

BLUECHIP STOCKSPIN LIMITED

ANNUAL REPORT **2011-2012**

REGISTERED OFFICE

B/401, 4th Floor, Wall Street-II,
Opp. Orient Club, Nr. Gujarat College Railway Crossing,
Ellisbridge, Ahmedabad - 380006

BOARD OF DIRECTORS

Mr. Jignesh Shah	Chairman
Mr. Ashit Vora	Director
Mr. Jitendra Shah	Director
Mr. Maulik Shah	Director

AUDITORS

M/s Vishves A. Shah & Co.
Chartered Accountants
Ahmedabad

REGISTERED OFFICE

B/401, 4th Floor, Wall Street-II,
Opp. Orient Club, Nr. Gujarat College Railway Crossing,
Ellisbridge, Ahmedabad - 380006

BULECHIP STOCKSPIN LIMITED
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NOTICE

NOTICE is hereby given that the Annual General Meeting of Company will be held on Saturday, 29th September, 2012 at 11.30 a.m. at the registered office of the Company situated at B/401, 4th Floor, Wall Street-II, Opp. Orient Club, Nr. Gujarat College Railway Crossing, Ellisbridge, Ahmedabad - 380006 to transact the following business.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012, the Profit and Loss Account of the Company for the year ended on that date and the reports of the Directors and auditors thereon.
2. To appoint a Director in place of Mr. Jignesh Shah who retires by rotation and being eligible offers himself for reappointment.
3. To appoint a Director in place of Mr. Ashit Vora who retires by rotation and being eligible offers himself for reappointment.
4. To appoint Auditors of the company and to fix their remuneration.


SPECIAL BUSINESS :

5. To Consider and if thought fit to pass the following resolution with or without modification(s) as an Ordinary Resolution.

"RESOLVED THAT Mr. Maulik A. Shah who was appointed as additional Director of the company by the Board of Directors with effect from 1st August, 2012 and who according to section 260 of the companies Act, 1956 hold office up to the date of this Annual General Meeting and in respect of whom the company has received a notice from shareholders in writing proposing his candidature for the office of the Directors be and is hereby appointed as a Director of the company".

Place: Ahmedabad
Date: 17.08.2012

For and on behalf of the Board

Jignesh H 
Jignesh Shah
Chairman

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 PROXY NEED NOT BE A MEMBER. Proxy in order to be valid must be received by the company not less than forty-eight hours before the time of holding the Meeting.

2. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. Members are requested to notify their change of address, if any, in case of shares held in electronic form to the concerned depository participant quoting their Client ID Number and in case of Shares held in physical form to the Company.
4. Members/Proxies should bring the Attendance Slip, duly filled in, for attending the meeting.
5. Members who hold Shares in dematerialized form are requested to write their Client ID and DP ID Numbers and those who hold shares in physical form are requested to write their folio no. in the attendance slip for attending Meeting.
6. Members/Proxies attending the Meeting should bring their copy of the Annual Report for reference at the meeting.
7. The Register of Members and share transfer books of the Company will remain closed from 24th September, 2012 and 29th September, 2012 (both days inclusive)
8. Members desiring any information regarding the accounts are requested to write to the Company at least Seven Days before the meeting so as to enable the management to keep the same ready.

EXPLANATORY STATEMENT Pursuant to Section 173 (2) of the Companies Act, 1956.

As required by Section 173 (2) of the Companies Act, 1956, the following Explanatory Statement sets out all material facts relating to the business mentioned under Item Nos. 4 to 6 of the accompanying Notice.

ITEM NO. 4

Mr. Maulik A. Shah was appointed as additional director of the company by the Board of Directors w.e.f. 01.08.2012. Accordingly he holds office upto the ensuing Annual General Meeting. The company has received the notice proposing his appointment as director of the company.

Board of Directors of the company recommend to appoint Mr. Maulik A. Shah as Director of the company.

Your board of directors recommend to pass the resolution as Ordinary Resolution.

Except Mr. Maulik A. Shah, None of the Directors of the Company is interested in aforesaid Resolution.

INFORMATION AS REQUIRED UNDER CLAUSE 49(IV)(G) OF THE LISTING AGREEMENT IN RESPECT OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

Name of Director	Mr. Jignesh Shah	Mr. Ashit Vora	Mr. Maulik Shah
Date of Birth	10.12.1972	19.12.1970	23.04.1983
Date of appointment	20.11.2009	01.09.2010	01.08.2012
Qualification	Non Graduate	Non Graduate	HSC
Expertise in specific functional area	He is having experience of about 12 years in securities and capital market	He is having experience of about 12 years in securities and capital market	More than 6 year Experience in field of Family realistic Business.
Directorship held in other companies (excluding private & foreign companies)	NIL	NIL	Aviva Industries Limited
Membership/ Chairmanship of committees in other public company	NIL	NIL	Member of Audit Committee and Chairman of Remuneration Committee of Aviva Industries Limited
Shareholding in the company	841500	99,000	NIL

None of the Directors are related to each other.

BULECHIP STOCKSPIN LIMITED
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DIRECTORS REPORT
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To,
The Members
Bluechip Stockspin Limited.

Your Directors have pleasure in presenting the Annual Report together with the audited statement of accounts for the period ended on 31st March, 2012.

FINANCIAL RESULTS:

Particulars	2011-2012	2010- 2011
1. Total Income	22,45,038	52,99,715
2. Total Expenditure	33,98,894	37,59,088
3. Profit before Tax	(11,53,856)	15,40,627
4. Provision for Tax	NIL	4,74,295
5. Profit after Tax	(11,53,856)	10,66,332

DIVIDEND:

Due to carried forward losses, your Directors do not recommend the dividend for the financial year ended 31.03.2012.

DIRECTORS:

Mr. Jignesh Shah And Mr. Ashit Vora, Director of the company is retiring by rotation and being eligible, offered themselves for reappointment. Board recommends their reappointment.

Board of Directors of the company has appointed Mr. Maulik A. Shah as Independent additional director w.e.f. 01.08.2012 and accordingly they holds office only up to the ensuing Annual General Meeting. Company has received notices from shareholders in writing proposing candidature of Mr. Maulik A. Shah for the office of the Director. Board recommends his appointment as Director of the Company.

Mr. Yogesh K. Shah, Independent Director of the company resigned from his post w.e.f. 14.05.2012 and Mr. Biren L. Dave, Independent Director of the company resigned from his post w.e.f. 03.08.2012. All other Directors continue to hold their office.

PUBLIC DEPOSITS:

The Company has not accepted any deposits from the public within the meaning of Section 58 A of the Companies Act, 1956 and Rules made there under.

AUDITORS:

M/s Vishves A. Shah & Co., Auditors of the Company retire at this Annual General Meeting and being eligible, are recommended for reappointment.

AUDITORS REPORTS:

The observations of the Auditors in their Report and Notes Attached to the Accounts to the Accounts are Self-Explanatory and do not require any Further Clarifications.

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to the requirement under section 217 (2AA) of the Companies Amendment Act, 2000 with respect to Director Responsibility Statement it is hereby confirmed:

1. That in the preparation of the Annual Accounts for the financial year ended 31st March, 2012 the applicable accounting standards had been followed along with proper explanation relating to material departures.
2. 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 Loss of the Company for the year under review.
3. That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. That the Directors had prepared the accounts for the financial year ended 31st March, 2012 on a going concern basis.

CORPORATE GOVERNANCE:

A separate section on Corporate Governance and a Certificate from Auditors of the company regarding compliance of conditions of Corporate Governance as stipulated under clause 49 of the Listing Agreement together with the Management Discussion and Analysis of the financial position of the company forms part of the Annual Report.

LISTING:

Equity Shares of the company are listed on the Bombay Stock Exchange Limited (BSE), Vadodara Stock Exchange and Ahmedabad Stock Exchange (ASE).

MANAGEMENT DISCUSSION AND ANALYSIS:

The Management Discussion and Analysis Report are attached herewith and forms part of the Director Report.

PARTICULARS OF THE EMPLOYEES:

Company has no employee to whom the provision of Section 217(2A) of the Companies Act, 1956 read with the Companies (particulars of employees) Rules, 1975 apply and so, forming part of the report is nil.

CONSERVATION OF ENERGY, RESEARCH & DEVELOPMENT, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUT GO:

The Additional information required under Section 217(1)(e) of the Companies Act, 1956 relating to Conservation of energy, Research & Development, Technology absorption are not applicable to the Company, as the company is not engaged in the manufacturing activities. The Company has no any Foreign exchange earnings or outgoes during the financial year.

SUBSIDIARY COMPANIES & CONSOLIDATED FINANCIAL STATEMENT:

The Ministry of Corporate Affairs vide its General Circular No. 2/2011 dated 8th February, 2011 has granted a general exemption under Section 212(8) of the Companies Act, 1956 from attaching the accounts along with the report of the Board of Directors and Auditors as required by Section 212(1) of the Companies Act, 1956 and as such the accounts of its Subsidiary, Rhetan Estate Private Limited are not annexed herewith. The Board has reviewed the affairs of the said subsidiary.

The company will provide the annual accounts of its subsidiary company and related detailed information on the specific request made by the shareholders and the said accounts are open for the inspection at the registered office of the company during the office hours on all working days, except Sundays and holidays, between 12.00 noon to 2.00 p.m.

As required under Clause 32 of Listing Agreement with the Stock Exchanges and in accordance with the requirements of Accounting Standard AS-21 issued by the ICAI, the Company has prepared Consolidated Financial Statements of the Company. The audited consolidated financial results include results of its subsidiary company Rhetan Estate Private Limited and are included in Annual Report.

ACKNOWLEDGMENT:

Your company & Directors wish to place on record their appreciation of the assistance and co-operation extended by Investors, Bankers, Customers, Business Associates and Government. We are deeply grateful to shareholders for their continued faith, confidence and support to the company. The Directors wishes to place on record its appreciation of sincere and dedicated work of employees of the company which has contributed to the growth of the Company.

Place: Ahmedabad
Date: 17.08.2012

For and on behalf of the Board

Jignesh H Shah

Jignesh Shah
Chairman

BULECHIP STOCKSPIN LIMITED

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MANAGEMENT DISCUSSION AND ANALYSIS

1. Financial Review

During the year under review company has earned gross income of Rs. 22,45,038. Company has made Net Loss of Rs. 11,53,856.

2. Future Outlook

Based on the buoyancy of the Indian Economy, the overall scenario and steps taken by the management, the future outlook of your company looks bright.

3. Risk and Concern

There are no risks and concerns other than the fluctuations in the global economy.

4. Internal Control System and their adequacy

Considering the size of the company, your company has adequate system of internal control to provide reasonable assurance that assets are safeguarded and protected from unauthorized use or disposition.

5. Human Resources

There being seven employees for day to day working of company and the same has been found satisfactory.

6. Environmental Issues

As the company is not in the field of manufacture, the matter relating to produce any harmful gases and the liquid effluents are not applicable.

7. Cautionary Statement

Statement in this report on Management Discussion and Analysis may be forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could however, differ materially, from those expressed or implied. Important factors that could make a difference to the company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability and changes in government regulation and tax structure, economic development within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations.

The Company assumes no responsibility in respect of forward - looking statements, which may be amended or modified in future on the basis of subsequent developments, information or events.

BULECHIP STOCKSPIN LIMITED**COPROATE GOVERNANCE****REPORT ON CORPORATE GOVERNANCE [For the year ended 31.03.2012]****1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE**

The Company believes in functioning in a transparent manner with the basic philosophy being to enhance the shareholder value, keeping in mind the needs and interest of other shareholder. The following information is placed before the shareholders.

2. BOARD OF DIRECTORS

Company has five members on the Board of the Company. Composition of board of directors is as under:

- | | | |
|--------------------------|---|---------------------------------------|
| (1) Mr. Jignesh H. Shah | - | Director (Executive, Promoter) |
| (2) Mr. Ashit H. Vora | - | Director (Executive, Promoter) |
| (3) Mr. Jitendra N. Shah | - | Director (Non Executive, Independent) |
| (4) Mr. Biren L. Dave | - | Director (Non Executive, Independent) |
| (5) Mr. Yogesh K. Shah | - | Director (Non Executive, Independent) |

a) Numbers of Board Meeting held and the dates on which held:

During the year the Company has held 9 Board Meetings as against the minimum requirement of 4 meeting. The meetings were held on:

7th April, 2011, 30th April, 2011, 2nd May, 2011, 18th July, 2011, 31st July, 2011, 1st September, 2011, 31st October, 2011, 7th February, 2012 and 15th March, 2012.

b) Director's presence in the Board Meeting held during the year:

The details in regard to the attendance of Directors at Board Meetings/Shareholders Meetings held during the year as also the number of Directorship/s held by them in other Companies and the position of membership of Committee/s are given below:

Name of Director	Category of Director	No. of Board Meetings attended	Attendance at the last AGM	Directorships in other Indian Public Companies* as at 31 st March 2012	Other Mandatory Committee** membership as at 31 st March 2012	
					Chairman	Member
Mr. Jignesh H. Shah	Chairman, Promoter, Executive	9	Yes	NIL	NIL	NIL
Mr. Yogesh K. Shah	Non Executive, Independent	9	Yes	1	NIL	NIL
Mr. Ashit H. Vora	Executive, Promoter	9	Yes	NIL	NIL	NIL
Mr. Jitendra N. Shah	Non Executive, Independent	9	Yes	NIL	NIL	NIL
Mr. Biren L. Dave	Non Executive, Independent	9	Yes	NIL	NIL	NIL

*Excludes Directorships in private/foreign companies and companies incorporated under Section 25 of the Companies Act, 1956.

**Represents Membership/Chairmanship of the Audit Committee, Shareholders/ Investors Grievance Committee and Remuneration Committee of other companies.

c) Management & Function of the Board:

The day-to-day management of the Company is conducted by the Chairman & Managing Director in consultation with Whole Time Directors and subject to the supervision and control of the Board of Directors. The required information as enumerated in Annexure I to Clause 49 of the Listing Agreement is made available to the Board of Directors for discussions and consideration at Board Meetings. The Board also reviews the Board Minutes of its Subsidiary Company.

d) Committees of the Board

Currently the Board has three committees viz Audit Committee, Shareholders' / Investors' Grievance Committee and Remuneration Committee.

3. AUDIT COMMITTEE

a) Brief description of terms of reference:

Terms of Reference of the Audit Committee are as per Section 292A of the Companies Act, 1956 and the guidelines set out in the listing agreements with the Stock Exchanges that inter-alia, include overseeing financial reporting processes, reviewing periodic financial results, financial statements and adequacy of internal control systems with the Management and adequacy of internal audit functions, discussions with the auditors about the scope of audit including the observations of the auditors and discussion with internal auditor on any significant findings.

b) Composition:

The Audit Committee has been constituted in conformity with the requirements of Section - 292A of the Companies Act, 1956 and Clause - 49 of the Listing Agreement with Stock Exchanges.

At present the Audit Committee comprises of three Non Executive & Independent Directors. Details of the composition, number of meetings held during the year and attendance thereat are as under:

Name	Position held	Attendance at Audit Committee meeting held on				
		30.04.2011	31.07.2011	01.09.2011	31.10.2011	07.02.2012
Mr. Biren Dave	Chairman	Yes	Yes	Yes	Yes	Yes
Mr. Jitendra N. Shah	Member	Yes	Yes	Yes	Yes	Yes
Mr. Yogesh Shah	Member	Yes	Yes	Yes	Yes	Yes

Minutes of meetings of the Audit Committee are circulated to members of the Committee and the Board is kept apprised.

Members of the Audit Committee have requisite financial and management expertise. Company is trying its best to induct one more member having Financial background as a member of Audit Committee and to Become a part of Board of Directors of the Company to comply with the code of Corporate Governance.

4. REMUNERATION COMMITTEE

The remuneration committee consists of the following Directors:

- (1) Mr. Yogesh K. Shah
- (2) Mr. Jitendra N. Shah
- (3) Mr. Biren Dave

During the year No meeting of the committee was held.

Remuneration to Directors

Non-Executive Directors

The Non-Executive Directors do not draw any remuneration from the company except the Sitting Fees. The Non-Executive Directors are paid sitting fees for attending each meeting of the Board of Directors. The sitting fees paid to the Directors for the year ended on 31st March, 2012 are as under.

Name of the Non-executive Director	Amount of Sitting Fees paid (Rs.)
Mr. Biren Dave	45,000
Mr. Jitendra N. Shah	45,000
Mr. Yogesh Shah	45,000

Executive Directors

The salary paid for the year ended 31st March, 2012 to Executive Directors are as under.

Name of the Non-executive Director	Salary
Mr. Jignesh Shah	6,00,000
Mr. Ashit Vora	6,00,000

There is no other pecuniary relationship or transaction by the Company with Non Executive Directors. The Company does not have any scheme for grant of Stock Options to its Directors or Employee.

5. SHAREHOLDERS COMMITTEE

Shareholder's Committee consists of following Directors:

- (1) Mr. Yogesh K. Shah
- (2) Mr. Jitendra N. Shah++

During the year under review, Shareholders committee met Six times where all the members were present.

The meetings were held on 31st May, 2011, 31st July,2011, 15th September, 2011, 31st October, 2011, 31st January, 2012, and 31st March, 2012.

The Company addresses all complaints, suggestions and grievances expeditiously and replies have been sent / issues resolved usually within 15 days except in case of dispute over facts or other legal constraints.

During the year complaints were received from SEBI or shareholders were resolved satisfactory.

No requests for share transfers are pending except those that are disputed or sub-judice.

Mr. Jignesh Shah, Director, is the Compliance Officer of the Company.

6. GENERAL BODY MEETING

Date	Type	Time	Venue	Special resolution Passed Yes/Not
30/09/2011	AGM	11:30 A.M.	B/401, 4 th Floor, Wall Street-II, Opp. Orient Club, Nr. Gujarat College Railway Crossing, Ellisbridge, Ahmedabad - 380006	No
30/09/2010	AGM	11.30 A.M.	B/401, 4 th Floor, Wall Street-II, Opp. Orient Club, Nr. Gujarat College Railway Crossing, Ellisbridge, Ahmedabad - 380006	Yes
30/09/2009	AGM	11.30 A.M.	206, 2nd Floor, The Grand Mall, Opp. SBI Zonal Office, Ambawadi, Ahmedabad-380015	No

All the resolutions set out in the respective notices for the above meetings were duly passed by the Shareholders with the requisite majority in each case.

Passing of the Resolution by Postal Resolution: During the year under review, company has transacted the following Special resolutions through Postal Ballot.

1. For Change of Main Object Clause of the Company by adding new Clause (3) & (4) after existing Clause III(A)(2) of the Memorandum of Association.
2. To Create the Charge/Mortgage on the Company's Properties.
3. To borrow the funds in excess of paid up capital and free reserves.
4. To make loans/invest in other concern.

The matters mentioned hereinabove were resolved by voting through the postal ballot process under section 192A of the Companies Act, 1956 read with the Companies (Passing of resolution by Postal Ballot) Rules, 2011 with requisite majority as under.

Mr. Nimesh Shah, Partner, M/s Shah & Santoki Associates, Company Secretaries, Ahmedabad was appointed as Scrutinizer to conduct the Postal Ballot exercise. The Particulars of valid votes excluding neutral votes were as under:

Resolution Nos. 1 to 4

Particulars	No. of Ballots	No. of Shares/ (Votes)	% of total valid votes
Postal Ballot Forms in favor of Resolutions	23	2335100	99.98
Postal Ballot Forms against the Resolution	1	400	0.02
TOTAL	24	2335500	100.00

Special Resolutions passed in the previous three AGMs: Company has passed two Special Resolution at the Annual general Meeting held on 30.09.2010 for : (1) Appointment of Mr. Jignesh Shah as Managing Director (2) Appointment of Mr. Ashit Vora as whole time Director.

7. DISCLOSURE

a) Disclosures on materially significant related party transactions that have potential conflict with the interest of the Company at large

There are no materially significant related party transactions of the Company with key managerial personnel during the financial year 2011-12 which have potential conflict with the interest of the Company at large.

b) Disclosure of Accounting Standards

The Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India, to the extent applicable, in the preparation of the financial statement.

c) Disclosure of Risk Management

The company has laid down procedures to inform Board Members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that executive management controls risks through means of a properly defined framework.

d) Details of non-compliance by the company, penalties, and strictures imposed on the company by stock exchange(s) or Securities and Exchange of Board of India (SEBI) or any other statutory authority or any matters related to Capital Markets.

There are no penalties or strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the period from 1st April 2011 to 31st March 2012.

e) Details of Compliance with mandatory requirement

Clause 49 of the Listing Agreement mandates to obtain a certificate from either the Auditors or practicing company secretaries regarding compliance of conditions of Corporate Governance as stipulated in the clause and annex the certificate with the Director's Report, which is sent annually to all the Shareholders. The Company has obtained a certificate from its Auditors to this effect and the same is given as annexure to this report.

f) Unclaimed Dividends

The Company will be required to transfer dividends which have remained unpaid/unclaimed for the period of 7 years to the Investor Education & Protection Fund established by the Government. However there is no such unclaimed/unpaid dividend for which Company has to transfer the same to the Investor Education & Protection Fund in this financial year.

g) Code of Conduct for Senior Management

The Company has adopted a Code of Conduct for Directors and Senior Management. It is the responsibility of all employees and Directors to familiarize themselves with the Code and comply with the same. The Code includes provisions where the employees of the Company can voice their concerns on violation and potential violation of this Code in a responsible and effective manner. All Board members and senior management personnel have confirmed compliance with the code. A declaration signed by the Managing Director is attached and forms part of the Annual Report of the company.

h) CEO Certification

Chief Executive Officer (CEO) certification on financial statements pursuant to the provisions of Clause 49 of the listing agreement is annexed and forms part of the Annual Report of the company.

i) Details of shares held by non-executive directors as on 31st March, 2012:

Name of the Non-executive Director	Shares Held
Mr. Biren Dave	90000
Mr. Jitendra N. Shah	NIL
Mr. Yogesh Shah	NIL

8. GENERAL SHAREHOLDERS INFORMATION

Financial year	: 1 st April 2011 to 31 st March 2012
Date & Time of Annual General Meeting	: 29 th September 2012 at 11.30 a.m.
Venue	: B/401, 4 th Floor, Wall Street-II, Opp. Orient Club, Nr. Gujarat College Railway Crossing, Ellisbridge, Ahmedabad - 380006
Book closure date	: 24 th September 2012 to 29 th September 2012 (both days inclusive) for Annual General Meeting.
Dividend payment date	: N.A.
Registered office	: B/401, 4 th Floor, Wall Street-II, Opp. Orient Club, Nr. Gujarat College Railway Crossing, Ellisbridge, Ahmedabad - 380006
Compliance officer	: Mr. Jignesh Shah, Managing Director

Tentative Financial Calendar

Publication of Quarterly Results ending 30 th June, 2012	Last week of July 2012
Publication of Quarterly Results ending 30 th Sep. 2012	Last week of Oct. 2012
Publication of Quarterly Results ending 31 st Dec. 2012	Last week of Jan. 2013
Publication of Quarterly Results ending 31 st March 2013	Last week of April 2013

Means of Communication

The means of communication between the Shareholders and Company are transparent and investor friendly. The quarterly results of the Company are published in one English newspaper circulating substantially in whole of India and one in the gujarati language as required by the listing agreement.

Listing on Stock Exchanges

1. Bombay Stock Exchange Limited
2. Ahmedabad Stock Exchange Limited
3. Vadodara Stock Exchange Limited

ADR/GDR

The Company has not issued any ADR/GDR.

Stock Code

At BSE : 531713

Stock Market Data

Month	High	Low
May-11	24.37	9.00
Jun-11	14.07	6.57
Jul-11	6.54	4.55
Aug-11	6.50	4.49
Sep-11	4.69	3.87
Oct-11	4.46	3.86
Nov-11	8.33	4.25
Dec-11	7.53	6.03
Jan-12	9.84	6.01
Feb-12	10.84	6.21
Mar-12	6.52	4.82

Trading in the shares of the company has been started on the Bombay stock Exchange Limited w.e.f. 10.05.2011.

Registrar and Share Transfer Agent

M/s Link Intime India Private Limited

211 Sudarshan Complex,

Nr. Mithakhali Under Bridge

Navrangpura, Ahmedabad - 390009

Contact Person : Mr. Hitesh Patel

Tel No. : 079-26465179

Fax No : 079-26465179

E-mail : ahmedabad@linkintime.co.in

Share Transfer System

Company is having connectivity with the depository viz. NSDL. A Committee of Directors - Share Transfer and Shareholders / Investors Grievance Committee, was constituted to approve the transfer and transmission of shares, issue of duplicate share certificates and allied matters. In addition to the above, to expedite that share transfer process Mr. Jignesh Shah, Compliance Officer of the Company and the Registrars and the /share Transfer Agent M/s. Link Intime India Private Limited have been authorised to approve transfers and transmissions, which are given effect to atleast every fortnight. The Company's Registrars, M/s. Link Intime India Private Limited have adequate infrastructure to the shareholders and process to share transfer.

Distribution of Shareholding as on March 31, 2012:

Shareholding Range	No. of Shares	Percentage (%)	No. of Shares	Percentage (%)
Up to 500	3551	87.5709	1198000	23.7204
501 to 1000	209	5.1541	177100	3.5066
1001 to 2000	129	3.1813	202800	4.0154
2001 to 3000	35	0.8631	89700	1.7761
3001 to 4000	33	0.8138	116400	2.3047
4001 to 5000	22	0.5425	106200	2.1028
5001 to 10000	35	0.8631	276000	5.4648
10001 & above	41	1.0111	2884300	57.1092
Total	4055	100.0000	50,50,500	100.0000

Shareholding Pattern of the Company

	No. of Shares	Percentage (%)
Indian Promoters	9,40,500	18.62
Private Corporate Bodies	4,92,900	9.76
NRI	64,300	1.27
Clearing Members	500	0.01
Independent Director	90000	1.78
India Public	3462300	68.56
Total	5050500	100.00

Dematerialization Information

The company has entered into agreement with both National Securities Depository Ltd. (NSDL) whereby shareholders have an option to dematerialize their shares with the depositories. The ISIN granted to the equity shares of the company is INE337F01017. As March 31, 2012 a total of 13,90,600 equity shares of the company, constituting 27.53% of the paid-up share capital, stand dematerialised.

Plant Location: None

Address for correspondence:

Shareholders can do the correspondence at:

"B/401, 4th Floor, Wall Street-II, Opp. Orient Club,
Nr. Gujarat College Railway Crossing,
Ellisbridge, Ahmedabad - 380006"

Phone No. : +91-79-65219225

Email Id : bluchipstockspin@gmail.com

Place: Ahmedabad

Date: 17.08.2012

For and on behalf of the Board

Jignesh H Shah

**Jignesh Shah
Managing Director**

DECLARATION

The Board has laid down a code of conduct for all Board Members and Senior Management of the Company. The Board members and Senior Management have affirmed compliance with the code of conduct.

Place: Ahmedabad
Date: 17.08.2012

For and on behalf of the Board


Jignesh Shah
Managing Director

CEO CERTIFICATION

I, Mr. Jignesh H. Shah, Managing Director, certify to the Board that:

(a) We have reviewed financial statements and the cash flow statement for the year ended on 31.03.2012 and that to the best of their knowledge and belief:

(i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.

(c) We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps they have taken or propose to take to rectify these deficiencies.

(d) We have indicated to the auditors and the Audit committee

(i) Significant changes in internal control during the year;

(ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

(iii) Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system.

Place: Ahmedabad
Date: 17.08.2012

For and on behalf of the Board


Jignesh Shah
Managing Director

VISHVES A. SHAH & CO.

Chartered Accountants

22, Narayan Park -1, Bopal, Ahmedabad – 380058

Ph. +91 98254 71182, +91 93777 71182

E-Mail: vishvesca@gmail.com

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT(S)

1. We have examined the Compliance of conditions of Corporate Governance by **Bluechip StockspIn Limited** ("the Company ") for the period from during the year ended 1st April, 2011 to 31st March, 2012 as stipulated in Clause 49 of the Listing Agreement of the said Company with the stock exchange.
2. The compliance of conditions of corporate governance is the responsibility of the management. Our examination has been limited to a review of the 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.
3. In our opinion and to the best of our information and according to the explanations given to us , and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.
4. As required by the Guidance Note issued by the Institute of Chartered Accountant of India we have to state that based on the report given by the Registrar of the Company to the Investor's Grievance Committee, as on 31st March, 2012, there were no investor grievance matter against the Company remaining unattended /pending for more than 30 days.
5. 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.

Date : 17th August, 2012

Place : Ahmedabad



For, Vishves A. Shah & Co.

Chartered Accountants

Firm No. 121356W

A handwritten signature in black ink, appearing to read "Vishves A. Shah".

(Vishves A. Shah)

Proprietor

M. No. 109944

AUDITORS' REPORT

Auditor's Report to the Members of BLUECHIP STOCKSPIN LIMITED.

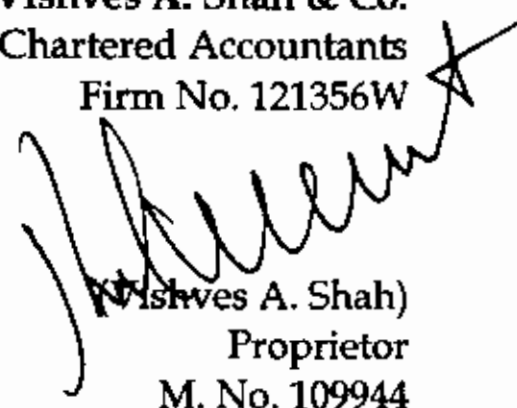
1. We have audited the attached Balance sheet of BLUECHIP STOCKSPIN LIMITED as at 31st March, 2012 and the related Profit & Loss Account for the year ended on that date annexed thereto, which we have signed under reference to this report. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conduct 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.
3. As required by the Companies (Auditor's Report) Order, 2003 as amended by Companies (Auditor's Report) amendment Order, 2004 (together with the order) issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we annex here to a statement on the matters specified in paragraphs 4 and 5 of the said order.
4. Further to our comments in the Annexure referred to in paragraph (3) above and information and explanations provided to us, we report that:
 - 1) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of the audit.
 - 2) In our opinion, proper books of accounts as required by the law have been kept by the Company so far as it appears from our examination of such books.
 - 3) The Balance Sheet, Profit & Loss Account and the Cash Flow Statement referred to in this report are in agreement with the books of accounts of the company.
 - 4) In our opinion, these financial statements comply with the Accounting Standards referred to in sub section (3C) of section 211 of the Companies Act 1956, except as stated in para 6(a) and (b) below.
 - 5) On the basis of written representations received from the directors, as on 31st March, 2012, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2012 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act 1956.



- 6) In our opinion and to the best of our information and according to the explanations given to us, with notes thereon, give the information required by the companies act,1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;
- a) In the case of the Balance Sheet, of the State of affairs of the Company as at 31st March, 2012.
 - b) In the case of Profit and Loss Account, of the profit for the year ended on 31st March, 2012.
 - c) In the case of Cash Flow Statement, of the Cash flows of the Company for the year ended on 31st March, 2012.

Date : 10th August, 2012
Place : Ahmedabad

For, Vishves A. Shah & Co.
Chartered Accountants
Firm No. 121356W

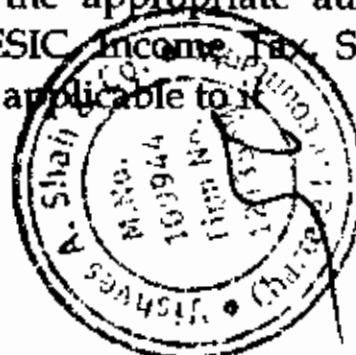


(Vishves A. Shah)
Proprietor
M. No. 109944

Re: BLUECHIP STOCKSPIN LIMITED:

Annexure referred to in paragraph 3 of our report even date.

1. (a) Proper records showing full particulars including quantitative details and situation of Fixed Assets of the company are being updated
- (b) The management physically verifies the fixed assets of the Company. No material discrepancies were noticed on verification.
- (c) No substantial parts of the fixed assets have been disposed off during the year.
2. (a) At the end of the year company has no inventory.
3. (a) The company has not taken any loans from Companies, Firms or other parties other than directors; Register maintained under section 301 of the Act. No amount was borrowed from the directors of the company during the year & other financial institutes.
- (b) In our opinion, the terms and conditions, on which loans have been taken from companies, firms or other parties listed in the register maintained under section 301 of the Companies Act 1956 and from the companies under the same management, are not, prima facie, prejudicial to the interest of the company.
- (c) The Principal amount and interest has been repaid as stipulated.
- (d) There are no overdue payments.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business, with regard to purchases of plant and machinery, equipment and other assets and with regard to the sale of goods.
5. (a) According to the information and explanation given to us, we are of the opinion at the transactions that need to be entered into the register maintained under section 301 of the Act, have been so entered.
- (b) In our opinion and according to the information and explanation given to us, There is no any transaction more than Rs. 500000/ or more of purchase of goods and materials and sale of goods, materials and services, made in pursuance of contracts or arrangements entered in the registers maintained under section 301 and aggregating during the year in respect of each party, so this provision is not applicable.
6. In our opinion and according to the information and explanation given to us, the company has not accepted any deposits; hence the provision of section 58A of the Companies Act 1956 and Companies (acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public are not applicable.
7. In our opinion, the company has no required any internal audit system commensurate with the size and nature of its business.
8. The Central Government has not prescribed for maintenance of cost records under section 209(1) (d) of the Companies Act, 1956 for the products of the Company.
9. (a) According to the information and explanation given to us, the company is generally regular in depositing with the appropriate authorities, undisputed statutory dues including Provident Fund, ESIC, Income Tax, Sales Tax, Excise Duty, Cess and any other material statutory dues applicable to it.

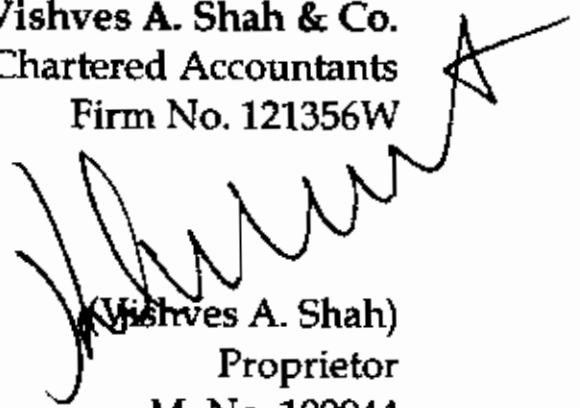


- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, custom duty, excise duty and cess were outstanding, as at 31st March, 2012 for a period of more than six months from the date they become payable.
10. The company has accumulated losses of Rs. 14685850/-. The company has incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
 11. In our opinion and according to the information and explanation given to us, the company has not defaulted in repayment of dues to financial institutions or banks.
 12. According to the information and explanations given to us, the company has not granted loans and advances on the basis of securities by way of pledge of shares, debentures and other securities. Therefore the provisions of clause 4(xii) of the Companies (Auditors Report) order, 2003 are not applicable to the company.
 13. In our opinion, the company is not a Chit Fund or a NIDHI Mutual Benefit Fund/Society. Therefore the provisions of clause 4(xiii) of the Companies (Auditors Report) order, 2003 are not applicable to the company.
 14. In our opinion, the company is dealing in or trading in shares, securities, debentures and other investments.
 15. As informed to us, the company has not given any guarantee for loans taken by others from banks or financial institutions.
 16. According to the information and explanations given to us, and on an overall examination of the balance sheet of the company, we report that no funds raised on short-term basis have been used for Long-term assets. No long-term funds have been used to finance short-term assets.
 17. The company has not made any preferential allotment of shares to companies, firms or other parties listed in the register maintained u/s 301 of the Companies Act.
 18. The company has not issued any debentures.
 19. During the period covered by our audit report, the company has not raised any money by public issue.
 20. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

Date : 10th August, 2012
Place : Ahmedabad



For, Vishves A. Shah & Co.
Chartered Accountants
Firm No. 121356W


(Vishves A. Shah)
Proprietor
M. No. 109944

BLUECHIP STOCKSPIN LIMITED
Balance Sheet as at March 31, 2012

(Amount in INR)

Particulars	Note No.	As at March 31, 2012		As at March 31, 2011	
I Equity & Liabilities					
1. Shareholders' funds					
(a) Share Capital	2	50,149,330		50,149,330	
(b) Reserves and Surplus	3	(14,686,850)		(13,531,994)	
(c) Money received against share warrants		-		-	
			35,463,480		36,617,336
2. Share application money pending allotment					
3. Non - Current Liabilities					
(a) Long -Term Borrowings	4	-		-	
(b) Deferred Tax Liabilities (Net)		170,708		170,708	
(c) Other Long - Term Liabilities	5	27,050		27,050	
(d) Long - Term Provisions	6	-		-	
			197,758		197,758
4. Current Liabilities					
(a) Short - Term Borrowings	7	-		-	
(b) Trade Payables	8	3,504,600		3,504,600	
(c) Other Current Liabilities	9	1,035,000		1,124,367	
(d) Short - Term Provisions	10	15,000		15,000	
			4,554,600		4,643,967
TOTAL			40,215,838		41,459,061
II Assets					
1. Non - Current Assets					
(a) Fixed Assets					
(i) Tangible Assets	11	1,479,448		1,523,138	
(ii) Intangible Assets		-		-	
(iii) Capital Work-in-Progress		-		-	
(iv) Intangible Assets under Development		-		-	
(b) Non - Current investments	12	16,955,395		16,955,395	
(c) Deferred tax assets (net)		-		-	
(d) Long - Term Loans and Advances	13	19,100,087		17,100,087	
(e) Other Non - Current Assets	14	-		-	
			37,534,930		35,578,620
2. Current Assets					
(a) Current Investments	15	-		3,056,886	
(b) Inventories		-		-	
(c) Trade Receivables	16	495,538		45,538	
(d) Cash and Cash equivalents	17	1,790,910		1,878,557	
(e) Short - Term Loans and Advances	18	394,460		899,460	
(f) Other Current Assets	19	-		-	
			2,680,908		5,880,441
TOTAL			40,215,838		41,459,061
Significant Accounting Policies	1				

As per our separate report of even date

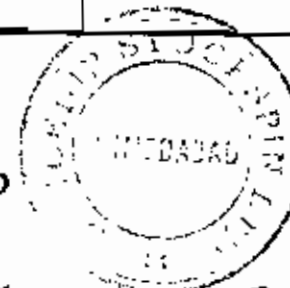
See accompanying notes to the financial statements

For, Vishves A. Shah & Co.
Chartered Accountants
Firm No:-121356W

(Vishves A. Shah)
Proprietor
M. No. 109944



For & on behalf of the Board
BLUECHIP STOCKSPIN LIMITED



Director

Director

Place : AHMEDABAD
Date : 10th August, 2012

Jignesh H. Shah
Ashil D.

BLUECHIP STOCKSPIN LIMITED
Statement of Profit and Loss for the year ended March 31, 2012

[Amount in INR]

	Particulars	Note No.	For the year ended March 31, 2012		For the year ended March 31, 2011	
I	Revenue from Operations	20	2,150,000		4,750,000	
II	Other Income	21	95,038		549,715	
III	Total Revenue (I + II)			2,245,038		5,299,715
IV	Expenses					
	Cost of Material Consumed		-		-	
	Purchases	22	-		-	
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	23	-		-	
	Employee Benefits Expenses	24	2,126,000		1,415,000	
	Finance Costs	25	9,668		6,600	
	Depreciation and Amortization Expense	26	43,690		43,690	
	Other Expenses	27	1,219,536		2,293,798	
	Total Expense			3,398,894		3,759,088
V	Profit before Exceptional and Extraordinary Items and Tax (III-IV)			(1,153,856)		1,540,627
VI	Exceptional Items			-		-
VII	Profit before Extraordinary Items and Tax (V-VI)			(1,153,856)		1,540,627
VIII	Extraordinary Items			-		-
IX	Profit Before Tax (VII-VIII)			(1,153,856)		1,540,627
X	Tax Expense:					
	(a) Current Tax		-		385,453	
	(b) Deferred Tax		-		88,842	
	(c) Tax of Earlier Year		-		-	
	(d) MAT Credit Entitlement		-		-	
						474,295
XI	Profit for the Period from Continuing Operations (IX - X)			(1,153,856)		1,066,332
XII	Profit/(Loss) for the Period from Discontinuing Operations			-		-
XIII	Tax Expense of Discontinuing Operations			-		-
XIV	Profit/(Loss) from Discontinuing Operations (After Tax) (XII-XIII)			-		-
XV	Profit for the Period (XI + XIV)			(1,153,856)		1,066,332
XVI	Earnings Per Equity Share (Face Value Rs. 10/- Per Share):	28				
	Basic (Rs.)			(0.23)		0.21
	Significant Accounting Policies	1				

As per our separate report of even date

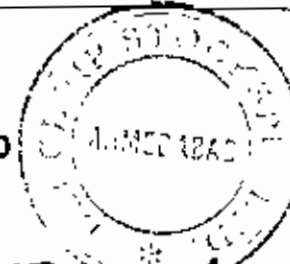
See accompanying notes to the financial statements

For, Vishves A. Shah & Co.
Chartered Accountants
Firm No:-121356W

(Vishves A. Shah)
Proprietor
M. No. 109944



For & on behalf of the Board
BLUECHIP STOCKSPIN LIMITED



A. Jignesh H. Desai
Director

Vijay Ashil G.
Director

Director

Director

Place : AHMEDABAD
Date : 10th August, 2012

BLUECHIP STOCKSPIN LIMITED
Notes to financial statements for the year ended March 31, 2012

Note 2 - Share Capital

			(Amount in INR)
(a)	Particulars	As at March 31, 2012	As at March 31, 2011
	Authorised :		
	55,00,000 Equity Shares (Previous Year 55,00,000) of Rs. 10/- each	55,000,000	55,000,000
	TOTAL	<u>55,000,000</u>	<u>55,000,000</u>
	Issued, Subscribed and Paid-up :		
	50,50,500 Equity Shares (Previous Year 50,50,500) of Rs. 10/- each	50,505,000	50,505,000
	Less : Calls in Arrears	355,670	355,670
	TOTAL	<u>50,149,330</u>	<u>50,149,330</u>

(b) Detailed note on the terms of the rights, preferences and restrictions relating to each class of shares including restrictions on the distribution of dividends and repayment of capital.

- i) The Company has only one class of Equity Shares having a par value of Rs. 10/- per share. Each holder of Equity Share is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. During the year ended 31st March 2012, the Company has not declared any dividend.
- ii) In the event of liquidation of the Company, the holders of Equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity shares held by the shareholders.

(c) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period

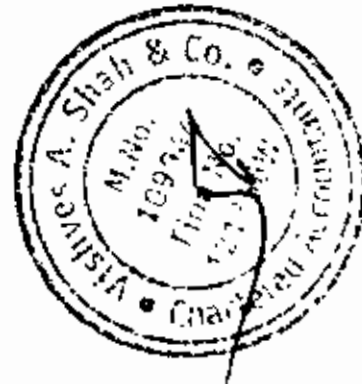
Particulars	As at March 31, 2012	As at March 31, 2011
No. of shares at the beginning of the year	5,050,500	5,050,500
Add: Issue of Shares during the year		
Subscriber to the Memorandum	-	-
Private Placement	-	-
Less: Forfeiture of Shares during the Year	-	-
No. of shares at the end of the year	<u>5,050,500</u>	<u>5,050,500</u>

(d) Aggregate details for five immediately previous reporting periods for each class of shares

Particulars	As at March 31, 2012	As at March 31, 2011
- No. of shares allotted as fully paid up pursuant to contracts without payment being received in cash	-	-
- No. of shares allotted as fully paid by way of Bonus Shares	-	-
- No. of shares bought back	-	-

(e) Details of shareholders holding more than 5% shares in the company

No. of Shares held by	As at March 31, 2012		As at March 31, 2011	
	Nos.	%	Nos.	%
Jignesh Hiralal Shah	841,500	16.66%	841,500	16.66%



BLUECHIP STOCKSPIN LIMITED

Notes to financial statements for the year ended March 31, 2012

- (f) Detailed note on shares reserved to be issued under options and contracts / commitment for the sale of shares / divestments including the terms and conditions.

The company does not have any such contract / commitment as on reporting date.

- (g) Detailed terms of any securities convertible into shares, e.g. in the case of convertible warrants, debentures, bonds etc.

The company does not have any securities convertible into shares as on reporting date.

Note 3 - Reserves & Surplus

(Amount in INR)

Particulars	As at March 31, 2012	As at March 31, 2011
(i) Capital Reserve		
As per last Balance Sheet	-	-
Add: Additions during the year	-	-
Less: Utilised / transferred during the year	-	-
Closing balance	-	-
(ii) Securities premium account		
Opening balance	-	-
Add: Premium on shares issued during the year	-	-
Less: Utilised during the year for:	-	-
Closing balance	-	-
(iii) General Reserve		
As per last Balance Sheet	-	-
Add: Transferred from Profit and Loss Account	-	-
Less: Transferred to Profit and Loss Account	-	-
Closing balance	-	-
(iv) Surplus in the Profit & Loss Account		
As per last Balance Sheet	(13,531,994)	(14,598,326)
Add: Profit / (Loss) for the year	(1,153,856)	1,066,332
Amount available for appropriations	(14,685,850)	(13,531,994)
Appropriations:		
Add: Transferred from reserves	-	-
Interest Payable Written Back	-	-
Less: Transferred to General reserve	-	-
Proposed dividend	-	-
	(14,685,850)	(13,531,994)
TOTAL	(14,685,850)	(13,531,994)

Note 4: Long Term Borrowing

(Amount in INR)

Particulars	As at March 31, 2012	As at March 31, 2011
(a) Loans From Bank and Financial Institutions		
Secured Loans	-	-
Unsecured Loans	-	-
Term Loan from others		
Secured	-	-
Unsecured	-	-



BLUECHIP STOCKSPIN LIMITED
Notes to financial statements for the year ended March 31, 2012

(b) Loans and advances from related parties		
Secured	-	-
Unsecured	-	-
(c) Other Loan & Advances		
Secured Loans	-	-
Unsecured Loans	-	-
Loans from Others	-	-

Note 5: Other Long Term Liability

Particulars	As at March 31, 2012	As at March 31, 2011
(i) Trade Payable	-	-
(ii) Others		
Vicky R. Javeri	27,050	27,050
Total	27,050	27,050

Note 6: Long Term Provisions

Particulars	As at March 31, 2012	As at March 31, 2011
(a) Provision for employee's benefits	-	-
(b) Others (Specify Nature)	-	-

Note 7 - Short Term Borrowings

Particulars	As at March 31, 2012	As at March 31, 2011
(a) Loans repayable on demand		
From banks		
Secured	-	-
Unsecured	-	-
From Other parties	-	-
(b) Loans and advances		
Secured	-	-
Unsecured	-	-

Note 8 - Trade Payables

Particulars	As at March 31, 2012	As at March 31, 2011
Current payables (including acceptances) outstanding for less than 12 months	3,504,600	3,504,600
	3,504,600	3,504,600



BLUECHIP STOCKSPIN LIMITED

Notes to financial statements for the year ended March 31, 2012

Note 9 - Other Current Liabilities

(Amount in INR)		
Particulars	As at March 31, 2012	As at March 31, 2011
Unpaid Salary	900,000	900,000
Director Sitting Fees	30,000	-
Service Tax	-	61,800
TDS Deducted	-	57,567
Unpaid Exp.	105,000	105,000
TOTAL	1,035,000	1,124,367

Note 10 - Short-Term Provisions

(Amount in INR)		
Particulars	As at March 31, 2012	As at March 31, 2011
Employees ESI Payable		
Employee's Share of PF Payable		
Employer's ESI Payable		
Employer's Share of PF Payable		
Provision for Audit fees	15,000	15,000
Provision for Taxation		
Duties & Taxes		
Provision for Tax on Proposed Dividend		
TOTAL	15,000	15,000

Note -12 - Non-Current Investments

Particulars	As at March 31, 2012	As at March 31, 2011
Investments (At Cost)		
Investment in Equity Instruments		
i) of Subsidiaries:		
Rhetan Estate Pvt. Ltd.		
10,000 equity shares (Previous Year		
10,000) of Rs. 10 each fully paid up	15,155,000	15,155,000
ii) of other entities:		
Investment in Equity Shares	1,500,395	1,500,395
Other Non Current Investment		
Bluechip Publication	300,000	300,000
	16,955,395	16,955,395

Note -13 - Long Term Loan & Advances

Particulars	As at March 31, 2012	As at March 31, 2011
(a) Capital Advances		
(b) Security Deposits		
Unsecured Considered good		
Deposits	12,008,146	12,008,146
Deposit with VSE	100,000	100,000
(c) Loans & Advances to Related Parties		
Unsecured considered good		
(d) Other Loans & Advances (Specify Nature)		
Secured, Considered good		
Unsecured Considered good		
Advance to Staff		
Due from Others	6,991,941	4,991,941
Doutful or Bad		
	19,100,087	17,100,087



BLUECHIP STOCKSPIN LIMITED

Notes to financial statements for the year ended March 31, 2012

Note -14 - Other Non-Current Assets

Particulars	As at March 31, 2012	As at March 31, 2011
(a) Long Term Trade Receivable		
(b) Others (Specify Nature)		
MAT Credit		
Preliminary Expenses	-	-
	<u> </u>	<u> </u>

Note -15 - Current Investments

Particulars	As at March 31, 2012	As at March 31, 2011
Current Investments (At lower of cost and fair value)		
SBI Mutual Fund	-	3,056,886
	<u> </u>	<u> </u>
	<u> </u>	<u> </u>

Note 16 - Trade Receivables

(Amount in INR)		
(a) Particulars	As at March 31, 2012	As at March 31, 2011
(I) Due for a period exceeding six months		
- Unsecured, considered good	-	-
- Doubtful	-	-
Less: Provision for Doubtful Debts	-	-
	<u> </u>	<u> </u>
(II) Others		
- Unsecured, considered good	495,538	45,538
- Doubtful	-	-
Less: Doubtful Debts Writtewn off	-	-
	<u> </u>	<u> </u>
	495,538	45,538
	<u> </u>	<u> </u>
TOTAL	<u> </u>	<u> </u>
	<u> </u>	<u> </u>

(b) Detailed note on debts due by the following persons :

(Amount in INR)		
Particulars	As at March 31, 2012	As at March 31, 2011
(i) Directors and other officers	-	-
(ii) Firms in which any director is a partner	-	-
(iii) Private companies in which director is a member/director	-	-
TOTAL	<u> </u>	<u> </u>
	<u> </u>	<u> </u>

Note 17 - Cash & Cash equivalents

(Amount in INR)		
Particulars	As at March 31, 2012	As at March 31, 2011
(a) Cash & Cash Equivalents		
(i) Balances with Banks :		
- Bank Current/Saving Accounts	1,398,614	1,796,191
(ii) Cash-on-hand	387,186	77,256
(iii) Cheques & Drafts on-hand	-	-
(iv) Others - Stamps on Hand	5,110	5,110
(b) Other Bank Balances		
- Margin Money or Security Deposit		
- Repatriation Restrictions		
- Deposit Accounts more than 3 month maturity		
- Deposit Accounts more than 12 month maturity		
TOTAL	<u> </u>	<u> </u>
	1,790,910	1,878,557
	<u> </u>	<u> </u>



BLUECHIP STOCKSPIN LIMITED

Notes to financial statements for the year ended March 31, 2012

Note 18 - Short Term Loans & Advances

(Amount in INR)

(a)	Particulars	As at March 31, 2012	As at March 31, 2011
	(i) Security deposits		
	Secured, considered good	-	
	Unsecured, considered good	-	
	Doubtful	-	
		-----	-----
	(ii) Inter-corporate deposits		
	Secured, considered good	-	
	Unsecured, considered good	-	
	Doubtful	-	
		-----	-----
	(iii) Share Application Money Given		
	(iv) Advance income tax and TDS - Unsecured, considered good		
	TDS 09-10	160,985	160,985
	TDS 10-11	138,475	138,475
	TDS 11-12	95,000	-
		-----	-----
		394,460	299,460
	(v) Others		
	Secured, considered good	-	
	Unsecured, considered good		600,000
	Doubtful	-	
		-----	-----
			600,000
	Less: Provision for Doubtful Debts		
	TOTAL	394,460	899,460
		-----	-----

Note 19: Other Current Assets

Particulars	As at March 31, 2012	As at March 31, 2011
	-----	-----
	-----	-----



BLUECHIP STOCKSPIN LIMITED

Notes to financial statements for the year ended March 31, 2012

Note 20 - Revenue from Operations

(Amount in INR)		
Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
Consultancy Income	500,000	
Media Consultancy Income	1,650,000	4,750,000
TOTAL	2,150,000	4,750,000

Note 21 - Other Income

(Amount in INR)		
Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
STCG Mutual Fund	95,038	-
Div From Mutual Fund	-	56,886
Interest on Refund	-	74,820
Profit on Sale of Investment	-	418,009
TOTAL	95,038	549,715

Note 22 - Purchases

(Amount in INR)		
Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
TOTAL	-	-

Note 23 - Changes in inventories of finished goods, work in progress and stock in trade

Inventories at the end of the year:

Finished goods	-	-
Work-in-progress	-	-
Stock-in-trade	-	-

Inventories at the beginning of the year:

Finished goods	-	-
Work-in-progress	-	-
Stock-in-trade	-	-
	-	-

Note 24 - Employee Benefit Expenses

(Amount in INR)		
Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
Director Remuneration	1,200,000	150,000
Director Sitting Fees	135,000	105,000
Salary	791,000	1,160,000
TOTAL	2,126,000	1,415,000

Note 25 - Financial Costs

(Amount in INR)		
Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
Interest Expense	9,668	6,600
Bank Charges	-	-
TOTAL	9,668	6,600

Note 26 - Depreciation & Amortised Cost

(Amount in INR)		
Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
Depreciation	43,690	43,690
TOTAL	43,690	43,690



BLUECHIP STOCKSPIN LIMITED

Notes to financial statements for the year ended March 31, 2012

Note 27 - Other Expenses

(Amount in INR)

Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
Audit Fees	15,000	15,000
Electricity Charges	66,052	28,901
Consultancy Fees Expense	146,203	-
Advertising Expense	9,630	1,742,297
ASE Fees	46,120	-
BSE ALF Fees	676,545	38,478
Broadband Expense	-	500
Consultancy Charges	-	-
CDSL Fees	-	22,565
Office Exp.	50,120	-
NSDL Charges	16,592	-
Interest on Service Tax	2,167	4,059
Interest on TDS	17,669	-
Income Tax Exp	-	29,696
Legal Expense	11,000	-
Maintenance Expense	39,025	-
Municipal Tax	8,790	-
Printing & Stationery	2,581	8,432
ROC Expenses	-	91,667
SEBI & other Listing Charges	-	172,060
Telephone Expense	111,072	137,111
Water Charges	1,370	1,925
Misc Expense	600	1,107
TOTAL	1,219,536	2,293,798

Note 28 - Earnings Per Equity Share

(Amount in INR)

Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
(a) Net profit after tax attributable to equity shareholders for Basic EPS	(1,153,856)	1,066,332
Add/Less: Adjustment relating to potential equity shares	-	-
Net profit after tax attributable to equity shareholders for Diluted EPS	(1,153,856)	1,066,332
(b) Weighted average no. of equity shares outstanding during the year		
For Basic EPS	5,050,500	5,050,500
(c) Face Value per Equity Share (Rs.)		
Basic EPS	(0.23)	0.21

Note 29 - Previous year figures

The figures of the previous year have been re-arranged, re-grouped and re-classified wherever necessary.



BLUECHIP STOCKSPIN LIMITED

Note : 11

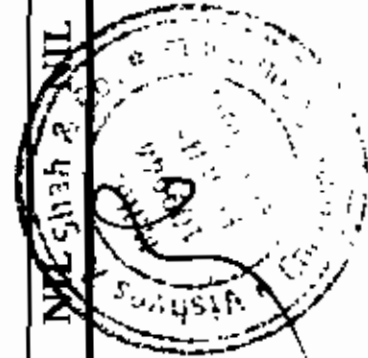
Schedule of Fixed Assets as per the Companies Act for the year ended 31st March, 2012

Block of Asset	Gross Block		Accumulated Depreciation and Impairment		Net Block	
	As on 01.04.2011	Addition for period 31.03.2012	As on 01.04.2011	Depreciation Exp. for the year 31.03.2012	As on 31.03.2011	As on 31.03.2012
Building	1,522,000	1,522,000	92,433	24,809	1,429,567	1,404,758
Electric Fittings	34,000	0	25,511	2,152	8,489	6,337
Computers	103,200	103,200	18,118	16,729	85,082	68,353
Total :	1,659,200	NIL	136,062	43,690	1,523,138	1,479,448
Previous Year	1,659,200	NIL	92372	43690	1566828	1523138

BLUECHIP STOCKSPIN LIMITED

Schedule of Fixed Assets as per the Income Tax Act for the year ended 31st March, 2012

Block of Asset	Opening Balance 01.04.2011	Addition Before 30.09.2011	After 30.09.2011	Sale of Asset	Balance before Depre.	Rate of Depreciation	Depreciation for year	Closing Balance 31.03.2012
	Building	1,220,805	0	0	0	1,220,805	10%	122,081
Computers	28,896	0	0	0	28,896	60%	17,338	11,558
Total :	1,249,701	NIL	NIL	NIL	1,249,701		139,418	1,110,283



STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31st MARCH, 2012.

1.1 SIGNIFICANT ACCOUNTING POLICIES

a) BASIS FOR PREPARATION OF FINANCIAL STATEMENTS.

The financial statements have been prepared under the historical cost convention, in accordance with Accounting Standards issued by the Institute of Chartered Accountants of India and the provisions of the Companies Act, 1956, as adopted consistently by the company. All income and expenditure having a material bearing on the financial statements are recognized on accrual basis.

b) REVENUE RECOGNITION.

The Company follows the mercantile system of accounting and recognizes income and expenditure on accrual basis except in case of significant uncertainties. The Principles of revenue recognition are given below:

- Revenue from the sale of services is recognized when service is provided to customer and in accordance with the term of sales of service to the customers.

c) FIXED ASSETS AND DEPRECIATION

- Fixed Assets are stated at the cost of acquisition less accumulated depreciation. Cost includes all identifiable expenditure incurred to bring the asset to its present condition and location.
- Depreciation on fixed asset is provided at the rates and in the manner specified in schedule XIV to the Companies Act, 1956 on strait line method on value of the asset.

d) INVENTORIES

- Company has no closing stock.

e) INCOME TAX

- Provision for taxation is made on the basis of the taxable profits computed for the current accounting period in accordance with the Income Tax Act, 1961.
- Deferred Tax resulting from timing differences are expected to crystallize in case of deferred tax liabilities with reasonable certainty and in case of deferred tax asset with virtual certainty that there would be adequate future taxable income against which such deferred tax assets can be realized. The tax effect is calculated on the accumulated timing differences at the end of an accounting period based on prevailing enacted regulations.

1.2 NOTES FORMING PART OF ACCOUNTS

- The Company deals in Consultancy.
- Balance of cash on hand at the end is accepted as certified by the management of the company.
- Balance of sundry Debtors, Creditors, unsecured loans, Loans & advances are subject to the confirmation of parties.
- The expense of electricity, telephone and maintenance include expense of properties owned by the company and occupied by the directors of the company.
- The figures of the previous year are regrouped or rearranged wherever it is necessary.
- Provision in respect of Auditors Remuneration is done.



BLUECHIP STOCKSPIN LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012

	Year ended 31st March, 2012 Rs.		Year ended 31st March, 2011 Rs.	
CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before Tax for the year		(1,153,856)		1,540,627
Adjustments for :				
Misc. Expenses w/off				
Depreciation	43,690		43,690	
Non Cash Item Loss	-		-	
Interest Received	-		-	
Interest Paid		43,690	-	43,690
Operating Profit before Working Capital change		(1,110,166)		1,584,317
Adjustments for :				
Decrease/(Increase) in Receivables	(450,000)		(45,538)	
Decrease/(Increase) in Loans & Advances	505,000		-	
Decrease/(Increase) in Other Current Assets	-		299,845	
Increase/(Decrease) in Payables	-		105,000	
Increase/(Decrease) in Current Liabilities	(89,367)		2,723,967	
Increase/(Decrease) in Provisions	-	(34,367)	-	3,083,274
Cash Generated From Operations		(1,144,533)		4,667,591
Income Tax paid		-		-
NET CASH FROM OPERATING ACTIVITIES Total (A)		(1,144,533)		4,667,591
CASH FLOW FROM INVESTING ACTIVITIES				
Sale of Fixed Assets	-		-	
Non Current Investment	-		(8,202,585)	
Current Investment	3,056,886		-	
Non Current Assets Sold	-		-	
Interest Received	-		-	
NET CASH USED IN INVESTING ACTIVITIES Total (B)		3,056,886		(8,202,585)
CASH FLOW FROM FINANCING ACTIVITIES				
Issue of Equity Capital				
Share Application Money	-		-	
Share Premium	-		-	
Long Term Borrowing	-		-	
Long Term Loans & Advances	(2,000,000)		(600,000)	
NET CASH FROM FINANCING ACTIVITIES Total (C)		(2,000,000)		(600,000)
Net Increase/(Decrease) in Cash and Cash Equivalents Total (A+B+C)		(87,647)		(4,134,994)
Cash and Cash Equivalents – Opening Balance		1,878,557		6,013,551
Cash and Cash Equivalents – Closing Balance		1,790,910		1,878,557
		-		-

Note: Previous year's figures have been regrouped/rearranged wherever considered necessary.

As per our separate report of even date

See accompanying notes to the financial statements

For, Vishves A. Shah & Co.

Chartered Accountants

Firm No:-121356

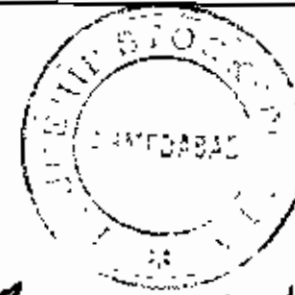
(Vishves A. Shah)

Proprietor

M. No. 109944



For & on behalf of the Board
BLUECHIP STOCKSPIN LIMITED



* *Vignesh H. Desai*

Director

* *Vijay Ashutosh*

Director

Place : AHMEDABAD

Date : 10th August, 2012

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956
RELATING TO HOLDING COMPANY'S INTEREST IN THE SUBSIDIARY
COMPANIES/JOINT VENTURE**

Sr. No.	Name of the Subsidiary Companies	Rhetan Estate Private Limited
1	Financial year of the subsidiary ended on	31/03/2012
2		
(a)	Number of shares held by Bluechip Stockspin Limited At the end of the above date	10,000
(b)	Extent of interest on above date	100%
3	Net aggregate amount of the subsidiary company's profit/(Loss) so far it concerns members of the holding company and	
(a)	Is not dealt in the company's account (i) for the financial year ended 31 st March, 2012 (ii) for the previous financial years, since it became a subsidiary ended 31 st March, 2012	(158867.41)
(b)	is dealt in the Company's account (i) for the financial year ended 31 st March, 2012 (ii) for the previous financial years, since it became a subsidiary ended 31 st March, 2012	

For & on behalf of Board of Directors of
BLUECHIP STOCKSPIN LIMITED

Vora Ashit M.

Signature M. (S)

Directors

Date: 13th August, 2012
Place: Ahmedabad

As per our Separate Report
of Even Date

For, Vishves A. Shah & Co.

Chartered Accountants
Firm No. 121356W

Proprietor
M. No. 109944

Date: 13th August, 2012
Place: Ahmedabad

Auditor's Report on the Consolidated Financial Statements.

Auditor's Report to the Members of BLUECHIP STOCKSPIN LIMITED.

1. We have audited the attached Consolidated Balance sheet of BLUECHIP STOCKSPIN LIMITED (the 'Parent Company') and its subsidiaries RHETAN ESTATE PRIVATE LIMITED as at 31st March, 2012 and the consolidated Profit & Loss Account for the year ended on that date annexed thereto, which we have signed under reference to this report. These financial statements are the responsibility of the Parent Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conduct 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.
3. We have not audited the financial statement of subsidiaries Rhetan Estate Private Limited included in the consolidated financial statements, whose financial statement reflect the total assets of ₹16697636.53 as at 31st March, 2012 and total revenue for the year ended 31st March, 2012 of ₹6109/-. These financial statements and other financial information have been audited by other auditors and our opinion is based solely on information of the other audits.
4. We report that the consolidated financial statements have been prepared by the Parent Company's management in accordance with the requirements of the Accounting Standards (AS) 21 - Consolidated Financial Statements prescribed by Companies (accounting Standards) Rules, 2006 as amended from time to time.
5. Based on our audit and on consideration of reports of other auditors on separate financial statements and on the other financial information of the components and to the best of our information and according to the explanations given to us, we are of the opinion that the attached Consolidated Financial Statements read together with 'Significant Accounting Policies and Notes to 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;

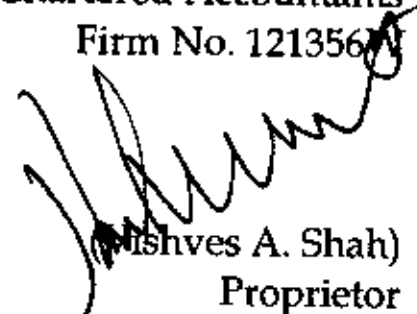


- a) In the case of the Consolidated Balance Sheet, of the State of affairs of the Company as at 31st March, 2012.
- b) In the case of Consolidated Profit and Loss Account, of the profit for the year ended on 31st March, 2012.
- c) In the case of Consolidated Cash Flow Statement, of the Cash flows of the Company for the year ended on 31st March, 2012.

Date : 13th August, 2012
Place : Ahmedabad



For, Vishves A. Shah & Co.
Chartered Accountants
Firm No. 121356W


Vishves A. Shah)
Proprietor
M. No. 109944

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31st MARCH, 2012.

1.1 SIGNIFICANT ACCOUNTING POLICIES

a) BASIS FOR PREPARATION OF FINANCIAL STATEMENTS.

The financial statements have been prepared under the historical cost convention, in accordance with Accounting Standards issued by the Institute of Chartered Accountants of India and the provisions of the Companies Act, 1956, as adopted consistently by the company. All income and expenditure having a material bearing on the financial statements are recognized on accrual basis.

b) REVENUE RECOGNITION.

The Company follows the mercantile system of accounting and recognizes income and expenditure on accrual basis except in case of significant uncertainties. The Principles of revenue recognition are given below:

- Revenue from the sale of goods is recognized when supply of goods takes place in accordance with the term of sales and on passing of title to the customers.
- Revenue from Consultancy services are recognised as they are rendered based on agreements/arrangements with the concerned parties.

c) PRINCIPLES OF CONSOLIDATION

- The financial statements of the subsidiary companies used in the consolidation are drawn up to the same reporting date as of the company.
- The financial statements of the company and its subsidiary company have been combined on line by line basis by adding together like items of assets, liabilities, income & expenses. Inter-company balances between the company and its subsidiary and transactions and unrealized profit or losses have been fully eliminated as per Accounting Standard (AS) 21 'Consolidated Financial Statements' issued by the institute of Chartered Accountants of India (ICAI).
- The excess/deficit of cost to the Company of its investment over its portion of net worth in the consolidated entities at the respective dates on which the investment in such entities was made is recognised in the CFS as goodwill / capital reserve.

c) FIXED ASSETS AND DEPRECIATION

- Fixed Assets are stated at the cost of acquisition less accumulated depreciation. Cost includes all identifiable expenditure incurred to bring the asset to its present condition and location.
- Depreciation on fixed asset is provided at the rates and in the manner specified in schedule XIV to the Companies Act, 1956 on Straight Line Method (SLM).

d) INVENTORIES

- Company has no closing stock.



e) INCOME TAX

- Provision for taxation is made on the basis of the taxable profits computed for the current accounting period in accordance with the Income Tax Act, 1961.
- Deferred Tax resulting from timing differences are expected to crystallize in case of deferred tax liabilities with reasonable certainty and in case of deferred tax asset with virtual certainty that there would be adequate future taxable income against which such deferred tax assets can be realized. The tax effect is calculated on the accumulated timing differences at the end of an accounting period based on prevailing enacted regulations.

1.2 NOTES FORMING PART OF ACCOUNTS

- The Company deals in Consultancy.
- Balance of cash on hand at the end is accepted as certified by the management of the company.
- Balance of sundry Debtors, Creditors, unsecured loans, Loans & advances are subject to the confirmation of parties.
- The expense of electricity, telephone and maintenance include expense of properties owned by the company and occupied by the directors of the company.
- The figures of the previous year are regrouped or rearranged wherever it is necessary.
- Provision in respect of Auditors Remuneration is made.
- Final Accounts has been prepared on Going Concern assumption.



BLUECHIP STOCKSPIN LIMITED
Consolidated Balance Sheet as at March 31, 2012

(Amount in INR)

Particulars	Note No.	As at March 31, 2012		As at March 31, 2011	
I Equity & Liabilities					
1. Shareholders' funds					
(a) Share Capital	2	50,149,330		50,149,330	
(b) Reserves and Surplus	3	(14,844,718)		(13,679,358)	
(c) Money received against share warrants		-		-	
			35,304,612		36,469,972
2. Share application money pending allotment			-		-
3. Non - Current Liabilities					
(a) Long - Term Borrowings	4	-		-	
(b) Deferred Tax Liabilities (Net)		170,708		170,708	
(c) Other Long - Term Liabilities	5	27,050		27,050	
(d) Long - Term Provisions	6	-		-	
			197,758		197,758
4. Current Liabilities					
(a) Short - Term Borrowings	7	15,743,000		15,743,000	
(b) Trade Payables	8	3,504,600		3,504,600	
(c) Other Current Liabilities	9	1,048,504		1,143,836	
(d) Short - Term Provisions	10	15,000		15,000	
			20,311,104		20,406,436
TOTAL			55,813,474		57,074,166
II Assets					
1. Non - Current Assets					
(a) Fixed Assets	11				
(i) Tangible Assets		1,479,448		1,523,138	
(ii) Intangible Assets		14,055,000		14,055,000	
(iii) Capital Work-in-Progress		-		-	
(iv) Intangible Assets under Development		-		-	
(b) Non - Current Investments	12	16,800,395		16,800,395	
(c) Deferred tax assets (net)		-		-	
(d) Long - Term Loans and Advances	13	19,728,087		17,728,087	
(e) Other Non - Current Assets	14	2,026		4,051	
			52,064,956		50,110,671
2. Current Assets					
(a) Current Investments	15	-		3,056,886	
(b) Inventories		-		-	
(c) Trade Receivables	16	495,538		45,538	
(d) Cash and Cash equivalents	17	2,644,132		2,746,611	
(e) Short - Term Loans and Advances	18	608,848		1,114,460	
(f) Other Current Assets	19	-		-	
			3,748,518		6,963,495
TOTAL			55,813,474		57,074,166
Significant Accounting Policies	1				

As per our separate report of even date

See accompanying notes to the financial statements

For, Vishves A. Shah & Co.
Chartered Accountants
Firm No:-121356W



(Vishves A. Shah)
Proprietor
M. No. 109944

For & on behalf of the Board
BLUECHIP STOCKSPIN LIMITED



Director

Director

Signature of Vishves A. Shah

Place : AHMEDABAD
Date : 13th August, 2012

BLUECHIP STOCKSPIN LIMITED
Consolidated Statement of Profit and Loss for the year ended March 31, 2012

(Amount in INR)

	Particulars	Note No.	For the year ended March 31, 2012		For the year ended March 31, 2011	
I	Revenue from Operations	20	2,150,000		4,750,480	
II	Other Income	21	101,147		549,715	
III	Total Revenue (I + II)			2,251,147		5,300,195
IV	Expenses					
	Cost of Material Consumed		-		-	
	Purchases	22	-		-	
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	23	-		558	
	Employee Benefits Expenses	24	2,126,000		1,415,000	
	Finance Costs	25	11,779		14,185	
	Depreciation and Amortization Expense	26	45,715		45,716	
	Other Expenses	27	1,233,013		2,309,120	
	Total Expense			3,416,507		3,784,579
V	Profit before Exceptional and Extraordinary Items and Tax (III-IV)			(1,165,360)		1,515,616
VI	Exceptional Items			-		-
VII	Profit before Extraordinary Items and Tax (V-VI)			(1,165,360)		1,515,616
VIII	Extraordinary Items			-		-
IX	Profit Before Tax (VII-VIII)			(1,165,360)		1,515,616
X	Tax Expense:					
	(a) Current Tax		-		385,453	
	(b) Deferred Tax		-		88,842	
	(c) Tax of Earlier Year		-		-	
	(d) MAT Credit Entitlement		-		-	
						474,295
XI	Profit for the Period from Continuing Operations (IX - X)			(1,165,360)		1,041,321
XII	Profit/(Loss) for the Period from Discontinuing Operations			-		-
XIII	Tax Expense of Discontinuing Operations			-		-
XIV	Profit/(Loss) from Discontinuing Operations (After Tax) (XII-XIII)			-		-
XV	Profit for the Period (XI + XIV)			(1,165,360)		1,041,321
XVI	Earnings Per Equity Share (Face Value Rs. 10/- Per Share):	28				
	Basic (Rs.)			(0.23)		0.21
	Significant Accounting Policies	1				

As per our separate report of even date

See accompanying notes to the financial statements

For, Vishves A. Shah & Co.
Chartered Accountants
Firm No:-121356W



(Vishves A. Shah)
Proprietor
M. No. 109944

For & on behalf of the Board
BLUECHIP STOCKSPIN LIMITED



* Signed by *Q.A. Ashit*

Director

Director

Place : AHMEDABAD
Date : 13th August, 2012

BLUECHIP STOCKSPIN LIMITED
Notes to consolidated financial statements as at March 31, 2012

Note 2 - Share Capital

(Amount in INR)

(a)	Particulars	As at March 31, 2012	As at March 31, 2011
	Authorised :		
	55,00,000 Equity Shares (Previous Year 55,00,000) of Rs. 10/- each	55,000,000	55,000,000
	TOTAL	<u>55,000,000</u>	<u>55,000,000</u>
	Issued, Subscribed and Paid-up :		
	50,50,500 Equity Shares (Previous Year 50,50,500) of Rs. 10/- each	50,505,000	50,505,000
	Less : Calls in Arrears	355,670	355,670
	TOTAL	<u>50,149,330</u>	<u>50,149,330</u>

(b) Detailed note on the terms of the rights, preferences and restrictions relating to each class of shares including restrictions on the distribution of dividends and repayment of capital.

- i) The Company has only one class of Equity Shares having a par value of Rs. 10/- per share. Each holder of Equity Share is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. During the year ended 31st March 2012, the Company has not declared any dividend.
- ii) In the event of liquidation of the Company, the holders of Equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity shares held by the shareholders.

(c) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at March 31, 2012	As at March 31, 2011
No. of shares at the beginning of the year	5,050,500	5,050,500
Add: Issue of Shares during the year		
Subscriber to the Memorandum	-	-
Private Placement	-	-
Less: Forfeiture of Shares during the Year		
No. of shares at the end of the year	<u>5,050,500</u>	<u>5,050,500</u>

(d) Aggregate details for five immediately previous reporting periods for each class of shares

Particulars	As at March 31, 2012	As at March 31, 2011
- No. of shares allotted as fully paid up pursuant to contracts without payment being received in cash	-	-
- No. of shares allotted as fully paid by way of Bonus Shares	-	-
- No. of shares bought back	-	-

(e) Details of shareholders holding more than 5% shares in the company

No. of Shares held by	As at March 31, 2012		As at March 31, 2011	
	Nos.	%	Nos.	%
Jignesh Hiralal Shah	841,500	16.66%	841,500	16.66%



BLUECHIP STOCKSPIN LIMITED

Notes to consolidated financial statements as at March 31, 2012

(f) Detailed note on shares reserved to be issued under options and contracts / commitment for the sale of shares / divestments including the terms and conditions.

The company does not have any such contract / commitment as on reporting date.

(g) Detailed terms of any securities convertible into shares, e.g. in the case of convertible warrants, debentures, bonds etc.

The company does not have any securities convertible into shares as on reporting date.

Note 3 - Reserves & Surplus

		(Amount in INR)	
Particulars	As at March 31, 2012	As at March 31, 2011	
(i) Capital Reserve			
As per last Balance Sheet	-	-	
Add: Additions during the year	-	-	
Less: Utilised / transferred during the year	-	-	
Closing balance	-	-	
(ii) Securities premium account			
Opening balance	-	-	
Add : Premium on shares issued during the year	-	-	
Less : Utilised during the year for:	-	-	
Closing balance	-	-	
(iii) General Reserve			
As per last Balance Sheet	-	-	
Add: Transferred from Profit and Loss Account	-	-	
Less: Transferred to Profit and Loss Account	-	-	
Closing balance	-	-	
(iv) Surplus in the Profit & Loss Account			
As per last Balance Sheet	(13,679,358)	(14,720,679)	
Add: Profit / (Loss) for the year	(1,165,360)	1,041,321	
Amount available for appropriations	(14,844,718)	(13,679,358)	
Appropriations:			
Add: Transferred from reserves	-	-	
Interest Payable Written Back	-	-	
Less: Transferred to General reserve	-	-	
Proposed dividend	-	-	
	-	-	
	(14,844,718)	(13,679,358)	
TOTAL	(14,844,718)	(13,679,358)	

Note 4: Long Term Borrowing

		(Amount in INR)	
Particulars	As at March 31, 2012	As at March 31, 2011	
(a) Loans From Bank and Financial Institutions			
Secured Loans	-	-	
Unsecured Loans	-	-	
Term Loan from others	-	-	
Secured	-	-	
Unsecured	-	-	



BLUECHIP STOCKSPIN LIMITED
Notes to consolidated financial statements as at March 31, 2012

(b) Loans and advances from related parties		
Secured	-	-
Unsecured	-	-
(c) Other Loan & Advances		
Secured Loans	-	-
Unsecured Loans	-	-
Loans from Others	-	-
	<u>-</u>	<u>-</u>

Note 5: Other Long Term Liability

Particulars	As at March 31, 2012	As at March 31, 2011
(i) Trade Payable	-	-
(ii) Others		
Vicky R. Javeri	27,050	27,050
	<u>27,050</u>	<u>27,050</u>
Total	<u>27,050</u>	<u>27,050</u>

Note 6: Long Term Provisions

Particulars	As at March 31, 2012	As at March 31, 2011
(a) Provision for employee's benefits	-	-
(b) Others (Specify Nature)	-	-
	<u>-</u>	<u>-</u>

Note 7 - Short Term Borrowings

(Amount in INR)		
Particulars	As at March 31, 2012	As at March 31, 2011
(a) Loans repayable on demand		
From banks		
Secured	-	-
Unsecured	-	-
From Other parties	-	-
(b) Loans and advances		
Secured	-	-
Unsecured		
From Directors, Relatives & Shareholders	13,902,000	13,902,000
From Corporate Body	1,841,000	1,841,000
	<u>15,743,000</u>	<u>15,743,000</u>
	<u>15,743,000</u>	<u>15,743,000</u>

Note 8 - Trade Payables

(Amount in INR)		
Particulars	As at March 31, 2012	As at March 31, 2011
Current payables (including acceptances) outstanding for less than 12 months	3,504,600	3,504,600
	<u>3,504,600</u>	<u>3,504,600</u>



BLUECHIP STOCKSPIN LIMITED

Notes to consolidated financial statements as at March 31, 2012

Note 9 - Other Current Liabilities

(Amount in INR)		
Particulars	As at March 31, 2012	As at March 31, 2011
Unpaid Salary	900,000	900,000
Director Sitting Fees	30,000	-
Service Tax	-	61,800
TDS Deducted	-	57,567
Unpaid Exp.	105,000	105,000
Other Payable	13,504	19,469
TOTAL	<u>1,048,504</u>	<u>1,143,836</u>

Note 10 - Short-Term Provisions

(Amount in INR)		
Particulars	As at March 31, 2012	As at March 31, 2011
Employees ESI Payable		
Employee's Share of PF Payable		
Employer's ESI Payable		
Employer's Share of PF Payable		
Provision for Audit fees	15,000	15,000
Provision for Taxation		
Duties & Taxes		
Provision for Tax on Proposed Dividend		
TOTAL	<u>15,000</u>	<u>15,000</u>

Note -12 - Non-Current Investments

Particulars	As at March 31, 2012	As at March 31, 2011
Investments (At Cost)		
Investment in Equity Instruments		
i) of Subsidiaries:		
ii) of other entities:		
Investment in Equity Shares	16,500,395	16,500,395
Other Non Current Investment		
Bluechip Publication	300,000	300,000
	<u>16,800,395</u>	<u>16,800,395</u>

Note -13 - Long Term Loan & Advances

Particulars	As at March 31, 2012	As at March 31, 2011
(a) Capital Advances		
(b) Security Deposits		
Unsecured Considered good		
Deposits	12,008,146	12,008,146
Deposit with VSE	100,000	100,000
(c) Loans & Advances to Related Parties		
Unsecured considered good		
(d) Other Loans & Advances (Specify Nature)		
Secured, Considered good		
Unsecured Considered good		
Advance to Staff		
Due from Others	7,619,941	5,619,941
Doutful or Bad		
	<u>19,728,087</u>	<u>17,728,087</u>



BLUECHIP STOCKSPIN LIMITED

Notes to consolidated financial statements as at March 31, 2012

Note -14 - Other Non-Current Assets

Particulars	As at March 31, 2012	As at March 31, 2011
(a) Long Term Trade Receivable		
(b) Others (Specify Nature)		
MAT Credit		
Preliminary Expenses	2,026	4,051
	<u>2,026</u>	<u>4,051</u>

Note -15 - Current Investments

Particulars	As at March 31, 2012	As at March 31, 2011
Current Investments (At lower of cost and fair value)		
SBI Mutual Fund	-	3,056,886
	<u>-</u>	<u>3,056,886</u>

Note 16 - Trade Receivables

(Amount in INR)		
(a) Particulars	As at March 31, 2012	As at March 31, 2011
(I) Due for a period exceeding six months		
- Unsecured, considered good	-	-
- Doubtful	-	-
Less: Provision for Doubtful Debts	-	-
	<u>-</u>	<u>-</u>
(II) Others		
- Unsecured, considered good	495,538	45,538
- Doubtful	-	-
Less: Doubtful Debts Writtewn off	-	-
	<u>495,538</u>	<u>45,538</u>
TOTAL	<u><u>495,538</u></u>	<u><u>45,538</u></u>

(b) Detailed note on debts due by the following persons :

(Amount in INR)		
Particulars	As at March 31, 2012	As at March 31, 2011
(i) Directors and other officers	-	-
(ii) Firms in which any director is a partner	-	-
(iii) Private companies in which director is a member/director	-	-
TOTAL	<u><u>-</u></u>	<u><u>-</u></u>

Note 17 - Cash & Cash equivalents

(Amount in INR)		
Particulars	As at March 31, 2012	As at March 31, 2011
(a) Cash & Cash Equivalents		
(i) Balances with Banks :		
- Bank Current/Saving Accounts	1,410,370	1,806,779
(ii) Cash-on-hand	1,228,652	934,722
(iii) Cheques & Drafts on-hand	-	-
(iv) Others - Stamps on Hand	5,110	5,110
(b) Other Bank Balances		
- Margin Money or Security Deposit	-	-
- Repatriation Restrictions	-	-
- Deposit Accounts more than 3 month maturity	-	-
- Deposit Accounts more than 12 month maturity	-	-
TOTAL	<u><u>2,644,132</u></u>	<u><u>2,746,611</u></u>



BLUECHIP STOCKSPIN LIMITED

Notes to consolidated financial statements as at March 31, 2012

Note 18 - Short Term Loans & Advances

[Amount in INR]

(a)	Particulars	As at March 31, 2012	As at March 31, 2011
	(i) Security deposits		
	Secured, considered good	-	-
	Unsecured, considered good	-	-
	Doubtful	-	-
	(ii) Inter-corporate deposits		
	Secured, considered good	-	-
	Unsecured, considered good	-	-
	Doubtful	-	-
	(iii) Share Application Money Given		
	(iv) Advance income tax and TDS - Unsecured, considered good		
	TDS 09-10	160,985	160,985
	TDS 10-11	138,475	138,475
	TDS 11-12	95,000	-
		394,460	299,460
	(v) Others		
	Secured, considered good	-	-
	Unsecured, considered good	214,388	815,000
	Doubtful	-	-
		214,388	815,000
	Less: Provision for Doubtful Debts		
	TOTAL	608,848	1,114,460

Note 19: Other Current Assets

Particulars	As at March 31, 2012	As at March 31, 2011
	-	-



BLUECHIP STOCKSPIN LIMITED

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

Note 20 - Revenue from Operations

(Amount in INR)		
Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
Consultancy Income	500,000	
Media Consultancy income	1,650,000	4,750,000
Sale of Shares	-	480
TOTAL	2,150,000	4,750,480

Note 21 - Other Income

(Amount in INR)		
Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
STCG Mutual Fund	95,038	-
Div From Mutual Fund	-	56,886
Interest on Refund	-	74,820
Profit on Sale of Investment	-	418,009
Miscellaneous Income	6,109	-
TOTAL	101,147	549,715

Note 22 - Purchases

(Amount in INR)		
Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
TOTAL	-	-

Note 23 - Changes in Inventories of finished goods, work in progress and stock in trade

(Amount in INR)		
Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
<u>Inventories at the end of the year:</u>		
Finished goods	-	-
Work-in-progress	-	-
Stock-in-trade	-	-
<u>Inventories at the beginning of the year:</u>		
Finished goods	-	-
Work-in-progress	-	-
Stock-in-trade	-	558
TOTAL	-	558

Note 24 - Employee Benefit Expenses

(Amount in INR)		
Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
Director Remuneration	1,200,000	150,000
Director Sitting Fees	135,000	105,000
Salary	791,000	1,160,000
TOTAL	2,126,000	1,415,000

Note 25 - Financial Costs

(Amount in INR)		
Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
Interest Expense	9,668	6,600
Bank Charges	2,111	7,585
TOTAL	11,779	14,185

Note 26 - Depreciation & Amortised Cost

(Amount in INR)		
Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
Preliminary Exp.	2,025	206
Depreciation	43,690	43,690
TOTAL	45,715	45,716



BLUECHIP STOCKSPIN LIMITED

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

Note 27 - Other Expenses

(Amount in INR)

Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
Audit Fees	20,000	20,000
Electricity Charges	65,052	28,901
Consultancy Fees Expense	146,203	-
Advertising Expense	9,630	1,742,297
ASE Fees	46,120	-
BSE ALF Fees	676,545	38,478
Broadband Expense	-	500
Consultancy Charges	-	-
CDSL Fees	-	22,565
Office Exp.	50,120	-
NSDL Charges	16,592	-
Interest on Service Tax	2,167	4,059
Interest on TDS	17,669	-
Income Tax Exp	-	29,696
Legal Expense	19,477	9,473
Maintenance Expense	39,025	-
Municipal Tax	8,790	-
Printing & Stationery	2,581	8,432
ROC Expenses	-	91,667
SEBI & other Listing Charges	-	172,060
Telephone Expense	111,072	137,111
Water Charges	1,370	1,925
Misc Expense	600	1,956
TOTAL	1,233,013	2,309,120

Note 28 - Earnings Per Equity Share

(Amount in INR)

Particulars	For the year ended March 31, 2012	For the year ended March 31, 2011
(a) Net profit after tax attributable to equity shareholders for Basic EPS	(1,165,360)	1,041,321
Add/Less: Adjustment relating to potential equity shares	-	-
Net profit after tax attributable to equity shareholders for Diluted EPS	(1,165,360)	1,041,321
(b) Weighted average no. of equity shares outstanding during the year		
For Basic EPS	5,050,500	5,050,500
(c) Face Value per Equity Share (Rs.)		
Basic EPS	(0.23)	0.21

Note 29 - Previous year figures

The figures of the previous year have been re-arranged, re-grouped and re-classified wherever necessary.



BLUECHIP STOCKSPIN LIMITED

Note : 11

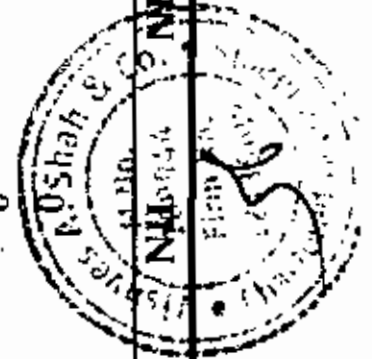
Schedule of Fixed Assets as per the Companies Act for the year ended 31st March, 2012

Block of Asset	Gross Block		Accumulated Depreciation and Impairment		Net Block	
	As on 01.04.2011	Addition for period 31.03.2012	As on 01.04.2011	Depreciation Exp. for the year 31.03.2012	As on 31.03.2011	As on 31.03.2012
Tangible Assets						
Building	1,522,000	1,522,000	92,433	24,809	1,429,567	1,404,758
Electric Fittings	34,000	0	25,511	2,152	8,489	6,337
Computers	103,200	103,200	18,118	16,729	85,082	68,353
Total :	1,659,200	NIL	136,062	43,690	1,523,138	1,479,448
Previous Year	1,659,200	NIL	92,372	43,690	1,566,828	1,523,138
Intangible Assets						
Goodwill	14,055,000	14,055,000	0	0	14,055,000	14,055,000
Total :	14,055,000	NIL	NIL	NIL	14,055,000	14,055,000
Previous Year	14,055,000	0	0	0	14,055,000	14,055,000

BLUECHIP STOCKSPIN LIMITED


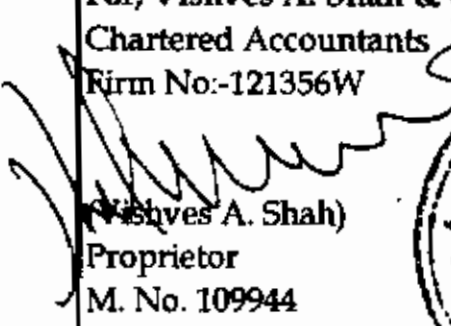
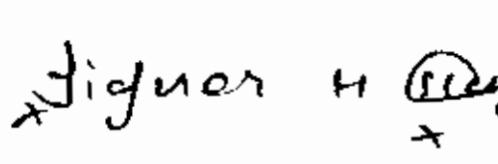
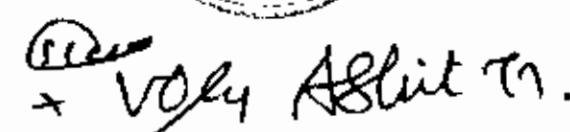

Schedule of Fixed Assets as per the Income Tax Act for the year ended 31st March, 2012

Block of Asset	Opening Balance 01.04.2011	Addition Before 30.09.2011	Addition After 30.09.2011	Sale of Asset	Balance before Depre.	Rate of Depreciation	Depreciation for year	Closing Balance 31.03.2012
	Building	1,220,805	0	0	0	1,220,805	10%	122,081
Computers	28,896	0	0	0	28,896	60%	17,338	11,558
Total :	1,249,701	NIL	NIL	NIL	1,249,701		139,418	1,110,283



BLUECHIP STOCKSPIN LIMITED

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012

	Year ended 31st March, 2012 Rs.	Year ended 31st March, 2011 Rs.
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax for the year	(1,165,360)	1,515,616
Adjustments for :		
Misc. Expenses w/off	2,025	2,026
Depreciation	43,690	43,690
Non Cash Item Loss	-	-
Interest Received	-	-
Interest Paid	45,715	45,716
Operating Profit before Working Capital change	(1,119,645)	1,561,332
Adjustments for :		
Decrease/(Increase) in Receivables	(450,000)	(45,538)
Decrease/(Increase) in Loans & Advances	505,612	-
Decrease/(Increase) in Other Non Current Assets	-	-
Decrease/(Increase) in Other Current Assets	-	299,845
Increase/(Decrease) in Payables	-	123,830
Increase/(Decrease) in Current Liabilities	(95,332)	2,724,606
Increase/(Decrease) in Provisions	-	(39,720)
Cash Generated From Operations	(1,159,365)	4,664,075
Income Tax paid	-	-
NET CASH FROM OPERATING ACTIVITIES Total (A)	(1,159,365)	4,664,075
CASH FLOW FROM INVESTING ACTIVITIES		
Sale of Fixed Assets	-	(128,430)
Non Current Investment	-	(8,047,585)
Current Investment	3,056,886	-
Non Current Assets Sold	-	-
Interest Received	-	-
NET CASH USED IN INVESTING ACTIVITIES Total (B)	3,056,886	(8,176,015)
CASH FLOW FROM FINANCING ACTIVITIES		
Issue of Equity Capital	-	-
Share Application Money	-	-
Share Premium	-	-
Long Term Borrowing	-	-
Long Term Loans & Advances	(2,000,000)	245,000
NET CASH FROM FINANCING ACTIVITIES Total (C)	(2,000,000)	245,000
Net Increase/(Decrease) in Cash and Cash Equivalents Total (A+B+C)	(102,479)	(3,266,940)
Cash and Cash Equivalents – Opening Balance	2,746,611	6,013,551
Cash and Cash Equivalents – Closing Balance	2,644,132	2,746,611
	0	-
Note: Previous year's figures have been regrouped/rearranged wherever considered necessary.		
As per our separate report of even date		
See accompanying notes to the financial statements		
For, Vishves A. Shah & Co. Chartered Accountants Firm No:-121356W	For & on behalf of the Board BLUECHIP STOCKSPIN LIMITED	
 Vishves A. Shah Proprietor M. No. 109944	 Director	 Director
		
Place : AHMEDABAD Date : 13th August, 2012		