

**SAMSON LEASING & FINANCE
COMPANY LIMITED**

**22ND ANNUAL REPORT
2012-2013**

SAMSON LEASING & FINANCE COMPANY LIMITED
REGD. OFF. 402, DALAMAL CHAMBERS, 29, NEW MARINE LINES,
MUMBAI - 400 020

NOTICE

NOTICE is hereby given that 22nd Annual General Meeting of the Members of Samson Leasing & Finance Company Limited will be held **on Monday, 30th day of September, 2013 at 10.00 A. M.** At the Registered Office of the Company at 402, Dalamal Chambers, 29, New Marine Lines, Mumbai -400 020 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Balance Sheet as at 31st March, 2013 and the Profit and Loss for the year ended on that date and Report of the Auditor and Directors' and Auditors' thereon.
2. To appoint Director in place of Mrs. Meena Hingoraney who retires by rotation and being eligible offers herself for re-appointment.
3. To appoint M/s Manoj Khatri & Co., Chartered Accountants, Indore as auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the Next Annual General Meeting & to fix their remuneration.

**By Order of the Board
Samson Leasing & Finance Co. Ltd**


**Meena Hingoraney
Director**

Date: 2nd September, 2013
Place: Mumbai

NOTES:

1. **A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and to vote instead of himself and the proxy need not a member of the company.**
2. Proxy form in orders to be effective should be duly stamped signed and completed and must be deposited at the Registered office if the company not less than 48 hours before the time for holding the aforesaid meeting.
3. Members are requested to bring their copies of Annual Reports along with them at the meeting.
4. Members are requested to notify the company any change in address to the Companies.
The Register of member and register of transfer will remain closed from **Monday, 23th day of September, 2013 to Monday, 30th day of September, 2013.** (Both days inclusive)

(15)

SAMSON LEASING & FINANCE COMPANY LIMITED
REGD. OFF. 402, DALAMAL CHAMBERS, 29, NEW MARINE LINES,
MUMBAI - 400 020

DIRECTORS' REPORT

To,
The Members of

Your Directors have pleasure in presenting the 22nd Annual Report together with Audited Annual Account of the company for the year ended 31st March, 2013.

FINANCIAL RESULTS :

Sr.	PARTICULARS	YEAR ENDED 31.03.2013	YEAR ENDED 31.03.2012
1	Other Income	4,28,839	7,57,489
2	Net Profit / (Loss) before tax	3,17,531	6,48,977
3	Current tax Income Tax & Wealth Tax	1,33,600	2,39,000
4	Net Profit / (Loss) after Tax	1,83,931	4,09,977

As there were depressed market conditions, the results are not satisfactory. However, your directors are hopeful of achieving better results in the coming year.

DIVIDEND:

The Board of Directors to conserve the resources of the Company and to maintain the liquidity has decided not to declare dividend on Equity Shares for the year ended 31st March 2013.

DIRECTOR:

Mrs. Mrs. Meena Hingoraney, Director of the company who retires by rotation and being eligible offers herself for re-appointment.

AUDITORS:

M/s Manoj Khatri & Co., Chartered Accountants, Indore will retire at the conclusion of ensuing Annual General Meeting. The Board proposed their re-appointment as Statutory Auditor to audit the account of the Company for the financial year 2013-14, you are requested to consider their re-appointment

PERSONAL:

Your Director place on record the sense of appreciation for the contribution made by the staff members of the company and hope that their continued support will help in achieving the goals of the company .

As per requirements of Section 217(2A) of the Companies Act, we mention that there was no employee receiving remuneration more than specified limit.

STATUTORY INFORMATION:

Particulars required to be furnished by the companies (Discloser of Particulars in the Report of the Board of Director) Rules, 1988.

- i) Part A and B pertaining to conservation of energy and technology absorption, adoption and innovation are not applicable to the company.
- ii) Foreign exchange Earning & Out go.
 - a) Earning Nil
 - b) Out go Nil

DIRECTORS RESPONSIBILTY STATEMENT:

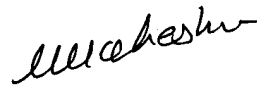
In accordance with the provisions of Section 217 (2AA) of the Companies Act, 1956, your Directors confirm that:


- (i) in the preparation of Annual Accounts, the applicable accounting standards have been followed;
- (ii) the Directors have selected such accounting policies as mentioned in **Note 12** of the Annual Accounts 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 or loss of the Company for that period;
- (iii) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the aforesaid Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) The annual accounts have been prepared on the going concern basis.

ACKNOWLEDGEMENTS:

The Directors wish to thank Company's members, bankers and customers for the support they have given to the Company. The Directors also wish to convey their appreciation to employees of the Company.

On behalf of the Board of Directors
For Samson Leasing & Finance Co. Ltd.


Director


Director

Date: 2nd September, 2013

Place: Mumbai

ANNEXURE TO THE DIRECTORS' REPORT REPORT ON CORPORATE GOVERNANCE

I. Company's Philosophy

The Company's Philosophy on code of Corporate Governance is based on attainment of high level of transparency, accountability, and adequate disclosures and economic value addition. The Company will endeavor to improve on these aspects on ongoing basis.

II Board of Directors

As per Listing Agreement, the Board should have an optimum combination of executive and non-executive Directors, in case of non executive Chairman, at least one third of the Board should consist of Independent Directors and in the case of an executive chairman at least half of the Board should be Independent Directors.

The Chairman of the Board of the Company is a non-executive director. The Board of Directors of the Company consists of 3 Non executive Directors as on 31st March, 2013. During the year, 5 Meetings of the Board of Directors of the Company were held on 30.04.2012, 31.07.2012, 14.08.2012, 31.10.2012 & 31.01.2013. The maximum gap between any two meetings did not exceed four months.

The particulars of the Directors and the attendance at the Board Meetings during the year and the last Annual General Meeting as also number of other directorship and committee membership as on are as follows:

Name of Director	Category	No. of Board Meetings attended	Attendance in last AGM	No. of other Directorship in pub. Co.	Committee Membership	
					Chair person	Member
Ms. Meena Hingoraney	Independent Non – Executive	5	Yes	2	1	1
Mr. Manish Maheshwari	Independent Non – Executive	5	Yes	1	1	1
Mrs. Seema A. Maheshwari	Independent Non – Executive	5	Yes	-	-	2

III Audit Committee

The Company has instituted Audit Committee according to the provisions of Section 292A of the Companies, Act, 1956 & Clause 49 of the Listing agreement. Board of Directors appointed Ms. Meena Hingoraney, Mrs. Seema A Maheshwari and Mr. Manish Maheshwari as members of the Audit Committee under the Chairmanship of Mr. Manish Maheshwari. The terms of references to the Audit Committee are as follows:

1. review with the Auditors periodically about internal control system, the scope of audit including observations of the auditors,
2. review of the half-yearly and annual financial statements before submission to the Board,
3. investigation into any matters in relation to the items specified in Section 292A or Clause 49 of the Listing Agreement or referred to it by the Board,

During the year, 4 Meetings of the Audit Committee were held on 30.04.2012, 31.07.2012, 31.10.2012 & 31.01.2013.

Name of Director	Meetings held	No. of Meetings attended
Ms. Meena Hingoraney	4	4
Mr. Manish Maheshwari	4	4
Mrs. Seema A. Maheshwari	4	4

IV Managerial Remuneration

The Board has not constituted the Remuneration Committee due to no remuneration of the Directors during the year.

V Shareholders and Investor’s Grievance Committee

The shareholders and Investors Grievance Committee has been constituted by the Board during the year to look into the redressal of investors complaints. There were no complaints pending for reply as on 31st March, 2013 and no share transfers pending for registration as on the said date. The Committee had no occasion to meet during the year 2012-2013.

VI General Body Meetings

The details of Annual General Meetings held in last 3 years are as under:

Year	Venue	Date	Time
2011-2012	Registered Office	29.09.2012	10.00 A.M.
2010-2011	Registered Office	30.09.2011	10.00 A.M.
2009-2010	Registered Office	09.08.2010	4.00 P.M.

details of Extra Ordinary General Meetings held in last 8 years are as under:

Year	Venue	Date	Time
2004-05	Delisting of Shares	25.02.2005	2.00 P.M.

Whether Special Resolution were put through postal ballot last year **NO**
 Are votes proposed to be conducted through postal ballot this year **NO**

VII Disclosure

- i) During the year under review, besides the transactions reported elsewhere in the Annual Report, there were no other related parties' transaction viz., Promoters, Directors or the Management, their subsidiaries or relatives that had a potential conflict with the interest of the Company at large.
- ii) No penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter related to capital markets during the period under review.

VIII Means of Communication

The quarterly, half – yearly and yearly financial results of the Company are sent to the Stock Exchanges immediately after they are approved by the Board. These are widely published in national and regional newspapers.

IX General Shareholders Information

Annual General Meeting

Date : Monday 30th September, 2013

Time : 10.00 A. M.

Venue: Regd. Off. 402, Dalamal Chambers, 29, New Marine Lines, Mumbai – 400 020

Financial Calendar 2013-2014

1	First Quarter Results	July 2013
2	Second Quarter & Half Yearly Results	October 2013
3	Third Quarter Results	January 2014
4	Fourth Quarter Results & Annual Report	May, 2014

Date of Book Closure

The Register of Members and Share Transfer Books of the Company shall remain closed from closed from **Monday, 23th day of September, 2013 to Monday, 30th day of September, 2013.** (Both days inclusive)

Listing of Securities

Name of the Stock Exchanges

The Uttar Pradesh Stock Exchange Association Ltd.	Kanpur
The Inter-connected Stock Exchange of India Ltd (ISE)	Navi Mumbai

Market Price Data

The Company's Equity Shares are not traded in the Stock Exchanges. Therefore High/ low of market price of the Company's equity shares not given.

Registrar & Transfer Agent

Company was availing the services of M/s. Adroit Corporate Services Limited, 19, Jaferbhoy Industrial Estate, 1st Floor, Makwana Road, Andheri (E), Mumbai - 400059 for the purpose of electronic connectivity with the depositories for dematerialized shares.

Share Transfer Systems

Shares received for transfer in physical form are registered and dispatched within thirty days of receipt of the documents. If shares are under objection than same are returned within fifteen days . Request for dematerialization of shares are processed within fifteen days.

Distribution of Shareholding

Distribution of Shareholding as on 31st March, 2013

Securities Holding in Nominal value		Number of Securities Holders	Nominal Value of Securities	Percentage
Rs.	Rs.		In Rs.	%
(1)	(2)	(3)	(4)	(5)
Upto -	5,000	0	0	0
5,001 -	10,000	1	9,000	0.02%
10,001 -	20,000	0	0	0
20,001 -	30,000	0	0	0
30,001 -	40,000	0	0	0
40,001 -	50,000	0	0	0
50,001 -	1,00,000	0	0	0
1,00,001 and above		33	5,99,91,000	99.98%
Total		34	6,00,00,000	100.00%

The Shareholding Pattern as on 31st March, 2013 is given below:

S. No	Category	No. of Shares held	% share holding
1	Promoter & Promoter Group	2,75,000	4.58%
2	Indian public & Body Corporate	57,25,000	95.42%
	Total	60,00,000	100.00

Dematerialization of Shares and Liquidity

As on 31st March, 2013, 58.02% of the Company's total equity shares representing 34,80,900 shares were held in dematerialized form and the balance 41.98% representing 25,19,100 were in physical form. The Company also offers simultaneous transfer cum demat facility to its investors.

MANOJ KHATRI & Co.

CHARTERED ACCOUNTANTS

Office : 218, Silver Sanchora Castle, 7-8, R.N.T. Marg, INDORE
Tel : (O) 0731 - 2526171,
Mobile : 94253-12972
E-Mail : ashishjain_ca@yahoo.com

AUDITOR'S CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To
**The Members of
Samson Leasing & Finance Company Limited
Mumbai**

We have examined the compliance of conditions of Corporate Governance by **M/s Samson Leasing & Finance Company Limited (the company)**, for the year ended on 31st March 2013, as stipulated in clause 49 of the Listing agreement of the said company entered into with stock exchange(s).

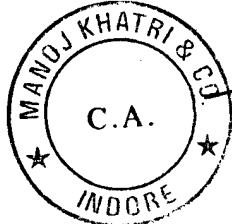
The compliance of conditions of Corporate Governance is responsibility of the Company's management. Our examination was limited to review of the procedure and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of 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, and the representation made by the Directors and the management, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the above mentioned the Listing Agreement.

We 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.

Place: Mumbai
Date: 30th May 2013

**For Manoj Khatri & Co.
Chartered Accountants**



Ashish Jain
Partner
M.N. 403161

Independent Auditor's Report

To
The Members of
Samson Leasing & Finance Company Ltd.

We have audited the accompanying financial statements of Samson Leasing & Finance Company Ltd. ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

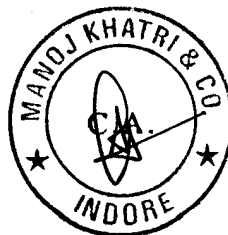
Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). 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.

Auditors' 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 misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation 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

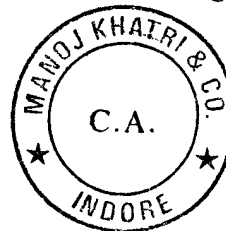
In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

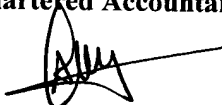
- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- b) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

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, Statement of Profit and Loss dealt with by this Report are in agreement with the books of accounts.
 - d) in our opinion, the Balance Sheet, Statement of Profit and Loss, comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
 - e) on the basis of 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 MANOJ KHATRI & CO.
Chartered Accountants




(ASHISH JAIN)
PARTNER
M.N. 403161

DATED : 30th May, 2013
PLACE : Mumbai

MANOJ KHATRI & Co.

CHARTERED ACCOUNTANTS

Office : 218. Silver Sanchora Castle. 7-8. R.N.T. Marg. INDORE
Tel : (O) 0731 - 2526171,
Mobile : 94253-12972
E-Mail : ashishjain_ca@yahoo.com

ANNEXURE TO THE AUDITOR'S REPORT

Referred to in paragraph 1 of our report of even date

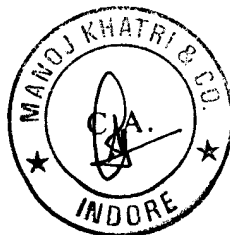
1. In respect of fixed assets, we have been explained by the management that the Company is not having any fixed assets hence other clauses are not applicable.
2. During the year there was no inventory of goods / stock except shares which has been classified as investment. Other clauses are not applicable hence not commented upon.
3. (a) The company has not granted any loans, secured or unsecured, to the Companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. and hence other clauses are not required to be commented upon.
(b) The Company has not taken any unsecured loans, to Companies covered in the Register maintained under Section 301 of the Companies Act, 1956 and hence other clauses are not required to be commented upon.
4. In our opinion and according to the information and explanation 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 purchases of inventory, and Fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls.
5. (a) In our opinion and according to the information and explanations given to us, the transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been entered.
(b) In our opinion and according to the information and explanations given to us, transactions made in pursuance of such contracts or arrangements have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time
6. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit from public in contravention with the provisions of Section 58-A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 or any other relevant provision of the Act.



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7. During the year, the Company did not have Internal Audit System commensurate with the size of the Company and nature of its business.
8. The Central Government has not prescribed the maintenance of cost records under Section 209 (1) (d) of the Companies Act 1956 in respect of Investment Company.
9. (a) According to the information and explanations given to us, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education and protection fund, employees state insurance, income-tax , sales tax, wealth-tax, service tax, customs duty, excise duty, cess and other material statutory dues applicable to it.
(b) According to the information and explanations given to us, There are no amounts payable on account of any dispute in respect of income tax/ sales-tax/ wealth-tax/ service tax/ customs duty/ excise duty and cess as at 31st March, 2013
(c) According to the information and explanation given to us, there are no dues of sales tax, income tax, customs duty, wealth tax, excise duty and cess which have not been deposited on account of any dispute.
10. During the year under audit, the Company has not incurred cash losses during the financial year covered by our audit and there was profit in the immediately preceding financial year.
11. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions, banks during the year.
12. According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Therefore, the provisions of clause 4 (xii) of the companies (Auditor's Report) Order, 2003 are not applicable to the Company.
13. In our opinion the Company is not a chit fund or a nidhi/mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
14. During the year, the Company was not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
15. According to the information and explanation given to us, the Company has not given any guarantees for loans taken by others from banks or financial institutions.

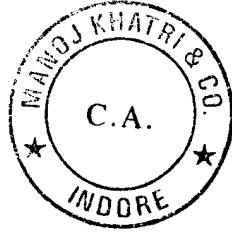


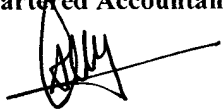
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- 16. According to the information and explanation given to us, the Company has not taken any term loan from financial institutions.
- 17. According to the information and explanations given to us and an overall examination of the Balance Sheet and cash flow statement of the company, we report that no funds raised on short term basis have been used for long term assets and no long term funds have been used to finance short term assets.
- 18. According to the information and explanations given to us, the company has not made preferential allotment of share to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956 during the year covered by our audit.
- 19. According to the information and explanations given to us, the company has not issued any debentures, hence the provisions of clause 4(xix) are not applicable to the Company.
- 20. During the financial year, company has not raised any money by public issues.
- 21. To the best of our knowledge and belief and according to the information and explanation given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

For MANOJ KHATRI & CO.
Chartered Accountants




(ASHISH JAIN)
PARTNER
M.N. 403161

DATED : 30th May, 2013
PLACE : Mumbai

MANOJ KHATRI & Co.

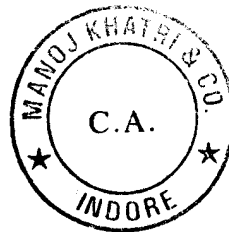
CHARTERED ACCOUNTANTS

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Mobile : 94253-12972
E-Mail : ashishjain_ca@yahoo.com

AUDITORS CERTIFICATE

We have examined the above Cash Flow Statement of Samson Leasing & Finance Co. Ltd. for the year ended 31st March, 2013 the statement has been prepared by the Company in accordance with the requirements of the listing agreements with Stock Exchanges and is based on and derived from the Audited Accounts of the Company for the year ended 31st March 2013.

For MANOJ KHATRI & CO.
Chartered Accountants



(Signature)
(ASHISH JAIN)
PARTNER
M.N. 403161

DATED : 30th May, 2013
PLACE : Mumbai

SAMSON LEASING & FINANCE COMPANY LIMITED

CASH FLOW STATEMENT FOR THE YEAR 2012-2013

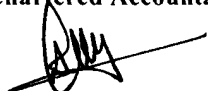
CASH FLOW FROM OPERATING ACTIVITIES	31/03/2013	31/03/2012
Net Profit before taxation and extraordinary item	3,17,531	6,48,977
<u>Adjustment for:</u>		
Interest received	(4,27,189)	(7,56,089)
Dividend Received	(1,650)	(1,400)
Operating Profit before Working Capital Changes	(1,11,308)	(1,08,512)
<u>Adjustment for:</u>		
Increase/Decrease in investment	(26,99,500)	(8,00,000)
Increase/Decrease in Loans & Advance	25,98,276	1,46,511
Increase/Decrease in Other Current Assets	(1,17,907)	89,247
Increase/Decrease in Trade Payables	(7,395)	3,498
Cash generated from Operations	(3,37,834)	(6,69,256)
Prior Period Expenses	-	-
Income Tax	(1,33,600)	(2,39,000)
NET CASH FLOW FROM OPERATING ACTIVITIES	(4,71,434)	(9,08,256)
CASH FLOW FROM INVESTING ACTIVITIES		
Interest received	4,27,189	7,56,089
Dividend received	1,650	1,400
NET CASH FLOW FROM INVESTING ACTIVITIES	4,28,839	7,57,489
CASH FLOW FROM FINANCING ACTIVITIES		
Interest Paid	-	-
NET CASH FLOW FROM FINANCING ACTIVITIES	-	-
NET INCREASE IN CASH AND CASH EQUIVALENTS	(42,595)	(1,50,767)
Cash and Cash Equivalents at the beginning of the period	76,074	2,26,841
Cash and Cash Equivalents at the end of the period	33,479	76,074

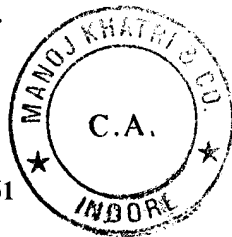
1. Figures in minus represents Cash outflows
2. Cash & Cash equivalents represents Cash & Bank Balances only

As per our report of even date attached.


FOR MANOJ KHATRI & CO.

Chartered Accountants.


ASHISH JAIN
 PARTNER
 Membership No. :403161
 Firm No.: 011546C



For and on behalf of the Board


 (Manish Maheshwari)
 (DIRECTOR)


 (Meena Hingorany)
 (DIRECTOR)

DATE : 30th May, 2013
 PLACE : MUMBAI

SAMSON LEASING & FINANCE COMPANY LIMITED

Balance Sheet as at 31st March, 2013

	Particulars	Note No.	31st March 2013	31st March 2012
I.	EQUITY AND LIABILITIES			
(1)	Shareholder's Funds			
	(a) Share Capital	1	6,00,00,000	6,00,00,000
	(b) Reserves and Surplus	2	10,13,62,890	10,11,78,959
(2)	Share application money pending allotment		-	-
(3)	Non-Current Liabilities		-	-
(4)	Current Liabilities			
	(a) Other current liabilities	3	5,618	13,013
	Total		16,13,68,508	16,11,91,972
II.	Assets			
(1)	Non-current assets			
	(a) Non-current investments	4	15,88,70,950	15,61,71,450
	(b) Long term loans and advances	5	1,724	-
(2)	Current assets			
	(a) Current investments	5	3,500	3,500
	(b) Cash and cash equivalents	6	33,479	76,074
	(c) Short-term loans and advances	7	19,25,000	45,25,000
	(d) Other current assets	8	5,33,855	4,15,948
	Total		16,13,68,508	16,11,91,972
	Significant Accounting Policies & Notes to Accounts forming an integral part of the Financial Statements	12	-	-

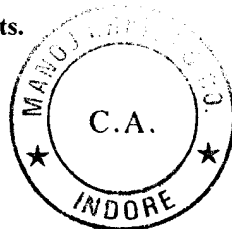
As per our report of even date attached.

FOR MANOJ KHATRI & CO.
Chartered Accountants.


ASHISH JAIN


PARTNER
Membership No. :403161
Firm No.: 011546C

DATE : 30th May, 2013
PLACE : MUMBAI



For and on behalf of the Board


(Manish Maheshwari)
(DIRECTOR)


(Meena Hingorani)
(DIRECTOR)

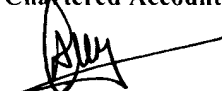
SAMSON LEASING & FINANCE COMPANY LIMITED

Profit and Loss statement for the year ended 31st March, 2013

	Particulars	Note	31st March 2013	31st March 2012
	INCOME			
I	Revenue from operations		-	-
II	Other Income	9	4,28,839	7,57,489
III	Total Revenue (I +II)		4,28,839	7,57,489
IV	Expenses:			
	Other expenses	10	1,11,308	1,08,510
	Total expenses		1,11,308	1,08,510
V	Profit before exceptional and extraordinary items and tax(III - IV)		3,17,531	6,48,979
VI	Exceptional Items	11	-	2
VII	Profit before extraordinary items and tax (V - VI)		3,17,531	6,48,977
VIII	Extraordinary Items		-	-
IX	Profit before tax (VII - VIII)		3,17,531	6,48,977
X	Tax expense:			
	Current tax		1,33,600	2,39,000
XI	Profit(Loss) from the period from continuing operations (IX-X)		1,83,931	4,09,977
XII	Profit/(Loss) for the period		1,83,931	4,09,977
XIII	Earning per equity share:			
	(1) Basic and Diluted		0.03	0.07
	Significant Accounting Policies & Notes to Accounts forming an integral part of the Financial Statements	12		

As per our report of even date attached.

FOR MANOJ KHATRI & CO
Chartered Accountants.


ASHISH JAIN
PARTNER
Membership No. :403161
Firm No.: 011546C



For and on behalf of the Board


(Manish Maheshwari)
(DIRECTOR)


(Meena Hingorany)
(DIRECTOR)

DATE : 30th May, 2013
PLACE : MUMBAI

SAMSON LEASING & FINANCE COMPANY LIMITED

Notes to the Financial Statement for the Year Ended 31st March 2013

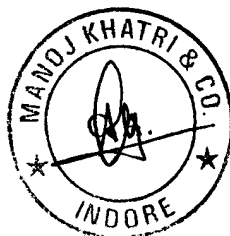
Note	Particulars	31st March 2013		31st March 2012	
1	SHARE CAPITAL				
	a <u>Authorized Capital</u>				
	60,00,000 Equity Shares of Rs. 10/- each.	6,00,00,000		6,00,00,000	
		6,00,00,000		6,00,00,000	
	b <u>Issued, Subscribed & Paid up Capital</u>				
	60,00,000 Equity Shares of Rs. 10/- each, Fully Paid up	6,00,00,000		6,00,00,000	
		6,00,00,000		6,00,00,000	
	c <u>Par Value of Shares</u>				
	i Equity Shares				
	The Company has Equity shares having a par value of	10/- each.		10/- each.	
d <u>Reconciliation of Shares outstanding at the beginning and at the end of the year</u>					
Equity Shares	<u>Nos.</u>	<u>Amount</u>	<u>Nos.</u>	<u>Amount</u>	
At the Beginning of the Year	6,00,000	6,00,00,000	6,00,000	6,00,00,000	
Issued during the year		-		-	
At the end of the year	6,00,000	6,00,00,000	6,00,000	6,00,00,000	
e <u>Terms / Rights Attached to Shares</u>					
i Equity Shares					
The Company has only one class of equity share having a par value of Rs.10/- each. Each holder of Equity shares is entitled to one vote per share.					
In the 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 distribution of all preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholders.					
f					
<u>Details of Shareholders holding more than 5% shares in the Company</u>					
Equity					
<u>Name of the Share holders</u>					
Not more than 5% holding in any share Holder		<u>Nos.</u>	<u>%</u>	<u>Nos.</u>	<u>%</u>
		NIL	NIL	NIL	NIL
Total		6,00,00,000		6,00,00,000	



SAMSON LEASING & FINANCE COMPANY LIMITED

Notes to the Financial Statement for the Year Ended 31st March 2013

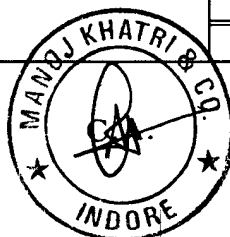
Note	Particulars	31st March 2013	31st March 2012
2	<u>Reserve & Surplus</u>		
a	Securities Premium Reserve		
	Opening Balance	9,00,00,000	9,00,00,000
	Addition during the year	-	-
	Transfer during the year	-	-
	Closing Balance	9,00,00,000	9,00,00,000
b	<u>Surplus i.e balance in Profit & Loss Account</u>		
	Balance as per last Balance Sheet	1,11,78,959	1,07,68,982
	Add Profit For the Year	1,83,931	4,09,977
	Closing Balance	1,13,62,890	1,11,78,959
	Total	10,13,62,890	10,11,78,959
3	<u>Other current liabilities</u>		
	Manoj Khatri & Co.	5,618	5,618
	Director's Sitting Fees Payable	-	4,000
	Provision for Income Tax (Net of Advance Tax)	-	3,395
	Total	5,618	13,013
4	<u>Non-current investments</u>		
	Long Term Investment in Equity Instruments (At Cost)		
	Unquoted Equity Shares (As per list attached)	11,48,99,750	11,01,99,750
	Unquoted Preference Shares (As per list attached)	4,39,71,200	4,59,71,700
	Total	15,88,70,950	15,61,71,450
5	<u>Long term loans and advances</u>		
	Advance Income Tax-and tax deduction at source (Net of Provision for Tax)	1,724	-
	Total	1,724	-
6	<u>Current Investment</u>		
	Long Term Investment in Equity Instruments (At Cost)		
	Equity Shares of ICICI Bank	3,500	3,500
	Total	3,500	3,500



SAMSON LEASING & FINANCE COMPANY LIMITED

Notes to the Financial Statement for the Year Ended 31st March 2013

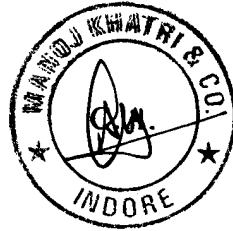
Note	Particulars	31st March 2013	31st March 2012
7	<u>Cash and cash equivalents</u>		
	Cash In Hand	10,897	10,897
	<u>Balances with Bank</u>		
	IDBI Bank A/c no.004102000020420	11,794	52,594
	Union Bank of India A/c No.326301010089204	10,788	12,583
	Total	33,479	76,074
8	<u>Short-term loans and advances</u>		
	<u>Unsecured Considered good</u>		
	D & H Secheron Electrodes Pvt. Ltd.	75,000	75,000
	D & H Secheron Industries Pvt. Ltd.	13,00,000	44,00,000
	Dwekam Electrodes Pvt. Ltd.	5,00,000	-
	Dimnote Retail Pvt. Ltd.	50,000	50,000
	Total	19,25,000	45,25,000
9	<u>Other Current Assets</u>		
	Interest Receivable	3,75,709	1,59,330
	Share Application Money Paid (unquoted shares)	1,50,000	2,50,000
	Prepaid Expenses	8,146	6,618
	Total	5,33,855	4,15,948
10	<u>Other Income</u>		
	Dividend Income	1,650	1,400
	Interest Income	4,27,189	7,56,089
	Total	4,28,839	7,57,489
11	<u>Other Expenses</u>		
	Audit Fees	5,618	5,618
	Advertisement expenses	2,396	2,153
	Bank Charges	150	325
	Conveyance Expenses	13,500	13,500
	Demat Charges	1,685	1,655
	Depository Subscription Charges	35,536	33,090
	Director Sitting Fees	-	4,000
	Listing Fees	-	-
	Professional Charges	32,159	28,133
	Printing & Stationery Expenses	-	6,300
	ROC Filing Fees	5,500	500
	Service Charges	14,764	13,236
	Total	1,11,308	1,08,510



SAMSON LEASING & FINANCE COMPANY LIMITED

Notes to the Financial Statement for the Year Ended 31st March 2013

Note	Particulars	31st March 2013	31st March 2012
12	Exceptional Items		
	Income tax paid w.off	-	2
	Total	-	2



SAMSON LEASING & FINANCE COMPANY LIMITED

NOTE 12 : Notes On Account forming part of Balance Sheet and Profit & Loss Account.

A. SIGNIFICANT ACCOUNTING POLICIES:

1. System of Accounting

- a. The financial statements have been prepared under the historical cost conventions in accordance with the generally accepted accounting principles.
- b. The accounts of the company are prepared using accrual method of accounting except for insurance claim receipts and dividends, which are accounted for on receipt basis.
- c. Financial statements for the year ended 31 March, 2013 have been prepared based on revised schedule VI of the Companies Act, 1956 as it has become mandatory for the Company. The adoption of revised Schedule VI does not impact recognition and measurement principal of individual item within this financial statements. However, it has significant impact on presentation and disclosure made in financial statements. The Company has accordingly reclassified the previous year figure to meet the requirements applicable for the current year.

2. Inventories

- A. Finished goods are valued at market value or cost whichever is less.

3. Investment

Investments are valued at cost and no provision has been made towards diminution in the market value of such investments.

4. Amortization

Preliminary and public issue expenses are to be written of over a period of the ten years.

5. Impairment of Assets

An asset is treated as impaired when the carrying cost of the assets exceeds its recoverable value .An impairment loss is charged to the profit and loss account in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting periods is reversed if there has been upward change in the estimate of the recoverable amount.

6. Segment Accounting

The company has disclosed business segment as the primary segment. The segments have been identified after taking in to account the type of product, the differing risk and returns and internal reporting systems. The following accounting policy have been followed by the company for the segment reporting.

a) Segment revenue includes sales and other income directly identifiable with or allocable to a particular segment.

b) Segment expenses that are directly identifiable with \allocable to a segment are considered for determining the segment results. The expenses, which relates to the company as a whole and not allocable to a particular segment are included under un-allocable expenses.

c) Income, which relates to the company, as a whole and not allocable to a segment is included under un-allocable income.

d) i) Segment assets includes those assets which are directly identifiable with respective segments and employed by a segment in its operating activities, but does not include income tax assets.

ii) Segment liabilities include those liabilities directly identifiable to a segment and operating liability that result from operating activities of a segment, but does not include income tax liabilities and financial tax liabilities



: 2 :

7. **Taxation**

The current charge for income tax is calculated in accordance with the relevant tax regulations applicable to the company. Deferred tax assets and liabilities are recognized for future tax consequences attributable to the timing differences that result between the profits offered for income tax and the profit as per the financial statements.

8. **Contingent Liability**

Contingent liabilities not provided for and are disclosed by way of notes.

B. **NOTES ON ACCOUNTS:**

1. Investments are valued at cost and no provision has been made towards diminution in the market value of such investments. The Market value of Quoted Shares as on 31.03.2013 is Rs.94,360/- as against the cost Rs. 3,500/-.

2. In the opinion of the Board, the current assets, loans and advances have a value on realization on the ordinary course of business, at least equal to the amount at which the same is stated in the Balance Sheet. There are no contingent liabilities other than those stated above.

3. Sundry Creditors and debtors and loans & advances have been stated as per books of account and are subject to Balance confirmation.

4. In view of insufficient information from the suppliers regarding their status as SSI Unit, amount overdue to Small Scale Industrial Undertakings as on 31st.March, 2013 cannot be ascertained.

5. On the basis of the information and explanation given to us by the management, No impairment loss in respect of assets has been recognized during the financial year 2012-13.

6. **Segment Reporting**

In the opinion of the management and as per the explanation given to us, there is only one business segment i.e. investment activity.

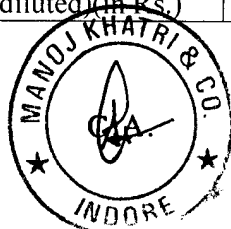
7.	Remineration to Auditors	As on 31.3.2013	As on 31.3.2012
	Audit Fees	5,618/-	5,618/-

8. **Deferred Tax Liability**

No amount of deferred tax liability or assets has been accounted for due to uncertainty of income in the future and also because there are no fixed assets or any other reason of timing differences between the income as per books and income as per tax records and the taxable income for the year as per the Income Tax Act.

9. **Earning per share**

Particular	As on 31.3.2013	As on 31.3.2012
a) Profit after Depreciation (Rs.) (after tax & deferred tax)	1,83,931	409,977
b) Number of Equity Share of Rs 10 each	60,00,000	60,00,000
c) Earning per Share (basic and diluted)(in Rs.)	0.03	0.07



10. **Related Parties Disclosure**

As per Accounting Standard -18 issued by the Institute of Chartered Accountants of India, the Company's related parties and transactions are disclosed below:

(a) Key Managerial Person – Mr. Manish Maheshwari, Ms. Meena Hingoraney and Mrs. Seema A. Maheshwari

(Amount in Rs.)

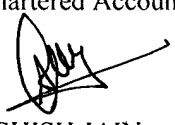
Sr. No	Nature of Transaction	Key Managerial Person	Relative	Total
1.	Director Sitting fees	Manish Maheshwari		NIL
2.	Director Sitting fees	Meena Hingorane		NIL

11. In respect of accounting Standard AS-19 "lease" issued by the Institute of chartered Accountants of India which is mandatory w.e.f. 01.04.01 and is applicable to all leased assets for which lease commences on or after 01.04.01, the company has not taken so far any asset on finance lease during the year .In respect of operating lease of office premises the leasing arrangements which are not non cancelable range between 11 months and 39 months generally or longer and are usually renewable by mutual consent on mutually agreeable terms. The aggregate of lease rental payable are charged as rent under the head "office and administrative expenses Nil (Previous Year Rs. Nil) has been charged to revenue accordance with the terms and conditions of respective lease agreement.

13. As per the accounting standard 17 issued by ICAI New Delhi, The Company is having in only one segment i.e. investment activity.

AS PER OUR REPORT OF EVEN DATE.

For MANOJ KHATRI & CO.
Chartered Accountants


ASHISH JAIN
PARTNER
Mem. No. 403161



DATE : 30th May, 2013
PLACE : Mumbai

For and on behalf of the Board


(Manish Maheshwari)
DIRECTOR


(Meena Hingorane)
DIRECTOR