



NOTICE

NOTICE is hereby given that the Twenty Seventh Annual General Meeting of the Members of **THE FIRST CUSTODIAN FUND (INDIA) LIMITED** will be held on Saturday, 3rd August, 2013 at the Registered Office of the Company at 11, Camac Street, Kolkata 700 017 at 11.00 a.m.

ORDINARY BUSINESS

- 1) To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2013, Audited Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
- 2) To appoint a Director in place of Mr. Manish Banthia who retires by rotation and being eligible offers himself for re-appointment.
- 3) To re-appoint M/s. Paresh D. Shah & Co., as Statutory Auditors of the Company and to fix their remuneration.

By Order of the Board of Directors
For **THE FIRST CUSTODIAN FUND (INDIA) LTD.**

Registered Office:
11, Camac Street,
Kolkata 700 017.

Sushil Mantri
Director

Place: Mumbai
Date: 30th May, 2013

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY FORM IS ENCLOSED ALONG WITH THIS NOTICE.
2. The Proxy Form, in order to be effective, should be duly completed, stamped and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
3. For the convenience of the shareholders, Attendance Slip is annexed to this notice. Shareholders/Proxy Holders are requested to fill in and affix their signatures at the space provided therein and surrender the same at the venue.
4. The Register of Members and Share Transfer Register of the Company will remain closed from Monday, 29th July, 2013 to Saturday, 3rd August, 2013 (both the days inclusive).
5. Corporate Members intending to send their authorized representatives at the Meeting are requested to send a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Members are requested to immediately notify any change of address to their Depository Participants (DPs) in respect of their holdings in electronic form and to the Secretarial department at the Registered Office of the company or to the Registrar and Transfer Agents in respect of their holding in physical form. Members are further requested to intimate any changes in bank account details to their respective DPs.
8. As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies of the Annual Report.
9. All the shareholders are requested to register their E-Mail id with the Sharex Dynamic (India) Private Limited for the purpose of service of documents under Section 53 of the Companies Act, 1956 by E-mode instead of under posting certificate (UPC) in view of Circular No. 17/95/2011 CL-V.

DIRECTOR'S REPORT

To
The Members,

Your Directors present herewith the Twenty Seventh Annual Report of your Company together with the Audited Accounts for the year ended 31st March, 2013.

1. <u>FINANCIAL RESULTS</u>	(Rs. in Lacs)	
	Year Ended <u>31/03/2013</u>	Year Ended <u>31/03/2012</u>
Gross Income	54.61	65.32
Total Expenditure	28.10	32.74
Interest Expenses	2.31	0.01
Gross Profit	24.20	32.57
Depreciation	0.71	1.03
Profit / (Loss) Before Tax	23.49	31.54
Less : Income Tax	7.00	10.00
Less/Add : Deferred Tax	0.27	0.19
Less/Add : Income Tax Paid – W/ Off	8.92	5.99
Net Profit / (Loss) After Tax	25.68	15.74
Add : Profit brought forward from previous year	759.84	744.09
 APPROPRIATIONS		
Profit Carried Forward to Balance Sheet	785.53	759.83

2. DIVIDEND

Your Directors do not recommend dividend for the financial year ended 31st March, 2013, in order to conserve the resources of the Company.

3. OPERATIONS

The Company has earned Rs. 54.61 Lacs from operations. The Company hopes to achieve good result, baring unforeseen circumstances.

4. DIRECTORS

Mr. Manish Banthia retires by rotation at the forthcoming Annual General Meeting and being eligible offers himself for re-appointment.

5. CONSERVATION OF ENERGY, TECHNOLOGICAL ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The disclosures in terms of Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, (**Referred to as the rules**) are as follows:

A. Conservation of Energy :

The Company is not engaged in any manufacturing activity.

Hence, the Company has not taken any energy conservation measures. There are no additional investments and proposals, for reduction of consumption of energy. The

Company does not fall within the category of list of industries mentioned in Schedule forming part of the rules. Hence, no disclosures are required to be given in Form A as annexed to the rules.

B. Technology Absorption:

The Company has not deployed any Research and Development facility or absorbed any technology.

Hence, no disclosures are required to be given in Form B as annexed to the rules.

C. Foreign Exchange Earning and Outgo:

Foreign Exchange Earnings/Outgo:	Rs. in Millions
Foreign Exchange Earned	NIL
Foreign Exchange Outgo	NIL

Note: The Company has not engaged into any activities relating to exports.

6. FIXED DEPOSITS

The Company has not accepted any deposits from the public.

7. PARTICULARS OF EMPLOYEES

Particulars of Employees as required under Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975, as amended is not given as there was no employee drawing salary as per the limits prescribed in the said Section and Rules.

8. LISTING OF EQUITY SHARES

The Company's equity shares are listed on The Bombay Stock Exchange Limited. The Company has paid listing fees for the year ended 2013-14 with the Exchange.

9. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement Under Section 217 (2AA) of the Companies Act, 1956 with respect to the Directors Responsibilities Statement, it is hereby confirmed;

- i) That in the preparation of the Annual Accounts for the financial year 31st March, 2013, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- ii) That the Directors have selected such accounting policies and applied them consistently and made judgment 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 year and of the profit or loss of the Company for the year under review.
- iii) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) That the Directors have prepared the Accounts for the financial year ended 31st March, 2013 on a going concern basis.

10. COMPLIANCE CERTIFICATE

In terms of subsection (1) of section 383A read with The Companies (Compliance Certificate) Rules, 2001, the Company has obtained the Compliance Certificate from M/s. P. P. Shah & Co., Practising Company Secretary and is attached to this Report.

11. AUDITORS

M/s. Paresh D. Shah & Co., Chartered Accountants retire at the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment. The Company has received a certificate from them to the effect that their re-appointment, if made would be within the prescribed limits specified under Section 224(1B) of the Companies Act, 1956.

12. ACKNOWLEDGMENT

The Board wishes to acknowledge and appreciate all its customers, employees and bankers for their continuous support to the Company.

**By Order of the Board of Directors
For THE FIRST CUSTODIAN FUND (INDIA) LTD.**

Place: Mumbai
Date: 30th May, 2013

**Sushil Mantri
Director**

FORM [SEE RULE 3]

Co. No. : 21 – 38900

Auth. Capital: Rs. 6 Crores

COMPLIANCE CERTIFICATE

To The Members,
The First Custodian Fund (India) Limited

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

1. The company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions and the rules made thereunder and all entries therein have been duly recorded.
2. The company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies or other authorities within the time prescribed under the Act and the rules made thereunder.
3. The company is a public limited company, hence, the restriction clauses as provided in section 3(1)(iii) of the Companies Act, 1956, is not applicable.
4. During the financial year, the Board of Directors duly met 6 times i.e. on 2nd April, 2012, 30th May, 2012, 6th August, 2012, 9th November, 2012, 26th December, 2012 and 8th February, 2013 in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed.

The Company has constituted Shareholders / Investor Grievances Committee consisting of some Board Members. During the financial year the Committee met 4 times i.e. 30th May, 2012, 6th August, 2012, 9th November, 2012 and 8th February, 2013 in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed.

5. During the financial year, the company has closed its Register of Members and Share Transfer Register from 24th September, 2012 to 29th September, 2012 after complying the provisions of section 154 of the Companies Act, 1956.
6. The annual general meeting for the financial year ended on 31st March, 2012 was held on 29th September, 2012 after publishing notice in newspapers by the company and the resolutions passed there at were duly recorded in Minutes Book maintained for the purpose.
7. No extra ordinary general meeting was held during the financial year.
8. The company has not advanced any loans to its directors and/or persons or firms or companies referred in the section 295 of the Act.
9. The company has not entered into any contracts falling within the purview of section 297 of the Act.

10. The company has made necessary entries in the Register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members or Central Government, as the case may be.
12. The Shareholders / Investors Grievances Committee approves the issue of duplicate share certificates from time to time.
13. The Company has:
 - (i) not made any allotment of securities during the financial year. 10,62,155 equity shares representing 70.81 % of the shares of the Company are dematerialized and 4,37,845 equity shares representing 29.19 % of the shares of the Company are in physical form. The transfer/transmission of shares in dematerialised form is through depositories mechanism. The transfer/transmission of physical shares is duly executed by the Company's appointed Registrar and Share Transfer Agent, M/s. Sharex Dynamic (India) Private Limited. The Shareholders/Investors Grievances Committee takes on record all the physical share transfers from time to time and resolves any investor grievances with respect to non-transfer of shares through depository mode.

Further, all the share certificates lodged for transfers/transmission are duly delivered to the shareholders in accordance with the provisions of the Act.
 - (ii) not deposited any amount in a separate bank account as no dividend was declared during the financial year.
 - (iii) not posted warrants to any member of the company, as no dividend was declared during the financial year.
 - (iv) no unpaid dividend, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid and as are required to be transferred to Investor Education and Protection Fund.
 - (v) duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the company is duly constituted. There was no appointment of additional directors, alternate directors and directors to fill casual vacancy during the financial year.
15. The company is not required to appoint any Managing Director / Whole Time Director / Manager during the financial year.
16. The company has not appointed any sole-selling agents during the financial year.
17. The company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar or such other applicable authorities as may be prescribed in the Act during the year under review.
18. The directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
19. The company has not issued any shares/debentures/other securities during the financial year.

20. The company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or debentures during the financial year.
22. There were no transaction necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The company has not invited/ accepted any deposits including any unsecured loans falling within the purview of Section 58A during the financial year.
24. The company has not borrowed any amount during the financial year.
25. The company has not made any loans or given guarantees or provided securities to other bodies corporate and consequently no entries are made in the Register kept for the purpose. The company has made investments in other bodies corporate and the necessary entries in respect of same have been made in the register kept for the purpose.
26. The company has not altered the provisions of the memorandum with respect to situation of the company's registered office from one state to another during the year under scrutiny.
27. The company has not altered the provisions of the memorandum with respect to the objects of the company during the year under scrutiny.
28. The company has not altered the provisions of the memorandum with respect to name of the company during the year under scrutiny.
29. The company has not altered the provisions of the memorandum with respect to share capital of the company during the year under scrutiny.
30. The company has not altered its articles of association during the financial year.
31. There was no prosecution initiated against or show cause notices received by the company during the financial year for offences under the Act.
32. The company has not received any money as security from its employees during the financial year under certification as per provisions of section 417(1) of the Act.
33. The company was not required to deposit both employee's and employer's contribution to Provident Fund with prescribed authorities pursuant to section 418 of the Act.

For P. P. SHAH & CO.

(PRADIP C. SHAH)

Practising Company Secretary
Partner

Membership No. 1483
Certificate Practice 436

Place: Mumbai
Date: 30th May, 2013

Annexure A

Registers as maintained by the Company

1. Register of Members u/s. 150.
2. Register of Transfers
3. Register of Directors, Managing Director, Manager and Secretaries u/s. 303.
4. Register of Contracts with the Companies and firms in which directors are directly or indirectly interested u/s. 301.
5. Register of Director's Shareholding u/s. 307.
6. Minutes of the Annual General Meeting/Extra Ordinary General Meeting and Board Meeting under section 193.
7. Register of Charges
8. Register of Investments.
9. Register of Fixed Assets.

Note: Since, 70.81 % of the shares of the Company are in dematerialized format, the register of beneficial owners as per Section 11 of Depositories Act, 1996 is maintained by the concerned Depository.

Annexure B

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending on 31st March, 2013.

1. Form No. 23AC – XBRL containing the Balance Sheet and Form No. 23ACA – XBRL containing the Profit & Loss Account for the year ended 31st March, 2012 was filed as per Section 220 of the Act with the Registrar of Companies, West Bengal, on 26th November, 2012.
2. Form No. 66 containing the Compliance Report of M/s. P. P. Shah & Co. for the year ended 31st March, 2012, was filed as per Section 383A of the Act with the Registrar of Companies, West Bengal on 6th October, 2012.
3. Form No. 20B containing the Annual Return as per Schedule V of the Act as on the date of Annual General Meeting held on 29th September, 2012 was filed as per Section 159 of the Act with the Registrar of Companies, West Bengal, on 6th October, 2012.

For P. P. SHAH & CO.

(PRADIP C. SHAH)

Practising Company Secretary

Partner

Membership No. 1483

Certificate Practice 436

Place: Mumbai

Date: 30th May, 2013

INDEPENDENT AUDITORS' REPORT For the year ended March 31, 2013

To the Members,

THE FIRST CUSTODIAN FUND (I) LTD

Report on the Financial Statements

1. We have audited the accompanying financial statements of **The First Custodian Fund(I) Ltd.**, which comprise the Balance Sheet as at March 31, 2013 and the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and Significant Accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

2. Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting 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 fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

3. 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 of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. 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.

Opinion

4. In our opinion, and to the best of our information and according to the explanations given to us, the said accounts read with the of Significant Accounting Policies and Other Explanatory Information thereon, 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 March 31, 2013,
 - ii. In the case of the Statement of Profit & Loss of the profit for the year ended on that date, and
 - iii. In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

5. As required by the Companies' (Auditor's Report) Order, 2003, as amended, issued by the Central Government in terms of Section 227(4A) of the Companies Act, 1956, we enclose in the Annexure a Statement, on the basis of such checks as we considered appropriate and the information and explanations given to us, on the matters specified in paragraph 4 of the said Order.



THE FIRST CUSTODIAN FUND (INDIA) LTD.

6. As required by Section 227(3) of the Act, we report that:

- i. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
- ii. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of such books.
- iii. The Balance Sheet, Statement of Profit & Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account.
- iv. In our opinion, the Balance Sheet, Statement of Profit & Loss and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956.
- v. **On the basis of the written representation received from the Directors of the Company and taken on record by the Board of Directors, we report that 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.**

Mumbai
Dated : 29.5.2013

FOR PARESH D. SHAH & CO.
Chartered Accountants
(Firm Reg. No.107500W)

P. D. Shah
Proprietor
M. No. 40648



Annexure referred to in paragraph 5 of the Auditors' Report of even date to the members of THE FIRST CUSTODIAN FUND (I) LTD. on the accounts for the year ended March 31, 2013.

- (i) (a) The Company is maintaining proper records to show full particulars, including quantitative details and situation of fixed assets.
- (b) As explained to us, the Company has a programme of physical verification of fixed assets which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with such programme, the management has physically verified fixed assets of significant value during the year and no material discrepancies were noticed on such verification.
- (c) The fixed assets have not been revalued during the year.
- (ii) (a) The company is an investor in shares and also trades in futures & options. Hence the clauses related to inventories is not applicable. However, the share as per books & as per demat statements are regularly verified by the management and any major discrepancies are properly dealt with.
- (b) On the basis of the examination of investments records we are of the opinion that the valuation of the share is fair and in accordance with normally accepted accounting principles. The valuation of Investment is at cost.
- (c) The Company is maintaining proper records of inventory. The discrepancies noticed on verification between physical inventories and book records were not material in relation to the size of operations of the Company and the same have been properly dealt with in the books of account.
- (iii) (a) As per the information furnished, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956.
- (b) Accordingly, Clause (iii)(b) relating to the rate of interest and terms and conditions being prima facie prejudicial to the Company, Clause (iii)(c) relating to regularity of receipt of principal amount and interest and Clause (iii)(d) relating to steps taken for recovery of overdue principal and interest of more than rupees one lakh, are not applicable.(e
- (e) As per information furnished, the Company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Act.
- (f) Accordingly, Clause (iii) (f) relating to the rate of interest and other terms and conditions being prima facie prejudicial to the interest of the Company and clause (iii) (g) relating to the repayment of such loans are not applicable.
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Company and the nature of its business with regard to purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, no major weakness has been noticed in the internal control system.

- (v) (a) Based on the audit procedures applied by us and according to the information and explanations provided to us, we are of the opinion that the particulars of contracts or arrangements referred to in Section 301 of the Act have been entered in the register required to be maintained under that Section; and
- (b) According to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements entered in the Register maintained under Section 301 of the Companies Act, 1956 and exceeding the value of rupees five lakhs in respect of each party during the year, have been made at prices which are reasonable, having regard to prevailing market prices at the relevant time, wherever applicable.
- (vi) In our opinion and according to the information and explanations given to us, the Company has complied with the Section 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed thereunder and the directives issued by the Reserve Bank of India, wherever applicable, with regard to the deposits accepted from the public.
- (vii) In view of the internal controls existing in the company, the company did not find it necessary to have a formal internal Audit system during the year.
- (viii) As informed, the company is not required to maintain any cost records prescribed by the Central Government under (d) of sub-section (l) of section 209 of the Act.
- (ix) (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Income tax wealth Tax, Service Tax, Provident fund and other material statutory Dues applicable to it. As informed, statutory dues in the nature of Employees State insurance, investor Education & Protection fund, Sales tax, Custom duty, Excise duty and Cess are not applicable to the company. According to the information and explanation given, no undisputed amount payable in respect of Income-tax. Wealth tax, service tax, sales tax, Custom Duty, Excise Duty and Cess were in arrears as at 31/3/2013 for a period of more than six months from the date they became payable.
- (b) According to the information and explanation given, there are no dues of Income-Tax / Sales Tax / Service Tax / Custom Duty / Excise Duty / Cess which have been deposited on account of any dispute.
- (x) The Company doesnot have accumulated losses at the end of the financial year and not incurred cash losses during the financial year and in the immediately preceding financial year.
- (xi) As per the information and explanation given to us, the Company has not defaulted in the repayment of dues to the Bank during the year.
- (xii) Based on our examination of the records and 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
- (xiii) Clause (xiii) of the Order is not applicable to the Company as it is not a chit fund or nidhi / mutual benefit fund / society.

THE FIRST CUSTODIAN FUND (INDIA) LTD.



- (xiv) The Company has maintained proper records of the transactions and contracts in respect of dealing or trading in shares, securities and timely entries have been made there in. The shares, securities, & other investments have been held by the company in its own name except to the extent of the exemption granted under section 49 of the Act.
- (xv) In our opinion and according to information and explanation given, the company has not given guarantees for loans taken by other from banks or financial institutions.
- (xvi) According to the information and explanations given, the company has not raised any term loans which were applied for the purpose for which they were raised.
- (xvii) According to the information and explanations given and on an overall examination of the balance sheet of the company, we report that no funds raised on short-term basis have been used for long- term investment.
- (xviii) The Company has not made preferential allotment of shares during the year to parties and companies covered in the register maintained under section 301 of the Act.
- (xix) According to the information and explanation given, the company has not issued any debentures. Accordingly, the provision of clause 4(xix) of the Order is not applicable to the company.
- (xx) The Company has not raised any money through public issue during the year.
- (xxi) Based upon the audit procedures performed and information and explanations given, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

Mumbai
Dated : 29.5.2013

FOR PARESH D. SHAH & CO.
Chartered Accountants
(Firm Reg. No.107500W)

P. D. Shah
Proprietor
M. No. 40648

THE FIRST CUSTODIAN FUND (INDIA) LTD.



BALANCE SHEET AS AT 31st MARCH 2013

PARTICULARS	Note No.	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
I. Equity and Liabilities			
(1) Shareholders' fund			
(a) Share Capital <i>5% Shareholding</i>	2	15000000	15000000
(b) Reserve and Surplus	3	82159385	79591155
(2) Current Liabilities			
(a) Trade Payables	4	35490934	41852303
(b) Other current Liabilities	5	142550	245902
(c) Short-term provisions	6	2712083	3512745
Total		135504951	140202105
II. (1) Non-current Assets			
(a) Fixed Assets <i>used for</i>			
(i) Tangible assets	7	233281	304160
(ii) Intangible assets			
(iii) Capital work -in-progress			
(iv) Intangible assets under development			
(b) Non-current investment			
(c) Deferred tax Assets(Net)		1239942	1213120
(d) Long-term loans and advances			
(e) Other non-current assets			
(2) Current Assests			
(a) Current Investments			
(b) Investment	8	32725598	32417487
(c) Trade Receivables	9	44749512	50590084
(d) Cash and cash equivalents	10	33467307	39494107
(e) Short-term loans and advances	11	23089311	16183146
(f) Other current asstes			
Total		135504951	140202105
notes on accounts	1		

AS PER OUR ATTACHED REPORT OF EVEN DATE

For **PARESH D SHAH & CO**
CHARTERED ACCOUNTANTS

FOR AND ON BEHALF OF THE BOARD

(CA. PARESH D SHAH)

DIRECTORS

(Proprietor)
M No: 40648
FR No. 1075000W
PLACE : MUMBAI
DATE : 29-05-2013

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH 2013

PARTICULARS	note no.	CURRENT YEAR RS.	PREVIOUS YEAR RS.
<u>INCOME</u>			
INTEREST		2,444,835 ✓	2,359,957 ✓
DIVIDEND		201,436 ✓	261,579 ✓
INCOME FROM OPERATION		642,864 ✓	1,610,083 ✓
MUTUAL FUND		7,529 ✓	13,287 ✓
SPECULATION GAIN		20	
INTEREST ON INCOME TAX REFUND			26,480
F & O PROFIT		2,165,063	2,260,980
		5,461,746	6,532,366
<u>EXPENSES</u>			
PAYMENT TO EMPLOYEES	12	1,245,721	1,033,169
ADMINISTRATIVE & OTHER EXP.	13	1,564,281	2,240,771 ✓
FINANCIAL EXPENSES		231,395	746
DEPRECIATION	7	70,879	102,969
		3,112,276	3,377,655
PROFIT/(LOSS) Before Tax Rs.		2,349,470	3,154,711
Current Tax		(700,000)	(1,000,000)
Defferred Tax Assets		26,822	19,053
Income Tax Paid-W/off/Provision Add Back		891,938	(599,085)
PROFIT/(LOSS) After Tax Rs.		2,568,230	1,574,680
BALANCE B/F FROM PREVIOUS YEAR		75,984,597	74,409,917
PROFIT AVAILABLE FOR APPROPRIATION		78,552,827	75,984,597
NOTES ON ACCOUNTS	1		
EARNING PER SHARE (Face Value Rs.10/- Per Share)		1.71	1.05

AS PER OUR ATTACHED REPORT OF EVEN DATE

For **PARESH D SHAH & CO**
CHARTERED ACCOUNTANTS

FOR AND ON BEHALF OF THE BOARD

(CA. PARESH D SHAH)
(Proprietor)
M No: 40648
FR No. 1075000W
PLACE : MUMBAI
DATE : 29-5-2013

DIRECTORS

NOTE 1 – Notes Forming Part of Accounts Year Ended 31.3.2013

A. Significant Accounting Policies

1. Basis of Accounting

The financial statements have been prepared under the historical cost convention and on accrual basis in compliance with all material aspect of the applicable Accounting Standards in India and the relevant provisions of the Companies Act, 1956, except otherwise mentioned, the accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

2. Revenue Recognition

- a. Revenue from Broking income is recognised on completed contract method.
- b. Dividend income is accounted on receipt basis.
- c. Option premium Income is booked after the same is actually realised.

3. Expenditure

Expenses are accounted on accrual basis and provisions are made for all known losses and liabilities.

4. Fixed Assets

Fixed Assets are stated at cost less depreciation / Impairment losses, if any. Cost includes cost of purchase and other cost attributable to bringing the assets to working condition for intended use.

5. Depreciation

Depreciation is provided on pro rata basis using written down value method at the rate specified under Schedule XIV to the Companies Act 1956. Depreciation on assets added/ disposed during the year is provided with reference to the date of addition/ disposal.

6. AS-28 Impairment of Assets

The carrying amounts of assets are reviewed at each Balance Sheet date for any indication of impairment based on internal/external factors. An asset is treated as impaired when the carrying cost of the assets exceeds its recoverable value.

7. Foreign Currency Translation

Transactions in foreign currency (if any) are recorded at the rate of exchange prevailing on the date of transaction. Foreign currency monetary items are reported using closing rate of exchange at the end of the year. The resulting exchange gain/loss is reflected in the profit and loss account. Other items, like fixed assets, investments in equity shares are carried in terms of historical cost using the exchange rate at the date of transaction.

8. Investments

Investments are classified into long term investments and current investments. Investments which are intended to be held for more than one year are classified as long term investments and investments which are intended to be held for less than one year are classified as current investments. Long term investments are accounted at cost and any decline in the carrying value other than temporary in nature is provided for.

9. Taxation

Tax expense comprises of current and deferred tax

Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961

The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted as of the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is reasonable certainty that these would be realized in future

Deferred tax assets in case of unabsorbed losses and unabsorbed depreciation are recognized only if there is virtual certainty that such deferred tax asset can be realized against future taxable profits

10. Contingent Liabilities & Provisions

Contingent Liabilities are possible but not probable obligations as on the Balance Sheet date, based on the available evidence.

Provisions are recognized when there is a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

Provisions are determined based on best estimate required to settle the obligation at the Balance Sheet date.

B. Notes to Accounts

1. Sundry Debit & Credit balances are subject to confirmation.

2. The company is in the process of identifying creditors covered under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

3. **Expenditure in foreign currencies:** Nil

Income in foreign currencies Nil

4. **Detail of Directors' Remuneration** Nil

5. Payment to Auditors	Year	Year
	<u>31.3.13.</u>	<u>31.3.12.</u>
For Statutory Audit	90000	50000
	90000	50000

6. Accounting Standard 17 – Segment Reporting

The Company is principally engaged in the business of Broking and related activities. Accordingly, there are no reportable segments as per AS 17.

7. Accounting Standard 18 – Related Party disclosure

A. List of Related Parties

No subsidiary company

B. Other Parties with whom the Company has entered into the transaction during the year

i. Other Group Company

1. Harvestdeal Securities Ltd.
2. Dhanlaxmi Textiles Pvt Ltd

ii. Key Management Personnel

1. Shri Manish Banthia
2. Shri Sushil Mantri
3. Shri G. K. Damani

THE FIRST CUSTODIAN FUND (INDIA) LTD.



iii. Relatives of Key Management Personnel

<u>S.N.</u>	<u>Name</u>	<u>Relation with Key Management Personnel</u>
1.	Shri Shrikant Mantri	Brother of Sushil Mantri
2.	Shri R. K. Banthia	Father of Manish Banthia

C. During the year brokerage were earned with the related parties in the ordinary course of Business:

8. Earning per Share (EPS)

	31 st March, 2013	31 st March, 2012
Profits attributable to Shareholders (Rs.)	2,568,230	1,574,680
Nos. of Equity Shares	1,500,000	1,500,000
Basic/Diluted Earning Per Share	1.71	1.05

9. **Deferred Tax (Liability)/ Asset as at the year end comprise timing difference on account Of Depreciation, Capital Gains.**

10. Disclosure of provision as required under AS – 29 “Provisions Contingent Liabilities and Contingent Assets” **NIL**

11. All other information as required as per Para 4C and 4D of Para II of schedule VI to the Act are not applicable to the Company.

12. Information required as per Part IV of Schedule VI to the Companies Act, 1956 is attached herewith.

For **Paresh D Shah & Co.**
Chartered Accountants

For and on behalf of the Board

P. D. Shah
Proprietor
M. No. 40648
Firm Regd. No. 107500W
Place: **Mumbai**
Dated: 29-05-2013

Sushil Mantri
Director

M. Banthia
Director

THE FIRST CUSTODIAN FUND (INDIA) LTD.



NOTES 2 TO 11 FORMING PART OF THE BALANCE SHEET AS AT 31st MARCH, 2013

PARTICULARS	CURRENT YEAR RS.	PREVIOUS YEAR RS.
NOTE-2 SHARE CAPITAL AUTHORIZED 30,00,000 Equity shares of Rs. 10/- each	30000000	30000000
Issued, Subscribed and Paid up : 1500000 Equity shares of Rs. 10/- each (P.Y. 2220700 Equity share of Rs.10/- each)	15000000	15000000
PER BALANCE SHEET RS.	15000000	15000000
NOTE-3 RESERVE AND SURPLUS Capital Reserve	1695798	1695798
Investment Allowance Reserve	220000	220000
General Reserve	1690760	1690760
Profit & Loss	78552827	75984597
PER BALANCE SHEET RS.	82159385	79591155
NOTE-4 TRADE PAYABLE	35490934	41852303
PER BALANCE SHEET RS.	35490934	41852303
NOTE-5 OTHER CURRENT LIABILITIES Creditors (Exps)	142550	245902
PER BALANCE SHEET RS.	142550	245902
NOTE-6 SHORT TERM PROVISIONS Income Tax	700000	2030383
Option Premium	2012083	1482362
PER BALANCE SHEET RS.	2712083	3512745

THE FIRST CUSTODIAN FUND (INDIA) LTD.



NOTE 7 FORMING PART OF THE BALANCE SHEET AS AT 31st MARCH, 2013

NOTE-7

FIXED ASSETS

Particulars	Gross Block			Depreciation			Net Block	
	Balance as on 01.04.2012	Additions	Balance as on 31.03.2013	Balance as on 01.04.2012	During the Year	Balance as on 31.03.2013	Balance as on 31.03.2013	Balance as on 01.04.2012
Air Conditioner	47722	0	47722	13104	4815	17919	29803	34618
Furniture & Fixture	1617817	0	1617817	1549332	12396	1561728	56089	68485
Computer inclusive Office Equipment	5289482	0	5289482	5088425	53668	5142093	147389	201057
CURRENT YEAR	6955021	0	6955021	6650881	10879	6721740	233281	304160
PREVIOUS YEAR	6955021	0	6955021	6547892	102969	6650861	304160	407129

NOTE-8

INVESTMENT IN SHARES

NAME OF SECURITY	CURRENT YEAR		PREVIOUS YEAR	
	QUANTITY	AMOUNT RS.	QUANTITY	AMOUNT RS.
A) QUOTED				
GTL LTD	9316	1023738	9316	1023738
HALONIX LTD	50	5126	50	5126
HEXA TRADEX LTD	3868	115235		
JINDAL POLYFILM	1400	1533804	1400	1533804
JINDAL POLYFILM BONUS	2400	0	2400	0
JSW HOLDINGS LTD	2327	4076343	2327	4076343
JSW ENERGY	125000	15317000	125000	15317000
JSW STEEL	30	38038	30	38038
MAC AGRO INDUSTRIES	100	6315	100	6315
MAHALAXMI SEAMLESS	11530	116090		
PADMINI TECHNOLOGY	1000	217960	1000	217960
PUNJAB WIRE	6100	506130	6100	506130
SANDUR MANGANESUM	500	268515		
SANGHI POLY	351	1001	351	1001
SATYAM COMPUTOR	25	5437	25	5437
TCM	100	355	100	355
VIDEOCON INDUSTRIES	1287	292664	1287	292664
VIJAYA BANK	50000	2387500	50000	2387500
		25911251		25411411

THE FIRST CUSTODIAN FUND (INDIA) LTD.



NAME OF SECURITY	CURRENT YEAR		PREVIOUS YEAR	
	QUANTITY	AMOUNT RS.	QUANTITY	AMOUNT RS.
B) UNQUOTED				
AQUA PHARMA	20000	200000	20000	200000
AUTOPAL IND	5600	413000	5600	413000
CADUBRY	50	61847	50	61847
CHEMINAR DRUG	50	14500	50	14500
KANORIA DYE CHEM	52500	525000	52500	525000
PAN AUTO	100000	1100000	100000	1100000
VISHAL FOOTWEAR	200000	1000000	200000	1000000
VISHWA AGRO	350000	3500000	350000	3500000
		6814347		6814347
C) UNITS OF MUTUAL FUNDS				
CANBANK INCOME FUND	0	0	18687	178442
PER BALANCE SHEET RS.		32725598		32404200

Aggregate Market Value quoted shares (Current Year : Rs/-13882227/-)

(Previous Year Rs 20752507/-)

PARTICULAR	CURRENT YEAR RS.	PREVIOUS YEAR RS.
NOTE-9		
TRADE RECEIVABLE		
WITH IN SIX MONTHS	36324110	42184262
MORE THEN SIX MONTHS	8425402	8405823
PER BALANCE SHEET RS.	44749512	50590084

NOTE-10		
CASH & CASH EQUIVALENTS	33467307	39494107
PER BALANCE SHEET RS.	33467307	39494107

NOTE-11		
LOANS & ADVANCES	23089311	16183146
PER BALANCE SHEET RS.	23089311	16183146

THE FIRST CUSTODIAN FUND (INDIA) LTD.



M/S THE FIRST CUSTODIAN FUND (INDIA) LTD

NOTES 12 & 13 FORMING PART OF THE PROFIT & LOSS ACCOUNT AS AT 31st MARCH, 2013

PARTICULARS	CURRENT YEAR RS.	PREVIOUS YEAR RS.
NOTE-12		
<u>ADMINISTRATIVE & SELLING EXPENSES</u>		
ADVERTISEMENT & PUBLICITY	47967	48996
ANNUAL LISTING FEE	30336	29781
BANK CHARGES	2940	1730
BOOKS & PERIODICALS	4254	4067
CM CHARGES A/C	145642	224647
DMAT CHARGES	21255	141295
DONATION	46000	46000
FILING FEE - R.O.C.	1500	6100
GENERAL EXPENCES	111003	52084
HANDLING CHARGES		160047
INSURANCE PREMIUM	19663	19303
LICENSE FEE	9266	12355
LEGAL EXPENCES	123660	110860
MESS EXPENCES	144124	151583
NSE EXPENCES(CASH & FO)	508	13064
PAYMENT TO AUDITORS	90000	50000
POSTAGE EXPENCES	15130	14911
PRINTING & STATIONERY	58613	59442
PROFESSIONAL TAX FIRM	2500	2500
RENT	19644	29044
REPAIRS & MAINTENANCE	91040	58308
SUBSCRIPTION	100000	100000
STT AND OTHER EXPENSES	4403	4633
TELEPHONE EXPENCES	61070	66990
TRANSFER AGENT FEES	27528	30686
TRAVELLING & CONVEVANCE EXPENCES	6334	419109
VSAT & LEASLINE CHARGES	379899	383236
	1564281	2240771
NOTE-13		
<u>PAYMENT TO EMPLOYEES</u>		
SALARIES	1142549	914543
BONUS	91392	70046
STAFF WELFARE EXPENCES	11780	48580
PER PROFIT AND LOSS ACCOUNT RS.	1245721	1033169

CASH FLOW STATEMENT PURSUANT TO CLAUSE 32 OF THE LISTING AGREEMENT FOR THE YEAR ENDED ON 31ST MARCH 2013

	<u>Rupees</u> <u>2012-13</u>	<u>Rupees</u> <u>2012-13</u>	<u>Rupees</u> <u>2011-12</u>	<u>Rupees</u> <u>2011-12</u>
A) Cash flow from operating Activities :				
Net Profit Before Tax and extraordinary items		2349470		3154712
Add/(less) Adjustments for :				
Depreciation	70879		102969	
Interest Paid	231395		746	
Mutual fund income	(7529)		(13287)	
Dividend received	<u>(201436)</u>		<u>(261579)</u>	
Operation Profit before working capital change	93309		(171151)	
Adjustments for decrease in trades receivables	5923025		(17053190)	
decrease in trades payable	<u>(6464721)</u>	<u>(448387)</u>	<u>17035707</u>	<u>(188634)</u>
Cash Generated from operation		1901083		2966078
Less : Interest Paid	(231395)		(746)	
Income tax paid	<u>(677890)</u>	<u>(909285)</u>	<u>(281311)</u>	<u>(282057)</u>
Cash out flow before Extraordinary items		991798		2684021
Extraordinary items		NIL		NIL
Cash out flow from operating Activities (A)		<u>991798</u>		<u>2684021</u>
B) Cash Flow Arising from Investing Activities :				
Purchase of Fixed Assets	NIL		NIL	
Purchase of Investments	(499840)		(30000)	
Sale of Investments	178442		NIL	
Dividend received	201436		261579	
Movement in Loans & Advances	(6906165)		3802983	
Income from M. Fund	7529		13287	
Net Cash Utilised in Investing Activities (B)		<u>(7018598)</u>		<u>4047849</u>
C) Cash Flow from Financial Activities :				
Proceeds from issue of Share Capital	NIL		NIL	
Decrease of long term loans	NIL		NIL	
Dividend paid Including Dividend Tax	NIL		NIL	
Public / right issue expenses	NIL		NIL	
Net Cash flow in Finance Activities (C)		<u>NIL</u>		<u>NIL</u>
Net Change in cash & cash equivalents (A+B+C)		<u>(6026800)</u>		<u>6731870</u>
Opening Cash and cash equivalents		<u>39494107</u>		<u>32762237</u>
Closing Cash and cash equivalents		<u>33467307</u>		<u>39494107</u>

Place : Mumbai
Dated : 29.05.2013

For and on Behalf of the Board
Sushil Mantri **M Banthia**

AUDITORS CERTIFICATE

The Board of Directors

The First Custodian Fund (I) Ltd.

We have examined the attached cash flow statement of your company for the year ended 31st March, 2013. The statements has been prepared by the company in accordance with the requirements of listing agreement clause 32 and is based on and in agreement with the corresponding Profit & Loss Account and Balance Sheet of the Company covered by our report of 29/05/2013 to the members of the company

Place : Mumbai.
Dated : 29.05.2013.

For Paresh D. Shah & Co.
Chartered Accountants
(P. D. Shah)
Proprietor

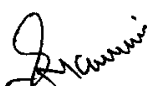

THE FIRST CUSTODIAN FUND (I) LTD
BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I. REGISTRATION DETAILS		
<u>REGISTRATION NO</u>	38900	<u>STATE CODE</u> 21
<u>BALANCE SHEET AS AT</u>		31 3 2013
		DATE MONTH YEAR
II. CAPITAL RAISED DURING THE YEAR (AMOUNT IN RS. THOUSAND)		
<u>PUBLIC ISSUE</u>		<u>RIGHT ISSUE</u>
NIL		NIL
<u>BONUS ISSUE</u>		<u>PRIVATE PLACEMENT</u>
NIL		NIL
III. PROVISION OF MOBILISATION AND DEVELOPMENT OF FUNDS (AMOUNT IN RS. THOUSANDS)		
<u>TOTAL LIABILITIES</u>		<u>TOTAL ASSETS</u>
135505		135505
<u>SOURCES OF FUNDS:</u>		
<u>PAID UP CAPITAL</u>		<u>RESERVE & SURPLUS</u>
15000		82159
<u>SECURED LOANS</u>		<u>UNSECURED LOANS</u>
NIL		NIL
<u>APPLICATION OF FUNDS</u>		
<u>NET FIXED ASSETS</u>		<u>INVESTMENTS</u>
233		32726
<u>NET CURRENT ASSETS</u>		<u>STOCK IN TRADE</u>
102546		NIL
IV. PERFORMANCE OF COMPANY (AMOUNT IN RS. THOUSAND)		
<u>TURNOVER</u>		<u>TOTAL EXPENDITURE</u>
5462		3112
<u>PROFIT / (LOSS) BEFORE TAX</u>		<u>PROFIT / (LOSS) AFTER TAX</u>
2350		2568
<u>EARNING PER SHARE IN RS.</u>		<u>DIVIDEND RATE %</u>
1.71		0
V. GENERIC NAMES OF THREE PRINCIPAL PRODUCT/SERVICES OF COMPANY		
<u>PRODUCT DESCRIPTION</u>		STOCK BROKING
<u>PRODUCT DESCRIPTION</u>		CORPORATE ADVISORY
PER OUR ATTACHED REPORT OF EVEN DATE		
FOR PARESH D. SHAH & CO.		FOR AND ON DEHALF OF THE BOARD
CHARTERED ACCOUNTANTS		
(P. D. SHAH)	(SUSHIL MANTRI)	(MANISH BANTHIA)
PROPRIETOR	DIRECTOR	DIRECTOR
M NO. 40648		
PLACE : MUMBAI		
DATED : 29-5-2013		


FORM A

ANNUAL AUDIT REPORT

1	Name of the Company	FIRST CUSTODIAN FUND (INDIA) LIMITED	
2	Annual financial statement for the year ended	31 st March, 2013	
3	Type of Audit Observation	Un-qualified* / Matter of Emphasis *All the clauses in the Audit Report alongwith the annexure to the Audit Report, both, dated May 29, 2013 are un-qualified in nature.	
4	Frequency of Observation	Whether appeared first time Whether appeared repetitive Since how long (period)	Not Applicable Not Applicable Not Applicable

5	For FIRST CUSTODIAN FUND (INDIA) LIMITED		
	 SUSHIL MANTRI DIRECTOR	 MANISH BANTHIA DIRECTOR	

For Paresh D Shah & Co.
Chartered Accountants


21/7/13
P D Shah
Proprietor
Membership No. 40648
FRN: 107500W

