975 | 11,414 |
| Telephone Charges | 6,483 | 4,214 |
| Transaction Charges | 1,417 | - |
| Total | 2,745,466 | 811,541 |

Notes:

| Particulars | For the year ended 31 March, 2013 Rs. | For the year ended 31 March, 2012 Rs. |
|---|---|---|
| (i) Payments to the auditors comprises (net of service tax) | | |
| As auditors - statutory audit | 35,000 | 35,000 |
| For taxation matters | 15,000 | 15,000 |
| For other services | 10,000 | 10,000 |
| Total | 60,000 | 60,000 |

Note 18: Disclosures under Accounting Standards (contd.)

| Particulars | For the year ended 31 March, 2013 Rs. | For the year ended 31 March, 2012 Rs. |
|---|---|---|
| Earnings per share | | |
| Basic | | |
| <u>Continuing operations</u> | | |
| Net profit / (loss) for the year from continuing operations | (3,346,641) | 378,714 |
| Net profit / (loss) for the year from continuing operations attributable to the equity shareholders | (3,346,641) | 378,714 |
| Weighted average number of equity shares | 1,850,000 | 1,850,000 |
| Par value per share | 10 | 10 |
| Earnings per share from continuing operations - Basic | (1.81) | 0.20 |
| <u>Total operations</u> | | |
| Net profit / (loss) for the year | (3,346,641) | 378,714 |
| Net profit / (loss) for the year attributable to the equity shareholders | (3,346,641) | 378,714 |
| Weighted average number of equity shares | 1,850,000 | 1,850,000 |
| Par value per share | 10 | 10 |
| Earnings per share - Basic | (1.81) | 0.20 |

Schedules attached forming part of Accounts.

As per our Report of even date attached.
For Bhupendra Shah & Associates
Chartered Accountants
(Firm Registration No : 101454 W)
sd/-
Bhupendra Shah
Proprietor
Membership No : 33640

Place : Mumbai
Date : 30/05/2013

For and on behalf of the Board

Indra.Kumar Bagri sd/- Chairman

Anil Kumar Bagri sd/- Director

Place : Mumbai
Date : 30/05/2013

Oasis Securities Ltd

| Sr.No. | Name of the Related Party | Nature of Relationship | Brokerage(Rs.) | Nature of volume and transaction | | Board Sitting Fees | Salary and Allowances | Other elements of transaction | Provision for doubtful debts | Amount w/off in respect of debts |
|--------|---------------------------|-------------------------------|----------------|----------------------------------|--------------------------|--------------------|-----------------------|-------------------------------|------------------------------|----------------------------------|
| | | | | Maximum Margin received(Rs.) | Margin on 31/03/13 (Rs.) | | | | | |
| 1 | Indra Kumar Bagri | Self | N/A | N/A | N/A | - | N/A | N/A | Nil | Nil |
| 2 | Kunkum Bagri (Deceased) | Spouse of Indra Kumar Bagri | N/A | N/A | N/A | - | N/A | N/A | Nil | Nil |
| 3 | Anil Kumar Bagri | Director | N/A | N/A | N/A | - | N/A | N/A | Nil | Nil |
| 4 | Archana Bagri | Spouse of Anil Bagri | N/A | N/A | N/A | - | N/A | N/A | Nil | Nil |
| 5 | Amit Kumar Bagri | Son of Indra Kumar Bagri | N/A | N/A | N/A | - | N/A | N/A | Nil | Nil |
| 6 | Pooja Bagri | Spouse of Amit Bagri | N/A | N/A | N/A | - | N/A | N/A | Nil | Nil |
| 7 | Abhishkek Bagri | Son of Indra Kumar Bagri | N/A | N/A | N/A | - | N/A | N/A | Nil | Nil |
| 8 | Aakriti Bagri | Spouse of Abhishkek Bagri | N/A | N/A | N/A | - | N/A | N/A | Nil | Nil |
| 9 | Naresh Pachisia | Director | N/A | N/A | N/A | - | N/A | N/A | Nil | Nil |
| 10 | Smita Pachisia | Spouse of Naresh Pachisia | N/A | N/A | N/A | - | N/A | N/A | Nil | Nil |
| 11 | Vimal Damani | Director | N/A | N/A | N/A | - | N/A | N/A | Nil | Nil |
| 12 | Pushpa Damani | Spouse of Vimal Damani | N/A | N/A | N/A | - | N/A | N/A | Nil | Nil |
| 15 | Emerging Equities Pvt Ltd | Company under same group | N/A | N/A | N/A | - | N/A | N/A | Nil | Nil |
| 15 | Ikab Sec. & Inv. Ltd | Company under same management | N/A | N/A | N/A | - | N/A | N/A | Nil | Nil |

Auditor's Report

(As required under Non-Banking Financial Companies Auditor's Report
(Reserve Bank) Directions, 2009 dated September 18, 2009)

To
The Board of Directors
Oasis Securities Limited
Mumbai

In our opinion and to the best of our information and according to the explanations given to us for the financial year ended 31st March 2013, we report as under:

1. Oasis Securities Limited is engaged in the business of Non-Banking Financial Institution and has obtained a certificate of registration (COR) from the Reserve Bank of India vide registration certificate no:13.0069 dated: 24/02/1998
2. Oasis Securities Limited is entitled to continue to hold such COR in terms of its assets/income pattern as on March 31, 2013 with reference to paragraph 15 of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 in respect of non-deposit taking NBFCs
3. Based on the criteria set forth by the Reserve Bank of India in company circular no. DNBS.PD.CC No:85/03.02.089/2006-07 dated December 6, 2006 for classification of NBFCs as asset finance company, Oasis Securities Limited does not classify as asset finance company as defined in Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998 with reference to the business carried on by it during the financial year ended 31st March 2013, and is not registered with RBI as such
4. Oasis Securities Limited is a non-deposit taking NBFC
5. The Board of Directors of Oasis Securities Limited in its meeting held on 14.05.2012 has passed a resolution for non-acceptance of any public deposits
6. The Company has not accepted any public deposits during the year ended March 31, 2013
7. Oasis Securities Limited has complied with the prudential norms relating to income recognition, accounting standards, asset classification and provisioning for bad and doubtful debts as applicable to it in terms of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007
8. Oasis Securities Limited is not a systemically important non-deposit taking NBFC as defined in paragraph 2(1)(xix) of the Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007

For Bhupendra Shah & Associates
Chartered Accountants
(FRN: 101454W)

Bhupendra Shah
Proprietor
Membership No: 33640

Place: Mumbai
Date : May 30, 2013

SCHEDULE TO THE BALANCE SHEET AS ON 31.3.2013 OF OASIS SECURITIES LIMITED, A NON-DEPOSIT TAKING NON BANKING FINANCIAL COMPANY

(AS REQUIRED IN TERMS OF PARAGRAPH 13 OF THE NON-BANKING FINANCIAL (NON-DEPOSIT ACCEPTING OR HOLDING) COMPANIES PRUDENTIAL NORMS (RESERVE BANK) DIRECTIONS 2007)

(Rs.)

| Sr No. | PARTICULARS | A M O U N T | |
|--------|--|--------------------|----------------|
| | LIABILITIES SIDE | | |
| (1) | LOANS AND ADVANCES AVAILED BY THE NON BANKING FINANCIAL COMPANY INCLUSIVE OF INTEREST ACCRUED THEREON BUT NOT PAID | AMOUNT OUTSTANDING | AMOUNT OVERDUE |
| | (A) DEBENTURES | NIL | NIL |
| | (B) DEFERRED CREDITS | NIL | NIL |
| | (C) TERM LOANS | NIL | NIL |
| | (D) INTERCORPORATE LOANS AND BORROWING | NIL | NIL |
| | (E) COMMERCIAL PAPER | NIL | NIL |
| | (F) OTHER LOANS | NIL | NIL |
| | ASSETS SIDE | | |
| | | AMOUNT OUTSTANDING | |
| (2) | BREAK-UP OF LOANS AND ADVANCES INCLUDING BILLS RECEIVABLES (OTHER THAN THOSE INCLUDED IN (4) BELOW) | | |
| | (A) SECURED | NIL | |
| | (B) UNSECURED | 33,400,000/- | |
| (3) | LEASED ASSETS AND STOCK ON HIRE AND OTHER ASSETS COUNTING TOWARDS AFC ACTIVITIES | NIL | |
| (4) | BREAK UP OF INVESTMENTS | | |
| A. | CURRENT INVESTMENTS | | |
| | I. QUOTED | | |
| | (I)(A) EQUITY SHARES | 16,368,996/- | |
| | (I)(B) PREFERENCE SHARES | NIL | |
| | (II) DEBENTURES AND BONDS | NIL | |
| | (III) UNITS OF MUTUAL FUNDS | NIL | |
| | (IV) GOVERNMENT SECURITIES | NIL | |
| | (V) OTHERS | NIL | |
| | II. UNQUOTED | | |
| | (I)(A) EQUITY SHARES | NIL | |
| | (I)(B) PREFERENCE SHARES | 13,800,000/- | |
| | (II) DEBENTURES AND BONDS | NIL | |
| | (III) UNITS OF MUTUAL FUNDS | 8,005,000/- | |
| | (IV) GOVERNMENT SECURITIES | NIL | |
| | (V) OTHERS | NIL | |
| B. | LONG TERM INVESTMENTS | | |
| | I. QUOTED | | |
| | (I)(A) EQUITY SHARES | 225,000/- | |
| | (I)(B) PREFERENCE SHARES | NIL | |
| | (II) DEBENTURES AND BONDS | NIL | |

| | | | | |
|-------|---|---|-----------------------------------|-------|
| | (III) UNITS OF MUTUAL FUNDS | NIL | | |
| | (IV) GOVERNMENT SECURITIES | NIL | | |
| | (V) OTHERS | NIL | | |
| | II. UNQUOTED | | | |
| | (1)(A) EQUITY SHARES | NIL | | |
| | (1)(B) PREFERENCE SHARES | NIL | | |
| | (II) NABARD BONDS | NIL | | |
| | (III) UNITS OF MUTUAL FUNDS | NIL | | |
| | (IV) GOVERNMENT SECURITIES | NIL | | |
| | (V) OTHERS | NIL | | |
| (5) | BORROWER GROUP-WISE CLASSIFICATION OF ASSETS FINANCED AS IN (2) AND (3) ABOVE | | | |
| | CATEGORY | AMOUNT NET OF PROVISIONS | | |
| | | SECURED | UNSECURED | TOTAL |
| | 1. RELATED PARTIES | NIL | NIL | NIL |
| | 2. OTHER THAN RELATED PARTIES | NIL | NIL | NIL |
| (6) | INVESTOR GROUP-WISE CLASSIFICATION OF ALL INVESTMENTS (CURRENT AND LONG TERM) IN SHARES AND SECURITIES (BOTH QUOTED AND UNQUOTED) | | | |
| | CATEGORY | MARKET VALUE/ BREAK-UP OR FAIR VALUE OR NAV | BOOK VALUE (NET OF PROVISIONS) | |
| | 1. RELATED PARTIES | | | |
| | (A) SUBSIDIARIES | NIL | NIL | |
| | (B) COMPANIES IN THE SAME GROUP | 225,000/- | 225,000/- | |
| | (C) OTHER RELATED PARTIES | 13,800,000/- | 13,800,000/- | |
| | 2. OTHER THAN RELATED PARTIES | 24,373,996/- | 24,373,996/- | |
| (7) | OTHER INFORMATION | | | |
| | PARTICULARS | AMOUNT | | |
| (I) | GROSS NON PERFORMING ASSETS | NIL | | |
| (II) | NET NON PERFORMING ASSETS | NIL | | |
| (III) | ASSETS ACQUIRED IN SATISFACTION OF DEBT | NIL | | |

Notes :

- 1) Item No 4 (A) above includes Shares held as Stock in Trade.
- 2) Item No 6 (1) (C) represents cost of unquoted Preference Shares.
- 3) Item No 6 (2) represents cost or market value whichever is lower adopted for stock valuation as mention in Item No 4 (A)

As per over attached Report on even date.

For Bhupendra Shah & Associates.
Chartered Accountants
(FRN:101454W)
Sd/-
Bhupendra Shah
(Proprietor)
(Membership No:33640)
Place : MUMBAI
Date : May 30, 2013

For Oasis Securities Limited

Sd/-
Director

Place : MUMBAI
Date : May 30, 2013

OASIS SECURITIES LTD

Registered Office: Raja Bahadur Compound, Bldg. No. 5
2nd Floor, 43, Tamarind Lane, Fort, Mumbai – 400 001

Attendance Slip

I certify my presence at the Twenty-sixth Annual General Meeting of the Company at Raja Bahadur Compound, Bldg. No. 5, 2nd Floor, 43, Tamarind Lane, Fort, Mumbai – 400 001 on Friday, December 20, 2013 at 11:00 a.m.

Member's/Proxy's Name
(IN BLOCK LETTERS)

Member's/Proxy's Signature

Regd. Folio No. _____ DP Id. _____ Client Id. _____

Note: Please fill this Attendance Slip and hand it over at the entrance of the venue.

OASIS SECURITIES LTD

Registered Office: Raja Bahadur Compound, Bldg. No. 5
2nd Floor, 43, Tamarind Lane, Fort, Mumbai – 400 001

Proxy Form

I/We _____ of _____ in the District of _____ being a member/members of the above Company hereby appoint _____ of _____ in the district of _____ or failing him _____ in the district of _____ as my/our Proxy to vote for me/us on my/our behalf of the Twenty – sixth Annual General Meeting of the Company at Raja Bahadur Compound, Bldg No. 5, 2nd Floor, 43, Tamarind Lane, Fort, Mumbai – 400 001 on Friday, December 20, 2013 at 11:00 a.m. and every adjournment thereof.

Signed this _____ day of _____ 2013

Regd. Folio No. _____

DP Id. _____ Client Id. _____

Re.1.00
revenue
stamp to
be affixed

Notes:

1. Proxy need not be a Member of the Company.
This form, in order to be effective, should be filled, signed and duly stamped and must be deposited at the Registered Office of the Company not less than 48 hours before the meeting.

OASIS SECURITIES LIMITED

BOOK POST

If Undelivered, Please Return:

OASIS SECURITIES LIMITED
Raja Bahadur Compound
Bldg. No. 5, 2nd Floor
43 Tamarind Lane, Fort
Mumbai - 400 001