

PORSCHE CAPITAL MARKET LIMITED



22nd ANNUAL REPORT
2013-14

PORSCHE CAPITAL MARKET LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Diwakar Joshi
Mr. Kailash Chand Upreti
Mr. Virender Singh Rana
Mr. Ranjeet Arya

COMPLIANCE OFFICER

Mr. Diwakar Joshi
K H - 810, 2nd Floor, Mahipal Pur Extension
(Near Maruti Work Shop), New Delhi- 110037
Email: porche_capital@yahoo.in

STATUTORY AUDITORS

M/s N K G & Co., Chartered Accountant

CORPORATE IDENTIFICATION NUMBER

L65993DL1992PLC048483

REGISTERED OFFICE

K H - 810, 2nd Floor, Mahipal Pur Extension,
Near Maruti Work Shop, New Delhi - 110037
Email: porche_capital@yahoo.in

REGISTRARS & SHARE TRANSFER AGENTS

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED
D 153 A , 1st Floor, Okhla Industrial Area,
Phase - I , New Delhi 110020,
Tel. : 011-26812682, 83, 011-64732681 to 88 Fax : 011-
26812682 Email: admin@skylinerta.com

PORSCHE CAPITAL MARKET LIMITED

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PORSCHE CAPITAL MARKET LIMITED

NOTICE TO SHARE HOLDERS

Notice is hereby given that the Annual General Meeting of the Members of the Porsche Capital Market Limited will be held on Monday, 29th September, 2014 at 11:00 A.M. at the Registered Office of the company at K H - 810, 2nd Floor Mahipal Pur Extension (Near Maruti Work Shop) New Delhi-110037 for transacting the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance sheet of the Company for the financial year ended on 31st March 2014, the statement Profit & Loss Account, Cash Flow Statement for the year ended on that date and the Reports of Directors and Auditor's thereon.
2. To appoint a Director in place of Ranjeet Arya, Who retires by rotation and being eligible offer himself for re-appointment.
3. To appoint M/s. VINOD MADDESHIYA & ASSOCIATES, Chartered Accountants (FRN 18608C) as the statutory auditors of the Company and fix their remuneration.

"RESOLVED THAT M/s. VINOD MADDESHIYA & ASSOCIATES (Firm Registration Number 18608C) with the Institute of Chartered Accountants of India) be and is hereby appointed as Statutory Auditors to hold office from the conclusion of this meeting until the conclusion of next Annual General Meeting of the Company at a remuneration to be decided by Audit committee / Board of Directors in consultation with the Auditors."

SPECIAL BUSINESS:

4. APPOINTMENT OF MR. KAILASH CHAND UPRETI AS AN INDEPENDENT DIRECTOR

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, Schedule IV and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules 2014 and Clause 49 of the Listing Agreement (including any statutory modification (s) or re-enactment thereof for the time being in force), Mr. Kailash Chand Upreti, Director (DIN: 06782078) of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for five (5) consecutive years commencing from 30th September 2014.

5. ALTERATION OF ARTICLE OF ASSOCIATION

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

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014, as may be amended, from time to time, the draft set of Articles of Association of the Company, a copy of which is placed before the meeting, be and is hereby approved and adopted as the

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new Articles of Association of the Company, in substitution of the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary to give effect to this resolution.”

6. APPOINTMENT OF MR. VIRENDER SINGH RANA AS AN INDEPENDENT DIRECTOR

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

RESOLVED THAT pursuant to the provisions of Sections 149, 152, Schedule IV and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules 2014 and Clause 49 of the Listing Agreement (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Virender Singh Rana, Director (DIN : 06782773) of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for five (5) consecutive years commencing from 30th September 2014.

Place: New Delhi
Dated: 02nd September, 2014

For and on behalf of Board of
Porsche Capital Market Limited

Sd/-

Diwakar Joshi
Director
DIN: 06716185
297, Gali No.1, Shalimar Village,
Shalimar Bagh, Delhi, 110088

NOTES:

1. A member entitled to attend and vote 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 in order to be effective must be received at the Registered Office of the Company not less than 48 Hours before the Commencement Of the meeting. The blank copy proxy form is enclosed herewith.

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

2. The Register of Members and the Share Transfer Books of the Company will remain closed from

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Tuesday, 23rd September, 2014 to, Friday 26th September, 2014(both days inclusive).

3. Any member of the company on demand shall be entitled to be furnished free of cost, a copy of the Balance sheet of the company and of every document required by the law to be annexed thereto including the Profit and loss account and the director's report. Copies of these documents will also be kept open for 21 days before the date of the meeting.
4. Members are requested to bring their copies of Annual Report along with them, as copies of the report will not be distributed at the meeting.
5. Members/proxies are requested to bring their attendance slips sent herewith duly filled in for attending the meeting.
6. Any queries regarding the Annual Accounts or otherwise must be sent to Registered Office of the Company at least 10 days before the date of meeting.
7. Members are requested to notify any change in their addresses, at its Registered Office to the Company's Registrar and Share Transfer Agents.
8. Details under Clause 49 of the Listing Agreement with the Stock Exchange in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.

Place: New Delhi
Dated: 02nd September, 2014

For and on behalf of Board of
Porsche Capital Market Limited

Sd/-

Diwakar Joshi
Director
DIN: 06716185
297, Gali No.1, Shalimar Village,
Shalimar Bagh, Delhi, 110088

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4 AND 6

Pursuant to Section 149 of the Companies Act, 2013 (new act) read with the Rules made thereunder, the Independent Directors shall hold office for a period of upto 5 consecutive years and shall not be liable to retire by rotation. They may be appointed for a maximum of two consecutive terms of upto 5 years each. Mr. Kailash Chand Upreti and Mr. Virender Singh Rana are the Independent Directors of the Company. As per their existing terms of appointment, they are liable to retire by rotation. However, under the new act and the Listing Agreement, they may be appointed afresh with a fixed period of upto 5 years.

Mr. Kailash Chand Upreti and Mr. Virender Singh Rana are the independent director of the company and have been holding the office of Directorship. As per existing terms of appointment, the period of their office is liable to determination by retirement by rotation in terms of section 152 of the Act. The company has received notices in writing from a member along with the deposit of requisite amount under section 160 of the Act proposing the candidature of them for appointment as Independent Directors of the Company. They are not disqualified from being appointed as Directors in terms of Section 164 of the Act and has given his consent to act as Director. The Company has also received declarations from him that he meet with the criteria of independence as prescribed under Section 149(6) of the Act and the Listing agreement.

The Board considered the independence of them in terms of Section 149 and Schedule IV to the Companies Act, 2013 and the Listing Agreement and was of the view that they fulfills the criteria of independence as mentioned in the above provisions and can be appointed in the above provisions and can be appointed as Independent Directors. they possess requisite qualifications, appropriate skills, experience and knowledge in one or more fields of finance, law management, marketing, administration, technical operations and other disciplines related to Company business, positive attributes, already being on the Board of the Company and benefits that the Company will derive with their appointment, the Board has recommended their appointment as Independent Directors of the Company to hold office for a term of five consecutive years commencing from the date of Annual General Meeting of the Company.

None of the Directors, Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in this resolution except Mr. Kailash Chand Upreti and Mr. Virender Singh Rana to the extent of their appointment .

The Board recommends the resolutions set out in the Notice to the Shareholders for their approval.

ITEM NO. 5

The present Article of Association of the Company are based on the provision of the Companies Act 1956. Consequent to the notification and applicability of large number of Sections of the Act and Rules framed there under, it has become necessary to alter the existing Articles of Association of the Company to be in line with new Act. The Board of Directors considered this matter in its meeting held on 02nd September, 2014 and decided to adopt a new set of Article of Association and replace the existing Article of Association. A copy of draft Article is available at the registered office of the Company.

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As per Section 14 of the Act, approval of the shareholders of the Company by way of a Special Resolution is required for alteration of Article of Association of the Company.

None of the Directors, Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the resolution set out in the Notice to the Shareholders for their approval.

Dated: 02nd September, 2014
Place: New Delhi

For and on behalf of Board of
Porsche Capital Market Limited

SD/-
Diwakar Joshi
Director
DIN: 06716185
297, Gali No.1, Shalimar Village,
Shalimar Bagh, Delhi, 110088

PORSCHE CAPITAL MARKET LIMITED

To

The Members of
Porsche Capital Market Limited.
K H - 810, 2nd Floor, Mahipal Pur Extension
(Near Maruti Work Shop), New Delhi-110037

Your Directors' have pleasure in presenting the Annual Report together with Audited Accounts for the year ended on 31st March 2014 and Statutory Auditors report thereon.

Financial Results:

The summarized performance of the Company for the years 2013-14 and 2012-13 is given below:
(Rupees in Lacs)

Particulars	For Financial Year Ended	
	31st March, 2014	31st March, 2013
Total Income	95.42	78.77
Total Expenditure	92.94	77.48
Profit before Tax	2.48	1.29
Less: Tax Expense	0.82	0.40
Profit / (Loss) After Tax	1.66	0.89

Board of Director:-

Mr. Ranjeet Arya, Who retires by rotation and being eligible offer himself for re-appointment.

Independent Director:-

Pursuant to Section 149 of the Companies Act, 2013(new act) read with the Rules made thereunder, the Independent Directors shall hold office for a period of upto 5 consecutive years and shall not be liable to retire by rotation. They may be appointed for a maximum of two consecutive terms of upto 5 years each. In terms of Presently, Mr. Kailash Chand Upreti and Mr. Virender Singh Rana are the Independent Directors of the Company. As per their existing terms of appointment, all of them are liable to retire by rotation. However, under the new act and the Listing Agreement, they may be appointed afresh with a fixed period of upto 5 years.

The Board considered the independence of each of the above mentioned Directors in terms of Section 149 and Schedule IV to the Companies Act, 2013 and the Listing Agreement and was of the view that the proposed directors fulfill the criteria of independence as mentioned in the above provisions and can be appointed in the above provisions and can be appointed as Independent Directors. All the proposed Directors possess requisite qualifications, appropriate skills, experience and knowledge in one or more fields of finance, law management, marketing, administration, technical operations and other disciplines related to Company's business, positive attributes, already being on the Board of the Company and benefits that the Company will derive with their appointment, the Board has recommended their appointment as Independent Directors of the Company to hold office for a term of five consecutive years

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commencing from the date of Annual General Meeting of the Company.

Dividend:-

Your Directors feel that it is prudent to plough back the profits for future growth of the Company and do not recommend any dividend for the year ended 31st March, 2014.

Auditors:-

M/s N K G & Co, (Firm Registration No: 005963C), expressed their unwillingness to be re – appointed as Auditors of the Company, and the office of the Auditors stands to be vacated by them. In the view of the same, the Board has proposed the appointment of M/s VINOD MADDESHIYA & ASSOCIATES, Chartered Accountants as statutory auditors of the Company to hold the office from conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting.

Director's Responsibility Statement: -

Pursuant to the requirement u/s 217 (2AA) of the Companies Act, 1956, with respect to Director's Responsibility Statement, it is hereby confirmed

1. That in the preparation of the accounts for the year ended on March 31, 2014, the applicable Accounting Standards have been followed along with proper explanation relating to material departure;
2. That the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for that year;
3. That the directors have taken proper and sufficient care for the maintenance of Adequate accounting records in accordance with the provision of this act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. That the directors had prepared the annual accounts on a going concern basis.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo:-

Pursuant to the requirement u/s 217 (1) (e) of the Companies Act, 1956, it is hereby provided that:

1. CONSERVATION OF ENERGY: Company is engaged in business of providing Financial Services; hence this clause is not applicable.
2. TECHNOLOGY ABSORPTION: This clause is not applicable in the case of the company.
3. FOREIGN EXCHANGE EARNINGS AND OUTGO: No transaction involving foreign exchange was undertaken by the company during the relevant year.

Compliance Certificate

As required under Section 383(A)(1) of the Companies Act, 1956, Compliance Certificate from Secretary in Whole-time practice is attached herewith.

Particulars of employees: -

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There is no employee drawing salary as prescribed under section 217(2A) of the Companies Act, 1956 read with the Companies (particulars of employees) Rules, 1975.

Corporate Governance:-

As a listed Company and a good corporate entity, the Company is committed to sound corporate practices based on conscience, openness, fairness, professionalism and accountability paving the way in building confidence among all its stakeholders for achieving sustainable long term growth and profitability.

Acknowledgements: -

The Directors wish to place on record their appreciation for the dedicated and sincere Services rendered by the officers of the company.

Public Deposits:-

During the year under review, the Company has not accepted or renewed any fixed deposits from the public.

Subsidiary Companies

The Company does not have any subsidiary.

Consolidated Financial Statements

Since there is no subsidiary of the Company at present, hence no consolidated financial statements have been prepared.

Place: New Delhi
Dated: 02nd September, 2014

For and on behalf of Board of
PORSCHÉ CAPITAL MARKET LIMITED

Sd/-	Sd/-
VIRENDER SINGH RANA	DIWAKAR JOSHI
DIRECTOR	DIRECTOR
DIN: 06782773	DIN: 06716185
Makan No. 285,	97, GALI NO.1,
Galin No. 1., Shalimar Village,	SHALIMAR VILLAGE,
NEW DELHI, 1100882	SHALIMAR BAGH,
	DELHI, 110088

S. K. Jha & Associates
Company Secretaries

123/8, 'T' Point, Gali No. -15, Sant Nagar,
Burari, Delhi-110084. Mob. 9811579790
E-mail- sanacs_khg@rediffmail.com,
sanjayjhafcs@gmail.com

Nominal Capital -Rs. 35,00,00,000/-
CIN. L65993DL1992PLC048483

COMPLIANCE CERTIFICATE
[Under Section 383A Sub-Clause (1)]

The Members

M/s Porsche Capital Market Limited,
K H - 810, 2nd Floor, Mahipal Pur Extension
(Near Maruti Work Shop), New Delhi-110037

I have examined the registers, records, books and papers of M/s. Porsche Capital Market Limited, having Registered office at A-29, Chander Vihar, Madawali, Delhi- 110092 as required to be maintained under the Companies Act, 1956 (the Act) and the Rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the Financial Year ended as on 31st March, 2014. In my opinion and to the best of my information and according to the examination carried out by me and explanations furnished to me by the Company, I 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 there under and all entries therein have been duly recorded.
2. The Company has not filed the forms and returns with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Act and the rules made there under.
3. The Company being a Public Ltd. company has minimum prescribed paid up Capital and its minimum number of members during the said Financial Year were not less than seven.
4. The Board of Directors duly met Six times on 14th May, 2013, 13th August 2013, 13th November 2013 and 14th February, 2014 in respect of meetings held proper notices were given and proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members, and/or Debenture holders during the financial year.
6. The Annual General Meeting for the financial year ended on 31st March, 2012 was held on 30th September 2013 after giving due notice to the members of the Company and the resolution passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extra-ordinary General Meeting was held during the year under the review.
8. The Company has not advanced any loan to its directors and / or persons or firms or Companies referred in Section 295 of the Act.
9. The Company has not entered into contract and transactions for purchase or sales of goods, services and materials above Rs. 5,000/- with group company as per Balance Sheet as at 31st March, 2013 and not falling under the provisions of Section 297 of the Act during the Financial Year.
10. The Company has not required making any entries in the register maintained under Section 301 of the Act.

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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 company has not issued any duplicate share certificates during the year.
13. The company has:
 - (i) Not allotted any shares/debentures or other securities during the Financial Year
 - (ii) Recorded one case of transfer of share and not recorded any transmission of shares during the Financial Year.
 - (iii) Not declare any dividend for the financial year 2013-2014.
 - (iv) Duly complied with the requirements of Section 217 of the Act.
14. The Composition of Board of Directors of the Company is duly constituted.
15. The Company has not appointed any Managing Director/Whole time Director during the Financial Year 2013-2014.
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, and Registrar or other such authorities under the various provisions of the Act.
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 there under.
19. The Company has not issued any debentures & other securities during the financial year.
20. The Company has not bought back any shares during the Financial Year 2013-2014
21. There was no redemption of Preference Shares or Debentures during the year. The Company has not any Preference Shares and Debentures during the Financial Year 2013-2014.
22. There were no transactions necessitating the Company to keep in abeyance the right to dividend, right shares and bonus shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited/accepted any deposited including any unsecured loans falling within the purview of Section 58A during the Financial Year.
24. The Company has not made any borrowing & obtained corporate guarantee or other Loan during the year ended on 31st day of March 2014.
25. The Company has not made loans and investment, during the Financial Year.
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.

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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 the name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the year.
31. There were no prosecution initiated against or shows cause notices received by the Company, during the financial year, for offences under the Act. . However one Case for non Filing of ROC Documents is pending in the Court.
32. The Company has not received any money as security from its employees during the year.
33. The provisions of Section 418 of the Act relating to P. F. are not applicable on the Company.

Date: 02/09/2014

Place: New Delhi

For S. K. Jha & Associates
Company Secretaries

Sd/-
Sanjay Kumar Jha
Prop.
(C.P. No.: 3749)

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Annexure “A”

Registers and Records as maintained by M/s. Porsche Capital Market Limited

1. Minutes Book of Meeting of the Board of Directors under section 193.
2. Minutes Book of General Meeting under Section 193.
3. Register of Contracts, companies & Firms in which Directors etc. are interested under Section 301(3)
4. Register of Share Transfers under the Act.
5. Register of Directors, Managing Directors, Manager and Secretary under Section 303
6. Register of Directors Shareholding under Section 307.
7. Register of Members under Section 150.
8. Register of Share Application & Allotment.
9. Books of Accounts under Section 209.
10. Copy of Annual Return u/s159

Annexure “B”

Records as filed for Registration in the office of the Registrar of Companies by M/s. Porsche Capital Market Ltd.

S.N	Documents	Date of filing	Subject	Delay in filing
.	The Company has not filed any form during the year ending 31 st March 2014.			

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CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE

The Company's philosophy on Corporate Governance is to achieve business excellence, enhance long term values for its stakeholders, maintaining excellent relations across all levels and proper compliance with all applicable legal and regulatory requirements.

2. BOARD OF DIRECTORS

The Board of Directors of the Company (Board) has optimum combination of Non-Executive and Independent Directors.

Mr. Diwakar Joshi acts as the Executive Director and Mr. Virender Singh Rana is the Independent Director and Mr. Kailash Chand Upreti Non Executive Independent Director on the Board of the Company.

None of the Directors hold directorship in more than 15 public limited companies nor is a member of more than 10 committees or chairman of more than 5 committees across all the public limited companies in which they are Directors.

BOARD MEETING:

As of March 31, 2014, the Board consisted of Four Members. The Composition and the category of Directors on the Board of the Company were as under:

Category	Name of Director
Executive Director	Mr. Diwakar Joshi
Non Executive Director and Independent Director	Mr. Virender Singh Rana
Non Executive and Independent Director	Mr. Kailash Chand Upraiti
Non Executive Director and Non Independent Director	Mr. Ranjeet Arya

During the financial year 2013-14, Four Meetings of the Board of Directors were held on the following dates:

14th May, 2013, 13th August, 2013, 13th November 2013, 14th February 2014.

3. AUDIT COMMITTEE

The Audit Committee of the Company consists three Directors out of which two are Non Executive Director of the Company. All the Directors have good knowledge of Finance, Accounts and Company

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Law. The Chairman of the Committee is Mr. Virender Singh Rana.

The Board constituted the Audit Committee in term of the Provisions of Clause 49 of the Listing Agreement. The Committee held four meeting during the year. The Audit Committee also advises the Management on the areas where internal control system can be improved. The Terms of reference of the Audit Committee are in accordance with all the items listed in Clause 49 (II)(A) and (E) of the Listing Agreement and Section 292 of the Companies Act, 1956 as follows:

- * Oversight of the Issuer's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- * Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
- * Approval of payment to Statutory Auditors for any other services rendered by the statutory auditors.
- * Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
 1. Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (2AA) of Section 217 of the Companies Act, 1956;
 2. Any changes in accounting policies and practices and reasons for the same;
 3. Major accounting entries involving estimates based on exercise of judgment by management;
 4. Significant adjustments made in the financial statements arising out of audit findings;
 5. Compliance with listing and other legal requirements relating to financial statements;
 6. Disclosure to any related party transactions;
 7. Qualifications in the draft audit report.
- * Reviewing with the management the half yearly financial statements before submission to the Board for approval.
- * Reviewing with the management, performance of statutory and internal auditors, adequacy of internal control systems;
- * Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- * Discussion with internal auditors any significant findings and follow up thereon;
- * Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matters to the Board;
- * Discussion with Statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

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- * Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
- * Mandatorily Review the following information:
 - a. Management Discussion and Analysis of financial condition and results of operations;
 - b. Statement of significant related party transactions (as defined by the audit committee) submitted by management;
 - c. Management letters / letters of internal control weaknesses issued by statutory auditors;
 - d. Internal audit report relating to internal control weaknesses; and
 - e. The appointment, removal and terms of remuneration of the Chief internal auditor shall be review by the Audit Committee.

The Audit Committee has the following powers:

- i. to investigate any activity within its terms of reference.
- ii. to seek information from any employee.
- iii. to obtain outside legal and professional advice.
- iv. to secure attendance of outsiders with relevant expertise, if it considers necessary.

COMPOSITION AND ATTENDANCE AT MEETINGS:

During the year ended on 31st March, 2014, the composition of Audit Committee has been as under:

- a) Mr. Virender Singh Rana (Chairman)
- b) Mr. Diwakar Joshi (Member) and
- c) Mr. Kailash Chand Upraiti (Member)

During the financial year 2013-14, Four meeting of Audit Committee was held.

Attendance of the Directors at the Audit Committee Meetings held during the financial year is as under:

Name of Directors	Category	No. of Meetings Attended
Mr. Virender Singh	Chairman	4
Mr. Diwakar Joshi	Member	4
Mr. Kailash Chand Upraiti	Member	4

Shareholders Committee

The following Committee of Directors looks after the Investor Grievances, During the financial year 2013-14, Four meeting of Audit Committee was held.

Name of Directors	Category	No. of Meetings Attended
Mr. Kailash Chand Upraiti	Chairman	4
Mr. Ranjeet Arya	Member	4
Mr. Virender Singh	Member	4

NAME, DESIGNATION AND ADDRESS OF THE COMPLIANCE OFFICER

PORSCHE CAPITAL MARKET LIMITED

Mr. Diwakar Joshi- Whole Time Director,
K H - 810, 2nd Floor, Mahipal Pur Extension,
Near Maruti Work Shop, New Delhi - 110037

STATUS OF COMPLAINTS RECEIVED, RESOLVED AND PENDING AS ON 31ST MARCH, 2014

Number of Shareholders' Complaints received during the year	Nil
Number of Shareholders' Complaints resolved during the year	Nil
Number of Shareholders' Complaints Pending at the end of the year	Nil

GENERAL BODY MEETINGS

The details of Annual General Meetings held during the last three years are as follows:

Year	Day, Date and Time	Venue	Special Resolution
2010 - 11	Friday,30 th September,2011 at 12.00 P.M	A - 29, Chander Vihar, Mandawali, New Delhi - 110092	No
2011 - 12	Saturday, 29 th September 2012 at 12.00 P.M	A - 29, Chander Vihar, Mandawali, New Delhi - 110092	No
2012-13	Monday,30 th September,2013 at 12.00 P.M	A - 29, Chander Vihar, Mandawali, New Delhi - 110092	No

EXTRAORDINARY GENERAL MEETING

During the year under review, No Extra ordinary General Meeting was held.

None of the business proposed to be transacted at the forthcoming Annual General Meeting is required to be approved by Postal Ballot.

7. DISCLOSURES

7.1 Related Party Transaction

The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. The details of transactions with the Company and related parties are given for information under notes to Accounts.

7.2 Statutory Compliance, Penalties and Strictures

The Company has complied with the requirements of the Stock Exchanges / SEBI / and Statutory Authorities to the extent applicable, and accordingly no penalties have been levied or strictures have been imposed on the Company on any matter related to capital markets during the last three years.

PORSCHE CAPITAL MARKET LIMITED

7.3 Whistle Blower Policy

The Company has framed a Code of Conduct for Directors and Senior Management. At present, the Company does not have any formal Whistle Blower Policy. The Directors of the Company affirms that no personnel have been denied access to the Audit Committee.

7.4 Proceeds from the Initial Public Offer of the Company- NA

The Details about the utilization of the proceeds raised through Initial Public Offer of equity shares of the Company are disclosed to the Audit Committee. The Company has not utilized these funds for the purposes other than those mentioned in the prospectus of the Company.

7.5 Reconciliation of Share Capital Audit

In line with the requirements stipulated by Securities and Exchange Board of India (SEBI), Reconciliation of Share Capital Audit is carried out on a quarterly basis by a Practicing Company Secretary to confirm that the aggregate number of equity shares of the Company held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form tally with the total number of issued, paid-up, listed and admitted capital of the Company.

7.6 Non-Mandatory Requirements

The Company does not comply with the non-mandatory requirements.

8. MEANS OF COMMUNICATION

The half yearly financial results are regularly submitted to the Stock Exchange in accordance with provisions of the Listing Agreement and also uploaded on the Company's website

9. GENERAL SHAREHOLDER INFORMATION

Annual General Meeting

Date, time and Venue	29 th September, 2014 at 11.00 A.M. at K H - 810, 2nd Floor, Mahipal Pur Extension, Near Maruti Work Shop, New Delhi - 110037
Financial year	1 st April, 2013 to 31 st March, 2014
Date of Book Closure	26 th September, 2014 to 29 th September, 2014
Stock Exchange	DSE AND UPSE

Financial Calendar (Tentative)

Results for the quarter ending

PORSCHE CAPITAL MARKET LIMITED

June 30, 2014	Upto 14 th August, 2014
September 30, 2014	Upto 14 th November, 2014
December 31, 2014	Upto 14 th February, 2015
March 31, 2015	Upto 30 th May, 2015

REGISTRAR AND TRANSFER AGENTS

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

D 153 A , 1st Floor, Okhla Industrial Area,

Phase - I , New Delhi 110020,

Tel. : 011-26812682, 83, 011-64732681 to 88Fax : 011-26812682

Email: admin@skylinerta.com

Investor correspondence may also be addressed to:

Mr. Diwakar Joshi- Whole Time Director,
K H - 810, 2nd Floor, Mahipal Pur Extension,
Near Maruti Work Shop, New Delhi - 110037

SHAREHOLDING PATTERN AS ON 31ST MARCH, 2014

Category	No. of Share Holders	No. of Shares Held	% of Share Holding
Promoters	1	496320	15.27
Body Corporate	0	0	0
Individuals	619	2582980	79.47
HUF	15	171000	5.26
Total	635	3250300	100.00

Cases of Non-Compliances / Penalties

There has been no instance of non-compliance by the Company on any matter related to capital markets. Hence, the question of imposition of penalties or strictures by SEBI or the Stock Exchanges does not arise.

Risk Management

The Company has been addressing various risks impacting the company and the policy of the company on risk management is provided elsewhere in this annual report in Management

PORSCHE CAPITAL MARKET LIMITED

Discussion and Analysis.

ADDRESS OF REGISTERED OFFICE

K H - 810, 2nd Floor, Mahipal Pur Extension,
Near Maruti Work Shop, New Delhi - 110037

Corporate Identity Number (CIN)

L65993DL1992PLC048483

CEO / CFO CERTIFICATION

As required by Clause 49 of the Listing Agreement, the CEO/CFO Certification is provided in the Annual Report.

BREIF RESUME OF THE PERSONS TO BE APPOINTED / RE-APPOINTED AS DIRECTOR / MANAGING DIRECTOR

Details of Directors pursuant to the requirement of Clause 49 of the Listing Agreement

Mr. Kailash Chand Upreti aged 31 years, is an Independent Director of our Company. He has over 4 years of experience in securities and financial services. He has been on the board of Company since 2004. He is also director in 3 other companies.

Mr. Virender Singh Rana, aged 29 years is an Independent Director of our Company. He has completed his graduation in arts. He possess 5 years of experience various aspect of Marketing sector. He has been on the board of Company since 2004. He is also director in 5 other companies.

Place: New Delhi

Dated: 02nd September, 2014

For and on behalf of Board of
PORSCHE CAPITAL MARKET LIMITED

Sd/-

VIRENDER SINGH RANA
DIRECTOR
DIN: 06782773
Makan No. 285,
Galn No. 1., Shalimar Village,
NEW DELHI, 1100882

Sd/-

DIWAKAR JOSHI
DIRECTOR
DIN: 06716185
97, GALI NO.1,
SHALIMAR VILLAGE,
SHALIMAR BAGH,
DELHI, 110088

PORSCHE CAPITAL MARKET LIMITED

DECLARATION

As provided under Clause 49 of the Listing Agreement with the Stock Exchanges, this is to confirm that all the Members of the Board have affirmed compliance with the Code of Conduct for the year ended 31st March, 2014.

By Order of the Board of Directors
PORSCHE CAPITAL MARKET LIMITED

Sd/-

Diwakar Joshi
Director

Place: New Delhi
Date: 02/09/2014

CEO / CFO CERTIFICATION

I, Diwakar Joshi, Executive Director responsible for the finance function certify that:

- (a) We have reviewed the financial statements and cash flow statement for the year ended March 31st 2014 and to the best of our Knowledge and belief:
 - (i) These Statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) These Statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) To the best of our Knowledge and belief, no transactions entered into by the Company during the year ended March 31st 2014 are fraudulent, illegal or violate the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware, have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
- (d)
 - (i) There has not been any significant change in internal control over financial reporting during the year under reference.
 - (ii) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements
 - (iii) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place: New Delhi
Date: 02/09/2014

Sd/-
Diwakar Joshi
Director

PORSCHE CAPITAL MARKET LIMITED

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

The Members of Porsche Capital Market Limited

We have examined the compliance of conditions of Corporate Governance by Porsche Capital Market Limited, for the year ended March 31st 2014 as stipulated in clause 49 of the Listing Agreement of the said Company with Stock Exchange(s).

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor 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, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in 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 N K G & CO.
(CHARTERED ACCOUNTANTS)

Sd/-

(Neeraj Kumar Gupta)

Prop.

FRN.005963C

M.No. 074622

Place : Agra

Date : 02/09/2014

PORSCHE CAPITAL MARKET LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis (MDA) is structured as follows:

A) INDUSTRY STRUCTURE AND DEVELOPMENT

On macroeconomic front the financial year 2013- 14 was among the most challenging years. The policy and governance environment impacted the economic scenario. Persistent inflation resulted in the regulator raising the policy rates leading to a high interest-rate environment.

All these factors contributed towards an industrial slowdown and eventually led to a moderation in GDP growth. Raising capital became more difficult and working capital cycles in most industries increased, resulting in cash flow issues across various sectors. The microfinance sector came to a standstill, owing to regulatory hurdles.

However, in the midst of these challenges, there were certain pockets and segments that continued to thrive.

B) OPPORTUNITIES AND THREATS

Your Company being a portfolio management and securities analysis Company seeks opportunities and making efforts to fully utilized it.

C) OUTLOOK

The long term objective of the Company is to remain strong player in the market with strong emphasis on product and market development. Your Company is also continuously improving its operational efficiency, and cost control which alone can improve the bottom line in future in highly competitive environment. Further, your Company is hopeful to get advantage of this overall boomlikely to happen for the Indian markets and will do all out efforts to secure the bigger share of the increasing market in future.

D) INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has a proper adequate internal control system to ensure that all the assets are safe guarded and protected against the loss from unauthorized used or disposition and that transactions are authorized, recorded and reported correctly.

The internal control is supplemented by an extensive internal audit, periodical review by the management and documented policies, guidelines and procedures. The internal control is designed to ensure that the financial and other records are reliable for preparing financial statements and other data and for maintaining accountability of assets.

E) FINANCIAL AND OPERATIONAL PERFORMANCE

Share Capital

The Paid up Share Capital of the Company as on 31st March, 2014 stands at Rs. 32503000 divided into 3250300 equity shares of Rs. 10/- each fully paid up.

Reserves and Surplus

PORSCHE CAPITAL MARKET LIMITED

The Reserves and Surplus is Rs. (570269.00) as on the end of the Current year.



N K G & CO.
CHARTERED ACCOUNTANTS
ADD: 28G/102, SANJAY PLACE, AGRA, UP-282002

INDEPENDENT AUDITOR'S REPORT

To,
THE MEMBERS
PORSCHE CAPITAL MARKET LIMITED

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of PORSCHE CAPITAL MARKET LIMITED ("the Company). Which comprise the balance sheet as at 31st March 2014, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation of these financial statements that give true and fair view of the financial position, financial performance and cash flows of the company in accordance with accounting standard referred to in sub section(3G) of section 211 of companies Act 1956 ("the Act"). This responsibility includes the design, implementation and maintenances of internal control relevant to the preparation and presentation of financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the standards on auditing issued by the Institute of chartered accountant of India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statement whether due to fraud or error. In making those risk assessments the auditor considers internal control relevant to the Company's Preparation and fair presentation of the financial statement in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting

PORSCHE CAPITAL MARKET LIMITED

policies used and the reasonableness of the accounting estimates made by the management as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

OPINION

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

- (a) In the case of balance sheet , the state of affairs of the company as at March 31, 2014,
- (b) the case of statement of profit and loss of the profit for the year ended on that date, and
- (c) In the case of the cash flow statement, of the cash flows of the company for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the companies (auditor's report) order, 2003 ("the Order") issued by the Central government of India in terms of sub-section (4a) of section 227 of the Act , we give in the annexure a statement on the matters specified in paragraphs 4 and 5 of the order.
2. As required by the section 227(3) of the act, we report that :
 - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of the audit.
 - (b) In our opinion, proper books of accounts as required by law have been kept by the company so far as appears from our examination of those books.
 - (c) The balance sheet, the statement of profit and loss and the cash flow statement dealt with by this report are in agreement with the books of account.
 - (d) In our opinion , the balance sheet, statement of profit and loss, and the cash flow statement comply with the accounting standards referred to in sub-section (3C)of section 211 of companies act 1956
 - (e) On the basis of written representation received from the directors as on 31st March 2014, and taken on record by the board of directors, none of the directors is disqualified as on 31st march 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of Companies Act, 1956.
 - (f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For N K G & CO.
(CHARTERED ACCOUNTANTS)
Sd/-
(Neeraj Kumar Gupta)
Prop.
FRN.005963C
M.No. 074622

PORSCHE CAPITAL MARKET LIMITED

Place : Agra

Date : 28/05/2014

ANNEXURE TO THE AUDITORS' REPORT

(Referred to in paragraph (3) of our report of even date)

- (i) In respect of its fixed assets:
Based on our scrutiny of the Company's Book of Account and other records and according to the information and explanations received by us from the management, we are of the opinion that the question of commenting on maintenance of proper records of fixed assets, physical Verification of fixed assets and any substantial sale thereof does not arise since the company had no fixed assets as on 31st March, 2014 nor at any time during the Financial Period ended 31st March, 2014.

The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets. Fixed assets have been physically verified by the Management during the year and there have been no material discrepancies.
- (ii) In respect of its inventories:
As the company does not have any inventory since clause (a), (b), and (c) is not applicable.
- (iii) The Company has neither taken nor granted any loans or advances in the nature of loans to parties covered in the register maintained under section 301 of the company Act, 1956. Hence, the question of reporting whether the term and condition of such loans are prejudicial to the interests of the company, whether reason able steps for recovery/repayment of overdue of such loans are taken does not arise.
- (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 nature of its business. During the course of our Audit, no major material weakness has been noticed in internal controls.
- (v) Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that the transactions made during the year that needed to be entered in the registered maintained under section 301 of the companies Act, 1956 have been so entered.
- (vi) In our opinion and according to information and explanations given to us, the Company has not accepted any deposits from the public and hence clause 4(vi) of the said order is not applicable.
- (vii) We are informed that in view of internal control procedure which ensures reasonable internal checking of financial and other records, the Company has no formal internal audit as such.
- (ix) According to the information and explanations given to us, in our opinion, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Wealth Tax, Sales Tax, Excise Duty, Cess, Service Tax and any other material statutory dues as applicable to it with the appropriate authorities. As

PORSCHE CAPITAL MARKET LIMITED

at the last day of the financial year, there are no arrears of such undisputed statutory dues outstanding for a period of more than six months from the date they become payable.

- (x) The Company does not have accumulated loss at the end of the year. The Company has neither incurred Cash Loss during the current Year nor during immediately Preceding Financial Year.
- (x) The Company does not have accumulated losses more than fifty percent of its net worth at the end of the financial year. The Company has incurred not cash losses during the financial year covered by the audit and no cash loss in the immediately preceding financial year.
- (x) The company's accumulated losses at the end of financial year are not more than fifty percent of its net worth .The company has incurred not cash losses in the current year and immediately preceding financial year .
- (xi) According to the information and explanations given to us and based on the documents and records produced to us, the company did not have any borrowing from a financial institution or bank or debenture holders and hence clause 4(xi) of the companies (Auditor's Report) Order, 2003 (as amended) is not applicable.
- (xi) Based on our audit procedures and according to the information and explanation given to us, we are of opinion that the Company has not defaulted in repayment of dues to financial institutions, banks and debenture holders.
- (xii) The Company has not granted any Loans & Advances on the basis of security by way of pledge of Shares, Debentures and other securities.
- (xiii) In our opinion, and to the best of our information and according to the explanations provided by the management, we are of the opinion that the Company is not a chit fund or a nidhi mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) order, 2003 are not applicable to the Company.
- (xiv) On the basis of our examination of the companies' records, we are of the opinion that the company is maintaining adequate records regarding transactions and contracts regarding its trading activities in shares, securities, debentures and other investments and timely entries have been made in these records. The Shares, Securities, Debentures and Others investments have been held by the Company in its own name except to the extent of exemption granted U/s 49 of the Act.
- (xiv) In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provision of clause 4 (xiv) of the Companies (auditor's Report) order, 2003 (as amended) are not applicable to the company.
- (xv) The company has not given guarantee for the loans taken by others from banks or financial institution; hence clause (xv) of Para 4 of the Order is not is not applicable.

PORSCHE CAPITAL MARKET LIMITED

- (xvi) According to the records of the company, the company has not obtained any term loans. Hence, comments under the clause are not called for.
- (xvii) 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 no funds raised on short-term basis have been used for long term investment.
- (xviii) According to the information's and explanations given to us, the Company has not made any preferential allotment of shares to parties or companies covered in the register maintained under section 301 of the companies act,1956.
- (xix) The Company has not issued any debentures during the year and therefore, paragraph 4 (xix) of the said Order is not applicable to the Company.
- (xix) The company has created securities/charges respect of secured debenture issued.
- (xx) The company has not raised any money by public issue during the year and therefore, paragraph 4(xx) of the said Order is not applicable to the Company.
- (xxi) Based on the audit procedures performed and information's and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the course of our audit.

For N K G & CO.
(CHARTERED ACCOUNTANTS)
Sd/-

(Neeraj Kumar Gupta)
Prop.
FRN.: 005963C
M.No. 074622

Place : Agra
Date : 28/05/2014

PORSCHE CAPITAL MARKET LIMITED

Balance Sheet as at 31st March, 2014

Amount in Rs.

Particulars	Note No	31.03.2014	31.03.2013
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	32,503,000.00	32,503,000.00
(b) Reserves and Surplus	2	(570,268.77)	(736,173.40)
(c) Money received against share warrants		-	-
(2) Share application money pending allotment		-	-
(3) Non-Current Liabilities			
(a) Long-term borrowings	3	-	-
(b) Deferred tax liabilities (Net)	4	5,527.00	3,518.00
(c) Other Long term liabilities	5	-	-
(d) Long term provisions	6	-	-
(4) Current Liabilities			
(a) Short-term borrowings	7	-	-
(b) Trade payables	8	-	-
(c) Other current liabilities	9	690,613.00	336,128.00
(d) Short-term provisions	10	116,488.28	36,446.70
Total		32,745,359.51	32,142,919.30
II. Assets			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	11	30,951.51	43,055.30
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments	12	9,000,000.00	9,000,000.00
(c) Deferred tax assets (net)	13	-	-
(d) Long term loans and advances	14	22,778,518.00	22,778,518.00
(e) Other non-current assets	15	-	-
(2) Current assets			
(a) Current investments	16	-	-
(b) Inventories	17	-	-
(c) Trade receivables	18	839,895.00	269,980.00
(d) Cash and cash equivalents	19	95,995.00	51,366.00
(e) Short-term loans and advances	20	-	-
(f) Other current assets	21	-	-
Total		32,745,359.51	32,142,919.30

NOTES TO ACCOUNTS

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PORSCHE CAPITAL MARKET LIMITED

Notes referred to above and notes attached there to form an integral part of
Balance Sheet

As per our report of even date attached.
For N K G & CO.
Chartered Accountants

For Porsche Capital Market Ltd.

Sd/-
CA Neeraj Kumar Gupta
Prop.
Membership No. : 074622
FRN: 005963C

Sd/-
Kailash Chand Upreti
(Director)
DIN:- 06782078

Sd/-
Diwakar Joshi
(Director)
DIN:- 06716185

Place : Delhi
Date : 28/05/2014

PORSCHE CAPITAL MARKET LIMITED

Profit and Loss statement for the year ended 31st March, 2014

Amount in Rs.

Particulars	Note No	31.03.2014	31.03.2013
I. Revenue from operations		9,098,450.00	7,570,500.00
II. Other Income	22	443,890.00	306,589.00
III. Total Revenue (I +II)		9,542,340.00	7,877,089.00
<u>IV. Expenses:</u>			
Purchase in Stock in Trade		8,528,535.00	7,300,520.00
Employee benefit expense	23	268,815.00	164,598.00
Financial costs	24	-	-
Depreciation and amortization expense	25	12,103.78	7,222.70
Operation & Other expenses	26	484,931.00	275,416.00
Total Expenses		9,294,384.78	7,747,756.70
V. Profit before exceptional and extraordinary items and tax	(III - IV)	247,955.22	129,332.30
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		247,955.22	129,332.30
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII - VIII)		247,955.22	129,332.30
<u>X. Tax expense:</u>			
(1) Current tax		80,041.59	36,446.70
(2) Deferred tax Liabilites / (Assets)		2,009.00	3,518.00
XI. Profit(Loss) from the perid from continuing operations	(IX-X)	165,904.63	89,367.60

PORSCHE CAPITAL MARKET LIMITED

XII. Profit/(Loss) from discontinuing operations	-	-
XIII. Tax expense of discounting operations	-	-
XIV. Profit/(Loss) from Discontinuing operations (XII - XIII)	-	-
XV. Profit/(Loss) for the period (XI + XIV)	165,904.63	89,367.60
XVI. Earning per equity share:		
(1) Basic	0.05	0.03
(2) Diluted	0.05	0.03

Notes referred to above and notes attached there to form an integral part of Profit & Loss Statement

As per our report of even date attached.

For N K G & CO.

Chartered Accountants

Sd/-

CA Neeraj Kumar Gupta

Prop.

Membership No. : 074622

FRN: 005963C

Place : Delhi

Date : 28/05/2014

For Porsche Capital Market Ltd.

Sd/-

Kailash Chand
Upreti

(Director)

DIN:- 06782078

Sd/-

Diwakar Joshi

(Director)

DIN:- 06716185

PORSCHE CAPITAL MARKET LIMITED

Notes Forming Part of the Balance Sheet

Note : 1 Share Capital

Sr. No	Particulars	31.03.2014	31.03.2013
1	<u>AUTHORIZED CAPITAL</u> 3500000 Equity Shares of Rs. 10/- each.	35,000,000.00	35,000,000.00
2	<u>ISSUED</u> 3250300 Equity Shares of Rs. 10/- each.	32,503,000.00	32,503,000.00
3	<u>SUBSCRIBED & PAID UP CAPITAL</u> 3250300 Equity Shares of Rs. 10/- each.	32,503,000.00	32,503,000.00
	Total	32,503,000.00	32,503,000.00

Note : 2 Reserve & Surplus

Sr. No	Particulars	31.03.2014	31.03.2013
1	Capital Reserve	-	-
2	Capital Redemption Reserve	-	-
3	Securities Premium reserve	-	-
4	Debenture Redemption Reserve	-	-
5	Revaluation Reserve	-	-
6	Shares Option Outstanding Account	-	-
7	Other Reserve (General Reserve)	-	-
8	Surplus (Profit & Loss Account)		
	Op Bal. of P/L	(736,173.40)	(825,541.00)
	Current Year Profit	165,904.63	89,367.60
	Total	(570,268.77)	(736,173.40)
	G.Total	(570,268.77)	(736,173.40)

Note : 3 Long Term Borrowings

Sr. No	Particulars	31.03.2014	31.03.2013
1	Bonds / Debentures	-	-
2	<u>Term Loan</u>		
	- From Bank	-	-
	- From Other Parties	-	-
3	Deferred Payment Liabilities	-	-
4	Deposit	-	-
5	Loans & Advances From Related Parties	-	-
6	Long Term Maturities of Finance lease obligation	-	-
7	Loans From Directors	-	-
8	Other Loans	-	-
	Total	-	-

Note : 4 Deferred Tax Liabilities (Net)

Sr. No	Particulars	31.03.2014	31.03.2013
1	Deferred Tax Liability	5,527.00	3,518.00

PORSCHE CAPITAL MARKET LIMITED

	Total	5,527.00	3,518.00
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Note : 5 Other Long Term Liabilities

Sr. No	Particulars	31.03.2014	31.03.2013
1	Trade Creditors	-	-
2	Others	-	-
	Total	-	-

Note : 6 Long Term Provisions

Sr. No	Particulars	31.03.2014	31.03.2013
1	Provision from Employment Benefit	-	-
2	Other	-	-
	Total	-	-

Note : 7 Short Term Borrowings

Sr. No	Particulars	31.03.2014	31.03.2013
1	<u>Loan Repayable on Demand</u>		
	- From Bank	-	-
	- From Other Parties	-	-
2	Loans & Advances From Related Parties	-	-
3	Deposits	-	-
4	Others	-	-
	Total	-	-

Note : 8 Trades Payable

Sr. No	Particulars	31.03.2014	31.03.2013
1	Trade Payable	-	-
	Total	-	-

Note : 9 Other Current Liabilities

Sr. No	Particulars	31.03.2014	31.03.2013
1	Audit Fees Payable	42,500.00	27,500.00
2	Listing Fees Payable	42,000.00	42,000.00
3	Salary Expenses Payable	82,506.00	-
4	Office Expenses Payable	523,607.00	266,628.00
	Total	690,613.00	336,128.00

Note : 10 Short Term Provisions

Sr. No	Particulars	31.03.2014	31.03.2013
1	<u>Provision From Employees Benefit</u>	-	-
2	<u>Others</u>		
	Provision For Income Tax	116,488.28	36,446.70
	Total	116,488.28	36,446.70

PORSCHE CAPITAL MARKET LIMITED

Notes Forming Part of the Balance Sheet

Note : 12 Non Current Investment

Sr. No	Particulars	31.03.2014	31.03.2013
1	Investment in Property	-	-
2	Investment in Equity Instrument - Unquoted Shares	9,000,000.00	9,000,000.00
3	Other Investment	-	-
4	Investment in Mutual Fund	-	-
5	Investment in Partnership Firm	-	-
	Total	9,000,000.00	9,000,000.00

Note : 13 Deferred Tax Assets (Net)

Sr. No	Particulars	31.03.2014	31.03.2013
		-	-
	Total	-	-

Note : 14 Long Term Loans and Advances

Sr. No	Particulars	31.03.2014	31.03.2013
I)	<u>Capital Assets</u>		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
II)	<u>Security Deposit</u>		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
III)	<u>Loans & Advances to related parties</u>	-	-
IV)	<u>Other Loans & Advances</u>	22,778,518.00	22,778,518.00
	Total	22,778,518.00	22,778,518.00

Note : 15 Other Non Current Assets

Sr. No	Particulars	31.03.2014	31.03.2013
1	Long Term Trade Recievables		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-

PORSCHE CAPITAL MARKET LIMITED

2	- Others	-	-
	Total	-	-

Note :16 Current Investment

Sr. No	Particulars	31.03.2014	31.03.2013
1	Investment in Equity	-	-
2	Investment in Preference Shares	-	-
3	Investment in Govt. Securities	-	-
4	Investment in debentures & Bonds	-	-
5	Investment in Mutual Fund	-	-
6	Investment in Partnership Firm	-	-
7	Others	-	-
	FDR & Accrued Interest	-	-
	Total	-	-

Note : 17 Inventories

Sr. No	Particulars	31.03.2014	31.03.2013
1	Raw Material	-	-
2	Work-in-Progress	-	-
3	Finished Goods	-	-
4	Stock-in-Trade	-	-
5	Stores & Spares	-	-
6	Loose Tools	-	-
7	Other (Specify the nature)	-	-
8	Goods-in-transit	-	-
	Total	-	-

Note : 18 Trade Recievables

Sr. No	Particulars	31.03.2014	31.03.2013
1	<u>Outstanding for more than six months</u>		
	<u>a) Secured, Considered Good :</u>	-	-
	<u>b) Unsecured, Considered Good :</u>	-	-
	<u>c) Doubtful</u>	-	-
2	<u>Others</u>		
	<u>a) Secured, Considered Good :</u>	-	-
	<u>b) Unsecured, Considered Good :</u>	839,895.00	269,980.00
	<u>c) Doubtful</u>	-	-
	Total	839,895.00	269,980.00

Note : 19 Cash & Cash Equivalent

Sr. No	Particulars	31.03.2014	31.03.2013
1	Cash & Bank Balance	95,995.00	51,366.00
	Total	95,995.00	51,366.00

Note :20 Short Terms Loans and Advances

PORSCHE CAPITAL MARKET LIMITED

Sr. No	Particulars	31.03.2014	31.03.2013
1	Loans & Advances from related parties		
	<u>a) Secured, Considered Good :</u>	-	-
	<u>b) Unsecured, Considered Good :</u>	-	-
	<u>c) Doubtful</u>	-	-
2	Others	-	-
	Total	-	-

Note : 21 Other Current Assets

Sr. No	Particulars	31.03.2014	31.03.2013
1	Advance Income Tax	-	-
2	TDS	-	-
3	Sundry Debtors	-	-
4	Prelimery Exp.	-	-
	Total	-	-

Notes Forming Part of the Profit & Loss Statement

Note : 22 Other Income

Sr. No	Particulars	31.03.2014	31.03.2013
1	Interest Income		
2	Interest (Others)	443,890.00	306,589.00
	Total	443,890.00	306,589.00

Note : 23 Employment Benefit Expenses

Sr. No	Particulars	31.03.2014	31.03.2013
1	Salary	240,000.00	144,000.00
2	Staff Welfare	28,815.00	20,598.00
	Total	268,815.00	164,598.00

Note :24 Financial Cost

Sr. No	Particulars	31.03.2014	31.03.2013
1	Bank Interst	-	-
	Total	-	-

Note : 25 Depreciation & Amortised Cost

Sr. No	Particulars	31.03.2014	31.03.2013
1	Depreciation	12,103.78	7,222.70
	Total	12,104	7,222.70

Note : 26 Other Expenses

PORSCHE CAPITAL MARKET LIMITED

Sr. No	Particulars	31.03.2014	31.03.2013
	<u>Operational Expenses</u>		
	Business Promotion Expenses	21,334.00	-
	Travelling Expenses	34,541.00	-
	Misc. Expenses	228,998.00	192,565.00
	Printing & Stationery	27,981.00	19,587.00
	Legal & Professional Charges	35,544.00	15,478.00
	Conveyance expenses	64,441.00	19,658.00
	Telephone Expenses	35,548.00	12,587.00
	Interest Expenses	21,544.00	10,541.00
	Payment to Auditors:		
	Audit Fees	15,000.00	5,000.00
	Total	484,931.00	275,416.00

Notes Forming Part of the Balance Sheet

Note : 27 SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS

A- SIGNIFICANT ACCOUNTING POLICIES

1 Basis of Accounting

The financial statements are prepared under the historical cost convention on the concept of a going concern, in accordance with the Generally Accepted Accounting Principles and mandatory Accounting Standards as notified under the Companies (Accounting Standards) Rules, 2006 and as per the provisions and presentational requirements of the Companies Act, 1956.

2 Changes in Accounting policies

The accounting policies adopted are consistent with those of previous financial year. The management assures that there has been no change in accounting policies as compared to that of previous year which would have any significant effect on these financials.

3 Recognition of Income

Revenue from Interest on loans financed by the Company is recognized on accrual basis. Other Income, if any is recognised and accounted for on accrual basis unless otherwise stated.

4 Tangible Fixed Assets

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of fixed assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

5 Taxes on Income

PORSCHE CAPITAL MARKET LIMITED

Current tax is determined and provided for on the amount of taxable income at the applicable rates for the relevant financial year. Deferred Tax Assets and Liabilities (DTA/ DTL) are recognised, subject to consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and is capable of reversal in one or more subsequent periods. The DTA is recognised only to the extent that there is reasonable certainty of sufficient future profits against which such DTA can be realised.

6 Contingent Liability

The contingent liabilities, if any, are disclosed in the Notes to Accounts. Provision is made in the accounts, if it becomes probable that there will be outflow of resources for settling the obligation.

7 Events occurring after the balance sheet date

Adjustments to assets and liabilities are made for events occurring after the balance sheet date to provide additional information materially affecting the determination of the amounts of assets or liabilities relating to conditions existing at the balance sheet date.

8 Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year/ period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year/ period.

9 Use of estimates

The preparation of financial statements, in conformity with generally accepted accounting principles, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities on the date of the financial statements and the results of operations during the reporting year. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

10 Foreign Currency Transaction

Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transaction. Monetary items denominated in foreign currencies at the year end are translated at the rate ruling at the year end rate.

B- NOTES TO THE ACCOUNTS

1) The previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary.

2) Reconciliation of Nos. Of Shares

	2013-14	2012-13
Number of Equity Shares at the beginning	3,250,300.00	3,250,300.00
Add:- Number of Shares Issued	-	-
Number of Equity Shares at the end	3,250,300.00	3,250,300.00

3) Below are the name of the shareholders holding more than 5% of Shares of the company

PORSCHE CAPITAL MARKET LIMITED

Name	Class of Share	No. of Share Holding	Percentage of Holding
Diwakar Joshi	Equity	496320	15.27%

- 4) All the investments made by the company are valued at Cost .
- 5) Managerial Remuneration: Nil
- 6) The inventories of the company are valued as per cost price and market price which ever is less.
- 7) Deffered tax arising on account of timing differeance and which are capable of reversal in one or more subsequent periods is recognised using the tax rates and tax laws that have been enacted or substantively enacted. Deffered tax assests are recognised unless there is virtual certainty with respect to the reversal of the same in future years.
- 8) The revised Schedule VI as notified under the companies Act,1956, has become applicable to the company for the presentation of its financial statements for the year ending March 31,2012. The adoptation of the revised Schedule VI requirements has significantly modified the presentation and disclosurs which have been complied with in these financial statements Previous year figures have been reclassified in accordance with current year requirements.
- 9) All schedules annexed to and form integral part of the Balance Sheet and Profit & Loss Account.
- 10) Minimum Alternative Tax (MAT) is recognised as an asset only when and to the extent there is convicing evidence that the company will pay normal income tax during the specefied period. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entilement to the extent there is no longer convicing evidence to the effect that company will pay normal Income Tax during the specified period.
- 11) Value of Import on CIF Basis Nil
- 12) Earnings in Foreign Exchange (FOB Value) Nil
- 13) Expenditure in Foreign Currency Nil
- 14) The Company has no employee to whom the provisions of section 217 (2A) of the Companies Act, 1956 are applicable.
- 15) **Earning Per Share:**

Particulars	March 31st, 2014
Net profit after tax available for Equity Shareholders (Rs.) (A)	165,904.63
Weighted Avg.Number Equity Shares outstanding (Nos.) (B)	3,250,300
Dilutive potential Equity Shares (Nos.)	0
Dilutive shares outstanding (Nos.) (C)	3,250,300
Nominal value per Equity Shares (Rs./ Share)	10

PORSCHE CAPITAL MARKET LIMITED

Basic Earnings per share (Rs./ Share) (A) / (B)	0.05
Diluted Earnings per share (Rs./ Share) (A) / (C)	0.05

As per our report of even date attached.

For N K G & CO.
Chartered Accountants

Sd/-
CA Neeraj Kumar Gupta
Prop.
Membership No. : 074622
FRN: 005963C

For Porsche Capital Market Ltd.

Sd/-
Kailash Chand Upreti
(Director)
DIN:- 06782078

Sd/-
Diwakar Joshi
(Director)
DIN:- 06716185

Place : Delhi
Date : 28/05/2014

PORSCHE CAPITAL MARKET LIMITED

Note : 11 Fixed Assets

Sr. No	Particulars	Rate	Gross Block				Depreciation				Net Block	
			Value as on 01.04.2013	Addition during the year	Deduction during the year	Value as on 31.03.2014	Value as on 01.04.2013	Addition during the year	Deduction during the year	Value as on 31.03.2014	WDV as on 31.03.2014	WDV as on 31.03.2013
I	<u>Tangible Assets</u>											
	Office Equipment Computer	18.10% 40.00%	25,690.00 24,588.00	- -	- -	25,690.00 24,588.00	2,318.58 4,904.13	4,230.23 7,873.55	- -	6,548.81 12,777.68	19,141.19 11,810.32	23,371.42 19,683.87
	SUB TOTAL (A)		50,278.00	-	-	50,278.00	7,222.71	12,103.78	-	19,326.49	30,951.51	43,055.29
II	<u>Intangible Assets</u>											
	SUB TOTAL (B)		-	-	-	-	-	-	-	-	-	-
III	<u>Capital Work-in-progress</u>											
	SUB TOTAL (C)		-	-	-	-	-	-	-	-	-	-
IV	<u>Intangible Assets Under Development</u>											
	SUB TOTAL (D)		-	-	-	-	-	-	-	-	-	-
	Total [A + B + C + D] (Current Year)		50,278.00	-	-	50,278.00	7,222.71	12,103.78	-	19,326.49	30,951.51	43,055.30
	(Previous Year)		-	50,278.00	-	50,278.00	-	7,222.70	-	-	-	-

PORSCHE CAPITAL MARKET LIMITED

Cash Flow Statement

For the Year Ending 31-Mar-2014	Amounts Rs.	Amounts Rs.
	31.03.14	31.03.13
<u>(A) CASH FLOW FROM OPERATING ACTIVITIES:-</u>		
1. Net profit before tax	247,955.22	129,332.30
2. Adjustment for:		
<u>Add:</u> Depreciation & Amortisation Expenses	12,103.78	7,222.70
Operating Profit before Working capital changes	260,059.00	136,555.00
3. Working Capital Changes:		
Decrease (Increase) in Trade & Other Receivables	(569,915.00)	(269,980.00)
Decrease (Increase) in Inventories	-	-
Decrease (Increase) in Short Term Provision	-	-
Decrease (Increase) in Other Current Assets	-	-
Increase (Decrease) in Trade & Other Payables	-	-
Increase (Decrease) in Other Current Liabilities	354,485.00	180,278.00
Increase (Decrease) in Other Liabilities	-	-
Net Changes in Working Capital	(215,430.00)	(89,702.00)
Cash Generated from Operations	44,629.00	46,853.00
Adjustment of Taxes	-	-
Net Cash Flow from Operating Activities (A)	44,629.00	46,853.00
<u>(B.) CASH FLOW FROM INVESTING ACTIVITIES :</u>		
Purchase of Fixed Assets	-	(50,278.00)
(Increase) Decrease in Other Non Current Assets	-	-
(Increase) Decrease in Long Term Loans & Advances	-	-
(Increase) Decrease in Short Terms Loans & Advances	-	-
Decrease (Increase) in Current Investments	-	-
Decrease (Increase) in Non Current Investments	-	-
(Decrease) Increase in Long Term Liabilities	-	-
(Decrease) Increase in Other Long Term Liabilities	-	-
Net Cash Flow from Investing Activities (B)	-	(50,278.00)
<u>(C.) CASH FLOW FROM FINANCING ACTIVITIES :</u>		
Issue of Share Capital	-	-
Increase in Long Terms Borrowings	-	-
Increase in Short Terms Borrowings	-	-
Proceeds from/(Refund) Share Application Money	-	-
Net Cash Flow from Financing Activities (C)	-	-
Net Increase / (Decrease) in Cash & Cash Equivalents (A-B+C)	44,629.00	(3,425.00)

PORSCHE CAPITAL MARKET LIMITED

Cash and cash equivalents at the beginning of the year / Period	51,366.00	54,791.00
Cash and cash equivalents at the end of the year/ Period	95,995.00	51,366.00
* Note: The above Cash Flow Statement has been prepared under "Indirect Method" as set out in the Accounting Standard (AS) – 3 on Cash Flow Statements issued by the Institute of Chartered of Accountants of India.		

As per our report of even date

For N K G & CO.

Chartered Accountants

PORSCHE CAPITAL MARKET LIMITED

Sd/-

CA Neeraj Kumar Gupta

Prop.

Membership No. : 074622

FRN: 005963C

Sd/-

Kailash Chand Upreti

(Director)

DIN:- 06782078

Sd/-

Diwakar Joshi

(Director)

DIN:- 06716185

Place : Delhi

Date : 28/05/2014

PORSCHE CAPITAL MARKET LIMITED

Proxy Form

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

PORSCHE CAPITAL MARKET LIMITED

K H - 810, 2ND FLOOR MAHIPAL PUR EXTENSION (NEAR MARUTI WORK SHOP) NEW DELHI- 110037
CIN: L51909DL1990PLC042445

Name of the Member(s):	
Registered address:	
Folio No./Client Id.:	DP ID:
E-mail Id:	

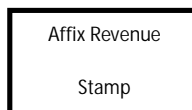
I/We, being the member(s) of..... Shares of the above named Company, hereby appoint:

Name :	Address :
E-mail Id :	Signature :
or failing him/her	
Name :	Address :
E-mail Id :	Signature :

as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Monday, September 29, 2014 at 11:00 a.m. at registered office situated at K H - 810, 2ND FLOOR MAHIPAL PUR EXTENSION (NEAR MARUTI WORK SHOP) NEW DELHI- 110037 and at any adjournment thereof in respect of such resolutions as are indicated below:

No.	Resolutions
	Ordinary Business
1.	Adoption of Audited Financial Statements for the year ended March 31 st 2014
2.	Appointment of Mr. Ranjeet Arya, who retired by rotation and being eligible offered himself for re-appointment
3.	Appointment of M/s Vinod Maddeshiya & Associates, Chartered Accountant, as Auditor and fixing their remuneration.
	Special Business
4.	Appointment of Mr. Kailash Chand Upreti as Independent Director.
5.	Adoption of new set of Articles of Associations of the Company.
6.	Appointment of Mr. Virender Singh Rana as Independent Director.

Signed this _____ day of _____ 2014



Sign. of Shareholder Sign. of proxy holder

PORSCHE CAPITAL MARKET LIMITED

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

PORSCHE CAPITAL MARKET LIMITED

K H - 810, 2ND FLOOR MAHIPAL PUR EXTENSION (NEAR MARUTI WORK SHOP) NEW DELHI-
110037

CIN: L51909DL1990PLC042445

Regd. Folio/DP ID & Client ID	
Name and Address of the Shareholder(s)	
Joint Holder 1/	
Joint Holder 2	

- I hereby record my presence at the ANNUAL GENERAL MEETING of the Company being held on Monday, September 29, 2014 at 11:00 a.m. at K H - 810, 2nd Floor Mahipal Pur Extension (Near Maruti Work Shop) New Delhi- 110037.

- Signature of the Shareholder/Proxy Present

.....

- Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.

- Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of the Annual Report for reference at the meeting.

Note: PLEASE CUT HERE AND BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING.

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