



STAMPEDE CAPITAL LIMITED

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STAMPEDE CAPITAL LIMITED
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Hyderabad - 500 034
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Fax : 040 - 23540763



STAMPEDE CAPITAL LIMITED

17th
Annual Report
2011-12



STAMPEDE
Stampede Capital Limited
(Formerly Brilliant Securities Limited)

**BOARD OF DIRECTORS**

- G. Linga Murthy - Executive Director
- K. Avinash - Whole Time Director
- M. Venkata Srinivas - Additional Director (wef 13 Feb 2012)
- Shaik Gouse - Additional Director (wef 13 Feb 2012)
- D. Emmanuel - Independent Director (wef 22 July 2011)
- A. Veerabhadra Rao - Independent Director
- D.V.S.S. Lakshminarayana - Independent Director

- Ms Raashi Tiwari - Company Secretary
& Compliance Officer

Registered Office

Plot No.1, 2nd Floor, JR Towers, Road No.2,
Banjarahills, Hyderabad - 500 034
Tel: 91-40-23540764/65
Fax: 91-40-23540763
e-mail:cs@stampedecap.com

AUDITORS

M/s. Sarath and Associates
Chartered Accountants

SHARE TRANSFER AGENTS

Venture Capital and Corporate Investments Pvt. Ltd.,
Bharat Nagar, Hyderabad-500018

BANKERS

- Bank of Baroda
- HDFC Bank Ltd
- Corporation Bank

**NOTICE**

NOTICE is hereby given that the **SEVENTEENTH ANNUAL GENERAL MEETING** of the Members of Stampede Capital Limited will be held at Kalinga Cultural Trust, Plot No.1269, Road No.12, Banjarahills, Hyderabad - 500 034 on Saturday the 29th day of September, 2012 at 11.30 a.m. to transact the following business:

ORDINARY BUSINESS**ITEM NO 1 ADOPTION OF ANNUAL ACCOUNTS**

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 and the Profit and Loss Account for the year ended on that date and the Reports of the Auditors and the Board of Directors thereon.

ITEM NO 2 RE-APPOINTMENT OF RETIRING DIRECTOR

To appoint a Director in place of Mr. D.V.S.S. Lakshminarayana, Director who retires by rotation and being eligible, offers himself for re-appointment.

ITEM NO 3 RE-APPOINTMENT OF RETIRING DIRECTOR

To appoint a Director in place of Mr. D. Emmanuel, Director who retires by rotation and being eligible, offers himself for re-appointment.

ITEM NO 4 RE-APPOINTMENT OF AUDITORS

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

“RESOLVED THAT M/s Sarath & Associates, (Registration No. 005120S) Chartered Accountants be and are hereby appointed as Statutory Auditors of the company for the period commencing from the conclusion of this Annual General

Meeting till the conclusion of the next Annual General Meeting, on such remuneration as may be mutually agreed upon between the Board of Directors and Auditors.”

SPECIAL BUSINESS**ITEM NO 5 REGULARISATION OF APPOINTMENT OF ADDITIONAL DIRECTOR**

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

“RESOLVED THAT Shri M Venkat Srinivas, who was appointed as an Additional Director at the meeting of the Board of Directors of the Company held on 13th February, 2012, who holds office upto the date of Annual General Meeting of the Company, be and is hereby appointed as Director liable to retire by rotation.”

ITEM NO 6 REGULARISATION OF APPOINTMENT OF ADDITIONAL DIRECTOR

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

“RESOLVED THAT Shri. Shaik Gouse, who was appointed as an Additional Director at the meeting of the Board of Directors of the Company held on 13th February, 2012, who holds office upto the date of Annual General Meeting of the Company, be and is hereby appointed as Director liable to retire by rotation.”

ITEM NO 7 INCREASE OF AUTHORISED SHARE CAPITAL

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



Resolution:

"RESOLVED THAT pursuant to Section 94 and other applicable provisions if any of the Companies Act, 1956, the Authorized Share Capital of the Company be and is hereby increased from Rs.25,00,00,000/- (Rupees Twenty Five Crores only) divided into 2,50,00,000 (Two Crore Fifty Lakhs only) Equity shares of Rs.10/- each to Rs. 28,00,00,000/- (Rupees Twenty Eight Crores only) divided into 2,80,00,000 (Two Crores Eighty Lakhs only) Equity shares of Rs.10/- each by creation of 30,00,000 (Thirty Lakhs only) Equity Shares of Rs. 10/- each ranking paripassu with the exiting Equity shares of the Company".

"RESOLVED FURTHER THAT in Clause V of the Memorandum of Association of the Company be and is hereby substituted with the following".

V. The Authorized share capital of the Company is Rs. 28,00,00,000/- (Rupees Twenty Eight Crores only) divided into 2,80,00,000 (Two Crores Eighty Lakhs only) Equity shares of Rs.10/- each.

ITEM NO 8 AUTHORISATION TO RAISE FUNDS

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

"RESOLVED THAT pursuant to, the provisions of Section 81(1A) and all other applicable provisions, if any, of the Companies Act, 1956 (the "Act") (including any statutory modification(s) or re-enactment thereof, for the time being in force), the applicable rules, regulations and guidelines of the Securities and Exchange Board of India (ICDR) Regulations 2009 (ICDR), the applicable provisions of Foreign Exchange

Management Act, 1999 ("FEMA"), Foreign Exchange Management (Transfer or issue of Security by a Person Resident Outside India) Regulations, 2000, Issue of Foreign Currency Convertible Bonds and Ordinary Shares (through Depository Receipt Mechanism) scheme, 1993, the enabling provisions of the Memorandum and Articles of Association of the company and the Listing Agreements entered into by the company with the Stock Exchanges where the shares of the company are listed, and subject to requisite approvals, consents, permissions, and/or sanctions, if any, of Ministry of Finance (Department of Economic Affairs), Ministry of Industry (Foreign Investment Promotion Board/Secretariat for Industrial Assistance), SEBI, the Stock Exchanges, Reserve Bank of India ("RBI"), and all other authorities as may be required, whether in India or outside India, (hereinafter collectively referred to as "Requisite Approvals"), which may be agreed to by the Board of Directors of the company (hereinafter referred to as the 'Board' which term shall be deemed to include any committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the consent, permission, authority and approval of the Members of the company be and is hereby accorded to the Board at their absolute discretion to create, offer, issue and allot, from time to time in one or more tranches, whether rupee denominated or denominated in foreign currency, in consultation with the Lead Manager(s) and/or Underwriter(s) and/or Advisor(s), wherever required, (a) Foreign Currency Convertible Bonds (FCCBs)/ Foreign Currency Exchangeable Bonds (FCEBs) and/or other securities convertible, at the option of the company and/or entitling holder thereof to apply and convert at his option into equity shares



with or without voting/special rights and/or (b) other securities convertible into or exchangeable with or linked to equity shares, and/or (c) Non convertible securities with or without detachable warrants, and/or (d) Warrants with a right exercisable by the warrant holder to convert or subscribe to the equity shares and/or (e) any shares, instruments or securities of the company through Global Depository Receipts (GDRs), American Depository Receipts (ADRs) or equity shares through depository receipt mechanism, participatory notes or otherwise (all hereinafter collectively referred to as "Securities") and/or any combination of securities, secured or unsecured, whether listed on any stock exchange in India or any international stock exchange outside India (f) issue of securities by way of Qualified Institutional Placements under chapter VIII of SEBI (Issue of Capital and Disclosure requirements) Regulations, 2009 as amended from time to time, to any person including Qualified Institutional Buyers, Foreign Institutional Investors, Foreign, non resident, domestic institutions, institutional investors, banks, mutual funds, companies, bodies corporate or other entities, individuals or other persons (collectively referred to as "Investors"), whether or not such investors are members of the company for an aggregate amount not exceeding **Rs.50 Crores** (Rupees Fifty Crores only) or equivalent thereof in one or more foreign currency, inclusive of such premium as may be fixed on such Securities by offering the securities in one or more countries through public offer and/or offer letter and/or placement document and/or circular and/or information memorandum and/or such other document writings, and/or private placement basis and/or combination thereof in such manner, on such terms and conditions and at such

time(s) as may be determined by the Board in its absolute discretion, with power to settle details as to the form and terms of issue of the Securities and all other terms, conditions and matters connected therewith including to accept any modification thereto or therein as may be required by concerned authorities and/or persons involved with any such issue of securities subject, however, to all applicable laws and regulations."

"RESOLVED FURTHER THAT the relevant date for the purpose of pricing of the Securities to be issued under Qualified Institutional Placement in accordance with the SEBI ICDR Regulations shall be the date of meeting in which the Board decides to open issue of the securities, subsequent to the receipt of members' approval in terms of Section 81(1A) and other applicable provisions, if any, of the Companies Act and other applicable rules, regulations and guidelines in relation to the proposed issue of the securities inter alia through qualified institutions placement(s) to qualified institutional buyers as mentioned in these resolutions.

"RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot equity shares pursuant hereto and/or as may be required to be issued and allotted upon conversion of any of the securities referred to above or as may be necessary in accordance with the terms of offering thereof and all equity shares so issued and allotted shall be subject to the Memorandum and Articles of Association of the company and shall rank pari passu in all respects with the existing equity shares of the company."

"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions and any offer, issue and allotment of Securities, the Board be and is hereby authorized to take all such actions, give such directions and to do all



such acts, deeds and things as may be necessary, desirable or incidental thereto and matters connected therewith including without limitation entering into of arrangements for underwriting, marketing, listing, trading, appointment of Lead Manager(s), Advisor(s), Registrar(s), paying and conversion agent(s) and to issue and sign all deeds, documents, instruments and writings and to pay any fees, commission, costs, charges and other outgoings in relation thereto and to settle all questions, and to give such direction that may be necessary or arise in regard to or in connection with any such offer, issue or allotment of securities and utilization of the issue proceeds, as it may, in its absolute discretion, deem fit and any such action, decision or direction of the Board shall be binding on all members."

"RESOLVED FURTHER THAT the Board or a Committee thereof be and is hereby authorized to finalize and approve the preliminary as well as the final offer document for the proposed issue and to authorize any one or more Directors of the company to sign all documents, together with the authority to amend, vary, modify the same as such authorized persons may consider necessary, desirable, or expedient for the purpose aforesaid to give such declarations, affidavits, certificates, consents, authorities as may be required from time to time."

ITEM NO 9 SUB-DIVISION OF SHARES

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 Section 94(1)(d), 97 and other applicable provisions, if any, of the Companies Act, 1956, and subject to such

approvals, consents, permissions, and sanctions if any as may be required from any authority and subject to such conditions as may be agreed by the Board of Directors of the Company consent of the members be and is hereby accorded for sub dividing the equity shares of the Company including the Paid-Up shares such that each existing equity shares of the Company of the face value of Rs 10/- (Rupees Ten only) each be sub divided into 10 equity shares of the face value of Re 1/- (Rupee One only) each."

"RESOLVED FURTHER THAT the Authorized Share Capital of the Company consisting of 2,80,00,000 Equity Shares of Rs 10/- each amounting to Rs 28,00,00,000/- shall be divided into 28,00,00,000 Equity Shares of Re 1/- each amounting to Rs 28,00,00,000/-."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps to give effect to this resolution and to inform the Registrar and Transfer Agents of the Company and the Depositories to take necessary action to give effect to the above and also to issue new share certificate representing the sub divided shares with new distinctive numbers except in the case of shares held in the demat from in the aforesaid proportion to subject to the rules as laid down in the Companies (Issue of Share Certificates) Rules 1960 with an option to either exchange the new share certificates in lieu of cancellation of the old share certificates with or without physically exchanging the share certificates by treating the old share certificates as deemed to be cancelled or by the credit of sub divided equity shares in respective demat account of shareholders and also to seek listing of such securities at the stock exchange(s) where the shares of the company are listed and to settle any



question dispute or difficulty that may arise in regard to the sub division and/or listing of shares as aforesaid."

ITEM NO 10 ALTERATION OF MEMORANUDM OF ASSOCIATION

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

"RESOLVED THAT pursuant to the provisions of Section 16 and other applicable provisions, if any, of the Companies Act 1956 the existing Clause V of the Memorandum of Association of the Company be deleted and substituted by the following new Clause V:

"V. The Authorized Share Capital of the Company is Rs 28,00,00,000 (Rupees Twenty Eight Crores only) divided into 2800,00,000 (Twenty Eight Crore) Equity Shares of Re 1/- (Rupees One only) each."

"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, and things as it may consider necessary."

For and on behalf of the Board
For STAMPEDE CAPITAL LIMITED

**G. LINGA MURTHY
EXECUTIVE DIRECTOR**

Place: Hyderabad
Date: 03.09.2012

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Proxies, in order to be effective, must be received by the Company not later than 48 hours before the commencement of the meeting.
3. An explanatory statement pursuant to Section 173 (2) of the Companies Act, 1956 in respect of resolution set out in special business is annexed hereto.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 28th September, 2012 to 29th September, 2012 (both days inclusive)
5. Members desiring any information on financial statements are requested to inform to the Company at least seven days before the date of the meeting to keep the information available at the meeting.
6. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/ documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of dematerialised holdings



with their respective Depository Participants. Members who hold shares in physical form are requested to forward the required details (email id) to the Registrar and Share Transfer Agent, M/s. Venture Capital and Corporate Investments Pvt. Ltd. Hyderabad.

- Accordingly the Company will be sending Notices/Documents/Annual Reports etc., to the members in future through email, wherever the email id is available and through other modes of services provided in Section 53 of the Companies Act, 1956 where

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956:

ITEM NO 7

The Company is proposing to raise the funds through various modes including but not limited to through ADR, FCCB & QIP etc to meet the growing needs of Financial requirements.

For the above purposes, your company requires to increase the Authorised share capital of the company from the present Rs 25 Crores to Rs 28 Crores.

Accordingly, the consent of the members is being sought, pursuant to the provisions of Section 94 and other applicable provisions of the Companies Act, 1956.

The Board of Directors recommends the resolution for the approval of the members.

None of the Directors of the Company is, in any way, concerned or interested in the proposed Resolution.

ITEM NO 8

For the purpose of (i) Capital Expenditure (ii) Acquisition of businesses, (iii) Investments in subsidiaries and (iv) Working Capital and general corporate requirements, your Company is proposing to issue Equity Shares under Qualified Institutional Placement, GDRs, FCCBs, and such other securities convertible into equity shares or a combination thereof.

For the above purposes, your company plans to raise upto Rs.50 Crores (Rupees Fifty Crores only) through a combination of equity/quasi equity instruments and therefore proposes issue of Equity Shares/ADRs/ GDRs/ FCCBs/ ECBs/ FCEBs and such other securities convertible into equity shares or a combination thereof. The actual composition of various instruments will be decided by the company in consultation with the Merchant Bankers/Investment Bankers and as per the requirements of the funds from time to time and such offer shall be made to any person including Domestic/Foreign Investors/ Foreign Institutional Investors, Qualified Institutional Buyers, Trusts, Mutual Funds, Banks, Insurance Companies, Pension Funds, retail public, whether shareholders of the company or not, at a price which shall not be lower than the price as prescribed under applicable SEBI guidelines, if any.

Accordingly, the consent of the members is being sought, pursuant to the provisions of Section 81(1A) and other applicable provisions of the Companies Act, 1956, and SEBI (Issue of Capital and Disclosure requirements) Regulations, 2009 as amended from time to time, and in terms of the provisions of the Listing Agreements, to issue and allot equity shares as stated in the Special Resolution.



The Board of Directors recommends the resolution for the approval of the members.

None of the Directors of the Company is, in any way, concerned or interested in the proposed Resolution.

ITEM NO 9 & 10

Currently the Nominal value of the Equity shares of the Company is Rs 10/- per Equity share. The Equity shares of the Company are listed on Bombay Stock Exchange (BSE). It has been decided to Sub-Divide the Face value of the Equity share of the Company to Re 1/- with an intention to increase the Number of shares available in the hands of Shareholders as for each share, shareholder will get 10 shares. This will have the positive impact on the share in the form of unlocking the potential future value of the Equity shares of the Company

Consequent to the Sub-Division of Equity shares from Face value of Rs 10/- to Re 1/- a shareholder holding 1 Equity share of Rs 10/- each will be allotted 10 Equity shares of Re 1/- each. The date on which this Sub-Division would become effective, will be decided by the Board of Directors after obtaining the Shareholders approval, which will be notified through the Stock Exchanges

Shareholders attention is also invited to the fact that in view of the foregoing, the existing Capital clause V in the Memorandum of Association of the Company relating to Authorized Share Capital need to be relevantly amended. Section 94(1)(d) of the Act provides for Sub-Division of shares into shares of smaller amount, and section 16 read with section 13 of the Act, provides for

amendment of Capital clause of the Memorandum of Association.

The Board recommends the resolution to be passed as ordinary resolution

None of the Directors of your Company are deemed to be interested in the said Resolution except to the extent of their shareholding in the Company

For and on behalf of the Board
For **STAMPEDE CAPITAL LIMITED**

**Sd/-
G LINGA MURTHY
EXECUTIVE DIRECTOR**

Place: Hyderabad
Date: 03.09.2012



REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The concept of Corporate Governance hinges on total transparency, integrity and accountability of the management team. Your Company has been following the Corporate Governance practices like striking out reasonable balance in the composition of Board of Directors, setting up Audit Committee and other business committees, adequate disclosures and business to be deliberated by the Board etc. Your Company is committed to follow good Corporate Governance practices and improve upon them year after year.

2. BOARD OF DIRECTORS

The Board of directors of the company has an optimum combination of executive and non-executive directors with not less than fifty percent of the board of directors comprising of non-executive directors. The company has Non-Executive Chairman and more than 50% of the Board consisting of independent and Non-Executive Directors.

a) Composition and Category of Board of Directors

| Category | No. of Directors | % of Total Board |
|--|------------------|------------------|
| Promoter, Non-Executive and Non-Independent Director | 01 | 14% |
| Executive and Independent Director | 03 | 43% |
| Non-Executive and Independent Director | 03 | 43% |
| Total | 07 | 100% |

b) Attendance of each Director at the Board Meetings held during year 2011-12 and at the Last Annual General Meeting;

| Sl. No | Name and Designation of the Director | Board Meetings held during the year | Board Meetings Attended during the year | Attendance at Last AGM(Yes/No) |
|--------|--|-------------------------------------|---|--------------------------------|
| 1. | Mr.K.Bhaskara Reddy, Director Resigned wef 14 November 2011 | 5 | 3 | Yes |
| 2. | Mr.G.Venkatappaiah, Whole time Director Resigned wef 22 July 2012 | 5 | 1 | Yes |
| 3. | Mr. A. Veerabhadra Rao, Director | 5 | 5 | Yes |
| 4. | Mr Venkat S Meenavalli, Additional Director Appointed wef 13 February 2012 | 5 | 1 | NA |
| 5. | Mr Shaik Gouse, Additional Director Appointed wef 13 February 2012 | 5 | 1 | NA |
| 6. | Mr Gaddi Linga Murthy, Executive Director | 5 | 5 | Yes |
| 7. | Mr Karingam Avinash, Whole Time Director | 5 | 5 | Yes |
| 8. | Mr Dasi Emmanuel, Director Appointed wef 22 July 2012 | 5 | 4 | Yes |
| 9. | Mr. D.V.S.S. Lakshminarayana Director | 5 | 5 | Yes |



- c) Number of other Boards or Board Committees in which Directors are Member or Chairperson.

| Name of the Director | Board@ | | Committee | |
|------------------------------|----------|----------|-----------|--------|
| | Chairman | Director | Chairman | Member |
| Mr. A. Veerabhadra Rao | Nil | 01 | 1 | 04 |
| Mr. D.V.S.S. Lakshminarayana | Nil | 01 | 1 | 05 |
| Mr.K.Bhaskara Reddy | Nil | Nil | 1 | 02 |
| Mr.G.Venkatappaiah | Nil | 01 | Nil | 03 |

@Directorships in Foreign Companies are excluded

- d) Number of Board meetings held, dates on which held

The Board of Directors met 5 times during the year 2011-12 on 30 May 2011, 22 July 2011, 13 August 2011, 14 November 2011 & 13 February 2012.

3. Audit Committee

The Audit Committee was constituted in terms of Section 292A of the Companies Act, 1956 and as per the provisions of Clause 49 of the Listing Agreement. The Audit Committee consists of Independent Directors and provides assistance to the Board of Directors in fulfilling its overall responsibilities. The Company Secretary of the Company act as Secretary of the Committee

i. Brief description of terms of reference;

The terms of reference of the Audit Committee is in conformity with the provisions of Clause 49 of the Listing Agreement which inter alia, including the following:

- Overseeing of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- Reviewing the adequacy of internal audit functions.
- Reviewing the quarterly and annual financial statements before submission to the Board.
- Reviewing the adequacy of internal control and their compliance thereof.
- Reviewing the company's financial and risk management policies.

ii. Composition, name of members and Chairperson

The composition of Audit Committee is as follows:

- Mr. A. Veerabhadra Rao Chairman
- Mr. D.V.S.S. Lakshminarayana Member
- Mr. D Emmanuel Member

Mr G Venkatappaiah was resigned from the Board wef 22 July 2011 and Mr D Emmanuel was appointed as Member of the Audit Committee on reconstitution of the Committee

**iii. Meetings and attendance during the year**

During the financial year 2011-12, the Audit Committee met 4 times on the following dates:

30th May 2011, 13th August 2011, 14th November 2011 and 13th February 2012

4. Compensation / Remuneration Committee

The composition of Compensation / Remuneration Committee is as follows:

- | | |
|---------------------------------|----------|
| 1. Mr. D Emmanuel* | Chairman |
| 2. Mr. A. Veerabhadra Rao | Member |
| 3. Mr. D.V.S.S. Lakshminarayana | Member |
- *Appointed wef 22 July 2011

(a) Brief description of terms of reference

The terms of reference of the Compensation Committee, inter alia include determination of compensation package of Executive Directors and Senior Management of the Company and to frame policies and procedures for Employee Stock Option plans approved by the members of the company.

(b) Remuneration policy

The Company has a credible and transparent policy in determining and accounting for the remuneration of the Executive/ Non executive Directors. Their remuneration is determined in accordance with the experience and nature of responsibilities as well as industry standards. The same is subject to the approval of the Remuneration Committee of the Board of Directors and the members.

5. Shareholders / Investor Grievance Committee:

The composition of Shareholders/Investors' Grievance Committee is as follows:

- | | |
|---------------------------------|----------|
| 1. Mr. D.V.S.S. Lakshminarayana | Chairman |
| 2. Mr. A. Veerabhadra Rao | Member |
| 3. Mr. D Emmanuel* | Member |
- **Appointed wef 22 July 2011

The Investors' Grievance Committee focuses on shareholders' grievances and strengthening of investor relations. The functions of the committee include the redressal of shareholders/investor complaints/grievances pertaining to transfers/transmissions of shares, dividend, and dematerialization of shares, replacement of lost/stolen/mutilated share certificates and other related issues. There are no complaints pending as on the date of this report.

The details of investor's complaints received and resolved during the financial year 2011-12 is as under.

| No. of Investor's Complaints received during the financial year 2011-12 | No. of Investor's Complaints resolved during the financial year 2011-12 | Investor Complaints pending at the end of financial year 2011-12 |
|---|---|--|
| 2 | 2 | Nil |

**6. General Body Meeting**

Details date, time and venue of the last three Annual General Meetings of the Company

| Financial year ended | Date | Venue | Time |
|----------------------|------------|--|------------|
| March 31, 2011 | 29.09.2011 | Kalinga Cultural Trust, Plot No.1269, Road No.12, Banjara Hills, Hyderabad-500034 | 10.30 A.M. |
| March 31, 2010 | 24.12.2010 | Kalinga Cultural Trust, Plot No.1269, Road No.12, Banjara Hills, Hyderabad-500034 | 10.00 A.M. |
| March 31, 2009 | 25.09.2009 | Kalinga Cultural Trust, Plot No.1269, 2nd Flr, Road No.12, Banjara Hills, Hyderabad-500034 | 10.30 A.M. |

No special resolution has been passed by the Company in the last year through postal ballot. As on date, the company does not have any proposal to pass any special resolution by way of postal ballot.

7. Disclosures

- i. The summary of the materially significant relating party transactions is given in the Notes to the Accounts appearing in this Annual Report. However, none of the related party transactions have potential conflict with the interests of the Company at large, as all the transactions were entered into on an arms-length basis.
- ii. The Company has complied with all the requirements of the Listing Agreement of the Stock exchanges as well as regulations and guidelines of SEBI. No penalties have been levied or strictures have been passed by SEBI, Stock Exchanges or any other Statutory Authority on matters relating to capital markets, in the last three years. There were no non-compliances by the company, penalties, strictures imposed on the company by Stock Exchanges or SEBI or any statutory authority, on any matter related to Capital Market during the last three financial years.
- iii. The Company has complied with the requirements relating to Corporate Governance as mandated by Listing Agreements with the Stock Exchanges and also with the nonmandatory requirements as Remuneration Committee, Disclosures, Communication and General Information to the shareholders.

8. Means of Communication

The main source of information to the shareholders is the annual report of the Company, which includes, inter alia, Directors' Report and the Report of Board of Directors on Corporate Governance, Management Discussion and Analysis Report and the audited financial results together with the auditors report. Pursuant to Clause 51 of the Listing Agreement, all data related to quarterly financial results, shareholding



pattern etc., are hosted on the Electronic Data Information Filing and Retrieval (EDIFAR) website maintained by SEBI in association with the National Informatics Centre, within the time frame prescribed in this regard. The quarterly / audited results are also published for the information of the shareholders in "The Financial Express" (English Language) and "Andhra Prabha" (Telugu Language) daily newspapers, intimation to Stock Exchanges as required under the Listing Agreements and through press releases.

9. Management Discussion and Analysis Report

As required by sub-clause V of Clause 49 of the Listing Agreement, Management Discussion and Analysis Report is annexed to the Directors' Report.

10. General Shareholders Information:

- i. Annual General Meeting:
 - Date : 29th September, 2012
 - Time : 11.30 A.M.
 - Venue : Kalinga Cultural Trust, Banjara Hills, Hyderabad
- ii. Financial Year : 1st April to 31st March
- iii. Date of Book Closure : 28th September 2012 to 29th September, 2012 (both days inclusive)
- iv. Listing on Stock Exchange : The Bombay Stock Exchange Limited
PJ Towers, Dalal Street, Mumbai
- v. Stock Code : 531723
- vi. Market price date: High / Low during the each month in the financial year 2011-12 and performance in comparison to broad based indices, Sensex (BSE) etc.,

| Month & Year | BSE (in Rs.) | | Sensex | |
|----------------|--------------|-------|----------|----------|
| | Low | High | Low | High |
| April 2009 | 67.80 | 28.55 | 19811.14 | 18976.19 |
| May 2009 | 70.75 | 52.45 | 19253.87 | 17786.13 |
| June 2009 | 75.00 | 58.00 | 18873.39 | 17314.38 |
| July 2009 | 100.00 | 67.00 | 19131.70 | 18131.86 |
| August 2009 | 98.55 | 60.00 | 18440.07 | 15765.53 |
| September 2009 | 79.20 | 60.50 | 17211.80 | 15801.01 |
| October 2009 | 66.95 | 56.00 | 17908.13 | 15745.43 |
| November 2009 | 58.00 | 51.00 | 17702.26 | 15478.69 |
| December 2009 | 54.45 | 39.00 | 17003.71 | 15135.86 |
| January 2010 | 52.00 | 39.35 | 17258.97 | 15358.02 |
| February 2010 | 55.00 | 44.10 | 18523.78 | 17061.55 |
| March 2010 | 70.45 | 52.00 | 18040.69 | 16920.61 |



vii. Registrar and Transfer Agent:

M/s. Venture Capital and Corporate Investment Limited
12-10-167, Bharat Nagar Colony,
Hyderabad-500 018.
Phone: 91-40 23868024, Fax: 91-40 23868023
Email: info@vccilindia.com

vii. Share Transfer System:

Share transfers are registered and returned within a period of fifteen days from the date of receipt, if the documents are in order in all respects.

viii. Distribution of shareholding:

| Category | Number of Members | (%) of Total Members | Number of Equity Shares | (%) of Total Shareholding |
|-------------|-------------------|----------------------|-------------------------|---------------------------|
| 0-500 | 661 | 74.02 | 97363 | 0.47 |
| 501-1000 | 57 | 6.38 | 46392 | 0.22 |
| 1001-2000 | 40 | 4.48 | 60596 | 0.29 |
| 2001-3000 | 15 | 1.68 | 37600 | 0.18 |
| 3001-4000 | 10 | 1.12 | 36407 | 0.18 |
| 4001-5000 | 8 | 0.90 | 36793 | 0.18 |
| 5001-10000 | 35 | 3.92 | 268622 | 1.3 |
| 10001-above | 67 | 7.50 | 20064097 | 97.17 |
| Total | 893 | 100.00 | 20647870 | 100 |

vii. Dematerialization of shares and Liquidity:

As on 31st March 2012, 99.3% of the paid up equity capital of the Company has been dematerialized and the trading of Equity shares in the Stock Exchanges is under compulsory dematerialization.

ISIN : INE224E01010

xi. Address for correspondence:

Compliance Officer
Stampede Capital Limited
2nd Floor, JR Towers, Road No.2,
Banjara Hills, Hyderabad 500 034
Phone: 91-40 2354 0764, 2354 0765
Fax: 91-40-2354 0763

10. Management Discussion and Analysis

The detail of Management Discussion and Analysis Report is enclosed to this report.



STAMPEDE CAPITAL LIMITED

CEO/CFO Certificate

I, G. Linga Murthy, Executive Director of Stampede Capital Limited (Formerly Brilliant Securities Limited) certify that:

- 1. We have reviewed the financial statements for the year and that to the best of our knowledge and belief:
(a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
(b) these statements present a true and fair view of the state of affairs of the Company and of the results of the operations and cash flows.
2. There are, to the best our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of Company's code of conduct.
3. We accept overall responsibility for establishing and monitoring the Company's internal control system for financial reporting and evaluating its effectiveness.

- and Audit Committee are apprised of any corrective action taken with regard to significant deficiencies and material weakness.
4. We indicate to the Auditors and to the Audit Committee:
(a) Significant changes in internal controls over financial reporting during the year;
(b) Significant changes in the accounting policies during the year;
(c) No instances of significant fraud of which we have become aware of and which involve the management or other employees who have significant role in the Company's internal control system over financial reporting.

However, during the year there were no such changes and instances.

G. Linga Murthy
Executive Director

Place : Hyderabad
Date : 30.05.2012



STAMPEDE CAPITAL LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS

Stampede Capital was formed by merging the Brilliant Securities Ltd with R&D division of Stampede Holdings Ltd.

Stampede's R&D Division manned by an eminent team of highly qualified and experienced Professionals (PhD's) in the fields of Mathematics, Statistics and Information Technology.

For the Last 4 years we had engaged ourselves in doing research and focused fully on Quantitative finance, Electronic Market Making and Risk Management.

There are three forms of 'Analysis' commonly used in the financial world

- Fundamental: It is all about trying to determine the 'correct' worth of a company. It is very hard to analyze and justify the balance sheet in today's world.
Technical: Is where you don't care anything about the company other than info stock price history trying to draw trend lines and look for specific pattern.
Quantitative: Quantitative Finance is the mother of today's modern financial markets.

- The Time Value of Money(Present Value of Money is more Valuable than Future Value of Money)
No Arbitrage
Brownian Motion Random Walk

From Last 70 years from wall street to main street , to corporate finance, quantitative analysis is a solid foundation for modern portfolio theory, derivative pricing and risk management.

The core fundamental stochastic differential equation which changed the asset pricing model with continuous time limit using Brownian Motion and Drift:

ds= μ S dt + σ S dX
d(SOMETHING)= DETERMINISTIC + RANDOMNESS

The Ito's Lemma Partial differentiation is derived from fundamental Black Scholes equations based on Brownian Motion.

Stampede developed its own partial differential equation model and addressed the weakness of Black Scholes (Assumption of constant Volatility and No Jumps).

Stampede own VARIANCE:GAMMA:TIME Partial Differential Equation Architecture address the Gamma Density with Volatility Changes and Jumps fitting into distribution model using Poisson Distribution Probability density function and Erlang Continuous Probability distribution.

Derivative Industry is the key pillar for Corporate finance, Structured finance, Asset backed finance, mortgage backed finance, Equity capital management and Risk Management. We see huge scope for derivative segment in all types of industries across the globe.



STAMPEDE CAPITAL LIMITED

Electronic Market Making

Electronic Market Making is playing 80% of the liquidity in today's world of financial markets.

Speed is the core fundamental of Market Making and all sophisticated exchanges with huge data centers are looking for liquidity across the globe from dark pools, private exchanges and ECN'S.

Stampede core components: Feed parsers, Smart Trading Engine and Order Routing Management Server integrated with NSE and MCX Exchanges.

Our Own EMM algorithms are based on Bayesian conditional probabilities, Markov process, Martingales and State Space methods.

Global Scope of the Electronic Market Making

Human Market makers are being displaced by Electronic Market Makers

Leading EMM firms in equities as well as derivatives, currencies and bonds in Global Markets include RGM Advisor, TA Associates, GETCO, Knight Capital and Flow Traders.

STAMPEDE SUBSIDIARIES;

- Stampede Cloud Services
- Stampede Properties

STAMPEDE CLOUD SERVICES

Stampede Cloud provides Private Clouds and Virtualization services for multiple corporate clients (FII's, Exporters and Importer). Our Cloud Service includes:

- Pre/Post Trade Transaction Cost Analysis
- Logistic Regressions (Bayesian and Markov Process)
- Machine Control Processing/ Monitoring

- Real Time Iteration Calculations
- 99% Var/CVaR of confidence interval calculated in Real Time
- Principal Component Analysis for large tick data
- ORMS with Database Cluster integration for High-Speed, Low-Latency Networks
- Liquidity, Data Collection, Analytics and Run Time Risk Management
- EMM Platform, Complexity, Relative Arbitrage, Pairs Trading, CEP Quant
- Ultra-Low Latency / High-Frequency Trading Strategies
- Our Risk Management and Hedging Mechanism will be using our cloud infrastructure (Tick Data, Super Computers and SAN Storage).

The Cloud Computing is master Revenue Generator for Stampede.

Global Financial Cloud

Cloud computing on-demand self-service internet infrastructure where you pay-as-you-go and use only what you need is growing fast. Revenues in 2009 topped \$56 billion for a 20 percent-plus increase from the previous year, according to technology research firm Gartner Inc., which projects the market hitting \$150.1 billion in 2013.

Sky's the limit for businesses with the cloud

Source: *The Telegraph*

NYSE technologies, the electronic trading arm of NYSE Euronext, has launched a cloud services offering aimed at its financial industry customers, mostly dealer-brokers, hedge funds and other market makers.

Source: *Information Week*



STAMPEDE CAPITAL LIMITED

Wall street firms prepare to license NYSE trading systems in the cloud to outsiders as regulated trader, such as a Merrill Lynch or J.P. Morgan, could lease its license through the NYSE cloud infrastructure to another participant to use for a short period

Source: *Information Week*

STAMPEDE PROPERTIES

Stampede Properties Private Limited is a 100% subsidiary of Stampede Capital Limited.

Our pool of Assets include Properties/Gsecs/Corporate Bonds/Infra Projects/Leased Rental Discounts generating Cash Flow for a minimum span of 2 months to 20 years across globe. Our core competence lies with our team's expertise in "Cross Currency Swaps" which is the key driver of Stampede properties.

Stampede Securitization model revolves around acquiring and pooling of real assets generating income and collateralizing them on cash flows backed by asset pools. (Real Estate, Commercial Properties, CP, Government Debts, Corporate Bonds, Gsecs). Half of the lending to individual households over the last decade across the globe has come from securitization markets but not from Banks.

FINANCIAL HIGHLIGHTS:

| Particulars | (Rs.) | |
|---|-------------------|-------------------|
| | Years ended 2012 | Year ended 2011 |
| INCOME: | | |
| Income from Brokerage | 29,683,387 | 368,200 |
| Securities Traded | 15,740,704 | 14,318,090 |
| Other income | 2,705,385 | 849,036 |
| Total | 48,129,476 | 15,535,326 |
| EXPENDITURE: | | |
| Cost of Securities traded | 15,859,085 | 14,440,340 |
| Employee benefits expense | 10,709,663 | 145,394 |
| Finance costs | 2,490,765 | 592,750 |
| Depreciation and amortisation expense | 25,957,047 | 419,739 |
| Other expenses | 14,179,342 | 4,553,287 |
| Total | 69,195,902 | 20,151,510 |
| Profit/(Loss) Before Tax | (21,066,426) | (4,616,184) |
| Less: Tax Expense (Fringe Benefit Tax) | - | - |
| Profit/(Loss) After Tax | (21,066,426) | (4,616,184) |
| Earnings / (Loss) per share Basic/Diluted | (1.31) | (0.88) |

Revenues

The company earned a gross income of Rs.481.3 Lakhs and incurred net loss of Rs.210.66 Lakhs.



Risk Management

The company has taken insurance policies in compliance with requirements of The National Stock Exchange of India Limited.

Capital Market Outlook

During the year under review, the Stock Markets were positively biased. Though the primary markets was not so attractive but certain IPO's like that of MCX India has been successfully completed and listed newly.

Opportunities

The Indian Stock Markets are moving in a positive mood and the results in the first quarter of 2012-13 also indicates this and it is a very positive factor. Further the Indian Governments attempt to soften its stance in GAAR provisions and its implementation has further boosted and improved the sentiment in the market. This is particularly going to contribute positively for the stock market movement

Threats

The Indian economy and its stock market component though not absolutely immune to the world markets shocks, still have certain impact on its performance. Further the double recession in major world economies like US, Europe etc may have adverse impact on the future functioning of the Indian Economy and its Stock Market

Internal Control Systems and their Adequacy

The company has an adequate Internal Audit and control system. As per the requirement of National Stock Exchange of India Limited (NSE), the Company is submitting its Internal Audit Report on half yearly basis to NSE. The existing audit procedures are reviewed periodically for ensuring effectiveness, usefulness and timeliness.

CERTIFICATE ON CORPORATE GOVERNANCE TO THE MEMBERS OF STAMPEDE CAPITAL LIMITED (Formerly Brilliant Securities Limited)

We have examined the compliance of conditions of Corporate Governance by Stampede Capital Limited (Formerly Brilliant Securities Limited), for the year ended March 31, 2012, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges.

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 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 state that in respect of Investor Grievances no such Grievances are pending for a period exceeding one month against the Company as per the record maintained by the Shareholders/Investors Grievance Committee.

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

S. Sarveswar Reddy

Practicing Company Secretary
CP No. 7478

Place : Hyderabad
Date : 02.09.2012



Independent Auditors' Report to the Board of Directors of Stampede Capital Limited on the Consolidated Financial Statements of Stampede Capital Limited and its Subsidiaries

Report on the Financial Statements

We have audited the attached Consolidated Balance Sheet of **STAMPEDE CAPITAL LIMITED** ('the Company') (formerly Brilliant Securities Limited) and its subsidiaries, which comprise the Consolidated Balance Sheet as at March 31, 2012, Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year ended on that date and a summary of Significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ('the Act'). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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 Accountants of India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts

and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by 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 explanations given to us, the consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- i. in the case of the Consolidated Balance Sheet, of the state of affairs of the Company as at March 31, 2012;
- ii. in the case of the Consolidated Statement of Profit and Loss, of the Loss for the year ended on that date; and
- iii. in the case of the Consolidated Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

For SARATH & ASSOCIATES
Firm Regn. No. 005120S
Chartered Accountants,

G.L.N. PRASAD,
Partner,
Membership No. 214735

Place: Hyderabad
Date: 31.07.2012



STAMPEDE CAPITAL LIMITED

Consolidated Balance Sheet as at 31 March 2012

(All amounts in Indian rupees, except share data and where otherwise stated)

| Particulars | Note No. | As at 31 March 2012 | As at 31 March 2011 |
|--|----------|---------------------|---------------------|
| EQUITY AND LIABILITIES | | | |
| Shareholder's funds | | | |
| Share capital | 2 | 206,478,700 | 56,478,700 |
| Reserves and surplus | 3 | (58,563,159) | (43,754,081) |
| | | 147,915,541 | 12,724,619 |
| Minority Interest | | 631 | - |
| Non-current liabilities | | | |
| Long-term borrowings | 4 | 10,500,000 | 10,500,000 |
| Current liabilities | | | |
| Trade payables | 5 | 45,684,353 | 7,754,845 |
| Other current liabilities | 6 | 2,609,944 | 1,595,870 |
| Short-term provisions | | 3,015,556 | - |
| | | 51,309,853 | 9,350,715 |
| Total liabilities | | 209,726,025 | 32,575,334 |
| ASSETS | | | |
| Non-current assets | | | |
| Fixed assets | 7 | | |
| (i) Tangible assets | | 7,487,896 | 1,421,626 |
| (ii) Intangible assets | | 120,597,745 | 402,877 |
| | | 128,085,641 | 1,824,503 |
| Current assets | | | |
| Trade receivables | 8 | 16,200,144 | - |
| Cash and bank balances | 9 | 8,577,748 | 15,933,312 |
| Short term loan and advances | 10 | 56,360,643 | 14,801,821 |
| Other current assets | 11 | 501,849 | 15,698 |
| | | 81,640,384 | 30,750,831 |
| Total assets | | 209,726,025 | 32,575,334 |
| Notes forming part of the Financial Statements | 1 to 22 | | |

As per our report attached
For Sarath & Associates
Chartered Accountants
Firm Regn. No. 005120S

for and on behalf of the Board

GLN Prasad
Partner.
Membership No.214735

G. Linga Murthy
Executive Director

K. Avinash
Director

Hyderabad
31.07.2012

Rashi Tiwari
Company Secretary



STAMPEDE CAPITAL LIMITED

Consolidated Statement of Profit and Loss for the year ended 31 March 2012

(All amounts in Indian rupees, except share data and where otherwise stated)

| Particulars | Note No. | For the year Ended 31 March 2012 | For the year Ended 31 March 2011 |
|--|----------|----------------------------------|----------------------------------|
| Income from Securities Broking | | 29,683,387 | 368,200 |
| Securities Traded | | 15,740,704 | 14,318,090 |
| Income from Cloud Services | | 16,200,144 | - |
| Revenue from operations | | 61,624,235 | 14,686,290 |
| Interest income | | 1,079,696 | 849,036 |
| Total revenue | | 62,703,931 | 15,535,326 |
| Expenses | | | |
| Cost of Securities traded | | 15,859,085 | 14,440,340 |
| Employee benefits expense | 12 | 14,955,646 | 145,394 |
| Finance costs | 13 | 2,491,306 | 592,750 |
| Depreciation and amortisation expense | 7 | 25,957,047 | 419,739 |
| Other expenses | 14 | 15,233,758 | 4,553,287 |
| Total expenses | | 74,496,842 | 20,151,510 |
| Profit / (Loss) before tax | | (11,792,911) | (4,616,184) |
| Tax expenses: | | | |
| - Current tax | | 3,015,556 | - |
| - Deferred tax | | - | - |
| Profit / (Loss) after tax | | (14,808,467) | (4,616,184) |
| Less: Minority Interest | | 611 | - |
| Net Profit / (Loss) | | (14,809,078) | (4,616,184) |
| Earning per equity share | | | |
| Basic | | (0.92) | (0.88) |
| Diluted | | (0.92) | (0.88) |
| Number of shares used in computing earnings per share | | | |
| Basic | | 16,057,706 | 5,242,072 |
| Diluted | | 16,057,706 | 5,242,072 |
| Notes forming part of the Financial Statements | 1 to 22 | | |

As per our report attached
For Sarath & Associates
Chartered Accountants
Firm Regn. No. 005120S

for and on behalf of the Board

GLN Prasad
Partner.
Membership No.214735

G. Linga Murthy
Executive Director

K. Avinash
Director

Hyderabad
31.07.2012

Rashi Tiwari
Company Secretary



STAMPEDE CAPITAL LIMITED

Consolidated Cash Flow Statement for the year ended 31 March 2012

(All amounts in Indian rupees, except share data and where otherwise stated)

| Particulars | For Year ended 31 March, 2012 | | For Year ended 31 March, 2011 | |
|--|----------------------------------|--------------------|----------------------------------|--------------------|
| | Rs. | Rs. | Rs. | Rs. |
| A. Cash flow from / (used in) Operating Activities: | | | | |
| Net Profit/(Loss) before tax | | (11,792,911) | | (4,616,184) |
| <i>Adjustments for:</i> | | | | |
| Depreciation | 25,957,047 | | 419,739 | - |
| Interest Earned | (1,079,696) | | (835,036) | - |
| Dividend received | - | | (14,000) | |
| Provision for loss on Equity index options | - | | (32,174) | |
| Interest Expense | 2,449,666 | 27,327,017 | 569,491 | 108,020 |
| Operating Profit / (Loss) before Working Capital changes | | 15,534,106 | | (4,508,164) |
| Adjustments for working capital changes: | | | | |
| (Increase) / Decrease in Trade Receivables | (16,200,144) | | - | |
| (Increase) / Decrease in Inventories | - | | 115,063 | |
| Increase in Trade payables | 37,929,508 | | - | |
| Increase / (Decrease) in Current Liabilities and Provisions | 1,824,864 | | (16,252,609) | |
| (Increase) / Decrease in Loans and Advances and other current assets | (44,574,358) | (21,020,130) | 19,918,046 | 3,780,500 |
| Cash generated from / (used in) Operations | | (5,486,024) | | (727,664) |
| Less: Direct Taxes Paid | | - | | - |
| Net Cash used in Operating Activities | (A) | (5,486,024) | | (727,664) |
| B Cash flow from/ (used in) Investing Activities: | | | | |
| (Purchase)/Sales of Fixed Assets | | (2,218,185) | | - |
| Dividend received | | - | | 14,000 |
| Interest received | | 848,717 | | 1,067,350 |
| Net Cash flow from / (Used in) Investing Activities | (B) | (1,369,468) | | 1,081,350 |
| C Cash flow from Financing Activities: | | | | |
| Proceeds from Issue of Shares | | - | | 10,541,115 |
| Short Term Loans Received | | - | | 1,347,571 |
| Repayment of Short Term Loan | | - | | (3,500,000) |
| Interest Paid | | (244,900) | | (44,958) |
| Net Cash flow from Financing Activities | (C) | (244,900) | | 8,343,728 |
| Net Increase / (Decrease) in Cash and Cash Equivalents | (A+B+C) | (7,100,392) | | 8,697,414 |
| Cash and Cash Equivalents at the beginning of the year | | 13,178,140 | | 4,480,726 |
| Cash and Cash Equivalents at the end of the year | | 6,077,748 | | 13,178,140 |



STAMPEDE CAPITAL LIMITED

| Note: Cash and Cash Equivalents at the end of the year: | <u>2011-12</u> | <u>2010-11</u> |
|---|------------------|-------------------|
| Cash and Bank Balances as per the Balance Sheet | 8,577,748 | 15,933,312 |
| Less: Deposits lodged towards margin money against bank guarantees dealt separately | 2,500,000 | 2,755,172 |
| | 6,077,748 | 13,178,140 |

- Note: 1. Figures in brackets indicate cash outgo.
 2. The Cash Flow Statement has been prepared under the indirect method set out in Accounting Standard -3 notified under the Companies Act, 1956.
 3. Significant Accounting Policies (Schedule 13) and Notes to Accounts (Schedule 14) form an integral part of the Cash Flow Statement.
 4. Previous year figures have been regrouped / rearranged wherever necessary to confirm to current year classification.
 5. 1,50,00,000 shares of Rs.10/- each fully paid were issued towards consideration other than cash on account of Scheme of Amalgamation of Technology division of Stampede Holdings Limited with the company .

As per our report attached
 For Sarath & Associates
 Chartered Accountants
 Firm Regn. No. 005120S

for and on behalf of the Board

GLN Prasad
 Partner.
 Membership No.214735

G. Linga Murthy
 Executive Director

K. Avinash
 Director

Hyderabad
 31.07.2012

Rashi Tiwari
 Company Secretary

**Notes to Consolidated financial statements for the year ended 31 March 2012**

(All amounts in Indian rupees, except share data and where otherwise stated)

Note 1: Significant Accounting Policies:**a) Company Overview:**

Stampede Capital Limited (Parent), together with its subsidiaries (collectively, the Company or the group) Stampede Cloud Services Private Limited and Stampede Properties Private Limited is providing Equity and Currency Broking services, Financial Cloud Services and Infrastructure services globally. During this year Stampede Capital Limited has incorporated these two subsidiaries, hence previous year financial statements are standalone financials.

b) Basis of Preparation of Financial Statements:

The financial statements have been prepared under historical cost convention on an accrual basis of accounting in accordance with generally accepted accounting principles in India, the Accounting Standards notified under section 211(3C) of the Companies Act, 1956 and in compliance with the listing agreement with Stock Exchanges in India.

c) Use of Estimates:

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

d) Taxes on Income:

- i. Tax expense comprises current year income tax and deferred income tax charges or credit for the year.
- ii. Current year income tax charge will be calculated based on assessable profits of the company determined in accordance with the provisions of Income Tax Act, 1961. It will also includes, income tax charge provided if any, for such disallowances made on completion of assessment proceedings pending appeals, as considered appropriate depending on the merits of each case.
- iii. Deferred income tax charge or credit pertaining to future tax consequences attributable to timing difference between the financial statement determination of income and their recognition for tax purposes will be recognised. The effect of a change in tax rates on deferred tax assets and liabilities is recognised in income using the tax rates and tax laws that have been enacted or substantially enacted by the balance sheet date. Deferred tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

**e) Earnings Per Share:**

- i. The basic earnings per share is calculated considering the weighted average number of equity shares outstanding during the year.
- ii. The diluted earnings per share is calculated considering the effects of potential equity shares on net profits after tax for the year and weighted average number of equity shares outstanding during the year.

f) Revenue Recognition:

- i. Revenue from broking activities is accounted on the trade date of transaction.
- ii. Gains / loss, on investments in options and futures, both equity stock and index, being the difference between the contracted rate and the rate on the settlement or sale date, whichever is earlier is recognized in the Profit and Loss Account on settlement / sale.
- iii. Revenue from services consist primarily of revenue earned from services performed on a 'time and material' basis. The related revenue is recognised as and when the services are rendered and when there is no significant uncertainty in realizing the same.
- iv. Revenue from construction activities recognized on the basis of percentage completion method according to the Accounting Standard 7 issued by the Institute of Chartered Accounts of India notified under section 211(3C) of the Companies Act, 1956.
- v. Interest Income is recognized on accrual basis. Dividend income is recognized when the right to receive payment is established

g) Leases:

Leases of assets under which all risks and rewards of ownership are affectively retained by lesser are classified as operating leases. Lease payments under operating leases are recognised as an expense on a straight line basis over the period of lease.

h) Provisions, Contingent Liabilities and Contingent Assets:

Provisions, involving substantial degree of estimation in measurement, are recognised when there is present obligation as a result of past events and if it is probable that there will be an outflow of resources. Contingent liabilities, which are possible or present obligations that may be probably will not require outflow of resources, are not recognised but are disclosed in the notes to the financial statements. Contingent Assets are neither recognised nor disclosed in financial statements.



STAMPEDE CAPITAL LIMITED

Notes to Consolidated financial statements for the year ended 31 March 2012
(All amounts in Indian rupees, except share data and where otherwise stated)

Note 2 Share Capital

| Particulars | As at 31 March 2012 | As at 31 March 2011 |
|--|------------------------|------------------------|
| Authorised: | | |
| Equity shares | | |
| 25,000,000 equity shares of Rs 10/- each (Previous year 1,60,00,000 shares of Rs.10/- each) | 250,000,000 | 160,000,000 |
| | 250,000,000 | 160,000,000 |
| Issued, subscribed and paid-up: | | |
| Equity shares | | |
| 20,667,870 equity shares of Rs. 10/- each (Previous year 56,47,870 shares of Rs.10/- each) | 206,478,700 | 56,478,700 |
| | 206,478,700 | 56,478,700 |

The reconciliation of the number of equity shares outstanding is set out below:

| Particulars | As at 31 March 2012 | | As at 31 March 2011 | |
|--|------------------------|--------------------|------------------------|-------------------|
| | Number of shares | Amount | Number of shares | Amount |
| Shares outstanding at the beginning of the year | 5,647,870 | 56,478,700 | 5,107,300 | 51,073,000 |
| Shares Issued during the year | 15,000,000 | 150,000,000 | 540,570 | 5,405,700 |
| Shares outstanding at the end of the year | 20,647,870 | 206,478,700 | 5,647,870 | 56,478,700 |

The details of shareholder holding more than 5% equity shares is set below:

| Name of the shareholder | As at 31 March 2012 | | As at 31 March 2011 | |
|-------------------------|------------------------|-----------------|------------------------|-----------------|
| | Number of shares | % of Holding | Number of shares | % of Holding |
| Venkat S Meenavalli | 13,060,321 | 63.25% | - | - |
| Venkayamma Parimi | - | - | 500,000 | 8.85% |
| K. Bhaskara Reddy | - | - | 300,000 | 5.31% |
| | 13,060,321 | 63.25% | 800,000 | 14.16% |



STAMPEDE CAPITAL LIMITED

Note 3 Reserves and surplus

| Particulars | As at 31 March 2012 | As at 31 March 2011 |
|--|------------------------|------------------------|
| Securites Premium Account | | |
| Opening balance | 5,135,415 | 5,135,415 |
| Add: Additions during the year | | |
| Closing balance | 5,135,415 | 5,135,415 |
| Deficit balance in the statement of profit and loss account | | |
| Opening balance | (48,889,496) | (44,273,312) |
| Add: Loss for the year | (14,809,078) | (4,616,184) |
| Closing balance | (63,698,574) | (48,889,496) |
| | (58,563,159) | (43,754,081) |

Note 4 Long term borrowings

| Particulars | As at 31 March 2012 | As at 31 March 2011 |
|-----------------|------------------------|------------------------|
| Unsecured Loans | 10,500,000 | 10,500,000 |
| | 10,500,000 | 10,500,000 |

Note 5 Trade Payables

| Particulars | As at 31 March 2012 | As at 31 March 2011 |
|--------------------------------------|------------------------|------------------------|
| Trade Payables | | |
| - Due to Micro and Small Enterprises | | |
| - Others | 45,684,353 | 7,754,845 |
| | 45,684,353 | 7,754,845 |

Note 6 Other current liabilities

| Particulars | As at 31 March 2012 | As at 31 March 2011 |
|---------------------------|------------------------|------------------------|
| Salaries payable | 1,365,002 | - |
| Provision for expenses | 564,802 | - |
| TDS Payables | 384,416 | - |
| Other current liabilities | 295,724 | 1,595,870 |
| | 2,609,944 | 1,595,870 |



Notes to Consolidated Financial Statements

Notes 7: Fixed Assets

| S. No. | Description | Gross Block | | | Depreciation | | | Net Block | | |
|--------|----------------------------|------------------|--------------------|------------|--------------------|------------------|-------------------|-------------------|--------------------|------------------|
| | | As on 01.04.2011 | Additions | Deductions | As on 31.03.2012 | Upto 01.04.2011 | For the Year | Up to 31.03.2012 | As on 31.03.2012 | As on 31.03.2011 |
| | | Rs. | Rs. | Rs. | Rs. | Rs. | Rs. | Rs. | Rs. | Rs. |
| | Tangible Assets | | | | | | | | | |
| 1 | Data Processing Equipments | 1,141,798 | 12,137,114 | - | 13,278,912 | 304,197 | 1,327,162 | 6,494,595 | 6,784,317 | 837,601 |
| 2 | Furniture and Fixtures | 1,405,845 | - | - | 1,405,845 | 968,466 | 49,982 | 1,018,448 | 387,397 | 437,379 |
| 3 | Office Equipments | 321,072 | 187,260 | - | 508,332 | 174,426 | 17,724 | 192,150 | 316,182 | 146,646 |
| | Total | 2,868,715 | 12,324,374 | - | 15,193,089 | 1,447,089 | 1,394,868 | 7,705,193 | 7,487,896 | 1,421,626 |
| | Intangible Assets | | | | | | | | | |
| 1 | Computer Software | 652,066 | 82,714,596 | - | 83,366,662 | 249,189 | 10,111,134 | 48,966,133 | 34,400,529 | 402,877 |
| 2 | Good will | - | 100,541,210 | - | 100,541,210 | - | 14,433,862 | 14,433,862 | 86,107,348 | - |
| | Copy Rights | - | 141,900 | - | 141,900 | - | 17,183 | 52,032 | 89,868 | - |
| | Total | 652,066 | 183,397,706 | - | 184,049,772 | 249,189 | 24,562,179 | 63,452,027 | 120,597,745 | 402,877 |
| | Total | 3,520,781 | 195,722,080 | - | 199,242,861 | 1,696,278 | 25,957,047 | 71,157,220 | 128,085,641 | 1,824,503 |
| | Previous Year | 3,520,781 | - | - | 3,520,781 | 1,276,539 | 419,739 | 1,696,278 | 1,824,503 | 2,244,242 |



Note 8 Trade Receivables

| Particulars | As at 31 March 2012 | As at 31 March 2011 |
|---|---------------------|---------------------|
| Trade Receivables | | |
| - Outstanding for a period exceeding six months | - | - |
| - Others | 16,200,144 | - |
| | 16,200,144 | - |

Note 9 Cash and bank balances

| Particulars | As at 31 March 2012 | As at 31 March 2011 |
|---|---------------------|---------------------|
| Cash on hand | 137,099 | 5,099 |
| Balance with banks | | |
| - on current accounts | 934,820 | 1,818,271 |
| Other Bank balances | | |
| Bank deposits with less than 12 months maturity | 7,505,829 | 14,109,942 |
| | 8,577,748 | 15,933,312 |

Note 10 Short term loan and advances

| Particulars | As at 31 March 2012 | As at 31 March 2011 |
|----------------------------|---------------------|---------------------|
| UnSecured, considered good | | |
| TDS Receivables | 218,042 | 346,766 |
| Service tax receivable | 393,060 | 247,236 |
| Prepaid expenses | 25,953 | 14,167 |
| Security deposits | 15,342,187 | 14,142,287 |
| Other advances | 40,381,401 | 51,365 |
| | 56,360,643 | 14,801,821 |

Note 11 Other current assets

| Particulars | As at 31 March 2012 | As at 31 March 2011 |
|------------------|---------------------|---------------------|
| Interest accrued | 501,849 | 15,698 |
| | 501,849 | 15,698 |

Note 12 Employee benefits expense

| Particulars | For the year ended 31 March 2012 | For the year ended 31 March 2011 |
|--------------------------------|----------------------------------|----------------------------------|
| Salaries and Allowances | 14,664,942 | 120,000 |
| Contribution to provident fund | 240,566 | - |
| Staff welfare expenses | 50,138 | 25,394 |
| | 14,955,646 | 145,394 |



STAMPEDE CAPITAL LIMITED

| Note 13 Finance cost | | |
|---|---|---|
| Particulars | For the year ended 31 March 2012 | For the year ended 31 March 2011 |
| Interest expense | 2,449,666 | 568,912 |
| Bank charges | 34,334 | 23,259 |
| Other Interest | 7,306 | 579 |
| | 2,491,306 | 592,750 |
| Note 14 Other expenses | | |
| Particulars | For the year ended 31 March 2012 | For the year ended 31 March 2011 |
| Traveling and conveyance | 459,113 | 78,423 |
| Rates and taxes | 3,993,660 | 7,050 |
| Legal and professional charges | 1,399,000 | 1,156,000 |
| Rent | 1,434,000 | 1,419,000 |
| Audit Fees: As Auditors | 125,000 | 60,000 |
| As Tax Audit | 55,000 | 30,000 |
| Communication expenses | 518,960 | 468,492 |
| Shares Trading Expenses | 3,472,717 | 574,967 |
| Electricity Charges and Maintenance | 621,163 | 145,611 |
| Printing and stationery | 85,734 | 22,483 |
| Subscription charges | 344,374 | 208,824 |
| Repairs and Maintenance | 571,173 | - |
| General Expenses | 393,705 | 445,709 |
| Loss on trading derivatives | 1,411,659 | (223,667) |
| Office Maintenance | 348,500 | 150,395 |
| | 15,233,758 | 4,543,287 |
| Note 15 Contingent Liabilities | | |
| Particulars | As at 31 March 2012 | As at 31 March 2011 |
| i. Towards Guarantees issued by Bank | 2,500,000 | 2,500,000 |
| ii. Interest claims by the Clients disputed by the Company not acknowledged as debts as on 31.03.2012 is Rs. 45,24,476/- (Previous Year Rs. 42, 37,959/-) | | |



STAMPEDE CAPITAL LIMITED

Note 16 Segment Information

The company is engaged in the business of Broking services, Financial Cloud services and Construction of Infra projects . Primary reportable segment information is based on business segment for the year ended 31st March, 2012 is given below. Geographic segment is not applicable to the company.

Segment revenues and expenses: All segment revenues and expenses are directly attributable to the segments

Segment assets and liabilities: Segment assets include all operating assets used by the segment and consist principally of operating cash, debtors, loans and advances and fixed assets, net of allowances and provisions which are reported as direct offsets in the balance sheet. Segment liabilities include all operating liabilities and consist principally of creditors and accrued liabilities. Segment assets and liabilities do not include deferred income taxes.

Inter-segment transfers: Segment revenue, segment expenses and segment result include transfers between business segments. Such transfers are accounted for at competitive market prices charged to unaffiliated customers for similar goods. Those transfers are eliminated in consolidation.

Primary Segment for the year ended 31 March, 2012 – Business Segment

- Information about business segments for the year ended 31 March 2012 as per AS-17

| Particulars | Securities & Currency Broking and Trading | Cloud Services | Infrastru-cture | Elimi-nations | Total |
|---|--|-----------------------|------------------------|----------------------|---------------------|
| i) Revenue: | | | | | |
| External | 45,424,091 | 16,200,144 | - | - | 61,624,235 |
| Inter Segment | - | 1,464,000 | - | 1,464,000 | - |
| Total | 45,424,091 | 17,664,144 | - | 1,464,000 | 61,624,235 |
| ii) Segment Results: | | | | | |
| Operating Profit / (Loss) | | | | | (12,872,607) |
| Other Income | | | | | 1,079,696 |
| Profit Before Tax | | | | | (11,792,911) |
| Less: Income Tax Expense | | | | | 3,015,556 |
| Less: Minority Interest | | | | | 611 |
| Profit / (Loss) for the year | | | | | (14,809,078) |
| Segment Assets | 164,317,939 | 51,302,040 | 23,753,356 | 29,647,312 | 209,726,023 |
| Segment liabilities | 89,573,091 | 1,729,126 | 155,688 | 29,647,312 | 61,810,593 |
| Depreciation (included in segment expense) | 25,957,047 | - | - | - | 25,957,047 |
| Non cash expenses (other than depreciation included in segment expense) | - | - | - | - | - |



STAMPEDE CAPITAL LIMITED

Note 17 Employee Benefits:

- i. No provision for Gratuity to employees is provided in the books of account as there is no employee eligible for this benefit.
- ii. As there is no policy for payment of earned leave encashment to its employees, no provision has been made in the books of accounts.

Note 18 Provision for Tax:

The Company has provided the provision for current year tax of Rs. 30,15,556/-

Note 19 Lease:

The company has operating lease for office premise, which is renewable on periodical basis and cancellable at its option. Rental expense for operating lease recognised in Profit and Loss Account for the year is Rs. 14,34,000/-

Note 20 Related Party Disclosures:

A. List of related parties

| | | |
|------|---|---|
| i) | Associate Companies | 1. Northgate Technologies Ltd 2. Stampede Holdings Limited 3. Bio Ethanol Agro Industries Limited 4. Green Fire Agri Commodities Limited |
| ii) | Key Managerial Personnel | Mr. G. Linga Murthy |
| iii) | Persons having Substantial Interest in Voting Power | Mr. Venkat S Meenavalli |

B. Non Executive Directors and Independent Directors on the Board of the Company

| Name of the personnel | Relationship |
|--------------------------|----------------------|
| Venkat S Meenavalli | Additional Director |
| A. Veerabhadra Rao | Independent Director |
| D.V.S.S. Lakshminarayana | Independent Director |
| Dasi Emmanuel | Independent Director |
| K. Avinash | Independent Director |

C. Particulars of transactions with Related Parties:

| Name of the party | Nature of the Transactions | Year 2011-12 | | Year 2010-11 | |
|---------------------------|-------------------------------|--------------------|--------------------------|--------------------|--------------------------|
| | | Transaction Amount | Balance as on 31.03.2012 | Transaction Amount | Balance as on 31.03.2011 |
| Stampede Holdings Limited | <u>Client Transactions:</u> | | | | |
| | Margin Money Received | 925,000 | 145,000 | 4,700,000 | 1,157,500 |
| | Margin Money Returned | 780,000 | - | 6,806,707 | - |
| | Brokerage / Commission earned | 58,408 | - | 122,694 | - |
| | <u>Other Transactions:</u> | | | | |
| | Un Secured loan given | 38,974,857 | 1,128,028 | 1,347,571 | 2,045,401 |
| | Un Secured loan repaid | 40,570,966 | - | 3,500,000 | - |
| | Interest on loan | 259,023 | - | 568,912 | - |



STAMPEDE CAPITAL LIMITED

| | | | | | |
|-------------------------------------|---|---------------------------------------|----------------------|-------------------------|-------------|
| Green Fire Agri Commodities Limited | <u>Other Transactions:</u> Un Secured loan taken Un Secured loan repaid Interest on loan | 45,253,951 20,627,421 2,448,994 | 24,626,530 - - | - - - | - - - |
| Bio Ethanol Agro Industries Limited | <u>Client Transactions:</u> Margin Money Received Margin Money Returned | - - | - - | 9,500,000 15,200,000 | - - |

Note 21 Earning Per Share

| Particulars | As at 31 March 2012 | As at 31 March 2011 |
|--|---------------------|---------------------|
| Profit / (Loss) after tax | (14,809,078) | (4,616,184) |
| Weighted average number of Equity shares outstanding during the year | 16,057,706 | 5,242,072 |
| Nominal value of Equity shares | 10/- | 10/- |
| Earnings /(Loss) per share | (0.92) | (0.88) |

Note 22 Additional information as required under Part - II of Schedule VI of the Companies Act, 1956

| Particulars | As at 31 March 2012 | As at 31 March 2011 |
|--|---------------------|---------------------|
| A. Earnings in foreign Currency | 16,200,144 | Nil |
| B. Expenditure in foreign Currency | Nil | Nil |
| C. The Other Particulars as required under Part - II of Schedule VI of the Companies Act, 1956 are not given as the same are not applicable to the company for this year | | |

As per our report attached
For Sarath & Associates
Chartered Accountants
Firm Regn. No. 005120S

for and on behalf of the Board

GLN Prasad
Partner.
Membership No.214735

G. Linga Murthy
Executive Director

K. Avinash
Director

Hyderabad
31.07.2012

Rashi Tiwari
Company Secretary



STAMPEDE CAPITAL LIMITED

**Statement pursuant to Section 212 of the Companies Act, 1956
relating to Subsidiary companies:**

(All amounts in Indian rupees, except share data and where otherwise stated)

| Sl. No | Particulars | Name of the Subsidiary | |
|--------|---|---|-------------------------------------|
| | | Stampede Cloud Services Private Limited | Stampede Properties Private Limited |
| 1 | Financial Period of subsidiary ended on | March 31, 2012 | March 31, 2012 |
| 2 | Stampede Capital Limited (Holding company) Interest | 99.99% | 99.99% |
| 3 | Share Capital | 100,000 | 100,000 |
| 4 | Reserves and Surplus | 6,278,808 | (171,643) |
| 5 | Total Assets | 16,901,511 | 23,753,356 |
| 6 | Total Liabilities | 10,522,703 | 23,824,999 |
| 7 | Investments | - | - |
| 8 | Total Income | 16,200,144 | - |
| 9 | Net Profit/(Loss) before taxation | 9,294,364 | (171,643) |
| 10 | Provision for taxation | 3,015,556 | - |
| 11 | Profit after taxation | 6,278,808 | (171,643) |
| 12 | Proposed dividend | - | - |
| 13 | Net aggregate amount of Profit/(Loss) of the subsidiary for the above financial year so far as they concern the Members of Holding Company | | |
| | i. Dealt within the accounts of Holding company | 6,278,180 | (171,626) |
| | ii. Not dealt within the accounts of Holding company | 628 | 17 |
| 14 | Net aggregate amount of Profit/(Loss) of the subsidiary for the previous financial year so far as they concern the Members of Holding Company | | |
| | i. Dealt within the accounts of Holding company | - | - |
| | ii. Not dealt within the accounts of Holding company | - | - |

for and on behalf of the Board

G. Linga Murthy
Executive Director

K. Avinash
Director

Rashi Tiwari
Company Secretary



STAMPEDE CAPITAL LIMITED

Balance Sheet abstract and Company's General Business Profile:

I. Registration Details:

Registration No : 20170 State Code : 01
CIN Number : L67120AP1995PLC020170 Balance Sheet Date : 31.03.2012

II. Capital Raised During The Year: (Rs. in Thousands)

Public Issue : NIL Rights : NIL
Bonus Issue : NIL Private Placement : NIL

III. Position of Mobilisation and Deployment of Funds: (Rs. in Thousands)

Total Liabilities : 209,726 Total Assets : 209,726

SOURCES OF FUNDS:

Paid-up Capital : 206,479 Reserves & Surplus : 5,135
Secured Loans : NIL Unsecured Loans : 10,500

APPLICATION OF FUNDS:

Net Fixed Assets : 128,085 Investments : NIL
Net Current Assets : 30,330 Misc. Expenses : NIL
Accumulated Losses : 63,698

IV. Performance of the Company:

Turnover : 62,704 Total Expenditure : 74,497
Profit/(Loss) before tax : (11,793) Profit/(Loss) after tax : (14,809)
Earnings Per share : (0.92) Dividend Rate : NIL
(in Rs.)

**V. Generic Names of Three Principal Products/Services of the Company
(as per monetary terms):**

Item Code No : 67120 Product Description : Securities &
(ITC Code) Currency
Trading and
Broking



STAMPEDE CAPITAL LIMITED

STAMPEDE CAPITAL LIMITED

Plot No.1, JR Towers, 2nd Floor, Road No.2,
Banjara Hills, Hyderabad - 500 034

ATTENDANCE SLIP

Regd. Folio No./Client ID:

I hereby record my presence at the 17TH ANNUAL GENERAL MEETING of the Company held on Saturday, 29th September, 2012 at 11.30 a.m. at Kalinga Cultural Trust, Plot No. 1269, 2nd Floor, Road No. 12, Banjara Hills, Hyderabad-500 034.

SIGNATURE OF THE ATTENDING MEMBER/PROXY :

- NOTES :
1. Shareholder/Proxyholder wishing to attend the meeting must bring the Attendance Slip to the Meeting and handover at the entrance duly signed.
 2. Shareholder/Proxy holder desiring to attend the meeting should bring his/her copy of the Annual Report for reference at the meeting.

----- ✂ ----- Cut Here ----- ✂ -----

STAMPEDE CAPITAL LIMITED

Plot No.1, JR Towers, 2nd Floor, Road No.2,
Banjara Hills, Hyderabad - 500 034

PROXY

I/We Resident of
being a Member/Members of the Stampede Capital Limited, hereby appoint Mr./Ms. Resident of or failing him Mr./Ms. Resident of as my/our Proxy to attend and vote for me/us and on my/our behalf at the 17th Annual General Meeting of the Company, to be held on Saturday, 29th September, 2012 at 11.30 a.m. and at any adjournment thereof.

Signed this..... day of..... 2012

Folio No. :
No. of Shares :

Affix
Re. 1/-
Revenue
Stamp

Signature :

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