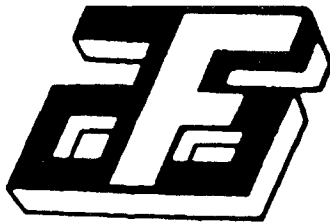


ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED



SIXTEENTH ANNUAL REPORT 2008 - 2009

REGISTERED OFFICE

“CAPITAL PLACE”

**NEW No. 16 (OLD No. 50), SOUTH BOAG ROAD, T. NAGAR,
CHENNAI - 600 017.**

CORPORATE WEBSITE : www.afslindia.com

E-MAIL ID : abi@afslindia.com abicompliance@afslindia.com



CONTENTS	PAGE NO
Notice to Shareholders	3
Explanatory Statement	6
Directors' Report	13
Auditor's Report	33
Balance Sheet	38
Profit and Loss Account	39
Schedules	40
Notes on Accounts	47
Business Profile	51
Cash Flow Statement	53



NOTICE TO SHARE HOLDERS:

NOTICE is hereby given that the Sixteenth Annual General Meeting of the Members of the company will be held at the registered office of the company at "Capital Place", No.16/50 South Boag Road, T.Nagar, Chennai 600017 on Monday the 10th August 2009 at 10.15 A.M. to transact the following business:

ORDINARY BUSINESS:

- 1 To receive, consider and adopt the Audited Balance Sheet of the company as at 31st March 2009 and the Profit and Loss Account for the year ended on that date and the Report of the Directors and Auditor thereon.
- 2 To elect directors:
 - (a) To appoint a Director in the place of Mr.R. Varadarajan who retires by rotation and being eligible offers himself for re-appointment.
 - (b) To appoint a Director in the place of Mr.Teckchand Vaswani who retires by rotation and being eligible offers himself for re-appointment.
 - (c) To appoint a Director in the place of Mr.P. Sankaran who retires by rotation and being eligible offers himself for re-appointment.
- 3 To consider and, if thought fit, to pass with or without modifications, the following Resolution as Ordinary Resolution:

"RESOLVED THAT Mr.K.C.Sthaliasayanam, Chartered Accountant, 87, Kutchery Road, Mylapore, Chennai 600004, be and is hereby re-appointed as Auditor of the company to hold office until the conclusion of the next Annual General Meeting of the company on a remuneration as may be determined by the Board of Directors".

SPECIAL BUSINESS:

- 4 To consider and if thought fit, to pass with or without modifications the following Resolution as Ordinary Resolution:

"RESOLVED THAT Mr. T.S. Ramakrishnan, who was appointed as an additional director of the Company under Section 260 of the Companies Act,



1956 read with Article 122 of the Articles of Association of the Company and who holds office till conclusion of this Annual General Meeting and in respect of whom the company has received a notice from a member proposing his candidature for the office of the Director be and is hereby appointed as a Director of the Company liable to retire by rotation.”

5. To consider and if thought fit, to pass with or without modifications the following resolution as Ordinary Resolution:

“RESOLVED THAT Mr. A.K. Sabesan, who was appointed as an additional director of the Company under Section 260 of the Companies Act, 1956 read with Article 122 of the Articles of Association of the Company and who holds office till conclusion of this Annual General Meeting and in respect of whom the company has received a notice from a member proposing his candidature for the office of the Director be and is hereby appointed as a Director of the Company liable to retire by rotation.”

6. To consider and if thought fit, to pass with or without modifications the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 198, 269, 309, Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956, Mr.P.Sankaran be and is hereby re-appointed as Executive Director of the Company for a period of One Year with effect from 19-06-2009 on the following terms and conditions: -

- | | |
|--------------------------|---|
| (a) Salary | : Rs.17,500/- per Month. |
| (b) Conveyance Allowance | : Rs. 3,500/- per Month. |
| (c) Perquisites | : In addition to salary and conveyance allowance, Mr.P.Sankaran will also be entitled to other benefits and reimbursement of expenses on one residential Telephone as per company's rules”. |



“RESOLVED FURTHER THAT, the Board of Directors be and are hereby authorized to do and perform all such acts, deeds, matters and things and to take such steps as may be necessary or desirable to give effect to this resolution”.

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/herself and such a proxy need not be a member of the company. Proxies in order to be effective should be lodged with the company not later than 48 hours before the commencement of the Meeting.
2. The relative Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956, in respect of special business set out under item No.4, 5 and 6 is annexed hereto.
3. The Register of Members and Share Transfer Books of the company will remain closed from 05-08-2009 to 10-08-2009 (Both days inclusive).
4. As per Section 205A of the Companies Act, 1956 the Company has transferred all unclaimed dividends for the Financial year 2000-2001 to Investor Education Protection Fund.
5. Members/proxies are requested to bring the Attendance slip duly filled in for attending the Meeting.
6. All documents referred to in the above notice/explanatory statement are open for inspection by any member at the Registered Office of the Company during business hours of the company on any Working day up to the last date of the Annual General Meeting.

Place: Chennai
Date : 11-05-2009

P. SANKARAN
Executive Director



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

Item No.4:

Mr. T.S. Ramakrishnan was appointed as Additional cum Independent Director by the Board of Directors at their meeting held on 23-06-2008 to strengthen the board as well as to meet the requirements of amended provisions of Corporate Governance. As per Section 260 of the Companies Act, 1956 and Clause 122 of the Articles of Association of the Company he holds office of director till the conclusion of this Annual General Meeting and is eligible for re-appointment. A notice under section 257 of the Companies Act, 1956, along with the requisite deposit has been received from a shareholder signifying the intention to propose his candidature for appointment as a director of the Company. Your approval is now required for the resolution.

INTEREST OF DIRECTORS :

Mr. T.S. Ramakrishnan is interested in the resolution since it relates to his appointment. No other director is interested in the resolution.

Item No.5:

Mr. A.K. Sabesan was appointed as Additional cum Independent Director by the Board of Directors at their meeting held on 23-06-2008 to strengthen the board as well as to meet the requirements of amended provisions of Corporate Governance. As per Section 260 of the Companies Act, 1956 and Clause 122 of the Articles of Association of the Company he holds office of director till the conclusion of this Annual General Meeting and is eligible for re-appointment. A notice under section 257 of the Companies Act, 1956, along with the requisite deposit has been received from a shareholder signifying the intention to propose his candidature for appointment as a director of the Company. Your approval is now required for the resolution.

INTEREST OF DIRECTORS :

Mr. A.K. Sabesan is interested in the resolution since it relates to his appointment. No other director is interested in the resolution.



Item No.6:

Your Directors would like to inform you that the term of office of the Executive Director Mr. P. Sankaran is expiring on 18-06-2009. In order to recognise the hard work and diligent performance of Mr. P. Sankaran, the Board of Directors at their meeting held on 11-05-2009 re-appointed him as Executive Director for a further period of one year on the terms and conditions as detailed in the special resolution. The remuneration committee approved the remuneration at their meeting held on 9th April 2009 and recommended the same to the Board of Directors.

Your approval is required for the re-appointment of Mr. P. Sankaran as Executive Director as well as for payment of remuneration to him.

INTEREST OF DIRECTORS :

Mr. P. Sankaran is interested in the resolution since it relates to his re-appointment and payment of remuneration. No other director is interested in the resolution.



INFORMATION REQUIRED TO BE FURNISHED UNDER CLAUSE-49 OF THE LISTING AGREEMENT:

As required under the Listing Agreement, the particulars of the Directors who are proposed to be appointed /re-appointed are given hereunder:

Item no. 2 (a) of the Notice

Name : R. Varadarajan
Age : 54 Years
Qualification : Bachelor of Arts
Date of Appointment : 06-03-2002
Occupation : Management Consultant
No.of Shares held by him : Nil.
Expertise :

He has wide experience in Financial Field and has held senior position in M/s Ashok Leyland, M/s Hyundai Motor (India) Limited and M/s Maples ESM Technologies Private Limited before becoming independent consultant.

Details of other Directorships / Committee Membership held by him are as follows :

Sl. No.	Company	Position	Committee Membership	
			Chairman	Member
1	Sulekha.com New Media Private Ltd.	Director	—	—
2	Vaakiya Technologies Private Ltd.	Director	—	—



INFORMATION REQUIRED TO BE FURNISHED UNDER CLAUSE-49 OF THE LISTING AGREEMENT:

As required under the Listing Agreement, the particulars of the Directors who are proposed to be appointed /re-appointed are given hereunder:

Item no. 2 (b) of the Notice

Name : Teckchand Vaswani
Age : 80 Years
Qualification : B.A.
Date of Appointment : 19-04-1993
Occupation : Industrialist
No.of Shares held by him : 10,80,000
Expertise :

He has wide experience in International business for the past 4 decades. He has business interest in Hongkong, Taiwan and U.K.

Details of other Directorships / Committee Membership held by him are as follows :

Sl. No.	Company	Position	Committee Membership	
			Chairman	Member
1	Yoha Securities Limited	Director	—	—
2	Ess Tee United Traders (HK) Ltd. Hongkong	Managing Director	—	—
3	Ess Tee United Traders (Thailand) Ltd.	Managing Director	—	—
4	Ess Tee United Traders, Spain	Managing Director	—	—
5	Ess Tee United Traders (London) Ltd.	Managing Director	—	—
6	Ess Tee United Traders (U.K.) Ltd. China	Managing Director	—	—



INFORMATION REQUIRED TO BE FURNISHED UNDER CLAUSE-49 OF THE LISTING AGREEMENT:

As required under the Listing Agreement, the particulars of the Directors who are proposed to be appointed /re-appointed are given hereunder:

Item no. 4 of the Notice

Name : T.S. Ramakrishnan
Age : 38 Years
Qualification : Bachelor of Arts, Diploma in Marketing Management
Date of Appointment : 23-06-2008
Occupation : Service
No.of Shares held by him : Nil.
Expertise :

He has good experience in the field of healthcare, software training and in the field of shipping and logistics management. He is also involved in establishing joint development projects in the Real Estate Sector.

Details of other Directorships / Committee Membership held by him are as follows :

Sl. No.	Company	Position	Committee Membership	
			Chairman	Member
1	Ngenia Labs Private Limited	Director	—	—



INFORMATION REQUIRED TO BE FURNISHED UNDER CLAUSE-49 OF THE LISTING AGREEMENT:

As required under the Listing Agreement, the particulars of the Directors who are proposed to be appointed /re-appointed are given hereunder:

Item no. 5 of the Notice

Name : A.K. Sabesan
Age : 61 Years
Qualification : B. Sc., Masters Degree in Computer & Information Sciences and in Information Systems, ACIB & CAIIB
Date of Appointment : 23-06-2008
Occupation : Service
No.of Shares held by him : Nil.
Expertise :

He is a post-graduate in information systems at Hongkong and has got 35 years of work experience. He is a resident of Singapore. His skills are in Banking, Trade-Finance, Retail Banking, Finance Management, Information System Management and e-commerce.

Details of other Directorships / Committee Membership held by him are as follows :

Sl. No.	Company	Position	Committee Membership	
			Chairman	Member
	NIL			



INFORMATION REQUIRED TO BE FURNISHED UNDER CLAUSE-49 OF THE LISTING AGREEMENT:

As required under the Listing Agreement, the particulars of the Directors who are proposed to be appointed /re-appointed are given hereunder:

Item no. 2 (c) and 6 of the Notice

Name : P.Sankaran
Age : 63 Years
Qualification : B.Com., CAIIB (PI)
Date of Appointment : 06-03-2002
Occupation : Retired Senior Manager from
Indian Overseas Bank
No.of Shares held by him : Nil.
Expertise :

He has more than 3 decades of Banking Service with experience in Financial, Inspection, Vigilance & Staff Management Portfolios. He is functioning as Executive Director of the Company w.e.f.19/06/2003, without any interruption.

Details of other Directorships / Committee Membership held by him are as follows :

Sl. No.	Company	Position	Committee Membership	
			Chairman	Member
1	Yoha Securities Limited	Director	—	ShareTransfer Committee



DIRECTORS' REPORT:

Your Directors have pleasure in presenting the Sixteenth Annual Report of your Company along with Audited Accounts for the year ended 31st March, 2009.

PERFORMANCE:

The Performance of the Company for the period ended 31st March, 2009 is briefly set out below:

	Rs. in Lakhs
INCOME FOR THE YEAR	107.12
LESS : EXPENDITURE FOR THE YEAR	35.95
PROFIT BEFORE DEPRECIATION & TAX	71.17
LESS: DEPRECIATION	64.54
PROVISION FOR TAX	4.50
PROFIT AVAILABLE FOR APPROPRIATION	2.13
ADD : OPENING BALANCE IN P&L ACCOUNT	43.52
LESS : TRANSFER TO STATUTORY RESERVES	1.00
BALANCE C/F TO P&L ACCOUNT	44.65

DIVIDEND:

Your Company has not recommended any Dividend due to insufficient profits.



MANAGEMENT DISCUSSION & ANALYSIS:

REVIEW OF OPERATIONS:

The Global Financial upheaval cast its shadow in our sector too. The income dropped from Rs. 138.45 lakhs to Rs. 107.12 lakhs. The company however moderated the operations to keep in tact the balance on hand. While the loan operations increased by Rs. 142.43 lakhs, the trading activity in shares had to face a moderate drop in income due to vagaries of the market. This was partially offset by rental income of Rs. 28.55 lakhs by the optimum use of the premises. Your directors wish to place before you that your company's status continues to be as NBFC-B Category. Your company will be striving to go in for more credit disbursements and also enlarge its trading operations vigorously.

WEBSITE:

Performance particulars of the Company can be ascertained by the share holders / public from website, www.afslindia.com

DEMATERIALISATION:

Out of 60,00,000 Equity shares, 40,42,213 Equity shares i.e. 67.37% of company's paid up capital has been Dematerialized up to 31st March 2009. Balance 19,57,787 shares i.e. 32.63% are in Physical form.

ECONOMY MEASURES:

The Company is continuing the economy measures initiated in the previous two years, the expenditure in the current year being less by Rs. 1.71 lakhs.

RISKS AND CONCERNS:

Your Company is exposed to normal industry risk factor such as Interest rate volatility, economic cycle and credit risk. Your Company manages these risks by adopting prudent business and risk management policies.



ADEQUACY OF INTERNAL CONTROL:

Your Company has got adequate system of internal controls and the management ensures adherence to all internal control practices and procedures. The Audit Committee critically reviews periodically the adequacy of internal controls.

FIXED DEPOSITS:

The Company does not hold any deposits from the public or others as at 31 March, 2009 and hence, the company does not have any unpaid deposit or interest.

DIRECTORS:

Mr. Teckchand Vaswani, Mr. P. Sankaran and Mr. R. Varadarajan Directors retiring by rotation, being eligible have offered themselves for re-appointment.

Mr. T.S. Ramakrishnan and Mr. A.K. Sabesan have been appointed as additional directors at the Board meeting held on 23-6-2008. They hold office till the conclusion of the forthcoming Annual General Meeting. Your Company has received a notice under Section 257 of the companies Act, 1956 proposing their candidature as Directors. The Board of Directors recommends their appointment/re-appointment.

At the Board Meeting held on 11-05-2009, Mr. P. Sankaran, Executive Director has been re-appointed for a period of one year with effect from 19-06-2009 on the terms and conditions as detailed in the Special resolution placed for shareholders's approval.

CORPORATE GOVERNANCE REPORT:

A Certificate from the auditor of the Company regarding compliance of conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement is attached to this Report.

RESPONSIBILITY STATEMENT OF THE BOARD OF DIRECTORS:

In terms of provisions of Section 217(2AA) of the Companies Act, 1956, (Act) your Directors confirm that :

- 1 In the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.



- 2 Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period.
- 3 Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- 4 Directors had prepared the annual accounts on a going concern basis.

STATUTORY DISCLOSURES:

- (i) Since none of the employees are in receipt of such remuneration for being included in the statement under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975, the information in this regard is NIL.
- (ii) The provisions of Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 requiring disclosure of particulars regarding Conservation of Energy in Form A and Technology Absorption in Form B prescribed by the Rules do not apply to your Company, as it does not carry on manufacturing activities.
- (iii) The Company had no foreign exchange inflow and outflow.

AUDITOR:

Your Company's Auditor Mr.K.C.Sthalasanam, Chartered Accountant holds office till the conclusion of the ensuing Annual General Meeting and is eligible for re-appointment. Your Directors recommend his re-appointment.



ACKNOWLEDGEMENTS:

Your Directors wish to place on record their gratitude to you as shareholders for your continued support. They are thankful to your Company's Clients, Bankers, Reserve Bank of India, FIHPA, SIHPA, SEBI, MSE, BSE and other Government Agencies for their valuable assistance.

They also wish to convey their appreciation to the employees whose dedicated service has enabled your Company to function satisfactorily in a difficult business climate.

On behalf of the Board

Place : Chennai.
Date : 11-05-2009

L.V.ANANTRAM
Director

P.SANKARAN
Executive Director



CERTIFICATE ON CORPORATE GOVERNANCE:

To

The Members,
Abirami Financial Services (India) Limited

I have examined all relevant records of M/s Abirami Financial Services (I) Ltd., for the purpose of certifying compliance of the conditions of corporate governance under Clause 49 of the Listing Agreement with the Stock Exchanges for the Financial year ended 31st March, 2009.

I have obtained all the information and explanations, which to the best of my knowledge and beliefs were necessary for the purpose of my certification.

The compliance of the conditions of the Corporate Governance is the responsibility of the Management. My examination was limited to the procedures and implementation thereof. This certificate is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the company.

On the basis of my examination of the records produced, explanations and information furnished, I certify that the company has complied with :

- a) All the mandatory conditions of the said Clause 49 of the Listing Agreement.
- b) The following non-mandatory requirements of the said Clause 49 of the Listing Agreement :
 - i) Remuneration committee
 - ii) Whistle blower mechanism
 - iii) Providing office for Non-Executive Chairman

Place : Chennai
Date : 11-05-2009

K.C. STHALASAYANAM
Chartered Accountant



CORPORATE GOVERNANCE REPORT

M/S.ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED has implemented code on corporate governance introduced by The Securities Exchange Board of India (SEBI).

1 COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company's Philosophy on Corporate Governance envisages the attainment of the highest levels of transparency, accountability and equity, in all facets of its operations and in all its inter-actions with its stakeholders, including shareholders, the governments, lenders and the employees.

2 BOARD OF DIRECTORS

The Members of the Board of Directors are persons with considerable expertise in Audit, Accounts, Administration, Banking, Software, Finance and International Business. The company is benefited by the experience and skills of the Board of Directors.

The Board consists of Nine Directors of which one person is the Executive Director and Eight others are Non-Executive Directors. The Executive Director is Mr.P.Sankaran. Mr.K.V.Aiyappan and Mr.Teckchand Vaswani are the promoter Directors as well as Non-Executive Directors. Mr.L.V.Anantram is another Non-Executive Director. Mr.K.V.Aiyappan chairs the board. Mr.R.Varadarajan, Mr.T.V.Srinivasan, Mr.V.G.Suresh Kumar, Mr. T.S. Ramakrishnan and Mr. A.K. Sabesan are Independent Non-Executive Directors. All the independent directors of the company furnish a declaration at the time of their appointment as also annually that they qualify the conditions of their being independence as laid down under Clause 49 of the Listing Agreement. The directors of the company in the board are not related to each other.

The company has a code of conduct for Directors and Senior Management personnel. The code is available on the official website of the company: www.afslindia.com

All Directors and Senior Management Personnel have affirmed compliance with the code of conduct approved and adopted by the Board of Directors.



A declaration in this regard, duly signed by the Executive Director is given at the end of the Corporate Governance Report.

CEO/CFO Certificate given by the Executive Director relating to financial reporting and Internal Controls for the financial year ended 31st March 2009 is available at the end of the Corporate Governance report. As per Listing Agreement the CEO/CFO had also given certificate for the quarter ended 30th June 2008, 30th September 2008 and 31st December, 2008.

BOARD MEETINGS:

The Board of Directors formulates the business policies of the company and decides on main issues concerning the company. During the year under review, the board has met five times. The meetings were held on 23-04-2008, 23-06-2008, 14-07-2008, 30-10-2008 and 30-01-2009.

The details of attendance at Board Meetings and details of other Directorships, Committee Chairmanship/Membership held by the Directors during the year are as follows :

Name of the Director	No. of Board Meetings attended	Directorship of companies other than M/s Abirami Financial Services (I) Ltd.		Committee in which Chairman / Member Other than M/s Abirami Financial Services (I) Ltd.	
		Chairman	Director	Chairman	Member
K. V. Aiyappan	4	7	6	—	—
Teckchand Vaswani	—	—	6	—	—
L. V. Anantram	4	—	2	—	1
P. Sankaran	5	—	1	—	1
R. Varadarajan	5	—	2	—	—
T. V. Srinivasan	5	—	2	—	—
V. G. Suresh Kumar	4	—	—	—	—
T. S. Ramakrishnan*	4	—	1	—	—
A. K. Sabesan*	1	—	—	—	—

* Appointed as Additional Directors on 23-06-2008.



Mr. K.V. Aiyappan, Mr. L.V. Anantram, Mr. P. Sankaran, Mr. R. Varadarajan, Mr. T.V. Srinivasan and Mr. V.G. Sureshkumar attended the AGM held on 23-06-2008.

AUDIT COMMITTEE:

The Audit Committee reviews the Financial accounting policies, Internal control systems, re-appointment of Statutory Auditor and interacts with the Statutory Auditor. The Executive Director and the Statutory Auditor are invitees to the Committee Meetings. The Company Secretary is the Secretary for the Audit Committee.

Besides, the Audit Committee reviews related party transactions, quarterly, annual financial results, performance of statutory auditors, management discussion and analysis of financial position and results of operations, observation of management / external auditors on weaknesses of internal control systems of the company and follow up reports of management.

During the year the committee met 4 times on 21-04-2008, 12-07-2008, 30-10-2008 and 29-01-2009. Composition of the committee and attendance of members are as follows:

<u>Names of the Members</u>		<u>No.of Meetings Attended</u>
Mr.R.Varadarajan	Chairman	4
Mr.L.V.Anantram	Member	3
Mr.T.V.Srinivasan	Member	4

REMUNERATION COMMITTEE:

The Remuneration Committee was initially consisting of one Non-Executive Independent Director Mr.R.Varadarajan and Two Non-Executive Directors viz. Mr.K.V.Aiyappan and Mr.L.V.Anantram. Subsequently Two Non-Executive Independent Directors Mr. A.K. Sabesan and Mr. T.S. Ramakrishnan were added to the committee by the Board at its meeting held on 30-01-2009. Mr. R. Varadarajan is the chairman of the committee.

The committee has been constituted to review and recommend remuneration payable to the Whole-time Director/Executive Director based on their performance. During



the year the remuneration committee met once on 23rd April, 2008 to consider payment of remuneration to Mr.P.Sankaran, Executive Director on his re-appointment in June, 2008. All the three members on that date attended the meeting.

REMUNERATION OF DIRECTORS:

The Non-Executive Directors of the company are paid sitting fees of Rs.10,000/- for attending each board meeting and no fees is paid for committee meetings.

Apart from sitting fees no remuneration / commission is paid to Non-Executive Directors.

The details of sitting fees paid and number of shares held by Non-Executive Directors are as follows:

NAME OF THE DIRECTOR	SITTING FEES PAID	NO.OF SHARES HELD
Shri.K.V.Aiyappan	Rs.40,000/-	24,65,000
Shri.Teckchand Vaswani	Rs.Nil	10,80,000
Shri. L. V. Anantram	Rs.40,000/-	1,950
Shri .R. Varadarajan	Rs.50,000/-	Nil
Shri.T.V.Srinivasan	Rs.50,000/-	Nil
Shri.V.G.Suresh Kumar	Rs.40,000/-	Nil
Shri.T.S. Ramakrishnan	Rs.40,000/-	Nil
Shri.A.K. Sabesan	Rs.10,000/-	Nil

The Executive Director of the company Mr.P.Sankaran was appointed on contractual basis for a period of one-year w.e.f.19-06-2008 on a remuneration of Rs.21,000/- per month consisting of basic salary Rs.17,500/- plus Conveyance allowance of Rs.3,500/- per month. He has been re-appointed for a further period of one year with effect from 19-6-2009 on the same remuneration and perquisites.Either party can terminate the employment by giving one-month notice in writing. There is no separate provision for



payment of severance fees. The remuneration is within limit of schedule XIII of the Companies Act, 1956.

There were no pecuniary relationships or transactions of the Non-Executive Directors vis-à-vis the company. The company has not granted any stock option to any of its directors.

SHARE TRANSFER / INVESTOR GRIEVANCE COMMITTEE:

The Board has constituted Shareholder's / Investor's Grievance Committee comprising of Mr.R.Varadarajan, Non-Executive Independent Director as Chairman, Mr.L.V.Anantram, Non-Executive Director and Mr.P.Sankaran, Executive Director as members of the committee. The Committee oversees the performance of the Registrars and Share Transfer Agents of the company and recommends measures for overall improvement in the quality of Investor services. The committee is empowered to approve and monitor transfers, transmission, split and consolidation of shares of the company, issue of duplicate share certificates, attends to investor grievances etc, and reviews compliance with various statutory and regulatory requirements pertaining to transfer of securities of the company.

During this year the committee met five times on 16-04-2008, 19-05-2008, 26-06-2008, 20-08-2008 and 27-02-2009.

The Names and attendance of the committee members are given below:

<u>Name of the Members</u>	<u>Meetings Attendance</u>
Shri.R.Varadarajan	5
Shri.L.V.Anantram	4
Shri.P.Sankaran	5

Mr.J.Narassimhan, company secretary is the compliance officer. He acts as secretary of the committee. No investor complaints were received during the year. Hence, there is no pending complaints. No share transfers are pending at the end of the financial year.



GENERAL BODY MEETINGS:

The last three Annual General Meetings of the Company were held as under:

<u>Year</u>	<u>Location</u>	<u>Date</u>	<u>Time</u>
2005-06	Registered Office	24-06-2006	11.00A.M.
2006-07	Registered Office	22-06-2007	12.15P.M.
2007-08	Registered Office	23-06-2008	10.15 A.M.

Following Special Resolutions were passed in the previous three AGMs.

1. Place of keeping the Register of Members at the Registrars and Share Transfer Agents Office - 22-06-2007
2. Re-appointment of Executive Director and Payment of Remuneration - 22-06-2007
3. Re-appointment of Executive Director and Payment of Remuneration - 23-06-2008.

No Special resolution was passed at the AGM held on 24-06-2006.

The company has not placed any resolution requiring postal ballot as required by the companies (passing of resolution by postal ballot) Rules, 2002 / Clause 49 of the Listing agreement for shareholders approval during last year.

DISCLOSURES:

- 1 Disclosures on materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, the directors or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interests of the company at large.

None of the transactions with any of the parties was in conflict with the interest of the company.

- 2 Pecuniary relationship or transactions of the Non-Executive Directors of the Company with the Company: NIL.



- 3 Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years: NIL.
- 4 The Accounting Treatment prescribed under the Accounting Standards has been followed by the company and there is no deviation.
- 5 The company has complied with all the mandatory requirements of Clause 49 of the Listing Agreement.
- 6 The company complies with the following Non-mandatory requirements:
 - a) The Company has set up an office for the Non-Executive Chairman to look after the affairs of the company.
 - b) The Company has a Remuneration Committee comprising of Three Non-Executive Independent Directors & two Non-Executive Directors. The details of the committee are given in this report below audit committee details.
 - c) Whistle Blower policy: The Company has a whistle blower mechanism wherein the employees are free to report violation of laws, rules, regulations or unethical conduct to their immediate superiors or such other person as may be notified from time to time by the management. The confidentiality of those reporting violations shall be maintained and they shall not be subjected to any discriminatory practices. No person had been denied access to the Audit Committee.
 - d) The other Non-mandatory requirements will be adopted as and when necessary.

MEANS OF COMMUNICATION:

- 1) Quarterly Un-audited results and Annual Audited Results of the company were published in accordance with the Stock Exchange Listing Agreement. The Company published the results in News today (Evening) and Malai Sudar (Tamil) both at Chennai. The Company had also sent the results to the Stock Exchanges where the Company's Shares are listed. The results were also published at company's website: www.afslindia.com.
- 2) Management discussion and analysis forms part of the Directors' report, which



is being posted to the shareholders of the company.

- 3) Mr.J.Narassimhan, Company Secretary is the Compliance officer appointed by the board. He can be contacted for Investor related matters relating to the company. His contact numbers are (044) 24356224/24355869 and E-mail Id: abicompliance@afslindia.com

GENERAL SHAREHOLDER INFORMATION:

- 1 The Company is registered in the state of Tamilnadu. The Corporate identity Number is L65993TN1993PLC024861.
2. Annual General Meeting :
Day, Date and Time : Monday, 10.08.2009 at 10.15 A.M.
Venue : Registered Office :
"Capital Place",
New No. 16 (Old No. 50), South Boag Road,
T. Nagar, Chennai 600 017
- 3 Financial year : April 01,2009 to March 31, 2010.
The Financial results will be adopted as per the following tentative schedule:
Result for the Quarter ending 30 June, 2009 - Last Week of July 2009
Result for the Quarter ending 30 Sep., 2009 - Last Week of Oct. 2009
Result for the Quarter ending 31 Dec., 2009 - Last Week of Jan. 2010
Result for the Year ending 31 March, 2010 - Last Week of June 2010
- 4 Book Closure Date : Wednesday, 5th August, 2009 to Monday, 10th August, 2009 (Both days inclusive)
- 5 Dividend Payment Date : Not Applicable
- 6 Equity Shares Listed on Stock Exchanges at : 1 Madras Stock Exchange Limited, Chennai
2 Bombay Stock Exchange Limited, Mumbai.



- 7 Stock Code No. & ISIN No. : MSE: ABIFINSER & BSE: 511756.
ISIN No.INE 195101013.
- 8 Annual Listing Fees : Paid to the Madras Stock Exchange Limited
and Bombay Stock Exchange Limited upto 2009-2010.
- 9 Stock Market Data* :

<u>MONTH</u>	<u>HIGH (Rs.)</u>	<u>LOW(Rs.)</u>
April 2008	14.26	14.26
May 2008	14.26	14.26
June 2008	13.60	10.66
July 2008	13.60	10.66
August 2008	13.60	10.66
September 2008	12.50	12.50
October 2008	12.50	12.50
November 2008	12.50	12.50
December 2008	12.50	12.50
January 2009	13.12	11.88
February 2009	13.30	12.90
March 2009	13.35	13.35

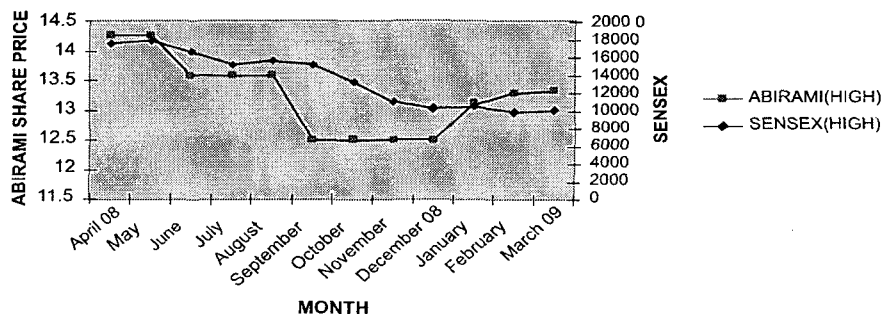
(Source from BSE Website)

* The data pertaining to our shares during the financial year ended 31st March, 2009 in MSE is Nil.



10 Share Price Performance :

PERFORMANCE - COMPARISON WITH BSE INDEX



11 Registrars and Transfer Agents

: M/s.Cameo Corporate Services Limited
1, Club House Road,
Chennai - 600 002.
Phone No. (044) 28460390 - 6 lines, 28460084
Fax No. (044)28460129
E-Mail ID: cameo@cameoindia.com
Contact person:
R.D. RAMASWAMY
VICE PRESIDENT
D. NARASIMHAN
SENIOR EXECUTIVE

12 Share Transfer system

: The share transfers received in physical form are processed by the share transfer agents M/s.Cameo Corporate Services Limited and share Certificates are despatched to the transferee after getting approval from share transfer committee. Normally, the process is completed



within 15 days from the date of receipt, subject to the documents being valid and complete in all respects. Share transfer committee meetings are held as and when the requirement arises.

The Board has delegated the authority for approving transfer/transmission etc. to the Sharetransfer committee. Details of transfers approved by the Committee is placed before the subsequent Board Meeting. The company obtains half-yearly certificate of compliance relating to share transfer formalities as per Clause 47(C) of the Listing Agreement from a practicing company secretary and files the certificate with MSE and BSE.

13 Share holding pattern and Distribution of Shareholding as on 31 March, 2009.

<u>Particulars</u>	<u>No.of Shares Held</u>	<u>Percentage</u>
Promoter Holdings:		
Indian	24,65,000	41.08%
Foreign	10,80,000	18.00%
Non-Promoter Holdings:		
Director	1,950	0.03%
Private Corporate Bodies	9,21,563	15.36%
NRIs	9,16,100	15.27%
Indian Public	6,15,387	10.26%



Category	Total No. of Shareholders	% of Shareholders	Total Shares	% of total equity
0-500	720	91.49	71,243	1.19
501-1000	24	3.05	19,900	0.33
1001-2000	13	1.65	21,350	0.36
2001-3000	2	0.25	5,200	0.09
3001-4000	2	0.25	6,894	0.11
4001-5000	4	0.51	19,100	0.32
5001-10000	3	0.38	28,300	0.47
10001 & Above.	19	2.42	58,28,013	97.13
Total	787	100	60,00,000	100

- 14 Dematerialisation of Shares : 40,42,213 Equity shares i.e.67.37% of company's paid up capital has been dematerialized upto 31st March 2009. Balance 19,57,787 shares i.e. 32.63% are in Physical form. The total No. of Shareholders holding shares in physical Form is 731 and in Demat form is 56. Shareholders are requested to Demat their holdings at the earliest to have Liquidity.
- 15 Your Company does not have any GDRS/ADRS/Warrants or any other Convertible instruments.



- 16 Investor Correspondence : Investors clarifications/queries regarding Transfer/Transmission and any query Relating to shares of the company in Physical form can be sent to the RTA Agents, M/s. Cameo Corporate Services Limited.

For shares held in Demat form, the details can be obtained from Investors Depository Participants and / or M/s. Cameo Corporate Services Limited.

- 17 Any query on Annual Report : J.Narassimhan, Company Secretary, Abirami Financial Services (India) Ltd., "Capital Place", No.16/50, South Boag Road, T.Nagar, Chennai - 600 017.
E-mail Id.: abicompliance@afslindia.com

- 18 Transfer of unpaid/unclaimed Dividend Amount to Investor Education and Protection Fund:-

Pursuant to Section 205-C of the Companies Act, 1956, during the year under review, an amount of Rs.18,291/- belonging to unpaid/unclaimed dividend for the Financial year 2000-2001, was transferred to Investor Education and Protection Fund. With this payment the balance in the unpaid/unclaimed dividend account is NIL.

19. CEO / CFO CERTIFICATION :

The Executive Director of the Company gives annual certification on financial reporting and internal controls to the Board in terms of Clause 49. The Executive Director also gives quarterly certification on financial results while placing the financial results before the Board in terms of Clause 41.



COMPLIANCE ON THE CODE OF CONDUCT

I hereby confirm, that the company has obtained from all the Members of the Board and Senior Management Personnel, affirmation that they have complied with the code of conduct for Directors and Senior Management Personnel in respect of financial year 2008-2009.

Place : Chennai
Date : 11-05-2009

P. SANKARAN
Executive Director



AUDITOR'S REPORT

To the Members of M/s Abirami Financial Services (India) Limited

I have audited the attached Balance Sheet of M/s. Abirami Financial Services (India) Limited as on 31 March, 2009 and also the Profit and Loss Account for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted the audit in accordance with auditing standards generally accepted in India. Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. 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. I believe that my audit provides a reasonable basis for my opinion and I report that:

- 1 I have obtained all the information and explanation which to the best of my knowledge and belief were necessary for the purpose of my audit.
- 2 In my opinion, proper books of accounts as required by law have been kept by the company so far as appears from my examination of such books.
- 3 The Balance Sheet and Profit and Loss Account dealt with by this report are prepared in accordance with the Accounting standards referred to in sub section (3C) of Section 211 of the Companies Act, 1956.
- 4 The Balance Sheet and Profit and Loss Account dealt with by this report are in accordance with the books of account.
- 5 On the basis of written representations received from the directors of the company, as at March 31, 2009 and taken on record by the Board of Directors, I report that none of the directors are disqualified as on 31st March 2009 from being appointed as a director in terms of clause (g) of subsection (1) of section 274 of the Companies Act, 1956.



6 In my opinion and to the best of my information and according to the explanations given to me, the said accounts read with notes thereon give the information required by the Companies Act, 1956 in the manner so required to give a True and Fair view:

In the case of Balance Sheet of the state of affairs of the Company as at 31 March, 2009 and

In the case of Profit and Loss Account, Profit for the year ended on that date.

As required by the Companies Auditors' Report Order, 2003 in terms of Section 227 (4A) of the Companies Act, 1956, I report that:

- 1 The Company is maintaining proper records of its Fixed Assets showing full particulars including quantitative details and situation of Fixed Assets. The Fixed Assets have been physically verified by the Management periodically which in my opinion is reasonable. No discrepancies were noticed on such physical verification.
- 2 Substantial part of the Fixed Assets have not been disposed off during the year affecting the going concern.
- 3 The Company is principally engaged in Hire Purchase & Financial activities and as such the company does not carry any finished goods, raw materials and spare parts and hence, the question of physical verification of the same does not arise.
- 4 The Company has not taken / granted any loans secured or unsecured from the companies or firms or other Parties referred to under Section 301 of the Companies Act, 1956.
- 5 The rate of interest and other terms and conditions of loans given or taken by the company, secured or unsecured, are not prima facie prejudicial to the interest of the company.
- 6 The parties to whom loans or advances in the nature of loans were given by the company are repaying the Principle amounts as stipulated and are also regular in payment of interest where applicable.
- 7 For overdue amount of more than one lakh, reasonable steps have been taken by the company for recovery of the principal and interest.
- 8 In my opinion there is an adequate internal control procedure commensurate with the size of the company and the nature of its business for the fixed assets. There is no continuing failure to correct major weaknesses in internal control.



- 9 During the year there were no purchase of goods or materials and sale of goods materials or services exceeding Rs.50,000/- in value to or from firms, companies or other parties in which directors are interested in pursuance of contract entered into with them as maintained under section 301 of the Companies Act, 1956.
- 10 The Company has not accepted deposits to which provisions of Section 58A and 58 AA of the Companies Act, 1956 are applicable.
- 11 As the Company being a listed company having a paid-up capital and reserves exceeding Rs.50 lakhs as at the commencement of the financial year concerned has an internal audit commensurate with its size and nature of its business.
- 12 The Central Government has not prescribed the maintenance of cost records by the company under Section 209 (1) (d) of the Companies Act, 1956.
- 13 The Company does not have Provident Fund and Employees State Insurance Schemes as the same are not applicable at present.
- 14 There are no undisputed amounts payable in respect of Income Tax, Wealth Tax, Sales Tax, Customs duty and Excise duty as at 31.03.2009 which were outstanding for a period of more than six months from the date they become payable.
- 15 The company has not defaulted in repayment of dues to a financial institution or bank or debenture holder.
- 16 The company maintains adequate documents and records in respect of loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- 17 The provisions of special statute as to the Chit funds, Nidhi or Mutual Benefit Society are not applicable to the Company.
- 18 The company maintains proper records of transactions and contracts in respect of shares, securities and other investments and timely entries have been made therein. The company does not hold shares, securities, and debentures in its own name except to the extent of the exemption granted under section 49 of the Act.
- 19 The Company has not availed of any term loan.
- 20 The funds raised on short-term basis have not been used for long-term investment and vice versa.



- 21 The company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Act.
- 22 The company has not raised money by public issue.
- 23 There is no fraud on or by the company noticed or reported during the year.
- 24 In respect of hire money due on Stock on Hire Purchase Agreements entered into by the company in the ordinary course of business, where instalments are overdue, I am of the opinion that reasonable steps have been taken by the company for recovery of the same.
- 25
- i) I further report that the company is engaged in the business of Non-Banking Financial Institutions and it has obtained a Certificate of Registration.
 - ii) Though the Company is yet to achieve the RBI stipulated norms for NBFC's in terms of Assets/Income pattern it has written to RBI seeking extension of time for fulfilling the norms.
 - iii) Based on the criteria set forth by RBI the company is not an AFC.
 - iv) The company has not accepted any public deposits.
- 26
- i) The Board of Directors have passed a resolution for Non-acceptance of any public deposits and the company has not accepted the same during the financial year ended 31/03/2009.
 - ii) The company has complied with the prudential norms relating to income recognition, accounting standards, asset classification and provision for bad and doubtful debts as applicable to it in terms Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.

Place: Chennai
Date: 11-05-2009

K.C. STHALASAYANAM
Chartered Accountant



ACCOUNTS

2008 - 2009



BALANCE SHEET AS AT 31 MARCH 2009

	SCHEDULE	AS AT 31.03.2009 Rs.	AS AT 31.03.2008 Rs.
I SOURCE OF FUNDS			
1 SHARE HOLDER FUNDS			
A. CAPITAL	A	6,00,00,000	6,00,00,000
B. RESERVES & SURPLUS	B	1,09,29,862	1,07,16,699
2 LOAN FUNDS			
A. UNSECURED LOANS	C	<u>23,63,292</u>	<u>27,78,800</u>
		<u>7,32,93,154</u>	<u>7,34,95,499</u>
II APPLICATION OF FUNDS			
1 FIXED ASSETS			
GROSS BLOCK	D	11,07,13,432	11,05,05,950
LESS:			
ACCUMULATED DEPRECIATION		6,95,66,716	6,31,12,788
NET BLOCK		<u>4,11,46,716</u>	<u>4,73,93,162</u>
2 INVESTMENTS			
	E	83,51,194	65,04,531
3 CURRENT ASSETS, LOANS & ADVANCES			
A. CURRENT ASSETS	F	21,48,960	24,57,144
B. LOANS & ADVANCES	G	<u>2,58,69,246</u>	<u>2,06,76,323</u>
		<u>2,80,18,206</u>	<u>2,31,33,467</u>
LESS:			
CURRENT LIABILITIES	H	2,55,592	18,291
PROVISIONS	I	<u>39,67,370</u>	<u>35,17,370</u>
NET CURRENT ASSETS		<u>2,37,95,244</u>	<u>1,95,97,806</u>
		<u>7,32,93,154</u>	<u>7,34,95,499</u>

Note : Schedule A to I and Notes on Accounts thereon form part of this Balance Sheet.

As per my report attached

Teekchand Vaswani	T.V. Srinivasan	} Directors	K. V. Aiyappan	
L. V. Anantram	V.G. Suresh Kumar		Chairman	
R. Varadarajan	T.S. Ramakrishnan		P. Sankaran	
A.K. Sabesan			Executive Director	K.C. Sthalasayanam
			J. Narassimhan	Chartered Accountant
			Company Secretary	

Place : Chennai

Date : 11.05.2009



PROFIT & LOSS ACCOUNT FOR THE PERIOD ENDING 31.03.2009

SCHEDULE	AS AT	AS AT
	31.03.2009	31.03.2008
	Rs.	Rs.
I INCOME		
A. INTEREST ON LOANS	25,92,611	11,68,341
B. HIRE CHARGES	0	55,17,122
C. OTHER INCOME	J 81,19,209	71,59,848
	<u>1,07,11,820</u>	<u>1,38,45,311</u>
II EXPENDITURE		
A. SALARIES/WAGES & OTHER EMPLOYEES BENEFITS	K 9,65,416	7,44,804
B. ADMINISTRATIVE & OTHER EXPENSES	L 24,38,021	30,17,921
C. FINANCIAL EXPENSES	M 1,91,292	2,715
D. DEPRECIATION	64,53,928	78,94,149
	<u>1,00,48,657</u>	<u>1,16,59,589</u>
III PROFIT FOR THE PERIOD	6,63,163	21,85,722
Less :		
Provision for Tax	4,50,000	5,00,000
Transfer to Statutory Reserves	1,00,000	3,60,000
	<u>1,13,163</u>	<u>13,25,722</u>
Add :		
Opening Balance in P & L a/c	43,52,668	30,26,946
Balance C/F to Balance Sheet	44,65,831	43,52,668

Note : Schedule J to M and Notes on Accounts thereon form part of this Profit & Loss Account.

As per my report attached

Teckchand Vaswani T.V. Srinivasan
L. V. Anantram V.G. Suresh Kumar
R. Varadarajan T.S. Ramakrishnan
A.K. Sabesan

Directors

K. V. Aiyappan
Chairman
P. Sankaran
Executive Director
J. Narassimhan
Company Secretary

K.C. Sthalasayanam
Chartered Accountant

Place : Chennai

Date : 11.05.2009



SCHEDULES FORMING PART OF ACCOUNTS

	ASAT 31.03.2009 Rs.		ASAT 31.03.2008 Rs.
SCHEDULE 'A' SHARE CAPITAL:			
AUTHORISED			
1,20,00,000 EQUITY SHARES OF RS.10/- EACH	<u>12,00,00,000</u>		<u>12,00,00,000</u>
ISSUED, SUBSCRIBED AND PAID-UP			
60,00,000 EQUITY SHARES OF RS.10/- EACH	<u>6,00,00,000</u>		<u>6,00,00,000</u>
	<u>6,00,00,000</u>		<u>6,00,00,000</u>
 SCHEDULE 'B' RESERVES & SURPLUS:			
GENERAL RESERVES	10,000		10,000
ADD :			
ADDITIONS MADE DURING THE YEAR	<u>0</u>	10,000	<u>0</u>
	10,000		10,000
 STATUTORY RESERVES (OP. BAL.)			
	63,54,031		59,94,031
ADD :			
ADDITIONS MADE DURING THE YEAR	<u>1,00,000</u>	64,54,031	<u>3,60,000</u>
	43,52,668		30,26,946
ADD :			
BALANCE FROM P&L ACCOUNT	<u>1,13,163</u>	44,65,831	<u>13,25,722</u>
	<u>1,09,29,862</u>		<u>1,07,16,699</u>
 SCHEDULE 'C' UNSECURED LOANS			
RENT DEPOSIT	<u>23,63,292</u>		<u>27,78,800</u>
	<u>23,63,292</u>		<u>27,78,800</u>

SCHEDULE 'D'

FIXED ASSETS

Sl. No.	Description	GROSS BLOCK			DEPRECIATION			NET BLOCK	
		Cost as at 31.03.2008	Additions (Deletions)	As at 31.03.2009	Upto 31.03.2008	For the period 1.4.2008 to 31.03.2009	As at 31.03.2009	As at 31.03.2008	As at 31.03.2009
		Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
	FOR OWN USE								
1	Land	1,10,15,524	0	1,10,15,524	0	0	0	1,10,15,524	1,10,15,524
2	Buildings	1,99,51,913	2,57,080	2,02,08,993	67,12,100	6,70,558	73,82,658	1,32,39,813	1,28,26,335
3	Furniture & Fittings	16,65,385	43,800	17,09,185	9,70,864	1,29,676	11,00,540	6,94,521	6,08,645
4	Interior Decoration	1,21,57,048	(5,32,547)	1,16,24,501	49,30,177	7,22,688	56,52,865	72,26,871	59,71,636
5	Office Equipments	37,38,366	31,500	37,69,866	26,13,439	2,09,322	28,22,761	11,24,927	9,47,105
6	Electrical Fittings	1,04,69,470	1,81,017 (78,059)	1,05,72,428	49,59,683	11,24,161	60,83,844	55,09,787	44,88,584
7	Vehicle	16,15,335	0	16,15,335	16,02,117	3,300	16,05,417	13,218	9,918
8	Others	10,780	0	10,780	10,780	0	10,780	0	0
9	Computers	1,68,20,859	11,33,280 (8,49,969)	1,71,04,170	91,37,007	34,15,157	1,25,52,164	76,83,852	45,52,006
10	Genset	14,05,424	21,380	14,26,804	5,20,775	1,79,066	6,99,841	8,84,649	7,26,963
	Sub Total	7,88,50,104	2,07,482	7,90,57,586	3,14,56,942	64,53,928	3,79,10,870	4,73,93,162	4,11,46,716
	LEASED ASSETS								
	Plant & Machinery	3,16,55,846	0	3,16,55,846	3,16,55,846	0	3,16,55,846	0	0
	GRAND TOTAL	11,05,05,950	2,07,482	11,07,13,432	6,31,12,788	64,53,928	6,95,66,716	4,73,93,162	4,11,46,716





	AS AT 31.03.2009	AS AT 31.03.2008
	Rs.	Rs.
SCHEDULE 'E' INVESTMENTS (AT COST)		
A. INVESTMENT IN SHARES	—	26,64,531
(A) QUOTED—EQUITY SHARES		
SL. COMPANY NO.	NO. OF SHARES	COST PRICE
1. GMR INFRASTRUCTURE LTD.	6030	5,83,540
2. NEULAND LABS LTD.	5715	8,35,217
3. NOCIL LTD.	14400	2,04,057
4. NOIDA TOLL BRIDGE LTD.	7200	1,73,973
5. FORTIS HEALTHCARE LTD.	3330	2,35,342
6. SUVEN LIFE SCIENCES LTD.	12150	2,48,620
7. ZENSAR TECHNOLOGIES LTD.	3600	4,57,494
8. RELIANCE POWER LTD.	3420	5,52,766
9. DLF LTD.	1485	5,37,518
10. IDEA CELLULAR LTD.	3600	1,98,476
11. MINDTREE LTD.	810	2,38,320
12. IVR-PRIME URBAN DEVELOPERS LTD.	4500	1,95,871
Total	<u>66240</u>	<u>44,61,194</u>
Add : Others	—	50,000
Total	<u><u>66240</u></u>	<u><u>45,11,194</u></u>
B. OTHER INVESTMENTS (Unquoted) IN ASSOCIATE COMPANY:		
M/S YOHA SECURITIES LIMITED	<u>38,40,000</u>	<u>38,40,000</u>
	<u><u>83,51,194</u></u>	<u><u>65,04,531</u></u>



	ASAT 31.03.2009	AS AT 31.03.2008
	Rs.	Rs.
SCHEDULE 'F' CURRENT ASSETS		
A. STOCK ON HIRE UNDER HIRE AND VEHICLE HP AGREEMENTS (AT THE PRINCIPAL VALUE LESS AMOUNTS RECEIVED)	14,70,186	14,12,992
B. BALANCE IN CURRENT ACCOUNT WITH SCHEDULED BANKS	2,21,891	10,37,985
C. FIXED DEPOSIT WITH BANK	4,50,000	0
D. CASH ON HAND	6,883	6,167
	<hr/> 21,48,960 <hr/>	<hr/> 24,57,144 <hr/>



	AS AT 31.03.2009	AS AT 31.03.2008
Rs.	Rs.	Rs.
SCHEDULE 'G' LOANS AND ADVANCES		
(SECURED CONSIDERED GOOD)		
I LOANS:		
AGAINST SHARES	0	77,50,000
DEMAND LOANS	1,27,57,000	18,74,986
	<u>1,27,57,000</u>	<u>96,24,986</u>
II ADVANCE & DEPOSITS		
(RECOVERABLE IN CASH OR KIND)		
SALES TAX DEPOSIT	12,000	12,000
TELEPHONE DEPOSIT	1,01,220	1,01,220
ELECTRICITY DEPOSIT	7,03,667	7,03,667
TAX DEDUCTED AT SOURCE	1,07,22,788	84,98,479
OTHER ADVANCES	20,000	0
ADVANCE INCOME TAX	14,91,380	14,91,380
V SAT DEPOSIT (M/s K.C.S.-BSE)	25,000	25,000
FRINGE BENEFIT TAX	26,191	9,591
DP/DEMAT - DEPOSIT	10,000	10,000
RENT DEPOSIT	0	2,00,000
	<u>1,31,12,246</u>	<u>1,10,51,337</u>
	<u>2,58,69,246</u>	<u>2,06,76,323</u>
SCHEDULE 'H' CURRENT LIABILITIES		
UNCLAIMED DIVIDEND	0	18,291
INTEREST RECEIVED IN ADVANCE	2,55,592	0
	<u>2,55,592</u>	<u>18,291</u>
SCHEDULE 'I' PROVISIONS		
PROVISION FOR DEFERRED TAX	6,00,000	6,00,000
PROVISION FOR NPA	9,17,370	9,17,370
PROVISION FOR TAX	24,50,000	20,00,000
	<u>39,67,370</u>	<u>35,17,370</u>



	ASAT 31.03.2009	ASAT 31.03.2008	
Rs.	Rs.	Rs.	
SCHEDULE 'J' OTHER INCOME			
A. INTEREST ON FD DEPOSITS/GOVT. BONDS	15,158	21,034	
B. COMMISSION AND SERVICE CHARGES	76,500	0	
C. DIVIDEND INCOME	1,28,384	3,79,360	
D. MISC. INCOME & COMMISSION ON BILLS	48,170	17,500	
E. PROFIT ON TRADING OF SHARES	(87,865)	16,58,486	
F. RENT & AMENITIES	79,38,862	50,83,468	
	<u>81,19,209</u>	<u>71,59,848</u>	
SCHEDULE 'K' SALARIES, ALLOWANCES AND BONUS			
A. SALARIES	7,78,400	5,68,419	
B. STAFF WELFARE	74,016	73,589	
C. ENTERTAINMENT EXPENSES	18,000	17,328	
D. MEDICAL ALLOWANCE	45,600	25,503	
E. EXGRATIA & BONUS	49,400	59,965	
	<u>9,65,416</u>	<u>7,44,804</u>	



	ASAT 31.03.2008 Rs.	ASAT 31.03.2007 Rs.
SCHEDULE 'L' ADMINISTRATIVE AND OTHER EXPENSES		
A. VEHICLE MAINTENANCE	757	5,833
B. TELEPHONE CHARGES	60,668	79,840
C. SUBSCRIPTION AND PRESENTS	39,258	53,243
D. FILING FEES	2,675	3,500
E. DIRECTORS SITTING FEES	2,70,000	2,00,000
F. ELECTRICITY CHARGES	92,388	1,78,256
G. POOJA EXPENSES	7,465	6,019
H. PRINTING & STATIONERY	47,977	49,348
I. POSTAGE & TELEGRAMS	12,966	8,105
J. TRAVELLING & CONVEYANCE	4,05,596	5,54,280
K. NINSURANCE	80,642	97,620
L. REPAIRS & MAINTENANCE	5,68,750	6,51,198
M. ADVERTISEMENT EXPENSES	26,640	2,18,680
N. BOOKS & FORMS	12,359	11,649
O. MISCELLANEOUS EXPENSES	83,701	71,665
P. PROFESSIONAL CHARGES	7,450	5,500
Q. RATES & TAXES (INCLUDES PROPERTY TAX)	2,54,043	1,84,616
R. ANNUAL LISTING FEES	36,000	36,000
S. SECURITY CHARGES	1,02,189	1,65,808
T. DEMAT CHARGES	20,000	1,010
U. AUDIT FEES	75,000	84,180
V. FUEL & OIL EXPENSES	43,001	16,813
W. CUSTODIAL CHARGES	17,840	11,224
X. RENT PAID	1,00,000	1,29,032
Y. DONATIONS	36,000	0
Z. BUSINESS DEVELOPMENT	9,656	15,584
AA. LEGAL CHARGES	25,000	1,78,918
	<u>24,38,021</u>	<u>30,17,921</u>
SCHEDULE 'M' FINANCIAL EXPENSES		
A. BANK CHARGES	4,653	2,715
B. INTEREST	1,86,639	0
	<u>1,91,292</u>	<u>2,715</u>



NOTES ON ACCOUNTS:

- 1 The Financial Statements are prepared in accordance with the historical cost convention and applicable accounting standards.
- 2 Accrual method of accounting is followed with regard to Income and Expenses.
- 3 Income from Hire Purchase Advances are accounted by adopting Internal Rate of Return Method for the Instalments due as per the Agreement.
- 4 Fixed Assets are stated at cost less Depreciation.
- 5 Depreciation has been provided on the written down value method at the rates specified (on prorata basis) in Schedule XIV of the Companies Act, 1956.
- 6 Stock on Hire has been valued at the amount advanced less instalments received.
- 7 Investments are stated at cost. (Market Value of Listed Shares Rs.31,50,812/-)
- 8 Auditor's Remuneration:

	Rs.
Audit Fees	35,000.00
Tax Audit Fees	20,000.00
Management Services & Certification Work	20,000.00
Out of Pocket Expenses	6,250.00
- 9 Expenditure in Foreign Currency : NIL.
- 10 Contingent liability not provided for : NIL.
- 11 Figures have been regrouped or reclassified wherever necessary.
- 12 Figures have been rounded off to the nearest rupee.
- 13 The previous year figures for the Balance Sheet and Profit and Loss A/c are given wherever applicable.
- 14 Managerial Remuneration:
Total Managerial Remuneration paid to Executive Director: Rs.2,58,050/-.

As per my report attached

Teckchand Vaswani T.V. Srinivasan
L. V. Anantram V.G. Suresh Kumar
R. Varadarajan T.S. Ramakrishnan
A.K. Sabesan

Directors

K. V. Aiyappan
Chairman
P. Sankaran
Executive Director
J. Narassimhan
Company Secretary

K.C. Sthallasayanam
Chartered Accountant

Place : Chennai

Date : 11.05.2009



**SCHEDULE TO THE BALANCE SHEET OF
ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED**
(AS REQUIRED IN TERMS OF PARAGRAPH 9BB OF NON BANKING FINANCIAL
COMPANIES PRUDENTIAL NORMS (RESERVE BANK) DIRECTIONS, 1998)

PARTICULARS

Liabilities Side :

	Amount Outstanding Rs.	Amount Overdue Rs.
1 Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:		
(a) Debentures : Secured	0	0
Unsecured (other than falling within the meaning of public deposits)	0	0
(b) Deferred Credits	0	0
(c) Term Loans	0	0
(d) Inter-corporate loans and borrowing	0	0
(e) Commercial Paper	0	0
(f) Public Deposits	0	0
(g) Other Loans (specify nature) Deposits from Directors and their Relatives	0	0
2 Break-up of (1) (f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):		
(a) In the form of Unsecured debentures	0	0
(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	0	0
(c) Other public deposits	0	0

Assets Side:

3 Break-up of Loans and Advances including bills receivables (Other than those included in (4) below):		
(a) Secured	51,07,000	0
(b) Unsecured	76,50,000	0



	Amount Outstanding Rs.	Amount Overdue Rs.
4 Break-up of Leased Assets and Stock on Hire and Hypothecation		
Loans counting towards EL/HP activities:		
(i) Lease assets including lease rentals under sundry debtors:		
(a) Financial Lease	0	0
(b) Operating Lease	0	0
(ii) Stock on Hire including hire charges under sundry debtors:		
(a) Assets on hire	14,70,186	7,23,186
(b) Repossessed Assets	0	0
(iii) Hypothecation loans counting towards EL/HP activities		
(a) Loans where assets have been repossessed	0	0
(b) Loans other than (a) above	0	0
5 Break-up of Investments:		
Current Investments:		
1 Quoted:		
(i) Shares : (a) Equity	45,11,194	
(b) Preference	0	
(ii) Debentures and Bonds	0	
(iii) Units of mutual funds	0	
(iv) Government Securities	0	
(v) Others (Please Specify)	0	
2 Unquoted:		
(i) Shares : (a) Equity	0	
(b) Preference	0	
(ii) Debentures and Bonds	0	
(iii) Units of mutual funds	0	
(iv) Government Securities	0	
(v) Others (Please Specify)	0	
Long Term Investments:		
1 Quoted:		
(i) Shares : (a) Equity	0	
(b) Preference	0	
(ii) Debentures and Bonds	0	
(iii) Units of mutual funds	0	
(iv) Government Securities	0	
(v) Others (Please Specify)	0	



2	Unquoted:		Rs.
	(i) Shares : (a) Equity	38,40,000	
	(b) Preference	0	
	(ii) Debentures and Bonds	0	
	(iii) Units of mutual funds	0	
	(iv) Government Securities	0	
	(v) Others (Please Specify)	0	

6 Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances:

Category	Amount of Net Provisions		Total Rs.
	Secured Rs.	Unsecured Rs.	
1 Related Parties			
(a) Subsidiaries	0	0	0
(b) Companies in the same group	0	0	0
(c) Other related parties	0	0	0
2 Other than related Parties	1,42,27,186	0	1,42,27,186
Total	1,42,27,186	0	1,42,27,186

7 Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):

Category	Market Value/ Break up or fair value or NAV	Book Value (Net of Provisions)
	Rs.	Rs.
1 Related Parties		
(a) Subsidiaries	0	0
(b) Companies in the same group	38,40,000	38,40,000
(c) Other related parties	0	0
2 Other than related Parties	31,50,812	45,11,194

8 Other Information:

(i) Gross Non-Performing Assets	
(a) Related Parties	
(b) Other than related parties	7,23,186
(ii) Net Non-Performing Assets	
(a) Related Parties	0
(b) Other than related parties	7,23,186
(iii) Assets acquired in satisfaction of debt	0



**ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED
BALANCE SHEET ABSTRACT AND COMPANY'S BUSINESS PROFILE
AS PER SCHEDULE VI, PART (IV) OF THE COMPANIES ACT, 1956**

I REGISTRATION DETAILS

Registration No.

State Code

C I N No.

Balance Sheet

Date

Date

Month

Year

II CAPITAL RAISED DURING THE YEAR

(AMOUNT RS. IN THOUSANDS)

Public Issue

Bonus Issue

Rights Issue

Private Placement

III POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS

(AMOUNT RS. IN THOUSANDS)

Total Liabilities

Total Assets

SOURCES OF FUNDS

Paid-up Capital

Reserves and Surplus

Secured Loans

Unsecured Loans

APPLICATION OF FUNDS

Net Fixed Assets

Investments

Net Current Assets

Misc. Expenditure

Accumulated Losses



IV PERFORMANCE OF COMPANY
(AMOUNT RS. IN THOUSANDS)

Total Income Total Expenditure

Profit/Loss Before Tax Profit/Loss After Tax

Earnings Per Share (Rs.) Dividend Rate (%) - NIL

V GENERIC NAMES OF PRINCIPAL PRODUCTS/SERVICES
OF THE COMPANY

(AS PER MONETARY TERMS) Item Code No. NOT APPLICABLE

Product Description



ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2009

	31.03.09 (Rs. in lakhs)		31.03.08 (Rs. in lakhs)
A. CASH FLOW FROM OPERATING ACTIVITIES:			
Net Profit before tax		6.63	21.86
Adjustments :			
Add: Provision for Depreciation	64.54		78.94
Bad Debts Written Off	-		-
	<u> </u>	64.54	<u> </u>
			78.94
Net Profit before tax and extra-ordinary items		71.17	100.80
Less : Provision for Tax	4.50		5.00
Provision for NPA	-		-
Lease Equalisation Fund	-	4.50	-
		<u> </u>	<u> </u>
			5.00
Operating Profit before working Capital changes		66.67	95.80
Adjustments for Trade and other Receivables	52.50		46.06
Trade Payables	(6.87)		4.98
	<u> </u>	45.63	<u> </u>
NET CASH FROM OPERATING ACTIVITIES		21.04	<u> </u>
			54.72



	31.03.09 (Rs. in lakhs)	31.03.08 (Rs. in lakhs)
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Fixed Assets	2.07	81.74
Increase / Decrease in Investments	<u>18.46</u>	<u>(21.86)</u>
NET CASH USED IN INVESTING ACTIVITIES	(20.53)	59.88
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from Long term Borrowings	<u>(4.16)</u>	<u>(1.10)</u>
NET CASH USED IN FINANCING ACTIVITIES	(4.16)	(1.10)
Net increase in Cash and Cash Equivalents	(3.65)	(6.26)
Cash and Cash Equivalents as at 01.04.2008	10.44	-
Cash and Cash Equivalents as at 01.04.2007	-	10.44
Cash and Cash Equivalents as at 31.03.2009	6.79	-
Cash and Cash Equivalents as at 31.03.2008	-	16.70

Auditor Certificate

I have examined the above Cash Flow Statement of Abirami Financial Services (India) Limited for the year ended 31st March, 2009. The Statement has been prepared by the Company in accordance with the requirements of clause 32 of Listing Agreement with Stock Exchanges and is based on and in agreement with the corresponding Profit and Loss Account and Balance Sheet of the Company covered by my report of May 11th, 2009 to the members of the Company.

Chennai
11.05.2009

K.C. STHALASAYANAM
Chartered Accountant



NOTICE UNDER SECTION 302 OF THE COMPANIES ACT, 1956

Regarding Re-appointment and Payment of Remuneration to Executive Director.

Abstract of the Terms of Re-appointment.

- Name of the Director : Mr. P. Sankaran
- Date of Re-appointment : 19-06-2009
- Designation : Executive Director
- Period of Appointment : One year from 19-06-2009
- Terms of Appointment : (a) Salary : Rs. 17,500/- per month.
(b) Conveyance allowance : Rs. 3,500/- per month.
(c) Perquisites : In addition to salary and conveyance allowance Mr. P. Sankaran will also be entitled to other benefits and reimbursement of expenses on one residential telephone as per company's rules."
- Interest of Other Directors : Mr. P. Sankaran is interested since it relates to his re-appointment and remuneration. None of the other directors are interested in his re-appointment.

Place: Chennai
Date : 11-05-2009

L.V. ANANTRAM
Director



ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED

“Capital Place” New No. 16 (Old No. 50), South Boag Road, T Nagar, Chennai 600 017.

PROXY

Folio No. _____

I/We..... of..... in the District of..... being member(s) of the above named Company hereby appoint of in the District Of..... Or failing him/her Of..... in the District of..... As my/our Proxy to attend and vote for me/us on my/our behalf at the Sixteenth Annual General Meeting of the Company to be held on Monday, August 10th, 2009 at 10.15 A.M. and at every adjournment thereof.

Signed this day of 2009.

Address :
.....
.....

Affix
1 Rupee
Revenue
Stamp

Signature

Notes : The proxy form duly completed must be deposited at the Registered Office of the Company not less than 48 hours before the time of holding the meeting. A Proxy need not be a member.

ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED

“Capital Place” New No. 16 (Old No. 50), South Boag Road, T Nagar, Chennai 600 017.

ATTENDANCE SLIP

I hereby record my presence at the **SIXTEENTH ANNUAL GENERAL MEETING** of the Company at “Capital Place”, New No. 16 (Old No. 50), South Boag Road, T Nagar, Chennai 600 017 at 10.15 A.M. on Monday, August 10th, 2009.

Full Name of the Shareholder
(In Block Letters)

Signature

Folio No. _____

Full Name of Proxy
(In Block Letters)

Signature