



Essar Securities Limited

6th annual report
2010-11

BOARD OF DIRECTORS:

Mr. Vikash Saraf - Chairman

Mr. V. G. Raghavan

Mr. S. M. Lodha

MANAGER, COMPANY SECRETARY AND COMPLIANCE OFFICER

Mr. Girish K. Sathe

REGISTRAR AND TRANSFER AGENT

Data Software Research Co. Pvt. Ltd.

No. 9, Pycroft Garden Road,

Off Haddows Road,

Nungambakkam,

Chennai – 600 006

Tel.: +91-44-2821 2154/44-2821 2207

Fax.:+91-44-2821 2133

Email : dsrscmd@vsnl.com

AUDITORS

Nisar and Kumar,

Chartered Accountants

1305, Arcadia Building,

Near Earnest House,

NCPA Marg, Nariman Point,

Mumbai – 400 021

Tel: 022 4000 5394 Fax: 022 6666 9511

BANKERS

ING Vysya Bank Limited

REGISTERED OFFICE

New No. 77/56,

C. P. Ramaswamy Road,

Abhiramapuram,

Chennai – 600 018

Tel: 91 44 2535 1271 Fax: 91 2535 1272

CORPORATE OFFICE

Essar House, 11, K. K. Marg,

Mahalaxmi, Mumbai – 400 034

Tel: 91 22 6660 1100

Fax: 91 22 6666 9426

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NOTICE

Notice is hereby given that the **Sixth Annual General Meeting** of the members of **Essar Securities Limited** will be held on Wednesday, 28th September, 2011 at Chennai House, 5th Floor, 7, Esplanade, Chennai - 600 108 to transact the following business:-

1. To receive, consider, approve and adopt the Balance Sheet as at March 31, 2011, the Statement of Profit and Loss Account for the financial year ended on that date and the Report of the Board of Directors' and Auditors' thereon.
2. To declare dividend on equity shares.
3. To appoint a Director in place of Shri S. M. Lodha who retires from office by rotation and being eligible, offers himself for re-appointment.
4. To appoint M/s. Nisar and Kumar, Chartered Accountants, having ICAI Registration Number 127820W, as Statutory Auditors to hold office from the conclusion of this Annual General Meeting until conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

Notes:-

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ("THE MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. The Register of Members and Share Transfer Books of the Company will remain closed from September 26, 2011 to September 28, 2011 (both days inclusive).
3. Members/Proxies should bring their attendance slips alongwith their copy of the annual report to the Meeting. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution / Power of Attorney authorising their representative to attend and vote on their behalf at the Meeting.
4. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. Members desiring any information as regards the accounts are requested to write to the Company at least 7 days before the date of the Meeting as to enable the management to keep the information ready.
6. Brief resume of director seeking re-appointment, nature of his expertise in specific functional areas, names of companies in which he holds directorship and membership/chairmanship of Board committees, shareholding and relationships between directors inter-se as stipulated under clause 49 of the listing agreement with the stock exchange are provided as an annexure to the notice forming part of the Annual Report.
7. **Members are requested to note the new address of our Registrar and Transfer Agents i.e. M/s Data Software Research Co. Pvt. Ltd; No. 9, Pycroft Garden Road, Off Haddows Road, Nungambakkam, Chennai 600 006, Tel.: +91-44-2821 2154/ 2821 2207, Fax.:+91-44-2821 2133 Email address: dsr cmd@vsnl.com, for redressal of any queries regarding shares of the Company held in physical form. For shares held in demat form, change in address or bank mandate may please be intimated to Depository Participants where demat account is maintained.**

By Order of the Board

Girish K. Sathe

Manager & Company Secretary

Registered Office:

New No. 77/56, C. P. Ramaswamy Road,
Abhiramapuram, Chennai – 600 018

Date: August 24, 2011

Place: Mumbai

ANNEXURE TO THE NOTICE
DETAILS OF THE DIRECTOR SEEKING REAPPOINTMENT
(PURSUANT TO CLAUSE 49 OF THE LISTING AGREEMENT)

Shri S. M. Lodha:

Shri S. M. Lodha aged 59 years is a Commerce and Management graduate from RA Podar Institute of Business Management, Jaipur. He is also a Law Graduate from University of Calcutta. He is a seasoned name in the financial sector. He has over 35 years of cross industry experience in the areas of finance, commercial and operations in large business house like Duncan Bros, Birla's etc.

Shri Lodha is an Independent Director of SVJN Limited, a mini ratna & schedule A public sector undertaking and in Eastern Coalfeilds Limited, a public sector undertaking. He is also a director in Essar Information Technology Limited, Crystal Palace Properties Private Limited.

Apart from being Chairman of Shareholders and Investors Grievance Committee and member of Audit Committee of the Company, Shri Lodha is also member of Audit Committee of Eastern Coalfeilds Limited (subsidiary of Coal India Ltd.)

The Ministry of Corporate Affairs has taken a Green Initiative in Corporate Governance by allowing paperless compliance by companies. Accordingly, companies can now send various documents electronically to those shareholders who registered their email addresses. To receive all communications including Annual Reports by email:

- Holders of shares in physical form are requested to fill up the E-mail registration form set out at page no. 23 and send it to the share transfer agents, M/s Data Software Research Co. Pvt. Limited.
- Members holding shares in demat form may register their email IDs with the Company or the depository participant.

DIRECTORS' REPORT

To the Members of Essar Securities Limited,

Your Directors have pleasure in presenting the Sixth Annual Report and Audited Accounts of the Company for the financial year ended March 31, 2011.

1. FINANCIAL RESULTS, BUSINESS AND MANAGEMENT'S DISCUSSION & ANALYSIS:

(Rs. In Lakhs)

Particulars	For the year ended on March 31, 2011	For the year ended on March 31, 2010
Income	3339.85	43.18
Less: Expenditure	39.69	38.09
Profit Before Tax	3300.16	5.09
Less: Provision for taxation	692.03	2.31
Profit After Tax	2608.13	2.78
Dividend declared	(214.32)	-
Corporate dividend tax	(34.77)	-
Transfer to General Reserve	(131.00)	-
Balance brought forward from previous year	26.28	23.49
Balance carried forward to Balance Sheet	2254.32	26.28

General Economic Overview

Financial sector in India continued to witness pressure due to global economic factors. The Company's strategy of making strategic investments for growth and continuing consultancy activity as business proved successful. Company made profit of Rs. 32.11 Crore on sale of investments in telecom tower company. The company's future success in long term investments depends upon industry scenario for Investee Company.

2. DIVIDEND:

Your directors are glad to recommend payment of dividend of Rs1.50 per share for the financial year 2010-2011, subject to approval from members in the forthcoming Annual General Meeting.

3. DIRECTORS:

On June 13, 2011, Shri Anshuman Ruia stepped down from the Board of Directors of the Company. The Board wishes to place on record its appreciation for the guidance and valuable services rendered by Shri Anshuman Ruia during his tenure as member of the Board.

Shri S. M. Lodha retires by rotation at the ensuing Annual General

Meeting and offers himself for re-appointment. Particulars of director being re-appointed, as required under clause 49 of the Listing Agreement with the Stock Exchange, are given as the annexure to the notice convening the ensuing Annual General Meeting, forming part of the Annual Report.

4. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement of Section 217(2AA) of the Companies Act, 1956, it is hereby confirmed:

- that in the preparation of the annual accounts for the financial year ended 31st March, 2011, the applicable accounting standards had been followed along with proper explanation relating to material departures, wherever applicable;
- that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review;
- that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that the directors had prepared the accounts for the financial year ended 31st March, 2011 on a going concern basis.

5. PUBLIC DEPOSIT:

The Company has neither invited nor accepted the deposits from the public during the year. There are no unclaimed deposit(s) lying with the Company as on March 31, 2011.

6. AUDITORS:

M/s. Nisar & Kumar, Chartered Accountants, statutory auditors of the Company hold office until the conclusion of the ensuing Annual General Meeting of the Company. M/s. Nisar & Kumar, Chartered Accountants, have informed the Company that, if appointed, their appointment will be within the limits prescribed under Section 224(1B) of the Companies Act, 1956. Accordingly, the members' approval is being sought to their appointment as the Auditors of the Company at the ensuing Annual General Meeting.

7. PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO :

Considering the nature of activities of your Company, the information required under Section 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors), Rules 1988 relating to Energy Conservation, Technology Absorption is not applicable. The

Company had no foreign exchange earnings or outgo during the period under review.

8. PARTICULARS OF EMPLOYEES:

The disclosure as required under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 as amended, is not required as there are no employees covered by it.

9. HOLDING COMPANY:

Essar Capital Limited continues to be holding company of your Company. Essar Capital Holdings (India) Limited continues to be the ultimate holding company.

10. CORPORATE GOVERNANCE REPORT:

As per clause 49 of the Listing Agreement with the Stock Exchange a separate section on Corporate Governance together with a certificate from the Company's Auditors confirming compliance with conditions of Corporate Governance is set out in the Annexure forming part of this report.

11. CAUTIONARY STATEMENT :

Estimation & expectation made in the report may differ from actual performance due to various economic conditions, Government policies and other related factors.

12. ACKNOWLEDGMENT :

The directors take this opportunity to express their sincere appreciation for the committed services by the employees. Your directors also wish to place on record their gratitude for the co-operation and assistance received from banks, stock exchange, shareholders and various departments of Central and State Governments and thank them for their continued co-operation and support.

For and on behalf of the Board

S. M. Lodha
Director

V. G. Raghavan
Director

Place: Mumbai
Date: August 24, 2011

Persons constituting "Group" coming within the definition of "Group" for the purpose of Regulation 3(1)(e)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 include the following:-

Sr. No.	Name of Persons
1	Essar Capital Limited
2	Essar Satvision Limited
3	Essar Capital Holdings (India) Limited
4	Mr. A. S. Ruia

REPORT ON CORPORATE GOVERNANCE

1. Company's philosophy on Corporate Governance:

The Company's philosophy on Corporate Governance envisages attainment of high level of transparency, accountability and integrity in the functioning of the Company and the conduct of its business, its relationship with all its stake holders and places due emphasis on regulatory compliance.

2. Board of Directors:

- (i) The total strength of the Board is three directors comprising of all Non-Executive Independent Directors. The Company also has a Manager within the meaning of section 2(24) of the Companies Act, 1956 ("Act")
- (ii) During the year ended March 31, 2011, seven meetings of the Board of Directors were held on April 21, 2010, May 10, 2010, June 04, 2010, August 12, 2010, September 01, 2010, November 15, 2010 and February 09, 2011.
- (iii) The details of directorship, category, attendance at Board Meetings and at the last Annual General Meeting and number of memberships of Board or Committees of various other public limited companies as on March 31, 2011 are given below:-

Name	Category	Attendance		No. of other Directorship#	Other Committee Position@	
		Board Meeting	Last AGM		Chairman	Member
*Shri Anshuman Ruia	Promoter Non Executive	-	No	9	-	5
Shri Vikash Saraf Chairman	Independent Non Executive	4	No	5	-	1
Shri V. G. Raghavan	Independent Non Executive	3	No	10	-	3
Shri S. M. Lodha	Independent Non Executive	7	No	4	-	2

*Shri Anshuman Ruia ceased to be director w.e.f. June 13, 2011

Notes:

#Directorships held in all private, foreign companies and companies under section 25 of the Companies Act, 1956 are excluded.

@Represents Membership/Chairmanship of Audit Committee and Shareholders/Investors Grievance Committees of Public Limited Companies.

3. Audit Committee:

The audit committee of the Company is constituted in line with the provisions of Clause 49 of the Listing Agreement with the Stock Exchange read with Section 292A of the Companies Act, 1956.

The terms of reference of the Audit Committee are broadly as under:-

- Overview of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements reflect a true and fair position and that sufficient and credible information is disclosed.

- Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- Reviewing with the management the annual financial statements before submission to the Board, focusing primarily on:
 - Any changes in accounting policies and practices;
 - Major accounting entries based on exercise of judgment by management;
 - Qualification in draft audit report;
 - Significant adjustments arising out of audit;
 - Compliance with accounting standards;
 - Compliance with stock exchange and legal requirement concerning financial statement;
 - Any related party transactions as per Accounting Standard 18.
 - Looking into the reasons for substantial defaults in payments to the depositors, debenture holders, shareholders.

Five Audit Committee Meeting were held during the year. The dates on which the said meeting were held are as follows:

April 21, 2010, May 10, 2010, August 12, 2010, November 15, 2010, February 9, 2011.

The names of members of Audit Committee and their attendance at the meetings are given under:-

Sr. No.	Name of the Directors	Designation	No. of Meetings attended during 2010-2011
1	Mr. V. G. Raghavan	Chairman	2
2	Mr. S. M. Lodha	Member	5
3	Mr. Vikash Saraf	Member	3

4. Shareholders and Investor Grievance Committee:

The Committee comprises of two non-executive directors viz., Mr. S.M. Lodha – Chairman and Mr. V. G. Raghavan. The Committee looks into various issues relating to the shareholder/investors grievances relating, inter-alia, to non-receipt of annual report, non-delivery of shares after transfer / delay in transfers etc.

A total of 148 complaints were received during the year ended March 31, 2011, most of which being related to non-receipt of share certificates. All the complaints were redressed under the supervision of the committee and no complaints were outstanding as on March 31, 2011.

All the valid share transfer requests received during the year were attended and processed. There were no valid requests for share transfers pending as on March 31, 2011.

5. General Body Meetings:

a) Annual General Meeting:

The date, time and venue of the last three Annual General Meetings are given below:-

Financial year	Date	Location	Time
2009-10	July 31, 2010	Chennai House, 5th Floor, 7, Esplanade, Chennai 600 108.	11.00 a. m.
2008-2009	August 14, 2009	Chennai House, 5th Floor, 7, Esplanade, Chennai 600 108.	3.00 p. m.
2007-2008	September 26, 2008	Essar House, 11, K. K. Marg, Mahalaxmi, Mumbai 400 034.	2.30 p. m.

b) Postal Ballot

No resolutions were required to be put through postal ballot last year. Presently there are no proposals to pass any resolution by postal ballot.

6. Disclosures:

- (i) The Company does not have any material related party's transactions which may have potential conflict with the interest of the Company at large. Transactions with related parties are disclosed in note no. II (3) of Schedule-6 to the Balance Sheet of the Company forming part of the Annual Report.
- (ii) There were no penalties or strictures imposed on the Company by Stock Exchange, SEBI or any statutory authority on any matter related to capital markets during the last three years.

7. Means of communications:

Quarterly / annual financial results prepared in accordance with listing provisions are forwarded to Bombay Stock Exchange Limited (BSE) and also published in Free Press Journal (all India edition – English) and in Makkal Kural (Chennai edition – Tamil). The Financial Results are also displayed on the website of the Company www.essar.com. Official press releases and presentations, if any, made to media would also be made available at the Company's website and also sent to BSE. Management Discussion & Analysis forms part of the Annual Report.

8. General Shareholder Information

Annual General Meeting	Date: Wednesday, September 28, 2011
	Time: 11.00 A.M.
	Venue: 5th Floor, Chennai House, 7, Esplanade, Chennai - 600 108
Financial year:	2010-2011

Financial Calendar (Tentative):

Reporting for the Quarter ending:	
June 30, 2010	Within 45 days from the close of the quarter
September 30, 2010	
December 31, 2010	
March 31, 2011	Before May 31, 2011
Annual General Meeting for the year 2011	Within six months of the close of the financial year.

Date of Book Closure	Monday, September 26, 2011 to Wednesday, September 28, 2011 (both days inclusive)
Dividend Payment Date	On or After September 28, 2011
Listing on Stock Exchanges	Bombay Stock Exchange Limited
Stock Code	533149
NSDL ISIN	INE143K01019
Payment of Listing Fees	Annual Listing Fees for the Financial Year 2011-2012 has been paid to BSE.

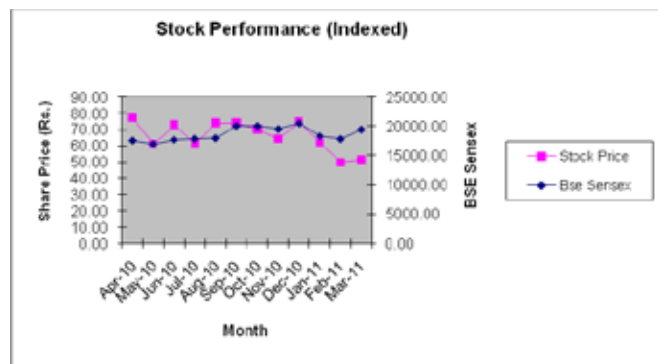
Registrar & Transfer Agents	M/s Data Software Research Co. Pvt. Ltd
	No. 9, Pycroft Garden Road,
	Off Haddows Road,
	Nungambakkam,
	Chennai - 600006,
	Tamilnadu
	Tel.: +91-44-2821 2154
	+91-44-2821 2207
	Fax: +91-44-2821 2133
	Email address: dsrcmd@vsnl.com

➤ **Market Price Data For The Last Financial Year:**

Month	High Price (Rs.)	Low Price (Rs.)
April -10	77.00	56.35
May -10	80.80	54.00
June-10	87.20	58.60
July -10	74.50	60.40
August -10	81.95	61.55
September -10	78.00	70.10
October -10	77.95	70.00
November -10	72.80	57.10
December-10	78.90	60.25
January-11	78.55	59.50
February-11	68.00	46.50
March-11	57.00	49.00

➤ **Performance in comparison to BSE Sensex:**

Following chart shows the performance of the Company's share prices compared with BSE Sensex –

➤ **Share Transfer System:**

All valid share transfer requests received by the Company in physical form are registered within an average period of 15 days. Half yearly Transfer Audit and Quarterly Secretarial Audit in terms of the Listing Agreement are regularly carried out by an Independent Practicing Company Secretary.

➤ **Registrar and Transfer Agents:****M/s Data Software Research Co. Pvt. Ltd**

No. 9, Pycroft Garden Road, Off Haddows Road,
Nungambakkam,
Chennai 600006
Tamilnadu.

Tel.: +91-44-2821 2154/ +91-44-2821 2207

Fax.: +91-44-2821 2133

Email address: dsr cmd@vsnl.com

➤ **Distribution of shareholding**

As on March 31, 2011

Equity Shares	Share-holders	%	No. of Shares	%
UPTO 500	28,916	98.67	1,800,207	12.60
501 TO 1000	220	0.75	158,575	1.11
1001 TO 2000	80	0.27	116,753	0.82
2001 TO 3000	27	0.09	66,593	0.47
3001 TO 4000	18	0.06	62,442	0.44
4001 TO 5000	8	0.03	37,664	0.26
5001 TO 10000	14	0.05	113,168	0.79
10001 TO 20000	11	0.04	144,555	1.01
20001 TO 30000	3	0.01	72,518	0.51
30001 TO 40000	2	0.01	76,903	0.54
40001 TO 50000	1	0.00	43,613	0.31

50001 TO 100000	2	0.01	112,520	0.79
100001 & ABOVE	4	0.01	11,482,243	80.36
TOTAL	29,306	100.00	14,287,754	100.00

Category	No. of Shares	%
Promoters	10,704,557	74.92
Institution / Mutual funds/ Banks	2,556	0.02
Other Companies	590,931	4.14
Non Domestic Companies	2,060	0.01
Foreign Institutional/Investors/ Non residential Individuals	250,535	1.75
Public	2,737,115	19.16
Total	14,287,754	100.00

➤ **Status of Dematerialization of Shares :**

Mode	No. of Shares	%
Demat	13,161,349	92.12
Physical	1,126,405	7.88
Total	14,287,754	100.00

➤ **Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity:**

As on March 31, 2011, there are no GDRs/ADRs/warrants or any convertible instruments, conversion of which is likely to have an impact on the equity of the Company.

➤ **Nomination facility:**

Shareholders holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under section 109A of the Companies Act, 1956 are requested to submit to the R&T agent of the Company the prescribed nomination form.

➤ **Secretarial Audit:**

A qualified Practicing Company Secretary carries out secretarial audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit confirms that the total issued/paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

➤ **Corporate Office :** Essar House, 11, K.K. Marg, Mahalaxmi, Mumbai – 400 034➤ **Address for Correspondence:** Registrar and Transfer Agents: M/s Data Software Research Co. Pvt. Ltd

No. 9, Pycroft Garden Road, Off Haddows Road, Nungambakkam, Chennai 600006

Tamilnadu

Tel.: +91-44-2821 2154

+91-44-2821 2207

Fax.: +91-44-2821 2133

Email address: dsr cmd@vsnl.com

For any assistance, shareholders may also write to the Company at the following email id exclusively designated for the purpose: eslinvestors@essar.com

- Compliance Officer: Mr. Girish K. Sathe
Manager & Company Secretary

9. Non-mandatory items:-

➤ **The Board**

The expenses, if any incurred by Non-Executive Chairman are reimbursed by the Company. At present there is no policy of fixing tenure of Independent Directors.

➤ **Shareholders' right:**

Quarterly Financial results are displayed on the Company's website i.e. www.essar.com. No separate financials are sent to shareholders of the Company.

➤ **Audit Qualifications:**

There are no audit qualifications in the Auditors Report on the financial statements to the shareholders of the Company.

➤ **Training of Board Members:**

There is no formal policy at present for training of the Board Members of the Company. All the members of the Board are eminent and experienced professional persons.

➤ **Mechanism for evaluating performance of non – executive Board Members:**

There is no formal mechanism existing at present for performance evaluation of non- executive directors.

➤ **Whistle Blower Policy:**

The Company has not established any whistle blower policy presently.

➤ **Remuneration Committee:**

No remuneration is being paid to any of the directors. Therefore, no remuneration committee has been constituted.

DECLARATION BY MANAGER

As provided under clause 49 of the Listing Agreement with the Stock Exchange, I confirm that the Board Members and Senior Management of the Company have confirmed compliance with the Code of Conduct for the year ended March 31, 2011.

Girish K. Sathe
Manager & Company Secretary

Date: August 24, 2011

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of Essar Securities Limited.

We have examined the compliance of conditions of corporate governance by Essar Securities Limited, for the year ended March 31, 2011, as stipulated in clause 49 of the Listing Agreement of the said Company with Stock Exchange.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination has been limited to review of procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of the Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us by the Directors and management, we certify that the company has complied with the conditions of Corporate Governance as stipulated in clause 49 of the above mentioned Listing Agreement.

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

For NISAR & KUMAR,
Chartered Accountants

K. M. Mahadik
Partner
M. No. 48453

Place: Mumbai
Date: August 24, 2011

AUDITOR'S REPORT TO THE MEMBERS OF ESSAR SECURITIES LIMITED

We have audited the attached Balance Sheet of Essar Securities Limited as at March 31, 2011, the Profit and loss Account and also the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

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

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

Further to our comments in the Annexure referred to above, we report that:

- i. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
- ii. In our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books;
- iii. The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;

- iv. In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
- v. On the basis of written representations received from the directors as at March 31, 2011 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on March 31, 2011 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- vi. In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2011;
 - (b) in the case of Profit and Loss Account, of the profit of the Company for the year ended on that date; and
 - (c) in the case of the Cash Flow Statement, of the Cash Flows of the company for the year ended on that date.

For **NISAR & KUMAR**
Chartered Accountants
Firm Regn. No.127820 W

K. M. Mahadik
Partner
M. No. 48453

Place: Mumbai
Date: August 24, 2011

ANNEXURE REFERRED TO THE REPORT OF EVEN DATE FOR THE YEAR ENDED MARCH 31, 2011 OF ESSAR SECURITIES LIMITED

- i. Since the company is not having Fixed Assets reporting on Clause (i) (a), (i) (b) and (i) (c) do not arise
- ii. As there is no inventory, the reporting of the clause ii (a), ii (b) and ii (c) do not arise.
- iii. (a) The company has not granted any loans to companies, firms and other parties covered in the Register maintained under Section 301 of the Companies Act, 1956:
 - (b) In view of clause (iii) (a) above, clause (iii) (b) is not applicable.
 - (c) In view of clause (iii) (a) above, clause (iii) (c) is not applicable.
 - (d) In view of clause (iii) (a) above, clause (iii) (d) is not applicable.
 - (e) The company has not taken any loans from companies, firms and other parties covered in the Register maintained under Section 301 of the Companies Act, 1956.
 - (f) In view of clause (iii) (e) above, clause (iii) (f) is not applicable.
 - (g) In view of clause (iii) (e) above, clause (iii) (g) is not applicable.
- iv. In our opinion and according to the information and explanations given to us, there is adequate internal control system commensurate with the size of the company and the nature of its business with regard to purchases of assets and rendering of services. During the course of our audit, no major weaknesses have been noticed in the internal controls.
- v. (a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that there are no transactions that need to be entered into the register maintained under section 301.
 - (b) in view of (v) (a) above, clause (v) (b) is not applicable.
- vi. During the year the company has not accepted any deposits from the public.
- vii. In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- viii. As informed to us, the maintenance of cost records have not been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956.
- ix. (a) According to the records of the company, the company is generally regular, excepting delays in certain cases, in deposit of undisputed statutory dues of income tax and service tax with the appropriate authorities. As per records of the company, there are no dues in respect of provident fund, employees state insurance, Investor Education and Protection Funds, custom duty, wealth tax, sales tax and excise duty/cess. There are no arrears of statutory dues as at March 31, 2011 outstanding for a period of more than six months from the date they became payable.
 - (b) According to the records of the company, there are no dues of income-tax, sales tax, service tax, customs duty/wealth-tax, excise duty/cess which have not been deposited on account of dispute.
- x. The company does not have accumulated losses at the end of the financial year and the company has not incurred any cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- xi. As the company has not borrowed any amount from Banks or Financial Institutions, the reporting under this clause do not arise.
- xii. Based on our examination of documents and records, the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii. Provisions of Chit Fund nidhi/ mutual benefit fund/societies are not applicable.
- xiv. In respect of dealing or trading in shares and debentures by the company, proper records have been maintained of the transactions and contracts and timely entries have been made therein, as per records / information, the investments held by the company are in its own name.
- xv. During the year the company has not given any guarantee for loans taken by others from bank or financial institutions.
- xvi. During the year, the company has not taken term loans.
- xvii. During the year, the company has not raised any short term funds.
- xviii. During the year, the company has not made preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act.
- xix. During the year, the company has not issued secured debentures.
- xx. During the year, the company has not raised money by public issues.
- xxi. Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the course of our audit.

For **NISAR & KUMAR**
Chartered Accountants
Firm Regn. No.127820 W

K. M. Mahadik
Partner
M. No. 48453

Place: Mumbai
Date: August 24, 2011

BALANCE SHEET AS AT MARCH 31, 2011

(Amount in Rupees)

	Schedule No.	As at March 31, 2011	As at March 31, 2010
SOURCES OF FUNDS			
Shareholders' Funds:			
Share Capital	1	142,877,540	142,877,540
Reserves and Surplus	2	344,532,748	108,627,597
		487,410,288	251,505,137
TOTAL		487,410,288	251,505,137
APPLICATION OF FUNDS			
Investments	3	524,188,800	226,194,200
Current Assets, Loans and Advances	4		
Sundry Debtors		-	21,773,016
Bank balances		5,865,163	3,605,962
Loans and advances		43,024	400,362
		5,908,187	25,779,340
Less : Current Liabilities and Provisions	5		
Current Liabilities		296,781	468,403
Provisions		42,389,918	-
		42,686,699	468,403
Net Current Assets		(36,778,512)	25,310,937
TOTAL		487,410,288	251,505,137
Significant Accounting Policies and Notes to Accounts	6		

As per our attached report of even date

For Nisar & Kumar
Chartered Accountants

For & on behalf of the Board

K. M. Mahadik
Partner

S. M. Lodha
Director

V. G. Raghavan
Director

Girish K. Sathe
Manager & Company Secretary

Mumbai

Mumbai

Date: August 24, 2011

Date: August 24, 2011

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2011

(Amount in Rupees)

	For the year ended March 31, 2011	For the year ended March 31, 2010
INCOME		
Profit on Sale of Investments	321,122,008	-
Consultancy & Advisory Services (Tax deducted at source Rs. 1,418,459 P.Y. Rs. 419,140)	12,860,000	3,800,000
Interest on deposits with bank (Tax deducted at source Rs. Nil P.Y. Rs.106,794)	-	518,416
Interest on income tax refund	2,708	-
Total	333,984,716	4,318,416
EXPENDITURE		
Rates & Taxes, filing fees	16,803	12,889
Listing & Custodial Fees	171,687	50,000
Professional Fees [including Rs.89,267 (P.Y. Nil) for prior period]	1,345,369	1,562,866
Printing & Postage Expenses	363,113	1,486,499
Communication expenses [including Rs.11,751 (P.Y. Nil) for prior period]	27,751	-
Donations	150,000	-
Travelling and conveyance expenses	1,041,810	-
Business Promotion / AGM expenses	542,240	44,250
Advertisement Expenses	206,838	545,634
<u>Auditors' Remuneration</u>		
Audit Fees	65,000	65,000
Tax audit fees	15,000	15,000
Certification Fees	21,000	21,000
Bank charges	1,855	5,562
Balances written off	60	71
Total	3,968,526	3,808,771
Profit before tax	330,016,190	509,645
Provision for taxation	(68,900,000)	(174,000)
Short provision for earlier year	(302,662)	(57,458)
Profit after tax	260,813,528	278,187
Proposed Dividend	(21,431,631)	-
Corporate Dividend Tax	(3,476,746)	-
Transfer to General Reserve	(13,100,000)	-
Balance brought forward from previous year	2,627,597	2,349,410
Balance carried to balance sheet	225,432,748	2,627,597
Basic & Diluted Earning per share of Rs.10 each	18.25	0.02
Significant accounting policies and notes to accounts (Refer Schedule 6)		

As per our attached report of even date

For Nisar & Kumar
Chartered Accountants

For & on behalf of the Board

K. M. Mahadik
Partner

S. M. Lodha
Director

V. G. Raghavan
Director

Mumbai
Date: August 24, 2011

Girish K. Sathe
Manager & Company Secretary
Mumbai
Date: August 24, 2011

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2011

(Amount in Rupees)

Particulars	For the year ended March 31, 2011	For the year ended March 31, 2010
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before taxation	330,016,190	509,645
Adjustments for :		
Profit on redemption of Investments	(321,122,008)	-
Interest income	-	(518,416)
Balances written off	60	71
Operating Profit before working Capital Changes	8,894,242	(8,700)
Adjustment for :		
(Increase)/Decrease in Receivables	3,811,803	(9,692,690)
Increase/(Decrease) in Payables	(171,621)	(37,783)
Cash generated from operations	12,534,424	(9,739,173)
Taxes on income paid	(51,369,187)	(701,293)
Net Cash Flow From Operational Activities (A)	(38,834,763)	(10,440,466)
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Investments	(506,222,244)	(14,070,100)
Interest received	-	1,567,187
Proceeds from sale / redemption of Investments	547,316,208	3,545,000
Net Cash Flow From Investing Activities (B)	41,093,964	(8,957,913)
Net increase / (decrease) in cash and cash equivalents (A+B)	2,259,201	(19,398,379)
Cash and Cash equivalents at the beginning of the year	3,605,962	23,004,341
Cash and Cash equivalents at the end of the year	5,865,163	3,605,962

Note: Cash flow statement has been prepared under the indirect method as set out in the Accounting Standard -3 "Cash Flow Statements"

As per our attached report of even date

For Nisar & Kumar
Chartered Accountants

For & on behalf of the Board

K. M. Mahadik
Partner

S. M. Lodha
Director

V. G. Raghavan
Director

Mumbai
Date: August 24, 2011

Girish K. Sathe
Manager & Company Secretary
Mumbai
Date: August 24, 2011

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT MARCH 31, 2011

(Amount in Rupees)

	As at March 31, 2011	As at March 31, 2010
Schedule 1		
Share Capital		
Authorised		
15,000,000 (P.Y.15,000,000) Equity Shares of Rs. 10 each	<u>150,000,000</u>	<u>150,000,000</u>
Issued, Subscribed and Paid-up		
14,287,754 (P.Y. 14,287,754) Equity Shares of Rs. 10 each fully paid up	142,877,540	142,877,540
(Out of the above 10,704,557 (P.Y.10,654,557) equity shares are held by Essar Capital Limited, the holding Company together with it's nominees and Nil by Essar Capital Holdings (India) Limited, the ultimate holding company)		
Total	<u>142,877,540</u>	<u>142,877,540</u>
Schedule 2		
Reserves and Surplus		
Profit and Loss Account	225,432,748	2,627,597
General Reserve	13,100,000	-
Securities Premium	96,000,000	96,000,000
Statutory Reserve	10,000,000	10,000,000
Total	<u>344,532,748</u>	<u>108,627,597</u>
Schedule 3		
Investments		
(Unquoted, Non-trade, Fully paid up)		
<u>Long Term Investments (At cost)</u>		
10,920,600 (P.Y. NIL) Equity Shares of Essar Steel Ltd of Rs.10 each	524,188,800	-
NIL (P.Y. 261,942) Fully Convertible Unsecured Redeemable Debentures of ETHL Telecom Holdings India Pvt.Ltd. of Rs.100 each	-	26,194,200
NIL (P.Y. 2,000,000) Equity Shares of Essar Telecom Infrastructure Private Limited of Rs.10 each	-	200,000,000
Total	<u>524,188,800</u>	<u>226,194,200</u>

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT MARCH 31, 2011

(Amount in Rupees)

	As at March 31, 2011	As at March 31, 2010
Schedule 4		
Current Assets, Loans and Advances		
Current Assets		
Sundry Debtors (Unsecured, Considered Good)		
Debts outstanding for period exceeding six months	-	21,773,016
	-	21,773,016
Bank balances		
Balances with Scheduled Bank in current account	5,865,163	3,605,962
	5,865,163	3,605,962
Loans and advances (Unsecured, considered good)		
Advance recoverable in cash or kind or for value to be received	43,024	48,428
Tax deducted at source (Net of provision for taxes)	-	351,934
	43,024	400,362
Total	5,908,187	25,779,340
Schedule 5		
Current Liabilities and Provisions		
Current Liabilities		
Sundry Creditors (Other than micro, small and medium enterprises)	269,400	88,284
Other Liabilities	27,381	380,119
	296,781	468,403
Provisions		
Proposed Dividend (including corporate dividend tax)	24,908,377	-
Provision for Taxation (Net of taxes paid)	17,481,541	-
	42,389,918	-
Total	42,686,699	468,403

SCHEDULE 6

SCHEDULES FORMING PART OF ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2011

I. SIGNIFICANT ACCOUNTING POLICIES :

The Financial statements have been prepared on accrual basis and in accordance with applicable accounting standards. A summary of the important accounting policies, which have been applied is set out below:

(i) Basis of Accounting :

The financial statements are prepared in accordance with the historical cost convention.

(ii) Investments :

Long term investments are stated at cost. Incidental expenses incurred in acquiring the investments are added to the cost. Decline in carrying amount of investments, if any, other than of temporary nature is provided for in the Profit and Loss Account.

(iii) Revenue Recognition :

Income from Cosultancy & Advisory Services is recognised as per the terms of agreement.

Interest income is recognised on time accrual basis.

(iv) Taxation:

The provision for current tax, if any, is computed in accordance with the relevant tax regulations. Deferred Tax is recognised on timing difference between accounting and taxable income for the year by applying applicable tax rates as per Accounting Standard-22 on "Accounting for Taxes on Income". Deferred Tax Assets is recognised wherever there is reasonable certainty that future taxable income will be available against which such Deferred Tax Assets can be realised.

(v) Provisions and Contingent Liabilities:

Provisions are recognised in the accounts for present probable obligations arising out of past events that require outflow of resources, the amount of which can be reliably estimated.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events but their existence is confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company, unless likelihood of an outflow of resources is remote. Contingent assets are not recognised in the accounts, unless there is virtual certainty as to its realisation.

II. NOTES TO THE ACCOUNTS :-

1) There are no amounts for which the company is contingently liable.

2) Earning per Share:

There are no potential equity shares and hence the basic and diluted earning per share are same. The calculation of the basic and diluted earning per share is based on following data.

Particulars	March 31, 2011	March 31, 2010
Earnings [Net profit for the year after tax (Rs.)]	260,813,528	278,187
Weighted average number of equity shares for the purpose of calculating earnings per share	14,287,754	13,734,008
Basic & Diluted Earnings per share of face value of Rs.10 each (Rs.)	18.25	0.02

3) Related Party Disclosures :

a) Related parties where control exists:

(i) **Holding Companies:**

Essar Capital Ltd

Essar Satvision Ltd (Holding company of Essar Capital Ltd)

Essar Capital Holdings (India) Ltd [Holding company of Essar Satvision Ltd]

(ii) **Individual owning indirectly an interest in the voting power that gives control:**

Mr. A S Ruia

b) Other related parties, where there have been transactions:

Enterprises controlled or significantly influenced by individual or relatives:

Essar Properties Ltd, Essar Investments Ltd, Imperial Consultants & Securities Private Ltd, Essar Bulk Terminal (Salaya) Ltd, Essar Projects (India) Ltd

c) Transactions with related parties are summarised as under:

Amount in Rs.

Particulars	Holding Company	Enterprises controlled or significantly influenced by individual or relatives	Total March 31, 2011
Issue and Allotment of Equity Shares	-	-	-
Essar Capital Ltd	(70,045,570)	-	(70,045,570)
	(70,045,570)	-	-
Purchase of Investments		524,188,800	524,188,800
Essar Properties Ltd		(26,194,200)	(26,194,200)
Essar Investments Ltd		(12,124,100)	
		524,188,800	
		(14,070,100)	
Sale of Investments		26,194,200	26,194,200
Essar Investments Ltd		(111,949,950)	(111,949,950)
		26,194,200	
		(111,949,950)	
Advances received		-	-
Imperial Consultants & Securities Private Ltd		(347,458)	(347,458)
Essar Properties Ltd		(229,312)	
		-	
		(118,146)	
Refund of advances received		347,458	347,458
Essar Properties Ltd.		(-)	(-)
		118,146	
		(-)	
Imperial Consultants & Securities Private Ltd.		229,312	
		(-)	
Advances Given		-	-
Essar Investments Ltd.		(10,096,332)	(10,096,332)
		(10,096,332)	
Income from Consultancy & Advisory Services (including service tax)		14,184,580	14,184,580
Essar Bulk Terminal (Salaya) Ltd		(-)	(-)
		2,757,500	
Essar Projects (India) Ltd.		(-)	
		11,427,080	
		(-)	
Balances written off		60	60
Essar Investments Ltd		(71)	(71)
		60	
		(5)	
Essar Properties Ltd		(66)	
d) Balances outstanding at the end of the year:			
Debit balances		-	-
		(21,773,016)	(21,773,016)
Credit balances		-	-
		(347,458)	(347,458)

Notes:

i) Figures in brackets relates to the previous year.

ii) The names of the related parties are disclosed under each nature of transaction where the transaction with single party is 10% or more of relevant nature of transactions.

- 4) The company is having two business segments viz. Consultancy & Advisory Services and Investment Activities. Segment wise data for the year is as under:

Amount in Rs.

	Consultancy & Advisory Services	Investment Activities	Total for the year ended March 31, 2011
Segment Revenue	12,860,000 (3,800,000)	321,122,008 -	333,982,008 (3,800,000)
Segment Results Segment Profit / (Loss)	12,860,000 (3,800,000)	321,122,008 -	333,982,008 (3,800,000)
Unallocable income			2,708 (518,416)
Unallocable expenses			3,968,526 (3,808,771)
Provision for taxation			69,202,662 (231,458)
Net Profit / (Loss)			260,813,528 (278,187)
Segment assets	-	524,188,800 (247,967,216)	524,188,800 (247,967,216)
Unallocable assets			5,908,187 (4,006,324)
Total Assets			530,096,987 (251,973,540)
Segment liabilities	-	-	-
Unallocable liabilities			42,686,699 (468,403)
Total Liabilities			42,686,699 (468,403)

Note: Figures in brackets relates to the previous year.

- 5) Previous year figures have been rearranged / regrouped wherever necessary.

As per our attached report of even date
For Nisar & Kumar
Chartered Accountants

For & on behalf of the Board

K. M. Mahadik
Partner

S. M. Lodha
Director

V. G. Raghavan
Director

Mumbai
Date: August 24, 2011

Girish K. Sathe
Manager & Company Secretary
Mumbai
Date: August 24, 2011

STATEMENT PURSUANT TO PART - IV OF SCHEDULE VI TO THE COMPANIES ACT, 1956**Balance Sheet Abstract and Company's General Business Profile****I Registration Details**Registration No

7	1	7	9	1
---	---	---	---	---

State Code

1	8
---	---

Balance Sheet Date

3	1
---	---

0	3
---	---

2	0	1	1
---	---	---	---

date

Month

Year

II Capital Raised during the year (Rupees)

Public Issue

N	I	L
---	---	---

Rights Issue

N	I	L
---	---	---

Bonus Issue

N	I	L
---	---	---

Private Placement

N	I	L
---	---	---

III Position of Mobilization and Deployment of Funds (Rupees)

Total Liabilities

5	3	0	0	9	6	9	8	7
---	---	---	---	---	---	---	---	---

Total Assets

5	3	0	0	9	6	9	8	7
---	---	---	---	---	---	---	---	---

Source of Funds

Paid-up Capital

1	4	2	8	7	7	5	4	0
---	---	---	---	---	---	---	---	---

Reserve and Surplus

3	4	4	5	3	2	7	4	8
---	---	---	---	---	---	---	---	---

Secured Loans

N	I	L
---	---	---

Unsecured Loans

N	I	L
---	---	---

Application of Funds Net Fixed Assets

N	I	L
---	---	---

Investments

5	2	4	1	8	8	8	0	0
---	---	---	---	---	---	---	---	---

Net Current Assets

(3	6	7	7	8	5	1	2)
---	---	---	---	---	---	---	---	---	---

Misc. Expenditure

N	I	L
---	---	---

Accumulated Losses

N	I	L
---	---	---

IV Performance of the Company (Rupees)

Turnover

3	3	3	9	8	4	7	1	6
---	---	---	---	---	---	---	---	---

Total Expenditure

3	9	6	8	5	2	6
---	---	---	---	---	---	---

+ -

Profit/Loss Before Tax

3	3	0	0	1	6	1	9	0
---	---	---	---	---	---	---	---	---

+ -

Profit/Loss After Tax

2	6	0	8	1	3	5	2	8
---	---	---	---	---	---	---	---	---

Earning per share in Rs

1	8	.	2	5
---	---	---	---	---

Dividend Rate %

1	5	.	0	0
---	---	---	---	---

V. Generic names of Three Principal Products/Services of the Company**INVESTMENTS, CONSULTANCY AND ADVISORY SERVICES**

ESSAR SECURITIES LIMITED

Regd. Office: New No. 77/ 56, C. P. Ramaswamy Road, Abhiramapuram, Chennai 600 018

6th Annual General Meeting – Wednesday, September 28, 2011

FORM OF PROXY

I/We of
in the district ofbeing member/members of Essar Securities Limited hereby appoint,.....
..of.....or failing him/her.....ofas my/our Proxy to attend and vote for me/
us on my/our behalf at the SIXTH ANNUAL GENERAL MEETING of the Company to be held on Wednesday, September 28, 2011 at 11.00 a.
m. at 5th Floor, Chennai House, 7, Esplanade, Chennai - 600 108 and at any adjournment thereof.

Signed this day of 2011

Member's Folio Number

*Client ID and DP ID

No. of shares held

AFFIX
1 RUPEE
REVENUE
STAMP

Signature

*Applicable only in case of investors holding shares in electronic form.

Notes: This form of proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not less than 48 hour before the commencement of the meeting.

ESSAR SECURITIES LIMITED

Regd. Office: New No. 77/ 56, C. P. Ramaswamy Road, Abhiramapuram, Chennai 600 018

ATTENDANCE SLIP

(TO BE HANDED OVER AT THE ENTRANCE OF THE MEETING HALL)

Name of the member / proxy:

Folio / DP ID & Client ID:

No. of equity shares held

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company.

I hereby record my presence at the Sixth Annual General Meeting of Essar Securities Limited held on Wednesday, September 28, 2011 at Chennai House, 5th Floor, 7, Esplanade, Chennai – 600 108.

Signature of Member / Proxy

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ESSAR SECURITIES LIMITED

Regd. Office: New No. 77/ 56, C. P. Ramaswamy Road, Abhiramapuram, Chennai 600 018

E - MAIL REGISTRATION

To

M/s Data Software Research Co. Pvt. Ltd

No. 9, Pycroft Garden Road, Off Haddows Road,
Nungambakkam,
Chennai 600006
Tamilnadu.

Dear Sir/s,

Re: Registration of e-mail ID for receiving communication in electronic form

I am a shareholder of the Company. I want to receive all communication from the Company including AGM and other General Meeting notices and explanatory statement(s) thereto, Balance Sheets, Director's Reports, Auditor's Reports etc. through e-mail. Please register my e-mail ID, set out below, in your records for sending communication through e mail:

Folio No.*	:	
Name of 1st Registered Holder*	:	
Name of Joint Holder(s)	:	
Address	:	
Pin Code	:	
E-mail ID (to be registered)*	:	
Contact Tel Nos.		Mobile Landline
Date		Signature of first holder*

Important Notes:

1. Field marked* are mandatory for registration of the e-mail ID.
2. On registration, all the communications will be sent to the e-mail ID registered in the folio
3. The form is also available on the website of the Company www.essar.com
4. Any change in email ID, from time to time, may please be registered in the records of the Company.

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Book Post

if undelivered, please return to:

Data Software Research Company Private Limited
(Unit: Essar Securities Limited)
Sree Sovereign Complex,
No. 22, 4th Cross Street, Trustpuram,
Kodambakkam, Chennai - 600 024.