KHANDWALA SECURITIES LIMITED

CS/NSE/29/20120809
Thursday, August 9, 2012

To,
Listing Department
National Stock Exchange of India Limited,
Exchange Plaza, 5th floor,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051

Dear Sir,

Sub.: Outcome of Board Meeting

Please note that a meeting of Board of Directors of the Company was held today i.e. Thursday, 9th August, 2012 at 11.30 a.m. at the Registered Office of the Company in which board members deliberated on following agenda items:

1. Approved and took on record Audited Financial results of the Company for the year ended on 31st March 2012;

2. Discussed, considered and approved Unaudited (Provisional) Quarterly Financial results of the Company alongwith Limited Review Report for the quarter ended 30th June 2012;

3. Took note of the Secretarial Audit Report for the quarter ended 30th June 2012;

4. Approved the Notice, Directors Report and Corporate Governance Report as on 31st March 2012;

5. Approved to hold Annual General Meeting on Friday, 28th September 2012;

6. Decided to declare book closure date from Monday, 24th September 2012 to Friday, 28th September 2012 (both days inclusive) for the purpose of AGM.

7. Recommended the appointment of Mr. Pranav P Khandwala & Mr. Homiar N. Vakil as a Director of the Company subject to retirement by rotation.

Copies of Unaudited (Provisional) Financial results for the quarter ended 30th June 2012; Limited Review Report along with reply to the Auditors qualification, for the quarter ended 30th June, 2012 is enclosed herewith as approved by the Board members at the Board Meeting held on Thursday, 9th August, 2012.

Kindly acknowledge the receipt of the same and place it on your notice board for the information of your members.

Thanking you,
Yours faithfully,

For and on behalf of;
Khandwala Securities Limited

Pooja Gupta
Company Secretary & Compliance Officer

KHANDWALA SECURITIES LIMITED

KHANDWALA SECURITIES LIMITED

Regd. Office : Vikas Bldg, Ground floor, Green Street, Fort, Mumbai 400 023

UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2012

(Rs. In lacs)

Part I

Sr. No.	Particulars	Quarter ended			Year Ended
		30.06.2012 (Unaudited)	31.03.2012 (Unaudited)	30.06.2011 (Unaudited)	31.03.2012 (Audited)
1	Income from Operations				
	a) Net Sales/ Income from Operations	88.98	149.15	61.87	335.62
	b) Other Operating Income	-	-	-	-
	Total Income	**88.98**	**149.15**	**61.87**	**335.62**
2	**Total Expenditure**	**107.03**	**130.74**	**166.93**	**582.68**
	a) Increase/decrease in Stock in Trade	0.62	(0.80)	1.64	3.03
	b) Consumption of raw materials	-	-	-	-
	c) Administrative & Other expenditure	41.81	54.38	78.20	253.06
	d) Staff Cost	49.47	65.98	76.75	283.17
	e) Loss on sale of Investment /stock	6.40	2.96	-	3.89
	f) Depreciation	8.74	8.20	10.34	39.53
3	**Profit from Operations before Other Income, Interest & Exceptional Items (1-2)**	**(18.05)**	**18.41**	**(105.06)**	**(247.06)**
4	Other Income	18.35	100.01	62.66	263.79
5	**Profit before Interest & Exceptional Items (3+4)**	**0.30**	**118.42**	**(42.40)**	**16.74**
6	Finance Cost	8.31	8.57	12.23	39.60
7	**Profit after Interest but before Exceptional Items (5-6)**	**(8.00)**	**109.85**	**(54.63)**	**(22.86)**
8	Exceptional Items	-	7.83	-	35.45
9	**Profit/ (Loss) from Ordinary Activities before Tax**	**(8.00)**	**102.02**	**(54.63)**	**(58.31)**
10	**Tax Expenses**	**(0.28)**	**(2.96)**	**(0.39)**	**(3.32)**
	Current tax	-	-	-	-
	Tax relating to Prior years	-		-	(2.67)
	Deferred tax	(0.28)	(0.29)	(0.39)	(0.65)
11	**Profit/(Loss) from Ordinary Activities after tax**	**(7.72)**	104.98	**(54.24)**	**(54.99)**
12	Extraordinary Items	-	-	-	-
13	**Net Profit / (Loss) for the period (11 + 12)**	**(7.72)**	**104.98**	**(54.24)**	(54.99)
14	Share of Profit / (Loss) of Associates	-	-	-	-
15	Minority Interest	-	-	-	-
16	**Net Profit / (Loss) after taxs, Minority interest and shares of Profit / (Loss) of Associates (13 + 14 + 15)**	**(7.72)**	**104.98**	**(54.24)**	**(54.99)**
17	Paid-Up Equity Share Capital (Face Value Rs.10/- Per Share)	1,193.90	1,193.90	1,193.90	1,193.90
18	Reserves excluding Revaluation Reserve	-	-	-	-
19	Basic EPS before and after Extra Ordinary Items (Rs. per share) *	(0.06)	0.88	(0.45)	(0.46)
	Diluted EPS before and after Extra Ordinary Items (Rs. per share) *	(0.06)	0.88	(0.45)	(0.46)

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Part II

Sr. No.	Particulars	Quarter ended			Year Ended
		30.06.2012 (Unaudited)	31.03.2012 (Unaudited)	30.06.2011 (Unaudited)	31.03.2012 (Audited)
20	**Public Shareholding**				
	No. of Shares	5,596,595	5,664,063	5,791,787	5,664,063
	Percentage of Share holding	46.88%	47.44%	48.51%	47.44%
21	**Promoters and Promoter Group Shareholding**				
	a) Pledged / Encumbered				
	Number of Shares	1,733,321	1,733,321	1,733,321	1,733,321
	Percentage of shares (as a % of the total shareholding of Promoters and Promoter Group)	27.33%	27.62%	28.20%	27.62%
	Percentage of shares (as a % of the total share capital of the Compar	14.52%	14.52%	14.52%	14.52%
	b) Non- Encumbered				
	Number of Shares	4,609,084	4,541,616	4,413,892	4,541,616
	Percentage of shares (as a % of the total shareholding of Promoters and Promoter Group)	72.67%	72.38%	71.80%	72.38%
	Percentage of shares (as a % of the total share capital of the Compar	38.60%	38.04%	36.97%	38.04%

	Particulars	3 Months Ended (30/06/12)
B	**Investor Complaints**	
	Pending at the beginning of the quarter	Nil
	Received during the quarter	Nil
	Disposed of during the quarter	Nil
	Remaining unresolved at the end of the quarter	Nil

* Not Annualised

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KHANDWALA SECURITIES LIMITED

UNAUDITED SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED FOR QUARTER ENDED JUNE 30, 2012

(Rs. In lacs)

Sr. No.	Particulars	Quarter ended			Year ended
		30.06.2012 (Unaudited)	31.03.2012 (Unaudited)	30.06.2011 (Unaudited)	31.03.2012 (Audited)
1	**Segment Revenue**				
a)	Investment / Stock Operations	1.61	72.29	3.42	83.27
b)	Feebased Operations	87.37	76.86	58.45	252.35
c)	Other Unallocated Revenue	18.35	100.01	62.66	263.79
	Total	107.33	249.16	124.53	599.42
	Less : Intersegment Revenue	-	-	-	-
	Net Income / (Loss) from operations	**107.33**	**249.16**	**124.53**	**599.42**
2	**Segment Results Profit/ (loss) before interest and tax**				
a)	Investment / Stock Operations	(9.14)	64.58	(3.87)	47.34
b)	Feebased Operations	36.11	7.19	(40.55)	(90.49)
	Total	26.97	71.76	(44.42)	(43.15)
	Less : Interest	8.31	8.57	12.23	39.60
	Other unallocable Expenditure net of unallocable revenue	(26.67)	38.83	2.02	24.44
	Total Net profit/ (Loss) before Tax	**(8.00)**	**102.02**	**(54.63)**	**(58.31)**
3	**Capital Employed**				
a)	Investment / Stock Operations	358.59	359.96	388.79	360.28
b)	Feebased Operations	1,504.80	1,386.52	1,368.17	1,386.53
c)	Unallocated	1,655.14	1,666.87	1,755.11	1,667.26
	Total Capital Employed	**3,518.53**	**3,413.35**	**3,512.06**	**3,414.08**

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Notes:

1. The above financial results were discussed and considered by the members of Audit Committee in their meeting held on 09th August, 2012. Subsequently the results were approved and taken on record by the Board of Directors of the Company at the meeting held on the same date.

2. The above results are after considering the diminution in the value of the investments held as Stock-in-trade.

3. Limited Review of the above results have been carried out by the Statutory Auditors of the Company and the same is placed before and recorded by the Board.

4. Figures for the earlier periods have been regrouped or reclassified wherever necessary as per the accounting policies and standard issued by ICAI.

For and on behalf of the Board of Directors.

Khandwala Securities Limited

S.M. Parande
Chairman

Paresh J. Khandwala
Managing Director

KHANDWALA SECURITIES LTD. MUMBAI

Place: Mumbai
Date : 09th August, 2012.

UDYEN JAIN & ASSOCIATES
Chartered Accountants

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To,
The Board of Directors,
Khandwala Securities Limited,
Mumbai.

Limited Review Report (Quarter ending 30th June, 2012)

1. We have reviewed the accompanying statement of Audited financial results of the Quarter ending 30th June 2012" in which are incorporated the results of the quarter ended 30th June, 2012 ("Interim financial information") of Khandwala Securities Limited. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors/ Committee of Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, engagements to Review Financial Statements issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion

3. Share application money valued at Rs. 216.69 lacs advanced by the Company for the purchase of shares (Rs. 216.69 lacs as on 31st March, 2012), of which management confirms that it has initiated legal proceedings against the party for the recovery of Rs. 216.69 lacs.

4. Short term deposits of Rs. 100.00 lacs being taken from companies and Rs. 530.00 lacs being deposits placed by the Company together with interest thereon of Rs. 135.80 which were subject to confirmation, subsequent adjustments and reconciliation, if any.

5. We have reviewed the quarterly financial results of Khandwala Securities Ltd for the quarter ended 310th June, 2012, the segment wise results for the period 01st April 2012 to 30th June 2012, attached herewith, being submitted by the company pursuant to the requirement of clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us.

UDYEN JAIN & ASSOCIATES

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6. The Additional Information regarding shares pledged by the company has also been disclosed in the Audited Financial results for the Quarter ending 30th June, 2012.

7. Except for the matters mentioned in paragraph 3 & 4 above, based on our review conducted as above, nothing has come to our notice that causes us to believe that the accompanying statement of Audited financials results, prepared in accordance with accounting standards and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of clause 41 of the listing agreements with stock exchanges in India, including the manner in which it is to be disclosed and that it contains any material misstatement.

For Udyen Jain & Associates,
Chartered Accountants,
Firm Reg. No.116336W

Aniket Kulkarni
Partner
(M. No. 127246)

Place: Mumbai.
Date: 26th July, 2012

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