

29th
Annual Report
2011 - 12



HB LEASING AND FINANCE COMPANY LIMITED

**BOARD OF DIRECTORS**

Mr. Lalit Bhasin	Chairman
Mr. Anil Goyal	Managing Director
Dr. M.P. Jain	Director
Mr. L. N. Malik	Director
Mr. Arvind Kohli	Director

CHIEF FINANCIAL OFFICER

Mr. C. P. Singh

COMPANY SECRETARY

Ms. Anu Suri

AUDITORS

M/s. P. Bholusaria & Co.
Chartered Accountants,
26/11, Shakti Nagar,
Delhi - 110 007.

REGISTERED OFFICE

Plot No. 31, Echelon Institutional Area,
Sector-32, Gurgaon - 122 001, Haryana
Ph : 0124-4675500, Fax : 0124-4370985

WEBSITE

www.hbleasing.com

REGISTRAR & SHARE TRANSFER AGENT

M/S. RCMC Share Registry Pvt. Ltd.,
B-106, Sector - 2,
Noida - 201 301
Ph : 0120-4015880, Fax : 0120-2444346

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HB LEASING AND FINANCE COMPANY LIMITED

NOTICE

NOTICE is hereby given that the 29th Annual General Meeting of the Company will be held as follows:

Day : Wednesday
Date : 29th August, 2012
Time : 12:30 P.M.
Place : GIA House I.D.C. Mehrauli Road, Opp. Sector 14 Gurgaon-122001 Haryana

To transact the following business:

AS ORDINARY BUSINESS (S):

- To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 and the Profit & Loss Account for the year ended on that date together with the Reports of Directors and Auditors thereon.
- To appoint Director in place of Mr. Arvind Kohli, who retires by rotation and being eligible offers himself for reappointment.
- To appoint Auditors and to fix their remuneration.

BY THE ORDER OF THE BOARD
For HB LEASING & FINANCE CO. LTD.

Place : Gurgaon
Date : 28.05.2012

ANU SURI
COMPANY SECRETARY

NOTES:

- A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. A PROXY IN ORDER TO BE EFFECTIVE MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE TIME OF THE MEETING.
- The Register of Members and Share Transfer Books of the Company shall remain closed from 25th August, 2012 to 29th August, 2012 (both days inclusive).
- Members/Proxies should bring Attendance Slips duly filled in for attending the meeting.

4. Shareholders seeking any information with regard to Accounts are requested to write to the Company at least 7 days before the date of the meeting so as to enable the management to keep the information ready.

5. Members are requested to:

(a) Notify any change in their address (including PINCODE) to the Company or to the Registrar and Share Transfer Agent of the company namely, RCMC Share Registry Pvt. Ltd., B-106, Sector 2, Noida-201301. Phone: 0120-4015880; Fax: 0120-2444346; E-mail: shares@rcmdlhi.com

(b) Bring their copies of Annual Report with them to the meeting, as the same will not be supplied again at the Meeting as a measure of economy.

6. All the material documents referred to in the Notice including the Memorandum & Articles of Association of the Company are available for inspection by the members of the Company at its Registered / Corporate Office during the normal business hours on any working day.

7. Details of the Directors seeking appointment/reappointment in the ensuing Annual General Meeting (Pursuant to Clause 49 of the Listing Agreement).

8. The Company is implementing the "Green Initiative" as per Circular Nos. 17/2011 dated April 21, 2011 and 18/2011 dated April 29, 2011 issued by the Ministry of Corporate Affairs (MCA) to enable electronic delivery of notices/ documents and annual reports to shareholders. Henceforth, the email addresses indicated in your respective Depository Participant (DP) accounts which will be periodically downloaded from NSDL/ CDSL will be deemed to be your registered email address for serving notices/ documents including those covered under section 219 of the Companies Act, 1956. The Notice of AGM and th copies of audited financial statements, directors report, auditor's report etc. will also be displayed on the website www.hbleasing.com of the Company and the other requirements of the aforesaid MCA circular will be duly complied with.

Members holding shares in electronic mode are therefore requested to ensure to keep their email addresses updated with the Depository Participants.

Members holding shares in physical mode are also requested to update their email addresses by writing to the Registrar and Transfer Agent of the Company at the address mentioned in 5(a) above quoting their folio number(s).

ANNEXURE TO THE NOTICE

Notes on director seeking appointment / re-appointment as required under Clause 49 of the Listing Agreement entered in to with the Stock Exchange.

PROFILE OF DIRECTORS SEEKING APPOINTMENT / REAPPOINTMENT AT THE ENSUING (29th) AGM (Refer Note 7 of the Notice for AGM)

Name of the Director	Mr. Arvind Kohli
Date of Birth	30-07-1961
Date of Appointment	15-03-2003
Profile/ Expertise in Specific functional Areas.	He is a Practising Company Secretary with more than 24 years of experience in the field of Corporate Laws. He is also an Associate Member of All India Management Institute and a Fellow Member of Indian Council of Arbitration.
List of directorship in other Public Companies.(As on 31 st March 2012)	Nil
Chairman/Membership of Committee of the Board in other Public Companies (As on 31 st March 2012)	Nil
Shares held by the Director	Nil


DIRECTORS' REPORT

To the Members,

The Directors have pleasure in presenting the 29th Annual Report of your Company together with the Audited Accounts for the year ended March 31, 2012.

FINANCIAL RESULTS

The summarised financial results for the year under review are as under:

(Rs. in Lacs)

PARTICULARS	Year Ended 31.03.2012	Year Ended 31.03.2011
Profit/(Loss) before Depreciation & Tax	(6.60)	6.00
Depreciation	0.76	0.75
Profit/(Loss) before Tax	(7.36)	5.25
Provision for Income Tax		
– Current	0.00	2.00
– Deferred Tax charge/ (credit)	0.18	(3.15)
– Tax Adjustment for earlier years	0.00	1.40
Net Profit/(Loss)	(7.54)	5.00
Appropriation - Add/(Less)		
Profit/(Loss) brought forward	(1290.65)	(1294.65)
Transfer to Statutory Reserve Fund	0.00	1.00
Transfer from Investment Allowance Reserve (Utilised Account)	20.21	0.00
Profit/(Loss) carried forward	(1277.98)	(1290.65)

DIVIDEND

In view of the brought forward losses, your directors regret their inability to recommend dividend for the year under review.

PERFORMANCE REVIEW & OUTLOOK

During the year, the BSE Sensitive Index which was 19,420 at the start of the financial year, after making a low of 15,454 in December, 2011, ended at 17,404 on 30th March, 2012. The stock market remained in low gear in 2011. As a result, the Divestment/ Investment activity of the company was curtailed during the year and the Company posted Net Loss of Rs. 7.54 Lakhs as compared to Net Profit of Rs 5.00 Lakhs in previous year.

Inflation, High Interest rates, weak rupee, foreign fund outflows, high commodity prices, euro zone debt crises and so on, weighted on the Stock Market. Indian Stock Market showed a worst performance after 2008 when U.S. financial crises struck. Inflation clearly remained the biggest and most engraved concern for India this year. Soaring prices of food and essential commodities compelled the Reserve Bank of India to raise interest rates several times during the year. The rupee continued to fall on sustained foreign capital outflows. The weakening rupee added to the inflationary pressure which is a severe setback for corporate India as it would mean higher interest rate outflow and repayment liability on its foreign currency debt.

Internationally, the euro zone debt crises remained the biggest business story of 2011. The crises deepened as the trouble that started with Greece spread to Italy, Portugal and Spain and speculation mounted about the collapse of the euro zone. India cannot stay immune to the deteriorating situation in the euro zone.

Industry Trends and its future prospects have been summed up in the Management Discussion and Analysis Report which forms part of this report.

STATUTORY STATEMENTS

During the year under review your Company has not accepted any deposits from the public.

The particulars under Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 on conservation of energy, technology absorption are not applicable to your Company. During the year under review, there were no earnings or outgo in foreign exchange.

The provisions of Sec 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended, are not applicable, as there is no such employee who were drawing/ in receipt of remuneration of prescribed amount during the period under review.

Pursuant to the requirements of Section 217(2AA) of the Companies Act, 1956, with respect to the Directors' Responsibility Statement, it is hereby stated that in the preparation of the accounts for the financial period under review the applicable accounting standards have been followed along with proper explanation relating to material departures. The Directors have selected such accounting policies and applied them consistently and made judgements and estimates that were 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 period and of the profit/loss of the Company, for the period under review. The Directors have taken 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. Further the Directors have prepared the annual accounts (for the period under review) on a going concern basis.

REPORT ON CORPORATE GOVERNANCE

The report of Corporate Governance for the year under review is annexed hereto and forms a part of the Director's Report.

STATEMENT PURSUANT TO LISTING AGREEMENT

The Company's equity shares are listed at Bombay Stock Exchange Ltd, Mumbai. The listing fee for the year under review has been paid to BSE.

AUDITORS' REPORT

Observations of the Auditors have been explained, wherever necessary, by way of appropriate notes to accounts.

AUDITORS

The Auditors, M/s. P. Bholusaria & Co., Chartered Accountants, will retire at the ensuing Annual General Meeting and are eligible for reappointment.

DIRECTORS

Mr. Arvind Kohli being longest in the office of director, retires by rotation at the ensuing Annual General Meeting and being eligible offer himself for reappointment.

ACKNOWLEDGEMENTS

Your Directors wish to thank and acknowledge the cooperation and support extended by the Banks, Company's shareholders and Employees.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Place : Gurgaon
Date : 28/05/2012

LALIT BHASIN
CHAIRMAN

MANAGEMENT'S DISCUSSION AND ANALYSIS

1. Operating Results

The company earned a gross income of Rs. 44.68 Lakhs during the year under review compared to Rs. 55.38 Lakhs in the previous year. Gross and the net loss earned by the Company during the current year were Rs. 6.60 Lakhs and Rs. 7.54 Lakhs respectively (Gross and Net profit of Rs. 6.00 Lakhs & Rs. 5.00 Lakhs respectively during the previous year)

2. Industry Trends and Business Analysis

During the year, the BSE Sensitive Index which was 19,420 at the start of the financial year, after making a low of 15,454 in December, 2011 ended at 17,404 on 30th March, 2012. The stock markets remained in low gear in 2011.

The revision of India's Long Term Sovereign rating from "Stable" to "Negative" by international ratings agency "Standard and Poor", has huge implications for the Indian Economy and adversely affected the way Foreign Investors view India as Investment destination. The revision has hurt sentiments of financial markets and tripped shares, the rupee and bonds.

3. Opportunities and Threats

With the globalization and electronic age, Indian Stock Market changed over the past decade. Nearly 100% of all transactions are executed through electronic media online trading system. The developments of high-tech and transparent markets with an increasingly wide geographic footprint have increased the number of trading venues offering diverse pools of liquidity.

Current elevated rates of inflation pose significant risks to future growth. With the attention of Government focussed in containing the inflation, the economic growth may see a deceleration with corporates turning in moderate growth.

4. Future Prospects and Outlook

Inflation is refusing to come down significantly and the central bank willing to give up its rising interest rate stance. Combining these two factors and global economic crises with reluctant looking FII's, the entire picture of Indian market looks gloomy.

Further, uncertainties about the path of future global recovery and risks arising from large sovereign debt continue to threaten the return to stability in the international financial markets. These developments in the global financial markets transmitted to the domestic financial markets could give way to volatility in stock prices and the exchange rate.

5. Risks and concerns

The Company like any other Company is exposed to specific risks that are particular to its business and the environment within which it operates. The Company is exposed to the market risk (including liquidity risk) and also the factors that are associated with capital market, which inter alia includes economic/business cycle, fluctuations in the stock prices

in the market, besides the interest rate volatility, and credit risk.

The Company is confident of managing these risks by maintaining a conservative financial profile, and by following prudent business and risk management practices.

6. Internal control system and their adequacy

The Company has proper and adequate system of internal controls to ensure that all its assets are safeguarded and protected against loss from unauthorized use or disposition of assets and that the transactions are recorded and reported.

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

Besides, the Audit Committee reviews the internal controls at periodic intervals in close coordination with the Internal Auditors.

7. Financial performance

a) Share Capital: The Company's issued and subscribed share capital consists of Equity Share capital only. The paid-up share capital of the company as at 31st March 2012 stood at Rs.1100.41 lakhs comprising of 11062731 Equity Shares of Rs. 10 each (excluding allotment money receivable of Rs. 5.86 lakhs). Though the Board of Directors have obtained necessary approval from the shareholders under Section 81(1A) of the Companies Act 1956, for issuing Redeemable Preference Shares, has still not proceeded with the issue of preference shares.

b) Reserves and Surplus: During the year under review, the reserves and surplus is Rs. 726.61 Lakhs as against Rs. 734.15 Lakhs during previous year.

c) Current Assets & Current Liabilities: The current assets and current liabilities at the end of the year under review stood at Rs. 185.36 Lakhs and Rs. 269.60 Lakhs respectively against Rs. 329.52 Lakhs and Rs. 407.65 Lakhs for the last year.

8. Human Resources

The Company has adequate qualified and trained employees which is commensurate with the size of operations. The Company recognizes the role and importance of human resources in the future prospects of the company and follows good man management practices.

9. Cautionary Statement

Statements in this "Management's Discussion and Analysis" describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" are only predictions within the meaning of applicable securities laws and regulations and are subject to risks, uncertainties, and assumptions that are difficult to predict. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include interest rates and changes in the Government regulations, tax regimes, economic developments and other factors such as litigation etc.

REPORT ON CORPORATE GOVERNANCE

Company's philosophy on Corporate Governance

The Company's corporate governance philosophy envisages attaining transparency, accountability and adhering to the policies, principles, laws, rules, regulations and procedures that enable the company to perform efficiently to maximize the long term value for the shareholders. Your company believes that all its operations and actions must serve the underlying goal of enhancing overall shareholder value, over a sustained period of time.

Size and Composition of the Board

The Board of Directors of your Company comprises of 5 directors at present out of which, 4 are Non-Executive Directors with 3 being Independent Directors. Mr. Lalit Bhasin of the promoter group is the Chairman and Non-Executive Director of the Company. Mr. Anil Goyal is the Managing Director of the Company. The composition of the Board is in conformity with the Clause 49 of the listing agreement.

4 Meetings of the Board of Directors of the Company were held during the year under review (i.e. from 01.04.2011 to 31.03.2012) on 28th May, 2011, 8th August, 2011, 15th November, 2011 and 1st February, 2012. The Particulars regarding composition of the Board of Directors and their attendance in the Meetings held during the year under review are given hereunder:

Name of the Director & Category	Directorships in other public companies*		Committee Membership held in other public companies*		No. of Board Meetings during the year		Attended Last AGM	Shares held in the Company & % to the subscribed capital.
	Total	As Chairman	Total	As Chairman	Held	Attended		
Mr. Lalit Bhasin Non-Executive Promoter	14	4	5	Nil	4	4	Yes	1871964 (16.92%)
Mr. Anil Goyal Executive Director	11	Nil	5	1	4	4	Yes	150 (Insignificant)
Dr. M.P Jain Independent & Non Executive	1	Nil	Nil	Nil	4	Nil	No	Nil
Mr. Arvind Kohli Independent & Non Executive	Nil	Nil	Nil	Nil	4	4	Yes	Nil
Mr L.N Malik Independent & Non Executive	Nil	Nil	Nil	Nil	4	4	Yes	300 (Insignificant)

* As on 31st March 2012

In terms of the provisions of the Companies Act, 1956 and the Articles of Association of the Company, one-third of the rotational directors of the Company retire at every Annual General Meeting. Accordingly, Mr. Arvind Kohli would retire by rotation at the ensuing Annual General Meeting and being eligible he has offered himself for re-appointment.

AUDIT COMMITTEE

The Audit Committee as reconstituted on 15th March, 2003 comprises of Mr. L. N. Malik as its Chairman, Mr. Lalit Bhasin and Mr. Arvind Kohli as its Members and the Company Secretary of the Company as Secretary to the Committee. The Audit Committee has been empowered, inter-alia, to carry out the following functions:

- To lay down, review and revise the accounting policies of the Company,
- To review the financial operations and performance of the Company,
- To review the half yearly and annual financial accounts and other financial reports and statements, before placement thereof before the Board of Directors,
- To consider and constitute Sub-committees, wherever necessary for carrying out and/or monitoring the financial operations of the Company,

- To appoint, wherever deemed expedient, an independent internal auditor to carry out continuous audit of the accounts and systems of the Company and also consider and/or review the appointment and removal of the auditors of the Company,
- To consider and set up adequate internal control system and review the monitor the same in consultation with the internal auditors and the auditors of the Company and ensure compliance of the same,
- To receive, discuss and consider the observations and reports of the internal auditors and auditors of the Company from time to time,
- To review and investigate on the matter of financial nature, as and when deemed necessary and expedient,
- To give report and/or recommendations to the Board on the matters concerning financial operations of the Company,
- To invite, summon any executive of the Company and/or appoint experts, wherever necessary, and discuss with them the matters relating to the finance, audit and internal control system etc.,
- To obtain legal and professional advise wherever found necessary and expedient,



12. To consider and act on any matters as or included Under Clause 49 of the Listing Agreement and/or as may be so included from time to time, whether provided here in above or not,
13. To deal with any other matters related and/or incidental to the above or as may be assigned, in addition to the aforesaid by the Board from time to time.

During the year under review, 4 meetings of the Audit Committee were held on 28th May, 2011; 8th August, 2011; 15th November, 2011; and 1st February, 2012 and same were attended by all the committee members.

SHAREHOLDERS / INVESTORS GRIEVANCE COMMITTEE

The Shareholders'/Investors' Grievance Committee of the Company at present consists of Mr. Arvind Kohli, as Chairman and Mr. Lalit Bhasin, Mr. Anil Goyal as Members and Company Secretary, as Secretary to the Committee. The Shareholders' Committee has been empowered to carry out, inter-alia, the following functions:

1. to consider and approve the transfer, transmission and issue of fresh/duplicate share certificates;
2. to review the status of dematerialisation of shares of the Company and the matters incidental thereto;
3. to review and monitor the approval to the transfers/transmissions made by Mr. Anil Goyal under authority given to him;
4. to monitor the matters of litigation relating to shareholders/shareholders' grievances and to take decisions in respect thereof;
5. to deal with such other matters related / incidental to the shareholders.

During the year under review, 4 Meetings of the Committee were held for considering/ approving the requests received from the shareholders for issue of new shares on replacement / dematerialisation / duplicate issue etc. Mr. Anil Goyal, Managing Director, has however been authorised to approve transfer of shares of the Company upto 2,000 equity shares under one folio at a time. The meetings were attended by all the committee members.

DIRECTOR'S REMUNERATION

Sitting Fees

An amount of Rs. 1,36,000/- was paid as sitting fees towards attending of Meetings of the Company to the Directors during the year are given below:

Name	Board Meeting	Audit Committee Meeting	Shareholders'/ Investor Grievance Committee Meeting	Total
Mr. Lalit Bhasin	20000/-	20000/-	8000/-	48000/-
Mr. Anil Goyal	Nil	Nil	Nil	Nil
Mr.M.P. Jain	Nil	Nil	Nil	Nil
Mr. Arvind Kohli	20000/-	20000/-	8000/-	48000/-
Mr.L.N Malik	20000/-	20000/-	Nil	40000/-

No remuneration has been paid to any Director of the Company by way of salary or commission on profits of the Company except the sitting fees paid as per details mentioned above. Further, no remuneration has been drawn by Mr. Anil Goyal, Managing Director as he has opted to draw his remuneration from HB Portfolio Limited of which he is the Managing Director.

General Body Meetings

(A) Details of Annual General Meetings:

- (i) Location and time at the last 3 AGM's

Year	Type	Location	Date	Time
2010-2011	AGM	GIA House, I.D.C., Mehrauli Road, Opp.: Sector 14, Gurgaon-122001.	07.09.2011	12:00 Noon
2009-2010	AGM	GIA House, I.D.C., Mehrauli Road, Opp.: Sector 14, Gurgaon-122001.	20.08.2010	12:00 Noon
2008-2009	AGM	GIA House, I.D.C., Mehrauli Road, Opp.: Sector 14, Gurgaon-122001.	25.08.2009	11:30 A.M.

- (ii) List of Special Resolutions passed in the previous 3 AGMs: No Special Resolutions were passed in the previous 3 Annual General Meetings.
- (iii) Whether Special Resolutions were put through postal ballot last year: No
- (iv) Are polls proposed to be conducted through postal ballot this year: No

Disclosures

- I. There have been no materially significant related party transactions, pecuniary transactions or relationships other than those disclosed in the financial statements for the year ended 31st March 2012 (Note No. 21 forming part of Balance Sheet and Profit & Loss Account). Accordingly, the same have not been reproduced here.
- II. No penalty has been imposed nor any strictures have been passed by the Stock Exchanges or SEBI or any other Statutory Authority on any matter related to Capital Markets during the last three years.
- III. The company has adopted a Code of Conduct applicable to all Directors and Senior Management personnel of the company and the same has been posted in the website of the company www.hbleasing.com. For the year under review, all Directors and senior management personnel have confirmed their adherence to the provisions of said Code. A declaration to this effect from Managing Director of the Company is also given to this effect at the end of this report.
- IV. Risk Assessment and Minimisation procedures are in the existence and reviewed periodically.
- V. The Managing Director (CEO) and the Chief Financial Officer (CFO), have as required under Clause 49 of the Listing Agreement, given their certification on the review of financial statements, including cash flow, for the year ended 31.03.2012 to the Board of Directors.

- VI. Remuneration Committee has not been constituted and Whistle Blower Policy has not been adopted by the Company being non mandatory requirements.
- VII. All the mandatory requirements under Clause 49 (relating to Corporate Governance norms) of the Listing Agreement are being adhered to/complied.

Means of Communication

- I. Quarterly Results: Dissemination through Stock Exchange, Company's website and through publication in newspaper as required under Listing Agreement.
- II. Newspaper wherein results normally published: Business Standard (English & Hindi).
- III. Website where displayed: www.hbleasing.com
- IV. The website also displays official news releases and important communications made to Stock Exchanges. As and when any presentations are made to institutional investors the same would be simultaneously uploaded in the Company's website.

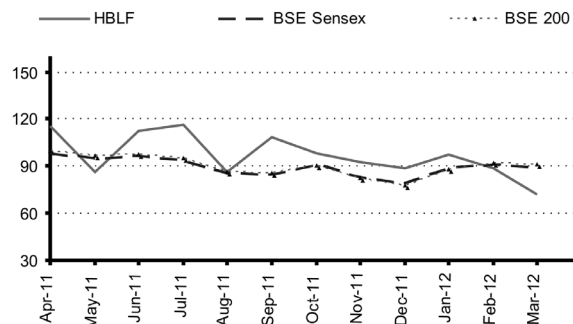
General Shareholder Information

- I. Ensuing Annual General Meeting Date, time and venue:
 - Date** : 29th August, 2012
 - Time** : 12:30 pm
 - Venue** : GIA House, I.D.C., Mehrauli Road, Opp. Sector 14, Gurgaon (Haryana)-122 001
- II. Financial Year : 31st March 2012
- III. Date of Book Closure : 25th August, 2012 to 29th August, 2012 (both days inclusive)
- IV. Dividend Payment Date : No dividend is being declared for year under review.
- V. Listing on Stock Exchanges
 - The Company's equity shares are listed at Bombay Stock Exchange Limited. Mumbai (BSE)
- VI. Stock Code: The company's scrip code of BSE is 508956
- VII. Dematerialisation of Share and Liquidity
 - The trading in the Equity Shares of the Company has come under compulsory dematerialization w.e.f. 29th January 2001 in terms of the SEBI – Notification No. SMDRP/ POLICY/CIR-23/2000 dated 29th May 2000.
 - The company has joined the National Securities Depository Ltd (NSDL) and Central Depository Services (India) Ltd (CDSL). The ISIN No. allotted to the company is INE549B01016.
 - As at 31st March 2012, 7343699 Equity Shares of the Company are held in dematerialised form constituting 66.38% of the Company's subscribed share capital.

- VIII. Market Price Data: The monthly High, Low price of the Company during each month in the last financial year at BSE is as under:

Month	High Price	Low Price	Close Price	Volume
April 2011	5.82	4.20	5.09	49,396
May-2011	5.09	3.80	3.81	11,542
June-2011	4.95	3.75	4.95	14,303
July-2011	7.06	4.71	5.15	1,36,294
August -2011	5.61	3.80	3.82	16,104
September-11	5.04	3.80	4.77	18,778
October -2011	5.25	4.20	4.34	15,131
November-2011	5.10	3.70	4.10	15,660
December-2011	4.86	3.91	3.91	9,015
January-2012	4.90	3.72	4.31	17,344
February- 2012	4.49	3.84	3.90	29,431
March-2012	3.85	3.10	3.16	16,398

- IX. Performance in Broad based indices:



- X. Stock Performance-Absolute returns

	1 YEAR
HB Leasing	(37.92%)
BSE Sensex	(9.05%)
BSE 200	(8.71%)


XI. Share Transfer System

Share Transfers are registered and returned within a period of 30 days from the date of receipt if the documents are clear in all respects. The authority for transfer of shares has been delegated to a Managing Director for transfer of shares up to a fixed number beyond which the matters are placed before the shareholders/investors grievance Committee, which meets as and when, required. As reported by Company's RTA all valid requests for transfers during the year under review were transferred within the stipulated time limit.

XII. The status of Investor's Grievance Redressal during the year 01-04-2011 to 31-03-2012.

Nature of Grievance	Received during the year	Cleared during the year
Non receipt of dividend	0	0
Non receipt of share certificate(s) after transfer / exchange	5	5
Non receipt of interest on debenture / in exchange of LOA	1	1
Non receipt of Annual Reports	0	0
Total	6	6

XIII. The distribution of shareholdings of the company as on 31st March 2012 is as under:

No of Shares	Shareholders		Shareholding	
	Nos.	% to total	Shares	% to total
1-5000	35619	97.36	4512739	40.79
5001-10000	556	1.52	426351	3.85
10001-20000	237	0.65	344683	3.12
20001-30000	63	0.17	162613	1.47
30001-40000	37	0.10	130011	1.18
40001-50000	12	0.03	55539	0.50
50001-100000	22	0.06	160837	1.45
100001 and Above	38	0.10	5269958	47.64
Total	36584	100.00	11062731	100.00

The category-wise distribution of Shareholders as on 31st March, 2012 is as follows:

Category	No. of shares held	% of shareholding
A. PROMOTER HOLDING		
1. Indian Promoter	3946877	35.68
2. Foreign Promoter	—	—
B. PUBLIC SHAREHOLDING (Institutions)		
1. Mutual Funds and UTI	1570	0.01
2. Banks/Financial Institutions	510	0.00
3. Foreign Institutional Investors	—	—
C. NON INSTITUTIONAL		
1. Bodies Corporate	872273	7.90
2. NRIs	155009	1.40
3. Indian Public	6069705	54.86
4. Clearing Members/ Intermediaries.	16787	0.15
TOTAL	11062731	100

XIV. The Company has no outstanding GDRs / ADRs / Warrants or any other instruments convertible into equity
XV. Ms. Anu Suri, Company Secretary acts as the Compliance Officer of the Company.
XVI. Registrar & Transfer Agents:

RCMC Share Registry Pvt. Ltd., B-106, Sector-2, Noida-201301.
Phones: 0120-4015880; Fax: 0120-2444346; E-mail: shares@rcmcdelhi.com.

XVII. Address for Correspondence

HB Leasing & Finance Co. Ltd
Plot No-31, Echelon Institutional Area,
Sector-32, Gurgaon-122001 (Haryana)

Managing Director's Declaration on Code of Conduct

To
The Members of
HB Leasing & Finance Company Limited

I, Anil Goyal, Managing Director of the Company declare that all the members of the Board of Directors; and Senior Management of the Company have affirmed compliance with the Code of Conduct.

For HB Leasing & Finance Company Limited

Place : Gurgaon
Date : 28.05.2012

Anil Goyal
Managing Director

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

The company has obtained a Certificate from the Auditors of the Company regarding compliance of Corporate Governance as stipulated in the Listing Agreement with the Stock Exchanges.

CERTIFICATE

To the Members of
HB Leasing & Finance Co. Ltd.

We have examined the compliance of conditions of Corporate Governance by **HB Leasing & Finance Co. Ltd.** for the year ended on 31st March 2012, as stipulated in clause 49 of the Listing Agreement of the Company with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementations thereof adopted by the Company for ensuring the compliance with the conditions of Corporate Governance as stipulated in the said clause. 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 based on the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

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

For P. BHOLUSARIA & CO.
CHARTERED ACCOUNTANTS

Place : Gurgaon
Date : 28.05.2012

(AMIT GOEL)
PARTNER
(Membership No. 92648)



AUDITOR'S REPORT

THE MEMBERS OF

HB LEASING & FINANCE COMPANY LIMITED

We have audited the attached Balance Sheet of **M/s. HB LEASING & FINANCE COMPANY LIMITED** as at 31st March, 2012, the Statement of Profit and Loss and Cash flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statement presentation. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

1. As required by Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of section 227 (4A) of the Companies Act, 1956, we annex hereto a statement on the matters specified in paragraphs 4 and 5 of the said order to the extent applicable.
2. Further to our comments in the Annexure referred to in paragraph 1 above, we report that:-
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 the said books;
 - c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - d) In our opinion, the Balance Sheet, Statement of Profit & Loss and Cash Flow Statement dealt with by this report comply with the accounting Standards referred to in Sub Section (3C) of section 211 of the Companies Act, 1956.
 - e) As informed and explained to us, none of the directors of the company is disqualified as on 31st March, 2012 from being appointed as director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
 - f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with significant accounting policies and notes thereon (Particularly Note no. 7.5) give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India :-
 - i) In the case of the Balance Sheet of the State of Affairs of the Company as at 31st March, 2012 and
 - ii) In the case of the Statement of Profit & Loss of the Loss for the year ended on that date and
 - iii) In the case of Cash Flow Statement, of the Cash Flow for the year ended on that date.

**For P. BHOLUSARIA & CO.
CHARTERED ACCOUNTANTS
Firm Registration No. 000468N**

**(AMIT GOEL)
PARTNER
(Membership No. 92648)**

**Place : Gurgaon
Date : 28.05.2012**

Annexure to Auditors' Report

Referred to in Paragraph 1 of our report of even date
(Reg. : HB Leasing & Finance Company Limited)

1. a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b. As explained to us, the fixed assets have been physically verified by the management during the year in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such physical verification
- c. In our opinion, the Company has not disposed of substantial part of fixed assets during the year that would affect going concern status of the Company.
2. a. As explained to us, inventories have been physically verified by the management at reasonable intervals during the year.
- b. In our opinion and according to the information and explanations given to us, the procedure of physical verification of inventories 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 inventories. As explained to us, no material discrepancies have been noticed on physical verification of inventory as compared to the book records.
3. The Company has neither granted nor taken any loans, secured or unsecured to/from Companies, firms or other parties listed in the Register maintained under section 301 of the Companies Act, 1956.
4. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the

nature of its business for the purchases of inventory and fixed assets and for sale of goods. During the year there was no sale of services. During the course of our audit, we have neither come across nor we have been informed of any instance of major weakness in the aforesaid internal control system.

5. a. In our opinion and according to the information and explanations given to us, the particulars of contracts for arrangements referred to in Section 301 of the Companies Act, 1956 have been entered into in the register required to be maintained under that Section.
- b. In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements have been made at a price which are reasonable having regard to the market price prevailing at the relevant time.
6. The Company has not accepted any deposits from the public during the year.
7. In our opinion the internal audit system of the Company is commensurate with its size and nature of its business.
8. The nature of the company's business/activities is such that Clause 4(viii) of the Companies(Auditor's Report) Order 2003 regarding maintenance of Cost Records is not applicable to the company.
9. a. According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales-Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Cess and other statutory dues as applicable have been generally regularly deposited by the company during the year with the appropriate authorities. According to the information and explanation given to us, no undisputed amount payable in respect of the aforesaid dues were outstanding as at 31st March 2012 for a period of more than Six months from the date of becoming payable.
- b. The disputed statutory dues aggregating to ₹ 12,65,60,016/- that have not been deposited on account of matters pending before appropriate authorities are as under :

Sr. No.	Name of the statute	Nature of the Dues	Forum where Dispute is pending	Amount (₹)
1.	Income Tax Act, 1961	Income Tax	Hon'ble Delhi High Court	20,70,090/-
2.	Income Tax Act, 1961	Income Tax	Commissioner of Income Tax (Appeal)	12,44,89,926/-
TOTAL				12,65,60,016/-

10. The accumulated losses of the company at the Financial year end are less than fifty percent of its net worth. The company has incurred cash losses during the financial year covered by our audit but not incurred cash losses in the immediately preceding financial year.
11. Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions, banks or debenture holders during the year.
12. In our opinion and according to the information and explanation 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.
13. In our opinion, the Company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore, clause 4(xiii) of the Companies (Auditor's Report) order 2003 is not applicable to the company.
14. The Company has maintained proper records of transactions and contracts in respect of trading/ investments 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 for shares given as margin/ pledged or bad deliveries pending for rectification.
15. The Company has given guarantee in respect of loan taken from bank by a company. In the opinion of management, as explained in note no.19 (c), the terms and conditions of guarantee given are not prejudicial to the interest of the company. However, we are unable to comment about the same.
16. The Company has not raised any term loans during the year.
17. According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that the company has not raised any funds during the year either on long term or on short term basis.
18. During the year, 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.
19. The Company has neither issued any debentures during the years nor there are any old debentures outstanding, and hence the question of Creating Securities in respect thereof does not arise.
20. The Company has not raised any money by way of public issue during the year.
21. In our opinion and according to the information and explanation given to us, no fraud on or by the Company has been noticed or reported during the year.

**For P. BHOLUSARIA & CO.
CHARTERED ACCOUNTANTS
Firm Registration No. 000468N**

**Place : Gurgaon
Date : 28.05.2012**

**(AMIT GOEL)
PARTNER
(Membership No. 92648)**



HB LEASING AND FINANCE COMPANY LIMITED

BALANCE SHEET AS AT 31ST MARCH 2012

Particulars	Note	As at 31.03.2012 (in ₹)	As at 31.03.2011 (in ₹)
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	110041095	110041095
Reserves and Surplus	3	72661736	73415790
		182702831	183456885
Current Liabilities			
Other Current Liabilities	4	16800298	28321574
Short Term Provisions	5	10159808	12443612
		26960106	40765186
		209662937	224222071
ASSETS			
Non-Current Assets			
Fixed Assets			
Tangible assets	6	250192	325844
Non-current investments	7	179097890	179146870
Deferred Tax Assets (Net)	8	205120	223647
Long term loans and advances	9	11573705	11573705
		191126907	191270066
Current Assets			
Inventories	10	2645410	14109189
Trade Receivables	11	8548664	10822322
Cash and Cash equivalents	12	692914	1611931
Short-Term Loans and Advances	13	6636742	6344003
Other Current Assets	14	12300	64560
		18536030	32952005
		209662937	224222071

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS 1 to 28

As per our Report attached on even date

For P. BHOLUSARIA & CO. Chartered Accountants FRN : 000468N
 For and on behalf of the Board
 Amit Goel Partner (M. No. 92648) Place : Gurgaon Date : 28-05-2012
 C. P. Singh Chief Financial Officer Anu Suri Company Secretary
 Anil Goyal Managing Director Lalit Bhasin Chairman

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31TH MARCH 2012

Particulars	Note	As at 31.03.2012 (in ₹)	As at 31.03.2011 (in ₹)
Revenue from operations	15	-2631872	-1224478
Other Income	16	7099913	6763085
Total Revenue		4468041	5538607
Expenses:			
Employee Benefit Expense	17	2481499	2373614
Depreciation	6	75652	75652
Other Expenses	18	2646417	2563916
Total Expenses		5203568	5013182
Profit/-Loss for the year before Tax		-735527	525425
Tax expense:			
Current tax		0	200000
Deferred/(Credit)		18527	-315405
Tax adjustments for earlier years		0	140628
Profit/-Loss for the year after Taxation		-754054	500202
Earning per equity share: 26			
Equity share of Par value ₹ 10/-each			
Basic and Diluted		-0.07	0.05

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS 1 to 28

As per our Report attached on even date

For P. BHOLUSARIA & CO. Chartered Accountants FRN : 000468N
 For and on behalf of the Board
 Amit Goel Partner (M. No. 92648) Place : Gurgaon Date : 28-05-2012
 C. P. Singh Chief Financial Officer Anu Suri Company Secretary
 Anil Goyal Managing Director Lalit Bhasin Chairman

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012

Particulars	Year Ended 31st March, 2012 (in ₹)	Year Ended 31st March, 2011 (in ₹)
A) CASH FLOW FROM OPERATION ACTIVITIES		
Net Profit/-Loss before tax and Extraordinary Items	-735527	525424
Adjustment for :		
Depreciation	75652	75652
Provisions for Gratuity and Leave encashment	20394	77509
Profit/-Loss on sale of long term investments	-4563860	-6456032
Dividend on Long term investments	73050	-238971
Operating Profit/-Loss before Working Capital Changes	-5130291	-6016418
Adjustment for :		
Trade & other Receivables	2033179	107545
Inventories	11463779	-4696535
Current and Non-current Liabilities	-13794934	4859908
Cash generated from exceptional items	0	0
Cash Generated from operation	-5428267	-5745500
Income tax paid	-30540	-1787022
Cash Flow after exceptional Items	-5458807	-7532522
Net Cash from Operation Activities	-5458807	-7532522

Particulars	Year Ended 31st March, 2012 (in ₹)	Year Ended 31st March, 2011 (in ₹)
B) CASH FLOW FROM INVESTMENTS ACTIVITIES		
Sale of Investments	4612840	6496848
Dividend income on Long term investments	-73050	238971
Net Cash used in Investing Activities	4539790	6735819
C) CASH FLOW FROM FINANCING ACTIVITIES		
Net Cash used in Financing Activities	0	0
Net Increase in Cash & Cash Equivalents A+B+C	-919017	-796703
Cash and Cash Equivalents (Opening Balance)	1611931	2408634
Cash and Cash Equivalents (Closing Balance)	692914	1611931
As per our Report of even date		
For P. BHOLUSARIA & CO. Chartered Accountants FRN : 000468N Amit Goel Partner (M. No. 92648) Place : Gurgaon Date : 28-05-2012 C. P. Singh Chief Financial Officer Anu Suri Company Secretary Anil Goyal Managing Director Lalit Bhasin Chairman	For and on behalf of the Board	

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2012
1. SIGNIFICANT ACCOUNTING POLICIES
1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS:-

The Financial Statements are prepared under the Historical Cost Convention method in accordance with the generally accepted Accounting Principles and the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956.

1.2 USE OF ESTIMATES

The preparation of financial statements in conformity with generally accepted accounting principles (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosures of contingent liabilities on the date of financial statements and reported amounts of revenue and expenses for that year. Actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

1.3 REVENUE RECOGNITION

1.3.1 All Income & Expenditure are accounted for on accrual basis.

1.3.2 Provision for loss in respect of open equity derivative instruments as at the balance sheet date is made indexwise/ scrip wise. As a matter of prudence, any anticipated profit is ignored.

1.4 FIXED ASSETS

Fixed Assets are stated at cost less depreciation.

1.5 DEPRECIATION

Depreciation is provided on Fixed Assets on Straight Line method at the rates and in the manner specified in Schedule XIV to the Companies Act, 1956.

1.6 STOCK IN TRADE

Stock in trade is valued scrip-wise at cost or fair market value/realizable value whichever is lower.

1.7 INVESTMENTS

Non current/Long Term Investments are valued at cost. Provision for diminution in the value of Long term/Non current investments is made only if such a decline is other than temporary.

1.8 EMPLOYEE BENEFITS

1.8.1 Employee Benefits are recognized/accounted for on the basis of revised AS-15 detailed as under :-

1.8.2 Short Term Employee benefits are recognized as expense at the undiscounted amount in the Profit & Loss account of the year in which they are incurred.

1.8.3 Employee benefits under defined contribution plans comprise of contribution to Provident Fund and Superannuation. Contributions to Provident Fund are deposited with appropriate authorities and charged to Profit & Loss account. Contribution to Superannuation are funded with Life Insurance Corporation of India.

1.8.4 Employee Benefits under defined benefit plans comprise of gratuity and leave encashment which are accounted for as at the year end based on actuarial valuation by following the Projected Unit Credit (PUC) method. Liability for gratuity is funded with Life Insurance Corporation of India.

1.8.5 Termination benefits are recognized as an Expense as and when incurred.

1.8.6 The actuarial gains and losses arising during the year are recognized in the Profit & Loss account of the year without resorting to any amortization.

1.9 TAXATION

Tax expenses for the year comprises of Current tax and deferred tax charge or credit. The deferred Tax Asset and deferred Tax Liability is calculated by applying tax rates and tax laws that have been enacted or substantially enacted by the Balance Sheet date. Deferred Tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax law are recognised only if there is virtual certainty of its realisation. Other deferred tax assets are recognised only to the extent there is a reasonable certainty of realisation in future. Deferred Tax Assets/Liabilities are reviewed at each balance sheet date based on development during the year, further future expectations and available case laws to reassess realisation/ liabilities.

1.10 IMPAIRMENT OF FIXED ASSETS

Consideration is given at each balance sheet date to determine whether there is any indication of impairment of the carrying amount of the Company's Fixed Assets. If any indication exists, an asset's recoverable amount is estimated. An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value based on an appropriate discount factor.

Reversal of impairment losses recognized in prior years is recorded when there is an indication that the impairment losses recognized for the asset no longer exist or have decreased. However, the increase in carrying amount of an asset due to reversal of an impairment loss is recognized to the extent it does not exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognized for the assets in prior years.

1.11 CONTINGENCIES:

The company creates a provision when there is present obligation as result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, requires an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2012

The Previous year figures have been regrouped/reclassified, wherever necessary to conform to the Current Year's presentation

2. SHARE CAPITAL

Particulars	As at 31.03.2012 (in ₹)	As at 31.03.2011 (in ₹)
AUTHORIZED		
2,00,00,000 (2,00,00,000) Equity Shares of ₹10/- each.	200000000	200000000
50,00,000 (50,00,000) Redeemable Preference Shares of ₹10/- each	500000000	500000000
	250000000	250000000
ISSUED		
1,11,83,681 (1,11,83,681) Equity Shares of ₹ 10/- each.	111836810	111836810
	111836810	111836810
SUBSCRIBED & PAID UP		
1,10,62,731 (1,10,62,731) Equity Shares of ₹ 10/- each fully paid up.	110627310	110627310
	110627310	110627310
Less: Allotment money Receivable (Other than Directors)	586215	586215
	110041095	110041095

— Issued Share capital of the Company has only one class of shares referred to as equity shares having Par value of ₹ 10/. Each holder of Equity Shares is entitled to One vote per share.

— Reconciliation of the number of shares outstanding and Amount of Share Capital as on 31st March, 2012 & 31st March, 2011 is as under:

Particulars	As at 31.03.2012		As at 31.03.2011	
	Shares	Amount (₹)	Shares	Amount (₹)
Number of shares at the beginning	11062731	110041095	11062731	110041095
Number of shares at the end	11062731	110041095	11062731	110041095

— Particulars of Shares in the company held by each shareholder holding more than 5% shares:

Name of Shareholder	As at 31.03.2012		As at 31.03.2011	
	No. of Shares held	% of holding	No. of Shares held	% of holding
Lalit Bhasin	1871964	16.92	1871964	16.92
Merrygold Investments Ltd.	1507895	13.63	1507895	13.63

— In the event of the Liquidation of the company, the holder of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all Preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

3. RESERVES AND SURPLUS

Particulars	As at 31.03.2012 (in ₹)	As at 31.03.2011 (in ₹)
Capital Reserve-Opening balance	99875	99875
	99875	99875
Securities Premium Reserve-opening balance	182029190	182029190
Less: Allotment money receivable (Other than Directors)	1432491	1432491
	180596699	180596699
Statutory Reserve -Opening balance *	19763490	19663450
Add: Transferred from Surplus	0	100040
	19763490	19763490
Investment Allowance Reserve (Utilised Account)-opening balance **	2020864	2020864
Less: Transfer to Surplus	2020864	0
	0	2020864
Surplus -opening balance	-129065138	-129465300
Add: Net Profit/-Loss after tax transferred from Statement of Profit & Loss	-754054	500202
Add: Transfer from Investment Allowance Reserve (Utilised Account)	2020864	0
	-127798328	-128965098
Less: Transferred to Statutory Reserve	0	100040
Surplus-Closing balance	-127798328	-129065138
	72661736	73415790

(*) Created by way of transfer of specified percentage of profits as per section 451C of

Reserve Bank of India (Amendment) Act, 1997. Appropriation from Reserves shall be for the purposes as may be specified by Reserve Bank of India.

(**) Created in earlier years out of Profit and Loss account as per then prevailing provisions of Income tax act.

4. OTHER CURRENT LIABILITIES

Particulars	As at 31.03.2012 (in ₹)	As at 31.03.2011 (in ₹)
Expenses Payable	520053	299524
TDS Payable	30245	22050
Advances from Customers	16250000	28000000
	16800298	28321574

5. SHORT TERM PROVISIONS

Particulars	As at 31.03.2012 (in ₹)	As at 31.03.2011 (in ₹)
Leave encashment	214266	205949
Gratuity	24702	43165
Sub-standard and Doubtful Assets	9920840	12194498
	10159808	12443612

6. FIXED ASSET

(Amount in ₹)

Sr. No	Particulars	Gross Block				Depreciation				Net Block	
		As at 01st April, 2011	Addition during the year	Deduction during the year	At at 31st March, 2012	As at 01st April, 2011	For the year	Deduction/ Adjustments during the year	At at 31st March, 2012	As on 31.03.2012	As on 31.03.2011
	Tangible Assets										
1	Furnitures & Fixtures	46299	0	0	46299	10511	2931	0	13442	32857	35788
2	Vehicles	50533	0	0	50533	13061	4801	0	17862	32671	37472
3	Office Equipment	602430	0	0	602430	492908	28615	0	521523	80907	109522
4	Data Processing Machine	108265	0	0	108265	75229	17550	0	92779	15486	33036
5	Air conditioners	458000	0	0	458000	347974	21755	0	369729	88271	110026
	Total	1265527	0	0	1265527	939683	75652	0	1015335	250192	325844
	(Previous Year)	1265527	0	0	1265527	864031	75652	0	939683	325844	401496

7. NON CURRENT INVESTMENTS

Name of the Company	Face Value (₹)	As at 31.03.2012		As at 31.03.2011	
		Qty.(Nos.)	Amount (₹)	Qty.(Nos.)	Amount (₹)
(LONG TERM INVESTMENTS)-AT COST NON TRADE INVESTMENTS					
A. INVESTMENT IN EQUITY INSTRUMENTS (QUOTED)					
-FULLY PAID UP EQUITY SHARES					
CROMPTON GREAVES LIMITED	2	30750	50204	60750	99184
UNITECH LIMITED	2	361606	174047686	361606	174047686
TOTAL (A)		392356	174097890	422356	174146870
B. INVESTMENT IN PREFERENCE SHARES (UNQUOTED)					
FULLY PAID-UP REDEEMABLE PREFERENCE SHARE					
HB SECURITIES LIMITED (6% CUMULATIVE)	1000	5000	5000000	5000	5000000
TOTAL (B)		5000	5000000	5000	5000000
TOTAL (A+B) (LONG TERM/NON CURRENT INVESTMENTS)		397356	179097890	427356	179146870

Notes: As at 31.03.2012 (in ₹) As at 31.03.2011 (in ₹)

- 7.1 Aggregate Amount of Quoted Investments 174097890 174146870
 7.2 Market Value of Quoted Investments 14644285 31208675
 7.3 Aggregate Amount of Unquoted Investments 5000000 5000000
 7.4 Investments costing ₹ 174046870/- were lying as margin/pledged as at the year end (Previous Year ₹ 144492184/-).
 7.5 In the opinion of the Management, no Provision is required to be made for diminution amounting to ₹ 163651514 (Previous Year ₹ 159420723/-) in the value of Long term/Non current investments as the same is considered to be temporary.

8. DEFERRED TAX ASSETS

Particulars	As at 31.03.2012 (in ₹)	As at 31.03.2011 (in ₹)
Deferred Tax Assets		
Leave Encashment/gratuity	73841	80825
Fixed Assets	131279	142822
	205120	223647

9. LONG TERM LOANS AND ADVANCES

Particulars	As at 31.03.2012 (in ₹)	As at 31.03.2011 (in ₹)
(Unsecured, Considered Good)-Standard Security Deposits *		
	11573705	11573705
	11573705	11573705

*Includes to Related Party HB Estate Developers Ltd. ₹ 1,15,00,000/- (Previous year ₹ 1,15,00,000/-)

10. INVENTORIES

Particulars	As at 31.03.2012 (in ₹)	As at 31.03.2011 (in ₹)
Stock in trade (Shares/securities)	2645410	14109189
	2645410	14109189

S. No.	Name of the Company	Face Value (₹)	As at 31.03.2012		As at 31.03.2011	
			Qty.	Amount (₹)	Qty.	Amount (₹)
QUOTED FULLY PAID UP EQUITY SHARES						
1	Agrotech India Ltd.	10	40400	0	40400	0
2	Andhra Cement Co.Ltd.	10	550	0	550	0
3	Baroda Rayon Corp. Ltd.	10	7055	0	7055	0
4	B.A.G. Films & Media Ltd	2	0	0	40000	292000
5	Delta Corp. Ltd	1	0	0	32000	2411200
6	Digital World India Ltd	10	127900	0	127900	0
7	EIH Ltd.	2	573	8542	573	8543
8	Essar Oil Ltd	10	177	9478	177	22037
9	Graphite India Ltd	2	0	0	11500	1072950
10	Haryana Petro Ltd	10	1200	0	1200	0
11	Hotline Glass Ltd.	10	400	0	400	0
12	Jupitor Bioscience Ltd	10	0	0	4500	89325
13	Kalyan Sundram Cement Ltd.	10	8970	0	8970	0
14	K.S. Oils Ltd	1	0	0	22000	712800
15	Malanpur Steel Ltd.	10	1968	0	1968	0
16	Mansinghka Oil Products Ltd.	10	300100	0	300100	0
17	Mawana Sugar Ltd.	10	21590	289306	21590	476060
18	Modi Rubber Ltd.	10	5906	0	5906	0
19	Mohan Meakin Ltd.	5	800	0	800	0
20	Oswal Agro Mills Ltd.	10	192800	0	192800	0
21	P.N.B Gilts Ltd	10	0	0	20000	474000
22	Prakash Industries Ltd	10	50	1100	50	1100
23	Reliance Communications Ltd.	5	14	1176	14	1508
24	Reliance Industries Ltd.	10	28	1984	28	1985
25	Royal Orchid Hotels Ltd.	10	496	24155	496	32265
26	RRB Securities Ltd.	10	100000	2000000	100000	3450000
27	STI Granite Ltd.	10	60000	0	60000	0
28	Tanla Solutions Ltd	1	0	0	45000	753750
QUOTED PARTLY PAID UP EQUITY SHARES						
1	Baroda Rayon Corp Ltd.	10	3527	0	3527	0
2	Ceat Ltd.	10	650	0	650	0
3	Kalyan Sundram Cement Ltd.	10	182060	0	182060	0
4	Nahar International Ltd.	10	41300	0	41300	0
SUB TOTAL (A)			1098514	2335744	1273514	9799523
UNQUOTED FULLY PAID UP EQUITY SHARES						
1	Taurus Investment Trust Co. Ltd.	10	14380	149800	14380	149800
2	Harsai Investments Co. Ltd.	10	200000	0	200000	0
3	QR Properties Pvt. Ltd.	10	5900	59000	5900	59000



S. No.	Name of the Company	Face Value (₹)	As at 31.03.2012		As at 31.03.2011	
			Qty.	Amount (₹)	Qty.	Amount (₹)
UNQUOTED FULLY PAID-UP PREF.SHARES						
1	HB Tele Communications Ltd. (2% Non Cumulative)	10	10000	100000	10000	100000
UNQUOTED SHARE APPLICATION						
1	Core Telecom Pvt. Ltd.	10	250000	0	250000	0
2	Solid Portfolio Pvt. Ltd.	10	250000	0	250000	0
WITH MUTUAL FUND - (Unquoted)						
1	Taurus Mutual Fund-Libra Tax Shield-96	10	0	0	400000	4000000
2	UTI Master Gain	10	26100	866	26100	866
SUB TOTAL (B)			756380	309666	1156380	4309666
GRAND TOTAL (A + B)			1854894	2645410	2429894	14109189

11. TRADE RECEIVABLES

Particulars	As at 31.03.2012 (in ₹)	As at 31.03.2011 (in ₹)
Unsecured, Considered doubtful:		
Outstanding for more than 6months	8548664	10822322
	8548664	10822322

Note: Provision for Sub- Standard and doubtful assets has been separately shown in Note no. 5 (Short term Provisions) instead of netting it from the value of asset. This is being done as required in the Non Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions 2007.

12. CASH & CASH EQUIVALENTS

Particulars	As at 31.03.2012 (in ₹)	As at 31.03.2011 (in ₹)
Balances with Banks		
–In Current and Deposit Accounts	339029	1248046
Cash-on-Hand	353885	363885
	692914	1611931

13. SHORT TERMS LOANS AND ADVANCES

Particulars	As at 31.03.2012 (in ₹)	As at 31.03.2011 (in ₹)
Unsecured, Considered Good, Unless otherwise stated:		
Claim Recoverable-Doubtful	1372176	1372176
Recoverable from Employees	109324	56416
Prepaid Expenses	46788	38712
Advance Income Tax and TDS (Net of Provision)	5108454	4876699
	6636742	6344003

Note: Provision for Sub- Standard and doubtful assets has been separately shown in Note no. 5 (Short term Provisions) instead of netting it from the value of asset. This is being done as required in the Non Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions 2007.

14. OTHER CURRENT ASSETS

Particulars	As at 31.03.2012 (in ₹)	As at 31.03.2011 (in ₹)
Interest accrued but not due on Bank deposits	0	19110
Dividend Receivable	12300	45450
	12300	64560

15. REVENUE FROM OPERATIONS

Particulars	For the Year ended 31.03.2012 (in ₹)	For the Year ended 31.03.2011 (in ₹)
Profit/-Loss in Securities/Equity derivative dealings (Net)	-8824198	-883556
Profit/-Loss on Sale/Purchase of Shares and Valuation Profit/-Loss (Net)	6156385	-549870
Dividend Income (Gross) On Stock in trade	35941	208948
	-2631872	-1224478

16. OTHER INCOME

Particulars	For the Year ended 31.03.2012 (in ₹)	For the Year ended 31.03.2011 (in ₹)
Interest On Fixed Deposits with banks	46046	68082
Profit on sale of Long term/Non current investments	4563860	6456032
Dividend Income on Long term/Non current investments	73050	238971
Claim Received/Provision for doubtful receivables written back	2416957	0
	7099913	6763085

17. EMPLOYEE BENEFIT EXPENSES

Particulars	For the Year ended 31.03.2012 (in ₹)	For the Year ended 31.03.2011 (in ₹)
Salaries and Benefits	2262269	2126448
Contribution to Provident fund, E.S.I. and Gratuity fund	184959	230655
Staff welfare	34271	16511
	2481499	2373614

18. OTHER EXPENSES

Particulars	For the Year ended 31.03.2012 (in ₹)		For the Year ended 31.03.2011 (in ₹)	
Rent/Facility Charges		316608		316608
Vehicle Running and Maintenance		161179		126533
Insurance		7692		4344
Communication		369655		364081
Travelling and Conveyance		406439		456978
Printing and Stationery		171850		177497
Other Repairs and Maintenance		72748		2314
Depository and custodial		100300		50517
Legal and Professional		522795		560440
Advertisement & Publicity		56764		42203
Books and Periodicals		37538		41582
Listing fees		44120		33090
Miscellaneous		148443		154524
Auditors Remuneration				
–Audit Fees	42135		41363	
–Tax Audit Fees	16854		16545	
–Others	35297	94286	35297	93205
Directors Sitting Fees		136000		140000
		2646417		2563916

19. CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

- Income Tax demand disputed ₹ 13,13,42,090/- (Previous year ₹ 68,52,164/-) against which appeals are pending with appropriate authorities.
 - Claims against the company not acknowledged as debts ₹ 1,58,02,781/- (Previous Year ₹ 1,58,02,781/-)
 - Guarantees given on behalf of Related Parties:- ₹ 7,00,00,000/- (Previous Year ₹ 22,00,00,000/-)
- In the Opinion of the Management, the aforesaid guarantees had been given in view of overall long term business involvement/relation of the company with the aforesaid companies and the giving of aforesaid guarantees will not have any prejudicial impact on the company.

20. QUANTITATIVE DETAILS

Quantitative information in respect of securities traded in:

Particulars	Current Year		Previous Year	
	Qty. (Nos.)	Amount (₹)	Qty. (Nos.)	Amount (₹)
Opening Balance	2429894	14109189	2278866	9412654
Purchases/conversions	116000	3921207	611198	49009824
Sales/conversions	691000	21541369	460170	43763419
Closing Balance	1854894	2645410	2429894	14109189

21. RELATED PARTY TRANSACTIONS

21.1 List of related parties with whom transactions have taken place and relationship:

- Companies under direct or indirect common influence:
 - HB Securities Ltd.
 - HB Estate Developers Ltd.
 - RRB Master securities Delhi Ltd.
 - RRB Securities Ltd.
- Persons having direct/Indirect significant influence
 - Sh.Lalit Bhasin

21.2 Transaction during the financial year ended 31.03.2012 with related Parties as under.

Sr. No.	Nature of Transaction	Related Party Referred in (a) above	Related Party Referred in (b) above
1	Advance/Margin Paid	Nil (5500000)	Nil (Nil)
2	Advance/Margin Recovered	Nil (5500000)	Nil (Nil)



Sr. No.	Nature of Transaction	Related Party Referred in (a) above	Related Party Referred in (b) above
3	Sale of Securities through them	4612840 (7137731)	Nil (Nil)
4	Purchase of securities through them	Nil (Nil)	Nil (Nil)
5	Net derivative trading	8824198 (1017555)	Nil (Nil)
6	Dividend Received	Nil (100000)	Nil (Nil)
7	Rent Paid	316608 (316608)	Nil (Nil)
8	Depository Charges Paid	14065 (17428)	Nil (Nil)
9	Sitting Fees Paid	Nil (Nil)	48000 (50000)
10	Guarantee Given on their behalf	Nil (220000000)	Nil (Nil)
11	Outstanding as on 31.03.2012 - Receivables in respect of Security deposit paid for premises on rent - Outstanding Guarantee	11500000 (11500000) 70000000 (220000000)	Nil (Nil) Nil (Nil)

22 SEGMENT REPORTING

In the opinion of Management there are no separate reportable segments as per Accounting Standard Segment reporting (AS-17).

23 DISCLOSURE PURSUANT TO ACCOUNTING STANDARD-15

Defined Contribution Plan

Amount recognized as expense for defined contribution plans are as under: -

Particulars	Current Year	Previous Year	Head under which shown in Profit & Loss Account
Contribution to Provident Fund	1,71,302/-	1,45,982/-	Contribution to Provident fund and other fund.

Defined Benefit Plan

Movement in net liability

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	Current Year	Previous Year	Current Year	Previous Year
Present value of obligations as at beginning of the year (A)	7,96,226/-	6,75,715/-	2,05,949/-	1,97,819/-
Interest Cost (B)	63,698/-	54,057/-	18,021/-	15,782/-
Current service cost (C)	38,936/-	37,007/-	12,948/-	13,698/-
Benefits paid (D)	Nil	Nil	23,727/-	11,047/-
Actuarial loss/ (gain) on obligation (E)	(46,460/-)	29,447/-	1,075/-	(10,303/-)
Present value of obligations as at the end of the year (F=A+B+C-D+E)	8,52,400/-	7,96,226/-	2,14,266/-	2,05,949/-

The amounts recognized in the Balance Sheet and Profit & Loss Account are as follows :

Particulars	Gratuity (Funded)		Leave (Unfunded)	
	Current Year	Previous Year	Current Year	Previous Year
Present value of obligation (A)	8,52,400/-	7,96,226/-	2,14,266/-	2,05,949/-
Estimated fair value of plan assets (B)	8,27,698/-	7,53,061/-	Nil	Nil
Net Liability (C=A-B)	24702/-	43,165/-	2,14,266/-	2,05,949/-
Amounts in the Balance Sheet				
Liabilities	24702/-	43,165/-	2,14,266/-	2,05,949/-
Amount charged to Profit & Loss Account				
Current Service Cost	38,936/-	37,007/-	12,948/-	13,698/-
Interest Cost	63,698/-	54,057/-	18,021/-	15,782/-
Expected Return on Plan Asset	(67,824/-)	(62,169/-)	Nil	Nil
Actuarial(Gain)/Loss	(46,460/-)	29,447/-	1,075/-	(10,303/-)
	(11,650/-)	58,332/-	32,044/-	19,177/-
Head under which shown in the Profit & Loss account	Contribution to Provident Fund and other Fund		Salary & benefits	

The Actual Return on Plan Assets is as follows

Particulars	Gratuity	
	Current Year	Previous Year
Actual return on plan assets	67,824/-	62,169/-

Following are the Principal Actuarial Assumptions used as at the balance sheet date

Particulars	Gratuity	
	Current Year	Previous Year
Discount Rate	8%	8%
Expected Rate of Return on Plan Assets	9%	9%
Salary Escalation Rate	6%	6%

A reconciliation of the opening and closing balances of the fair value of plan assets :

Sl. No.	Particulars	Gratuity	
		Current Year	Previous Year
	Opening Fair Value of Plan Assets	7,53,061/-	6,90,882/-
i)	Expected Return on Plan Assets	67,824/-	62,169/-
ii)	Actuarial Gains / (Losses)	Nil	Nil
iii)	Contribution by the Employer	Nil	Nil
iv)	Benefits Paid	Nil	Nil
v)	Contribution	6,813/-	Nil
	Closing Fair Value of Plan Assets	8,27,698/-	7,53,061/-

24 Disclosure pursuant to Accounting Standard AS-19 for Leases: - Operating Lease

a) Particulars of the minimum lease payments under Operating Lease:-

Not Later than One year ₹ 3,16,608/- (Previous Year ₹ 3,16,608/-)

Later than one year but not ₹ NIL/- (Previous Year ₹ NIL/-)

Later than five years

Later than five years ₹ NIL/- (Previous Year ₹ NIL/-)

b) Minimum lease payments recognised in the statement of profit & loss account during the year ended 31st March 2012 is ₹ 3,16,608/- (Previous Year ₹ 3,16,608/-).

c) General description of the lease arrangement.

The lease is for an initial period of 3 years, which may be renewal for further period as may be mutually agreed upon.

Restrictions imposed by lease arrangement:-

- The Lessee shall not sublet or otherwise part with possession of a part or whole of the premise without the previous consent in writing of the lessor.

- The lessee shall use the premises for commercial purposes only.

25 Due to Micro, Small and Medium Enterprises

To the extent information available with the company, it has no dues to the Micro, Small and medium enterprises as at 31st March, 2012 and 31st March, 2011.

26 Earning per share pursuant to Accounting Standard (AS-20) "Earning Per Share"

Particulars	Current Year (₹)	Previous Year (₹)
Net Profit/(Loss) as Per Statement of Profit and Loss attributable to Equity Shareholders.	-754054	500201
Earning Per Share (face value of ₹10 each)		
Weighted Average Nos. of Equity Share Outstanding	11062731	11062731
Basic and diluted Earning per share (₹)	-0.07	0.05

27 Disclosure relating to outstanding derivative exposures in securities :-

a) Shares/securities having book value of ₹ 174046870 /-(Previous year ₹ 144492184/-) were given as margin at the year end.

b) Detail of Open Interest in Equity Stock Futures Contracts as at the year-end 31.03.2012

Name of Equity Stock Future	No. of Contracts	Units(In Nos.) Long	Units(In Nos.) (Short)
Crompton Greaves	Nil (32)	Nil (32000)	Nil (Nil)
IFCI	Nil (7)	Nil (28000)	Nil (Nil)
JP Associates Ltd	Nil (5)	Nil (10000)	Nil (Nil)
M.R.P.Ltd	Nil (10)	Nil (40000)	Nil (Nil)
Praj Industries	Nil (3)	Nil (12000)	Nil (Nil)
United Phosphorus Ltd.	Nil (2)	Nil (4000)	Nil (Nil)

28. Schedule as required in terms of Paragraph 13 of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007

(₹ in lakhs)

S. No.	Particulars		
	Liabilities side :		
(1)	Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:	Amount outstanding	Amount overdue
	(a) Debentures : Secured	Nil	Nil
	: Unsecured	(Nil)	(Nil)
	(other than falling within the meaning of public deposits)	Nil	Nil
	(b) Deferred Credits	Nil	Nil
		(Nil)	(Nil)
	(c) Term Loans	Nil	Nil
		(Nil)	(Nil)
	(d) Inter-corporate loans and borrowing	Nil	Nil
		(Nil)	(Nil)
	(e) Commercial Paper	Nil	Nil
		(Nil)	(Nil)
	(f) Public Deposits	Nil	Nil
		(Nil)	(Nil)
	(g) Other Loans (specify nature)		
(2)	Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):		
	a) In the form of Unsecured debentures	Nil	Nil
		(Nil)	(Nil)
	b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	Nil	Nil
		(Nil)	(Nil)
	c) Other public deposits	Nil	Nil
		(Nil)	(Nil)
	Assets side :		
(3)	Break-up of Loans and Advances including bills receivables [other than those included in (4) below] :	Amount outstanding *	
	(a) Secured	-	
		(-)	
	(b) Unsecured	117.42	
		(117.14)	
	*Net of Provisions		
(4)	Break-up of Leased Assets and stock on hire and hypothecation loans counting towards EL/HP activities		
(i)	Lease assets including lease rentals under sundry debtors :		
	(a) Financial lease	-	
		(-)	
	(b) Operating lease	-	
		(-)	
(ii)	Stock on hire including hire charges under sundry debtors :		
	(a) Assets on hire	-	
		(-)	
	(b) Repossessed Assets	-	
		(-)	
(iii)	Hypothecation loans counting towards EL/HP activities		
	(a) Loans where assets have been repossessed	-	
		(-)	
	(b) Loans other than (a) above	-	
		(-)	
(5)	Break-up of Investments :		
	Current Investments *		
	1. Quoted :		
	(i) Shares : (a) Equity	23.36	
		(98.00)	
	(b) Preference	Nil	
		(Nil)	
	(ii) Debentures and Bonds	-	
		(-)	
	(iii) Units of mutual funds	-	
		(-)	
	(iv) Government Securities	-	
		(-)	
	(v) Others (please specify)	-	
		(-)	
	2. Unquoted :		
	(i) Shares : (a) Equity	2.09	
		(2.09)	
	(b) Preference	1	
		(1)	
	(ii) Debentures and Bonds	-	
		(-)	
	(iii) Units of mutual funds	Nil	
		(40.00)	

(iv) Government Securities	-		
(v) Others (please specify)	(-)		
	(-)		
Long Term investments			
1. Quoted :			
(i) Shares : (a) Equity	1740.98		
	(1741.46)		
(b) Preference	Nil		
	(Nil)		
(ii) Debentures and Bonds	-		
	(-)		
(iii) Units of mutual funds	-		
	(-)		
(iv) Government Securities	-		
	(-)		
(v) Others (please specify)	-		
	(-)		
2. Unquoted :			
(i) Shares : (a) Equity	-		
	(-)		
(b) Preference	50.00		
	(50.00)		
(ii) Debentures and Bonds	-		
	(-)		
(iii) Units of mutual funds	-		
	(-)		
(iv) Government Securities	-		
	(-)		
(v) Others (please specify)	-		
	(-)		
(6) Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances :			
Category	Amount net of provisions		
	Secured	Unsecured	Total
1. Related Parties	-	-	-
(a) Subsidiaries	-	-	-
(b) Companies in the same group	-	-	-
(c) Other related parties	-	115.00	115.00
	(-)	(115.00)	(115.00)
2. Other than related parties	-	2.42	2.42
	(-)	(2.14)	(2.14)
Total	-	117.42	117.42
	(-)	(117.14)	(117.14)
* Stock-in-Trade			
(7) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):			
Category	Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)	
1. Related Parties **			
(a) Subsidiaries	-		-
	(-)		(-)
(b) Companies in the same group	50.00		50.00
	(50.00)		(50.00)
(c) Other related parties	20.00		20.00
	(34.50)		(34.50)
2. Other than related parties	153.54		1747.43
	(522.20)		(1848.05)
Total	223.54		1 817.43
	(606.70)		(1932.55)
(8) Other information			
Particulars	Amount		
(i) Gross Non-Performing Assets			-
(a) Related parties			(-)
(b) Other than related parties			99.21
			(121.95)
(ii) Net Non-Performing Assets			-
(a) Related parties			(-)
(b) Other than related parties			(-)
(iii) Assets acquired in satisfaction of debt			(-)

Note: Figures in bracket represent previous year figures.

As per our Report attached on even date
For P. BHOLUSARIA & CO.
 Chartered Accountants
 FRN : 000468N

For and on behalf of the Board
Amit Goel
 Partner
 (M. No. 92648)

C. P. Singh
 Chief Financial Officer

Anil Goyal
 Managing Director

Lalit Bhasin
 Chairman

Place : Gurgaon
Date : 28-05-2012
Anu Suri
 Company Secretary

Folio No.

(To be filled in by the Shareholder)

No. of Shares



HB LEASING AND FINANCE COMPANY LIMITED PROXY FORM

I/We of.....

.... being a member(s) of **HB LEASING AND FINANCE COMPANY LIMITED**, hereby appoint.....

..... of ...

..... or failing him/her of ..

..... as my/our proxy

to attend and vote for me/us on my/our behalf at the 29th Annual General Meeting of the Company to be held on Wednesday, 29th day of August, 2012 and at any adjournment thereof. As witness my hand/our hands this day of 2012.

Client Id :

DP ID :

Signed by the Said :



NOTE : The proxy must be deposited at the Registered Office of the Company at Plot No. 31, Echelon Institutional Area, Sector - 32, Gurgaon - 122 001 (Haryana) not less than 48 hours before the time of holding the Meeting.



HB LEASING AND FINANCE COMPANY LIMITED ATTENDANCE SLIP

29th ANNUAL GENERAL MEETING

Time : 12.30 P.M., Wednesday, 29th day of August, 2012

Place : GIA House, I.D.C. Mehrauli Road, Opp. Sector - 14, Gurgaon - 122 001, Haryana

FULL NAME OF THE FIRST SHAREHOLDER.....

Joint Shareholders, if any.....

Father's/Husband's Name

Address in full.....

FULL NAME(S) OF THE PERSON ATTENDING THE MEETING AS A PROXY/SHAREHOLDER(S)
.....

I/We hereby record my presence at the 29th Annual General Meeting held on 29th August, 2012 at 12.30 P.M. GIA House, I.D.C. Mehrauli Road, Opp. Sector - 14, Gurgaon - 122 001, Haryana

Folio No. : No. of Shares :

Client ID :

DP ID :

Signature.....

Members may please note that the Auditorium Authorities do not permit carrying of bags/articles/snack packets etc. inside the meeting hall. The Company will not make any arrangements for safe keeping of articles etc. outside the Hall. Members may make their own arrangements which shall be solely at their risk and cost and the Company will in no way be responsible for any loss/theft of articles etc.

BOOK POST

If Undelivered please return to :-



HB LEASING AND FINANCE COMPANY LIMITED

Plot No. 31, Echelon Institutional Area,
Sector-32, Gurgaon - 122 001, Haryana

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