

# **ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED**



**NINETEENTH ANNUAL REPORT 2011 - 2012**

**REGISTERED OFFICE  
"CAPITAL PLACE"**

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

**CORPORATE WEBSITE : [www.afslindia.com](http://www.afslindia.com)**

**E-MAIL ID : [abi@afslindia.com](mailto:abi@afslindia.com) [abicompliance@afslindia.com](mailto:abicompliance@afslindia.com)**



## **ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED**

### **BOARD OF DIRECTORS :**

- Mr. K.V. Aiyappan* - *Chairman*  
*Mr. Teckchand Vaswani* - *Director*  
*Mr. L.V. Anantram* - *Director*  
*Mr. T.V. Srinivasan* - *Independent Director*  
*Mr. V.G. Suresh Kumar* - *Independent Director*  
*Mr. U.K. Selvathilak* - *Independent Director*  
*Mr. J.Viswanathan* - *Independent Director*  
*Mr. K.M. Narasimhan* - *Independent Director*  
*Mr. P. Sankaran* - *Executive Director*

### **AUDITOR**

**: R. Bhaskar & Co.**  
*Chartered Accountants,*  
*D.C. Towers, No.17, 3rd Floor,*  
*F 37-38, Second Avenue, Anna Nagar,*  
*Chennai-600102.*

### **BANKERS**

**: M/s. Lakshmi Vilas Bank Ltd.,**  
*Cathedral Road Branch, Chennai.*

*M/s. Indian Overseas Bank*  
*Cathedral Road Branch, Chennai.*

*M/s. Canara Bank*  
*T.Nagar Branch, Chennai.*

### **REGISTERED OFFICE**

**: "CAPITAL PLACE"**  
*New No.16 (Old No. 50), South Boag Road*  
*T. Nagar, Chennai 600 017.*



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**NOTICE TO SHAREHOLDERS :**

NOTICE is hereby given that the Nineteenth 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 600 017 on Thursday the 05<sup>th</sup> July 2012 at 9.30 A.M. to transact the following business:

**ORDINARY BUSINESS:**

**1. Adoption of Accounts:-**

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

**2. Appointment of Directors Retiring By Rotation:-**

- (a) To appoint a Director in the place of Mr K V Aiyappan who retires by rotation and being eligible offers himself for re-appointment.
- (b) To appoint a Director in the place of Mr U.K.Selvathilak who retires by rotation and being eligible offers himself for re-appointment.
- (c) To appoint a Director in the place of Mr J. Viswanathan who retires by rotation and being eligible offers himself for re-appointment.

**3. Appointment of Auditors:-**

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

**"RESOLVED THAT** R.Bhaskar & Co, Chartered Accountants, D.C.Towers, No.17, 3rd Floor, F 37 & 38, Second Avenue, Anna Nagar, Chennai-600 102 be and are hereby appointed as Statutory Auditors of the company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting on a remuneration as may be determined by the Board of Directors".



**SPECIAL BUSINESS:**

**4. Appointment of Executive Director:-**

- (a) 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 Appointed as Executive Director of the Company for a period of One Year with effect from 19/06/2012 on the following terms and conditions: -

- (a) Salary : ₹ 30,000/- per month.
- (b) Perquisites : In addition to salary, Mr.P.Sankaran is entitled to other benefits and perquisites as may be Provided to other executives of the company and re-imbursement of expenses on one residential Telephone as per company 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 appointment of special business set out under item No. 4 is annexed hereto.
3. The Register of Members and Share Transfer Books of the company will remain Closed from 02<sup>nd</sup> of July 2012 to 05<sup>th</sup> of July 2012 (Both days inclusive).



4. As per Section 205A of the Companies Act, 1956 the Company had already transferred all unclaimed/unpaid dividends 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 members 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 - 17  
Date : 03-05-2012.

**P. SANKARAN**  
**Executive Director**

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

**Item No.4:**

Your Directors would like to inform you that the term of office of the Executive Director Mr. P.Sankaran is expiring on 18/06/2012. In order to recognize the hard work and good performance of Mr.P.Sankaran, the Board of Directors at their meeting held on 03/05/2012 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 at its meeting held on 16/04/2012 approved his remuneration 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:-

None of the Directors are interested or concerned in passing of the Resolutions, except Mr.P.Sankaran, Present Executive 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 (a) of the Notice

Name : Mr. K.V. Aiyappan  
Age : 62 years  
Qualification : Master of Science  
Date of Appointment : 19<sup>th</sup> April, 1993  
Occupation : International Business / Industrialist.  
No. of Shares held by him : 24,65,000  
Expertise :

He is an experienced Banker having served more than a decade with Indian Overseas Bank in India and Hong Kong. He has got vast experience in the Banking, International Trade, software development and software trading. He has been guiding the management of the company since its inception and closely monitoring the crossing of each & every milestone. He has varied business interests in Honk Kong & Singapore

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

Sl. No.	Name of the company	Position	Committee Membership	
			Chairman	Member
1.	Yoha Securities Limited	Chairman	--	--
2	Sumeru Soft Private Limited	Chairman	--	--
3	Sumeru Media & Communication Private Ltd.,	Chairman	--	--
4	Sumeru Logistics Private Limited	Chairman	--	--
5	Sumeru Holdings Private Limited	Chairman	--	--
6	Sumeru e-Technologies Private Limited	Chairman	--	--
7	Uma Apparels Private Limited	Chairman	--	--
8	Vaakya Technologies Private Limited	Director	--	--
9	Sri Ranga Holdings 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.2 (b) of the Notice

Name : Mr. U.K. Selvathilak

Age : 48 Years

Qualification : M.B.A.

Date of Appointment : 24<sup>th</sup> April, 2010

Occupation : Business

No. of Shares held by him : NIL

Expertise :

Being an M.B.A. his services will be useful in the Board. Moreover, his marketing ability will be useful for the business of the company.

Details of other Directorships / Committee Membership held by him are: 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.4 (a) of the Notice

Name	:	Mr. J.Viswanathan
Age	:	65 Years
Qualification	:	B.Com; CAIIB (PI)
Date of Appointment	:	23 <sup>rd</sup> July 2010.
Occupation	:	Business
No. of Shares held by him	:	NIL.
Expertise	:	

Mr.J.Viswanathan is an experienced Banker. He joined Indian Overseas Bank in the year 1967 and retired in 2008 as Chief Manager. During his tenure of 41 years in I.O.B. he held various positions in different parts of India. He also served as Independent Manager in one of the Hong Kong branches of I.O.B.

Details of other Directorships / Committee Membership held by him are: - NIL



## ***DIRECTORS' REPORT :***

Your Directors have pleasure in presenting the Nineteenth Annual Report of your Company with Audited Accounts for the year ended 31 March, 2012.

### **PERFORMANCE:**

The Performance of the Company for the year ended 31 March, 2012 is briefly set out below:

	₹ in Lakhs
INCOME FOR THE YEAR	92.99
LESS: EXPENDITURE FOR THE YEAR	48.66
PROFIT BEFORE DEPRECIATION & TAX	44.33
LESS: DEPRECIATION	22.73
PROVISION FOR TAX & STANDARD ASSETS	8.09
PROFIT AVAILABLE FOR APPROPRIATION	13.51
ADD: OPENING BALANCE IN P&L ACCOUNT	69.14
LESS: TRANSFER TO STATUTORY RESERVES	2.70
BALANCE C/F TO P&L ACCOUNT	79.95

### **DIVIDEND:**

Your Company has not recommended any Dividend due to insufficient profits. This may also strengthen the reserves.



## **MANAGEMENT DISCUSSION & ANALYSIS:**

### **REVIEW OF OPERATIONS:**

During the year your company's loan transactions totalling ₹ 319.50 lakhs were disbursed as against ₹ 293.56 lakhs in the previous year. None of the new borrowal accounts have fallen NPA. Your Company ventured into the Advances through factoring of receivables. The working capital finance amounted ₹ 220 lakhs against receivables during the period under review. The total interest income of ₹ 40.46 lakhs which included ₹ 3.68 lakhs collected towards interest during the short period of four months from December 2011. The other income for the year stood at ₹ 52.53 lakhs including ₹ 1.10 lakhs collected as Factoring service charges. The reduction in other income for the year was mainly caused by shortfall in profit on share trading due to a very volatile market and lower rental income and amenities charges consequent to surrender of some areas by tenants.

With a view to increasing financial income your company increased the investment portfolio also to ₹ 260.61 lakhs. The resultant income from these investments would augment the Company's income in the long run.

Your Company is happy to inform you that due to constant review, follow up, the company has been complying with Asset / Income pattern norms fixed by RBI for NBFC companies in the current year under review.

### **WEBSITE:**

Performance particulars of the Company can be ascertained by the share holders / public from website, [www.afslindia.com](http://www.afslindia.com)

### **FUTURE PROSPECTS:**

Your Directors are also considering further expansion of business of receivable financing, financing of commercial vehicles and construction equipments during the current year. Hence, your directors are hopeful of achieving improved results in the ensuing years.

### **ECONOMY MEASURES:**

The Company has put into effect economy measures consistent with the need to continue the operations on a moderate scale with efficiency and promptness.

**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 and suggests control measures for further improvement / transparency.

**FIXED DEPOSITS:**

The Company does not hold any deposits from the public or others as at 31 March, 2012 and hence, the company does not have any unpaid deposit or interest.

**DIRECTORS:**

Mr K V Aiyappan, Mr U.K.Selvathilak and Mr J.Viswanathan Directors retiring by rotation, being eligible have offered themselves for re-appointment.

At the Board Meeting held on 03/05/2012, Mr.P.Sankaran, Executive Director has been re-appointed for a period of one year with effect from 19/06/2012 on the terms and conditions as detailed in the Special resolution placed for shareholder's approval.

**CORPORATE GOVERNANCE REPORT:**

A Certificate from the auditors 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, 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.

**AUDITORS:**

R.Bhaskar & Co, Chartered Accountants, Chennai are recommended for re-appointment as Statutory Auditors of the company to hold office from the conclusion of this Annual General meeting till the conclusion of the next Annual General Meeting.

**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 - 17  
Date : 03-05-2012.

**L.V. ANANTRAM**  
Director

**P. SANKARAN**  
Executive Director



## CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members of M/s. Abirami Financial Services (India) Limited

We 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, 2012.

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

The compliance of the conditions of the Corporate Governance is the responsibility of the Management. Our 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 our examination of the records produced, explanations and information furnished, we 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 Cause 49 of the Listing Agreement:
  - (i) Remuneration committee.
  - (ii) Whistle blower mechanism.
  - (iii) Providing office for Non-Executive Chairman.

Place: Chennai.  
Date: 03-05-2012.

R. BHASKAR & CO;  
CHARTERED ACCOUNTANTS  
F. No. 008860S

R. BHASKAR  
PROPRIETOR  
M. No. 026584



## **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).

### **COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:**

The company is committed to Good Corporate 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 government, lenders and the employees.

The Company follows the Know your Customer Guidelines and fair practice code which details detailed guidelines for dealing with customers in order to improve transparency in operations and strengthen Corporate Governance.

The company strives hard to achieve establishment of Internal Controls and risk Management. The Company respects the right of its shareholders to information on the performance of the company.

### **BOARD OF DIRECTORS:**

The Members of the Board of Directors are persons with considerable expertise and experience 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. Out of the eight directors five are independent directors. The Executive Director is Mr.P.Sankaran. Mr.K.V.Aiyappan and Mr.Teckchand Vaswani are Non-executive Promoter Directors. Mr.L.V.Anantram is a Non-executive Director. Mr.K.V.Aiyappan chairs the Board. Mr.T.V.Srinivasan, Mr.V.G.SureshKumar, Mr.U.K.Selvathilak, Mr.J.Viswanathan and Mr.K.M.Narasimhan are Independent Non-Executive Directors. More than half of the board consists of independent directors which fully satisfies the listing requirements in this regard.

The Independent Directors have made disclosures to the Board confirming that there are no material, financial and/ or commercial transactions between them and the company which could have potential conflict of interest with the company at large.

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](http://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.

The Executive Director of the company gives annual certification on financial reporting and internal controls to the Board in terms of Clause 49 of the Listing Agreement. The Executive Director also gives quarterly certification on financial results in terms of clause 41 of the Listing Agreement to the effect that the financial results do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading.

#### **BOARD MEETINGS:**

The Board of Directors formulates the business policies of the company, reviews the performance and decides on main issues concerning the company. During the year under review, the board has met four times. The meetings were held on 21-04-2011, 20-06-2011, 11-08-2011, 09-11-2011 and 27-01-2012.

The details of attendance at Board Meetings and details of other Directorships are given below. Apart from the above, committee Chairmanship/Membership held by the Directors in Indian public Limited companies as on 31/03/2012 are as follows:

Name of the Director	No. of Board Meetings	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	5	6	9	6	--
Teckchand Vaswani	-	--	5	--	--
L.V.Anantram	5	--	2	--	1
P.Sankaran	5	--	1	--	1
J.Viswanathan	5	--	--	--	--
T.V.Srinivasan	5	--	--	--	--
V.G.Sureshkumar	5	--	--	--	--
U.K.Selvathilak	5	--	--	--	--
K.M.Narasimhan	5	--	2	--	--



The above details include only chairmanship and membership of Audit committees and Share transfer/Investor Grievance committees.

All the Directors who are on the Board on the date of the Annual General Meeting except Mr.Teckchand Vaswani attended the A.G.M. held on 18/07/2011.

#### **AUDIT COMMITTEE:**

The Audit Committee reviews the financial accounting policies, internal control systems, and interacts with the Statutory Auditors and Internal Auditors. The Executive Director and the Statutory Auditor are invitees to the committee meetings.

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

The Audit Committee is consisting of Two Non-Executive Independent Directors and One Non-Executive Director. During the year the committee met 4 times on 18-04-2011, 10-08-2011, 08-11-2011 and 25/01/2012. Composition of the committee and attendance of members are as follows:

<u>Name of the Director</u>		<u>No.of Meetings Attended</u>
Mr.J.Viswanathan	Member & Chairman	4
Mr.L.V.Anantram	Member	4
Mr.T.V.Srinivasan	Member	4

The Company Secretary is the secretary to the committee.

The Chairman of then Audit committee Mr.J.Viswanathan was present at the AGM held on 18-07-2011.

#### **REMUNERATION COMMITTEE:**

The Remuneration Committee was re-constituted on 16-04-2011. Independent Director is the chairman of the committee. Mr.U.K.Selvathilak Independent Directors, Mr.L.V.Anantram, Non-executive Directors are the other members of the committee. The present committee consists of three non-executive independent directors and two non-executive directors. The details are as follows:-



1. Mr.K.V.Aiyappan Member
2. Mr.L.V.Anantram Member
3. Mr.J.Viswanathan Chairman
4. Mr.U.K.Selvathilak Member
5. Mr.K.M.Narasimhan Member

The Remuneration Committee has the mandate 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 16th April 2012 to consider payment of remuneration to Mr.P.Sankaran, Executive Director on his Appointment in June 2012.

#### **REMUNERATION OF DIRECTORS:**

The Non-Executive Directors of the company were paid sitting fee of Rs.5,000/- 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 numbers of shares held by non-executive directors are as follows:

<b>NAME OF THE DIRECTOR</b>	<b>SITTING FEES</b>	<b>NO.OF SHARES HELD</b>
Shri.K.V.Aiyappan	₹ 25,000/-	24,65,000
Shri.Teckchand Vaswani	Nil	10,80,000
Shri.L.V.Anantram	₹ 25,000/-	Nil
Shri.T.V.Srinivasan	₹ 25,000/-	Nil
Shri.V.G.Suresh Kumar	₹ 25,000/-	Nil
Shri U.K.Selvathilak	₹ 25,000/-	Nil
Shri. J.Viswanathan	₹ 25,000/-	Nil
Shri.K.M.Narasimhan	₹ 25,000/-	Nil



The Executive Director of the company Mr.P.Sankaran was re-appointed on contractual basis for a period of one year w.e.f.: 19/06/2012 at a consolidated salary of Rs.30,000/- Per month He has been recommended for re-appointment for a further period of one year with effect from 19/06/2012 on the same terms and conditions. He is entitled for other benefits and perquisites as may be provided to other executives of the company and reimbursement of expenses on one residential telephone as per Company rules.

The employment can be terminated by either party by giving one month notice in writing. The remuneration is within the limit of schedule XIII of the Companies Act, 1956. There is no separate provision for payment of severance fees.

There were no pecuniary relationships or transactions of the non-executive director's vis-a-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 Share Transfer/Investor's Grievance Committee comprising of Mr.J.Viswanathan, T.V.Srinivasan, and Mr.U.K.Selvathilak Non-executive independent Director as its Chairman, Mr.L.V.Anantram, Non-executive Director and J.Viswanathan, T.V.Srinivasan, and Mr.U.K.Selvathilak, Executive Director as members of the committee. The present members of the committee are as follows:-

- |                       |                                    |
|-----------------------|------------------------------------|
| 1. Mr.J.Viswanathan   | Non-Executive Independent Director |
| 2. Mr.L.V.Anantram    | Non-Executive Director             |
| 3. Mr.U.K.Selvathilak | Non-Executive Independent Director |
| 4. Mr.K.M. Narasimhan | Non-Executive Independent Director |
| 5. Mr.P.Sankaran      | Executive Director                 |

Mr.J.Viswanathan, is the Chairman of the Committee.

The Committee oversees the performance of the Registrars and Share transfer Agents of the company. 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 two times on 30-07-2011, and 30-11-2011 all the members attended the meetings.

For the post of company secretary advertisement in the news paper had been given and the board is waiting for the appropriate response.



### **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>
2008-09	Registered Office	10-08-2009	10.15 A.M.
2009-10	Registered Office	28-06-2010	10.15 A.M.
2010-11	Registered Office	18-07-2011	10.00 A.M.

Following Special resolutions were passed in the previous three A.G.Ms.

1. Re-appointment of Executive Director and Payment of Remuneration 10/08/2009
2. Re-appointment of Executive Director and Payment of Remuneration 28/06/2010
3. Re-appointment of Executive Director and Payment of Remuneration 18/07/2011

### **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 and 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 setup a Remuneration Committee comprising Three Non-Executive Independent Directors and two Non-Executive Directors. The details of the committee are given elsewhere in this report.
- 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 News today (Evening) and Malai Sudar (Tamil) both at Chennai. Apart from the above, the company had also sent the results and shareholding pattern to the Stock Exchanges where the Company's shares are Listed. The results were also published at company's website: [www.afslindia.com](http://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.P.Sankaran Executive Director 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](mailto: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 : Thursday, 05-07-2012 at 09.30 A.M.  
Venue : Registered Office:  
"Capital Place",  
New No.16 (Old No.50), South Boag Road,  
T Nagar, Chennai 600 017.

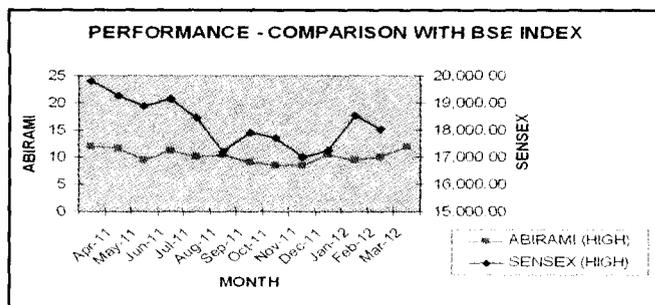


3. Financial year : April 01, 2012 to March 31, 2013.  
The Financial results will be adopted as per the following tentative schedule:  
Result for the Quarter ending 30 June, 2012 - On or before 14-08-2012.  
Result for the Quarter ending 30 Sep, 2012 - On or before 14-11-2012.  
Result for the Quarter ending 31 Dec, 2012 - On or before 14-02-2013.  
Result for the Year ending 31 March, 2013 - On or before 14-05-2013.
4. Book Closure Date : Monday, 2<sup>nd</sup> July, 2012 to  
Thursday, 5<sup>th</sup> July, 2012 (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: ABIFINSE & BSE: 511756.  
ISIN No. INE 195101013.
8. Annual Listing Fees : Paid to the Madras Stock Exchange Limited  
and Bombay Stock Exchange Limited for 2012-2013.
9. Stock Market Data \* : MONTH                      HIGH(₹)                      LOW(₹)
- |                |       |      |
|----------------|-------|------|
| April 2011     | 12.02 | 8.79 |
| May 2011       | 11.57 | 7.52 |
| June 2011      | 9.43  | 6.11 |
| July 2011      | 11.15 | 7.47 |
| August 2011    | 9.99  | 6.85 |
| September 2011 | 10.45 | 6.64 |
| October 2011   | 9.14  | 5.79 |
| November 2011  | 8.50  | 6.40 |
| December 2011  | 8.50  | 6.28 |
| January 2012   | 10.38 | 7.59 |
| February 2012  | 9.46  | 9.46 |
| March 2012     | 10.08 | 8.75 |
- (Source from BSE Website)

\* The data pertaining to our shares during the financial year ended 31st March, 2012 in MSE is Nil.



10. Share Price Performance :



11. Registrars and Transfer Agents

M/s.Cameo Corporate Services Limited  
: 1, Club House Road, Chennai 600 002.  
Phone No. (044) 28460390-6 lines, 2846 0084  
Fax No. (044) 28460129  
E-Mail ID: [cameo@cameoindia.com](mailto: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 dispatched to the transferee after getting approval from share transfer committee. The process is completed within the stipulated time mentioned in the Listing agreement 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 Share transfer 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 & BSE.



13. Share holding pattern and Distribution of Shareholding as on 31st March, 2012.

<u>Particulars</u>	<u>No. of Shares Held</u>	<u>Percentage</u>
<b>Promoter Holdings:</b>		
Indian	24,65,000	41.08%
Foreign	10,80,000	18.00%
<b>Non-Promoter Holdings:</b>		
Private Corporate Bodies	6,91,244	11.52%
NRIs	8,16,159	13.61%
Indian Public	9,47,597	15.79%

<b>Category</b>	<b>Total No. of Shareholders</b>	<b>% of Shareholders</b>	<b>Total Shares</b>	<b>% of Total equity</b>
1-5000	772	87.03	76658	1.28
5001-10000	32	3.61	25528	0.43
10001-20000	28	3.16	42958	0.72
20001-30000	11	1.24	27675	0.46
30001-40000	4	0.45	14027	0.23
40001-50000	8	0.90	37790	0.63
50001-100000	7	0.79	57242	0.95
100001 and above	25	2.82	5718122	95.30
Total	887	100	6000000	100

14. Dematerialisation of Shares : 56,09,613 Equity shares i.e.93.49% of company's paid up capital has been dematerialized up to 31-03-2012. Balance 3,90,387 shares i.e.6.51% are in physical form. The total number of shareholders holding shares in physical form is 682 and in demat form is 205. Shareholders holding shares physically are requested to demat their holdings at the earliest

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 RTA Agents M/s.Cameo Corporate Services Ltd.

For shares 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 : Mr. P. Sankaran, Executive Director  
Abirami Financial Services (India) Limited,  
"Capital Place" No.16/50, South Boag Road,  
T.Nagar, Chennai-600017,  
E-mail Id:abicompliance@afslindia.com

18. Transfer of unpaid/ unclaimed dividend amount to Investor Education and Protection Fund:

No unpaid/unclaimed dividend is due for transfer to Investor Education and Protection Fund.

19. The Executive Director of the company gives annual certification on financial reporting and internal controls to the Board in terms of Clause 49 of the Listing Agreement. The Executive Director also gives quarterly certification on financial results in terms of clause 41 of the Listing Agreement to the effect that the financial results do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading.

#### **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 2011-2012.

Place: Chennai - 17  
Date : 03-05-2012.

**P. SANKARAN**  
Executive Director



**R. BHASKAR & Co.**  
**CHARTERED ACCOUNTANTS**

D.C.Towers, No.17, 3rd Floor,  
F 37-38, Second Avenue, Anna Nagar East,  
Chennai-600102. Tel. No : 2626 0079

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**AUDITOR'S REPORT**

The Shareholders of Abirami Financial Services (India) Limited.

1. We have examined the attached Balance Sheet of ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED as at 31st March 2012 and the annexed Profit and Loss Account for the year ended on that date. 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 conducted our audit in accordance with the 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 misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit includes assessing the accounting principles used and significant estimates made by the 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 issued by the Company Law Board in terms of Section 227(4A) of the Companies Act, 1956, we enclose in the annexure a statement on the matters specified in the said order.*
4. Further to the comments in the annexure referred to paragraph 3 above, we report that:
  - (a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, the Company has kept proper books of account as required by law so far as it appears from our examination of such books.
  - (c) The Balance Sheet and the Profit and Loss Account dealt with by this report are in agreement with the books of account.
  - (d) As per the information and explanations given to us and on the basis of the written representation received from Directors, we report that none of the directors of the company are *prima facie* disqualified from being appointed as directors of the Company as at 31st March 2012, in terms of clause (g) of sub section (1) of section 274 of the Companies Act, 1956.



- (e) The said profit and loss account and the balance sheet comply with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956.
- (f) In our opinion and to the best of our information and according to the explanations furnished to us, the accounts read with the notes thereon give the information required by the Companies Act, 1956 in the manner so required, give a true and fair view in conformity with the accounting principles generally accepted in India.
  - (i) In the case of the Balance Sheet of the state of affairs of the Company as at 31<sup>st</sup> March 2012; and
  - (ii) In the case of the Profit and Loss Account of the **PROFIT** for the year ended on that date.

**ANNEXURE TO PARA 3 OF THE COMPANIES AUDITOR'S REPORT ORDER, 2003**

- I. (a) The Company has maintained proper records of fixed assets showing full particulars including quantitative details and location.
- (b) The Company has a regular programme of physical verification of its fixed assets which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. In accordance with this programme, fixed assets have been physically verified by the management during the year and no material discrepancies have been identified on such verification.
- (c) The Company has not during the year disposed off a substantial part of its Fixed Assets.
- II. (a) The Company, being Non-Banking Financial Company, does not have any inventory.
- III. (a) The Company has not granted any loans, secured or unsecured to companies, firms or other parties listed in the register maintained under section 301 of the Act.
- IV. In our opinion, the company has an internal control system commensurate with the size of the company and the nature of its business for purchase of inventory and fixed assets and for the sale of goods and services.



- V. a) The particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register required and these transactions have been entered in the prevailing market rates.
- VI. The company has not accepted any deposits from the public during the year of audit to which provisions of section 58A and 58 AA of The Companies Act, 1956 are applicable.
- VII. The company has an internal audit system commensurate with its size and the nature of its business.
- VIII. According to the information and explanation given to us maintenance of cost records are not applicable to the company.
- IX. (a) According to the information and explanation given to us the company is regular in depositing undisputed statutory dues including income tax, Sales tax, etc to the appropriate authorities.
- X. As the Company has not incurred any cash loss this clause is not applicable to the company.
- XI. According to the information and explanations given to us and to the extent of our examination of the records of the company it has not defaulted on repayment of dues to the financial institution or bank.
- XII. The company has granted loans on the basis of any security and proper records of the same are maintained.
- XIII. The company is not a Chit Fund, and hence this clause is not applicable to the company.
- XIV. As the company is dealing in shares, securities and proper records have been maintained of the transactions and contracts and timely entries have been made therein. The investments have been held by the company, in its own name.
- XV. As the company has not given any guarantee and hence this clause is not applicable to the company.
- XVI. The company has not availed any term loan except corporate borrowings.
- XVII. In so far as our examination of the books of accounts the company has not applied Short Term Funds for Long Term purposes.



- XVIII. The company has not made any preferential allotment of shares.
- XIX. Debentures have not been issued by the company.
- XX. No public money has been raised during the year of audit.
- XXI. There is no fraud on or by the company has been noticed or reported during the year.
- XXII. We further report that the company is engaged in the business of Non Banking Financial Institution and it has obtained a Certificate of Registration.
- XXIII. Company has fulfilled the norms in terms of Assets/Income pattern as on 31st March 2012.
- XXIV. Based on the criteria set forth by RBI, the company is not an AFC.
- XXV. 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 31st March 2012.
- XXVI. The company has complied with the prudential norms relating to income recognition, accounting standards, asset classification and provisioning for bad and doubtful debts as applicable to it in terms of Non-Banking Financial (Non- Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.

For R. BHASKAR & Co.  
Chartered Accountants  
F.No.008860S

Place : Chennai  
Date: 03-05-2012.

R. BHASKAR,  
Proprietor  
M.No.026584

ACCOUNTS  
2011 - 2012



**ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED**  
**BALANCE SHEET AS AT 31<sup>st</sup> MARCH 2012**

	Note No	As at 31.03.2012 ₹	As at 31.03.2011 ₹
<b>I EQUITY AND LIABILITIES</b>			
<b>1. SHARE HOLDER FUNDS</b>			
A. SHARE CAPITAL	1	6,00,00,000	6,00,00,000
B. RESERVES & SURPLUS	2	1,53,79,653	1,40,28,201
C. MONEY RECD AGST SHARE WARRANTS		0	0
<b>2. SHARE APPLICATION MONEY PENDING ALLOTMENT</b>			
		0	0
<b>3. NON - CURRENT LIABILITIES</b>			
A. LONG TERM BORROWINGS	3	0	0
B. DEFERRED TAX LIABILITIES (NET)			
C. OTHER LONG TERM LIABILITIES	4	7,81,332	11,26,780
D. LONG - TERM PROVISIONS	5	0	0
<b>4. CURRENT LIABILITIES</b>			
A. SHORT TERM BORROWINGS	6	40,00,000	1,75,00,000
B. TRADE PAYABLES			
C. OTHER CURRENT LIABILITIES	7	72,634	1,00,283
D. SHORT - TERM PROVISIONS	8	34,57,639	43,58,182
<b>TOTAL</b>		<b>8,36,91,258</b>	<b>9,71,13,446</b>

Note : Schedule 1 to 19 and Notes on Accounts thereon form part of this Balance Sheet.

J. Viswanathan	L.V. Anantram	K.V. Aiyappan <b>Chairman</b>	For R. BHASKAR & Co. <b>Chartered Accountants</b> F.No.008860S
T.V. Srinivasan	V.G. Suresh Kumar	P. Sankaran <b>Executive Director</b>	
U.K. Selvathilak	K.M. Narasimhan		
<b>Directors</b>			R. BHASKAR, Proprietor M.No.026584
Place: Chennai			
Date: 03-05-2012			



**ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED**  
**BALANCE SHEET AS AT 31<sup>st</sup> MARCH 2012**

	Note No	As at 31.03.2012 ₹	As at 31.03.2011 ₹
<b>II ASSETS</b>			
<b>1. NON - CURRENT ASSETS</b>			
<b>A. FIXED ASSETS</b>			
I. TANGIBLE ASSETS	9	3,07,36,876	3,36,76,910
II. INTANGIBLE ASSETS	10	0	0
III. CAPITAL WORK IN PROGRESS		0	0
IV. INTANGIBLE ASSET UNDER DEVELOPMENT		0	0
B. NON-CURRENT INVESTMENT	11	2,60,61,489	2,33,58,391
C. DEFERRED TAX ASSETS (NET)		0	0
D. LONG TERM LOANS AND ADVANCES	12	1,42,17,675	3,98,67,026
E. OTHER NON - CURRENT ASSETS	13	0	0
<b>2. CURRENT ASSETS</b>			
A. CURRENT INVESTMENTS	14	0	0
B. INVENTORIES	15	0	0
C. TRADE RECEIVABLES	16	0	0
D. CASH AND CASH EQUIVALENTS	17	6,75,218	2,11,119
E. SHORT TERM LOANS AND ADVANCES	18	1,20,00,000	0
F. OTHER CURRENT ASSETS	19	0	0
<b>TOTAL</b>		<b>8,36,91,258</b>	<b>9,71,13,446</b>

Note : Schedule 1 to 19 and Notes on Accounts thereon form part of this Balance Sheet.

J. Viswanathan

L.V. Anantram

K.V. Aiyappan  
**Chairman**

T.V. Srinivasan

V.G. Suresh Kumar

P. Sankaran  
**Executive Director**

U.K. Selvathilak

K.M. Narasimhan

**Directors**

Place: Chennai

Date: 03-05-2012

For R. BHASKAR & Co.  
**Chartered Accountants**  
F.No.008860S

R. BHASKAR,  
Proprietor  
M.No.026584



**ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED**  
**PROFIT & LOSS A/C FOR THE PERIOD FROM: 01/04/2011 TO 31/03/2012**

	Note No	As at 31.03.2012 ₹	As at 31.03.2011 ₹
I. REVENUE FROM OPERATION	20	40,46,799	30,92,785
II. OTHER INCOME	21	52,53,037	80,04,561
<b>III. TOTAL REVENUE (I + II)</b>		<b>92,99,836</b>	<b>1,10,97,346</b>
<b>IV. EXPENSES:</b>			
COST OF MATERIALS CONSUMED			
PURCHASE OF STOCK IN TRADE			
CHANGES IN INVENTORIES OF FINISHED GOODS			
WORK IN PROGRESS AND STOCK IN TRADE			
EMPLOYEE BENEFIT EXPENSES	22	11,06,978	10,83,335
FINANCIAL COSTS	23	5,18,554	2,184
DEPRECIATION AND AMORTIZATION EXPENSE		22,73,008	32,60,827
OTHER EXPENSES	24	34,86,366	29,44,968
<b>TOTAL EXPENSES</b>		<b>73,84,906</b>	<b>72,91,314</b>
V. PROFIT BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX ( III - IV )		19,14,930	38,06,032
VI. EXCEPTIONAL ITEMS		0	0
VII. PROFIT BEFORE EXTRAORDINARY ITEMS AND TAX ( V - VI )		19,14,930	38,06,032

Note : Schedule 20 to 24 and Notes on Accounts thereon form part of this Profit & Loss Account.

J. Viswanathan	L.V. Anantram	K.V. Aiyappan <b>Chairman</b>
T.V. Srinivasan	V.G. Suresh Kumar	P. Sankaran <b>Executive Director</b>
U.K. Selvathilak	K.M. Narasimhan	

**Directors**

Place: Chennai  
Date: 03-05-2012

For R. BHASKAR & Co.  
**Chartered Accountants**  
F.No.008860S

R. BHASKAR,  
Proprietor  
M.No.026584



**ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED**  
**PROFIT & LOSS A/C FOR THE PERIOD FROM: 01/04/2011 TO 31/03/2012**

	Note No	As at 31.03.2012 ₹	As at 31.03.2011 ₹
VIII. EXTRAORDINARY ITEMS		0	0
IX. PROFIT BEFORE TAX ( VII - VIII )		<u>19,14,930</u>	<u>38,06,032</u>
X. TAX EXPENSES:			
A. CURRENT TAX		8,33,778	27,00,000
B. DEFERRED TAX		0	0
XI. PROFIT/LOSS FROM THE PERIOD FROM CONTINUING OPERATIONS ( IX - X )		10,81,152	11,06,032
XII. PROFIT/LOSS FROM DISCONTINUING OPERATIONS		0	0
XIII. TAX EXPENSES FOR DISCONTINUING OPERATION		0	0
XIV. PROFIT/LOSS FROM DISCONTINUING OPERATIONS ( XII - XIII )		0	0
XV. PROFIT/LOSS FOR THE PERIOD ( XI + XIV )		<u>10,81,152</u>	<u>11,06,032</u>
XVI. EARNING PER EQUITY SHARE :			
A. BASIC		0.18	0.23
B. DILUTED		-	-

Note : Schedule 20 to 24 and Notes on Accounts thereon form part of this Profit & Loss Account.

J. Viswanathan	L.V. Anantram	K.V. Aiyappan <b>Chairman</b>
T.V. Srinivasan	V.G. Suresh Kumar	P. Sankaran <b>Executive Director</b>
U.K. Selvathilak	K.M. Narasimhan	

**Directors**

Place: Chennai  
Date: 03-05-2012

For R. BHASKAR & Co.  
**Chartered Accountants**  
F.No.008860S

R. BHASKAR,  
Proprietor  
M.No.026584



### SCHEDULES FORMING PART OF ACCOUNTS

		As at 31.03.2012		As at 31.03.2011
	₹	₹	₹	₹
<b>SCHEDULE 1 - SHARE CAPITAL:</b>				
AUTHORISED				
12000000 EQUITY SHARES OF RS.10/- EACH		12,00,00,000		12,00,00,000
		<u>12,00,00,000</u>		<u>12,00,00,000</u>
ISSUED, SUBSCRIBED AND PAID-UP				
6000000 EQUITY SHARES OF RS.10/- EACH		6,00,00,000		6,00,00,000
		<u>6,00,00,000</u>		<u>6,00,00,000</u>
		<u>6,00,00,000</u>		<u>6,00,00,000</u>
<b>SCHEDULE 2 - RESERVES &amp; SURPLUS:</b>				
GENERAL RESERVES	10,000		10,000	
ADD : ADDITIONS MADE DURING THE YEAR	<u>0</u>	10,000	<u>0</u>	10,000
STATUTORY RESERVES	71,04,031		68,04,031	
ADD : ADDITIONS MADE DURING THE YEAR	<u>2,70,300</u>	73,743,31	<u>3,00,000</u>	71,04,031
SURPLUS IN P & L ACCOUNT	69,14,170		58,08,138	
ADD : BALANCE FROM P& L ACCOUNT	<u>10,81,152</u>	79,95,322	<u>11,06,032</u>	69,14,170
		<u>1,53,79,653</u>		<u>1,40,28,201</u>
		<u>1,53,79,653</u>		<u>1,40,28,201</u>
<b>SCHEDULE 3 - LONG TERM BORROWINGS</b>				
		0		0
		<u>0</u>		<u>0</u>
		<u>0</u>		<u>0</u>
<b>SCHEDULE 4 - OTHER LONG TERM BORROWINGS</b>				
TRADE PAYABLES		0		0
<b>OTHERS</b>				
RENT DEPOSITS		7,81,332		11,26,780
		<u>7,81,332</u>		<u>11,26,780</u>
		<u>7,81,332</u>		<u>11,26,780</u>
<b>SCHEDULE 5 - LONG TERM PROVISIONS</b>				
PROVISIONS FOR EMPLOYEE BENEFITS		0		0
		<u>0</u>		<u>0</u>
		<u>0</u>		<u>0</u>



## SCHEDULES FORMING PART OF ACCOUNTS

	As at 31.03.2012	As at 31.03.2011
₹	₹	₹
<b>SCHEDULE 6 - SHORT TERM BORROWINGS</b>		
SECURED	0	0
UNSECURED		
LOANS REPAYABLE ON DEMAND		
LOANS AND ADVANCES FROM RELATED PARTIES		
INTER-CORPORATE BORROWINGS :		
FROM M/S. PHOENIX KNOWLEDGE SERVICE (P) LTD.	40,00,000	0
FROM M/S. SUMERU SOFT (P) LTD.	0	90,00,000
FROM M/S. UMA APPARLES (P) LTD.	0	85,00,000
	40,00,000	1,75,00,000
<b>SCHEDULE 7 - OTHER CURRENT LIABILITIES</b>		
INTEREST RECEIVED ON ADVANCE	72,634	1,00,283
	72,634	1,00,283
<b>SCHEDULE 8 - SHORT TERM PROVISIONS</b>		
PROVISIONS FOR EMPLOYEE BENEFITS	0	0
OTHERS		
PROVISION FOR NPA	9,17,370	9,17,370
PROVISION FOR TAX	23,69,362	32,50,000
PROVISION FOR INT. PAID ON INTER-CORPT. BORROWINGS	28,000	0
AUDIT FEES PAYABLE	79,416	1,03,241
TDS PAYABLE	12,191	11,471
CONTINGENT PROVISIONS AGAINST STANDARD ASSETS	51,300	76,100
	34,57,639	43,58,182



### SCHEDULES FORMING PART OF ACCOUNTS

	As at 31.03.2012 ₹	As at 31.03.2011 ₹
<b>SCHEDULE 9 - TANGIBLE ASSETS</b>		
LAND/BUILDING/P & M/ F & F/VEHICLES/OFFICE EQUIPMENT	1,21,900	7,97,170
OTHERS / INDIVIDUALLY		
OPENING BALANCE	11,06,16,400	11,03,16,354
ADD: ACQUISITION THROUGH BUSINESS COMBINATION	0	0
OTHER ADJUSTMENTS		
<b>SUB TOTAL</b>	<b>11,07,38,300</b>	<b>11,11,13,524</b>
LESS:DISPOSALS	7,88,926	4,97,124
GROSS BLOCK AT YEAR END A	10,99,49,374	11,06,16,400
LESS:DEPRECIATION		
OPENING BALANCE DEPRECIATION	7,69,39,490	7,36,78,663
DEPRECIATION FOR THE YEAR	22,73,008	32,60,827
TOTAL ACCUMULATED DEPRECIATION B	7,92,12,498	7,69,39,490
NET CARRYING VALUE A - B	3,07,36,876	3,36,76,910
	<u>3,07,36,876</u>	<u>3,36,76,910</u>
<b>SCHEDULE 10 - INTANGIBLE ASSETS</b>	<b>0</b>	<b>0</b>
	<u>0</u>	<u>0</u>



## SCHEDULE '9'

### FIXED ASSETS

Sl. No.	Description	GROSS BLOCK		DEPRECIATION		NET BLOCK		
		Cost as at 31.03.2011 ₹	Additions (Deletions) ₹	As at 31.03.2012 ₹	Upto 31.03.2011 ₹	For the period 01.04.2011 to 31.03.2012 ₹	As at 31.03.2012 ₹	As at 31.03.2011 ₹
<b>FOR OWN USE</b>								
1	Land	11015524	0	11015524	0	0	11015524	11015524
2	Buildings	20528151	0	20528151	8649190	593952	11878961	11285009
3	Furniture & Fittings	1711168	(43234)	1667934	1307456	73068	403712	287410
4	Interior Decorations	11876031	31500	11907531	6811990	509544	5064041	4585997
5	Office Equipments	3555312	3950	3559262	3138906	83272	416406	337084
6	Electrical Fittings	10900212	86450 (39199)	10947463	7833977	629099	3066235	2484387
7	Vehicle	1615335	0	1615335	1609761	1392	5574	4182
8	Others	10780	0	10780	10780	0	0	0
9	Computers	16321237	(706493)	15614744	14960036	289633	1361201	365075
10	Genset	1426804	0	1426804	961548	93048	465256	372208
	Sub Total	78960554	(667026)	78293528	45283644	2273008	33676910	30736876
<b>LEASED ASSETS</b>								
	Plant & Machinery	31655846	0	31655846	31655846	0	0	0
	<b>GRAND TOTAL</b>	110616400	(667026)	109949374	76939490	2273008	33676910	30736876

Depreciation from 01.04.2011 to 31.03.2012 : Rs 22,73,008/-



			As at 31.03.2012 ₹	As at 31.03.2011 ₹
<b>SCHEDULE 11</b>				
NON-CURRENT INVESTMENTS				
INVESTMENTS IN EQUITY INSTRUMENTS				
QUOTED INVESTMENTS				
A. INVESTMENT IN SHARES				85,18,391
<b>QUOTED - EQUITY SHARES</b>				
SL. NO.	COMPANY	NO. OF SHARES	COST PRICE	
1.	GMR INFRASTRUCTURE LTD.	52,650	24,74,596	
2.	RESURGERE MINES & MINERALS INDIA LTD.	4,50,000	4,25,099	
3.	GEOJIT BNP PARIBAS FINANCIAL SERVICES LTD.	9,900	2,54,445	
4.	GAMMON INFRASTRUCTURE PROJECTS LTD.	26,100	4,34,112	
5.	NU TEK INDIA LTD.	2,07,000	6,13,744	
6.	ANDREW YULE COMPANY LTD.	10,800	3,75,747	
7.	EIH LTD.	9,900	10,31,928	
8.	MUKTA ARTS LTD.	5,400	2,03,607	
9.	JK TYRE & INDUSTRIES LTD.	5,400	5,41,138	
10.	KESORAM INDUSTRIES LTD.	1,980	4,02,566	
11.	MARG LTD.	3,600	4,79,633	
12.	PURAVANKARA PROJECTS LTD.	3,330	3,01,875	
13.	MOIL LTD.	1,260	4,71,294	
14.	PUNJAB & SIND BANK	6,300	7,03,030	
15.	IVRCL INFRASTRUCTURES & PROJECTS LTD.	3,600	2,03,432	
16.	BINANI INDUSTRIES LTD.	1,170	1,57,983	
17.	CERA SANITARYWARE LTD.	2,000	3,77,094	
18.	AUROBINDO PHARMA LTD.	19,000	29,53,007	
19.	RURAL ELECTRIFICATION CORPORATION LTD.	1,500	2,86,885	
20.	BENCHMARK ASSET MANAGEMENT CO. (P) LTD.	450	4,97,194	
21.	DEEPAK FERT. & PETROCHEMICALS CORPN. LTD.	5,364	8,41,095	



		<b>As at</b> <b>31.03.2012</b> ₹	<i>As at</i> <i>31.03.2011</i> ₹
22.	ORIENTAL CARBON & CHEMICALS LTD.	2,104	2,69,792
23.	KRBL LTD.	52,500	9,76,025
24.	LG BALAKRISHNAN & BROS LTD.	2,506	7,54,353
25.	HDFC LTD - WARRANTS	7,400	5,97,753
26.	INFRASTRUCTURE DEVELOPMENT FINANCE CO.LTD.	1,500	1,94,062
		<u>8,92,714</u>	<u>1,68,21,489</u>
	M/S YOHA SECURITIES LTD - ASSOCIATED COMPANY		38,40,000
			38,40,000
	B. HDFC MUTUAL FUNDS		
	HDFC CMF - TREASURY ADVANTAGE PLAN		54,00,000
			<u>1,10,00,000</u>
		<u>2,60,61,489</u>	<u>2,33,58,391</u>



	₹	As at 31.03.2012 ₹	₹	As at 31.03.2011 ₹
<b>SCHEDULE 12</b>				
<b>LONG TERM LOANS AND ADVANCES</b>				
<b>SECURED CONSIDERED GOOD</b>				
OTHERS LOAN AND ADVANCES				
A. STOCK ON HIRE UNDER HIRE AND VEHICLE				
H P AGREEMENTS (AT THE PRINCIPAL VALUE				
LESS AMOUNTS RECEIVED)	9,73,186		10,88,186	
B. LOANS:				
AGAINST SHARES	0		1,20,39,201	
DEMAND LOANS	<u>75,32,368</u>		<u>1,73,16,481</u>	
		85,05,554		3,04,43,868
SUB TOTAL		85,05,554		3,04,43,868
<b>UNSECURED CONSIDERED GOOD</b>				
OTHERS LOAN AND ADVANCES				
SALES TAX DEPOSIT				
	12,000		12,000	
TELEPHONE DEPOSIT				
	1,01,220		1,01,220	
ELECTRICITY DEPOSIT				
	8,09,583		7,47,119	
TAX DEDUCTED AT SOURCE				
F. Y. 2007-2008	1,24,205			
F. Y. 2008-2009	22,28,259			
F. Y. 2010-2011	6,56,357			
F. Y. 2011-2012	<u>6,47,439</u>	36,56,260		71,76,161
ADVANCE INCOME TAX				
F. Y. 2010-2011	3,00,000			
F. Y. 2011-2012	<u>2,18,070</u>	5,18,070		3,00,000
SELF ASSESSMENT TAX F.Y. 2010-2011				
	4,85,000			0
RECEIVABLES				
	54,802		10,19,582	
TRADING MARGIN				
	50,000		50,000	
DP/DEMAT - DEPOSIT				
	1,376		964	
POSTAL BALLOT DEPOSIT				
	5,400		5,400	
SERVICE TAX INPUT CREDIT				
	4,120		10,712	
FRINGE BENEFIT TAX				
	<u>14,290</u>		<u>0</u>	
SUB TOTAL		57,12,121		94,23,158



	As at 31.03.2012 ₹	As at 31.03.2011 ₹
DOUBTFUL.	0	0
SUB TOTAL	0	0
	<u>1,42,17,675</u>	<u>3,98,67,026</u>
<b>SCHEDULE 13</b>		
OTHER NON CURRENT ASSETS	<u>0</u>	<u>0</u>
<b>SCHEDULE 14</b>		
CURRENT INVESTMENTS	<u>0</u>	<u>0</u>
<b>SCHEDULE 15</b>		
INVENTORIES	<u>0</u>	<u>0</u>
<b>SCHEDULE 16</b>		
TRADE RECEIVABLES	<u>0</u>	<u>0</u>
<b>SCHEDULE 17</b>		
CASH AND CASH EQUIVALENTS		
BALANCE IN CURRENT ACCOUNT		
WITH SCH. BANKS	6,71,444	2,08,199
CHEQUES, DRAFTS ON HANDS		
CASH ON HAND	3,774	2,920
OTHERS		
	<u>6,75,218</u>	<u>2,11,119</u>
<b>SCHEDULE 18</b>		
SHORT TERM LOANS AND ADVANCES TO A PRIVATE COMPANY IN WHICH A DIRECTOR IS A DIRECTOR / MEMBER		
OTHERS		
FACTORING SERVICE AGREEMENT	1,20,00,000	0
	<u>1,20,00,000</u>	<u>0</u>
<b>SCHEDULE 19</b>		
CONTINGENT LIABILITIES AND COMMITMENTS	<u>0</u>	<u>0</u>



	As at 31.03.2012	As at 31.03.2011
₹	₹	₹
<b>SCHEDULE 20</b>		
REVENUE FROM OPERATIONS		
INTEREST	40,46,799	30,92,785
OTHER FINANCIAL SERVICES	0	0
	<u>40,46,799</u>	<u>30,92,785</u>
<b>SCHEDULE 21</b>		
OTHER INCOME		
A. INTEREST ON FD DEPOSITS/ GOVT. BONDS/ INCOME-TAX	2,57,166	1,08,199
B. COMMISSION AND SERVICE CHARGES	82,750	9,07,000
C. DIVIDEND INCOME FROM EQUITY SHARES / HDFC MF	7,64,070	1,77,570
D. MISC. INCOME & COMMISSION ON BILLS	2,043	3,49,500
E. PROFIT ON TRADING OF SHARES	0	9,49,148
F. FACTORING SERVICE CHARGES	1,10,000	0
G. PROFIT ON SALE OF ASSETS	45,111	2,55,857
H. RENT & AMENITIES	39,91,897	52,57,287
	<u>52,53,037</u>	<u>80,04,561</u>
<b>SCHEDULE 22</b>		
EMPLOYEE BENEFITS AND EXPENSES		
A. SALARIES	7,76,400	8,29,265
B. STAFF WELFARE	65,179	82,890
C. ENTERTAINMENT EXPENSES	40,299	13,080
D. MEDICAL ALLOWANCE	14,400	14,400
E. EXGRATIA & BONUS	66,700	87,000
F. GRATUITY	90,000	56,700
G. PERFORMANCE INCENTIVES	54,000	0
	<u>11,06,978</u>	<u>10,83,335</u>



	As at 31.03.2012 ₹	As at 31.03.2011 ₹
<b>SCHEDULE 23</b>		
FINANCE COST		
INTEREST EXPENSES	5,15,539	0
OTHER BORROWING COSTS		
BANK CHARGES	3,015	2,184
APPLICABLE NET GAIN / LOSS ON FOREIGN CURRENCY TRANSACTIONS/ TRASLATION	<u>5,18,554</u>	<u>2,184</u>
<b>SCHEDULE 24</b>		
OTHER EXPENSES		
A. CONSUMPTION OF STORES & SPARES	0	0
<b>B. POWER &amp; FUEL</b>		
ELECTRICITY CHARGES	2,62,566	2,66,711
FUEL & OIL EXPENSES	1,69,940	28,723
C. RENT	0	0
D. REPAIRS TO BUILDING	8,36,974	6,73,885
E. REPAIRS TO MACHINERY	0	0
F. INSURANCE	17,738	74,207
G. RATES & TAX ( EXCLUDING INCOME TAX )	2,36,845	2,17,681
<b>H. MISCELLANEOUS EXPENSES</b>		
VEHICLE MAINTENANCE	3,360	1,212
TELEPHONE CHARGES	65,880	59,663
SUBSCRIPTION AND PRESENTS	34,902	50,283
FILING FEES	11,260	8,080
DIRECTORS SITTING FEES	1,75,000	1,30,000
POOJA EXPENSES	10,337	8,544
PRINTING & STATIONERY	49,592	44,084
POSTAGE & TELEGRAMS	33,861	25,996
TRAVELLING & CONVEYANCE	2,99,391	3,00,376
ADVERTISEMENT EXPENSES	46,840	44,040
BOOKS & FORMS	1,067	569
MISCELLANEOUS EXPENSES	42,167	84,232
PROFESSIONAL CHARGES	75,005	32,000
ANNUAL LISTING FEES	41,008	36,000
SECURITY CHARGES	1,75,077	1,60,040



	<i>As at</i> <b>31.03.2012</b> ₹	<i>As at</i> <b>31.03.2011</b> ₹
DEMAT CHARGES	28,618	29,036
LEGAL CHARGES	11,500	0
CUSTODIAL CHARGES	31,545	30,000
LOSS ON SALE OF ASSETS	1,14,738	85,981
DONATIONS	41,000	47,400
BUSINESS DEVELOPMENT	7,150	6,125
I. NET LOSS ON FOREIGN CURRENCY TRANSACTION AND TRANSLATION	0	0
J. PAYMENT TO AUDITOR	1,20,506	1,24,000
K. PROVISION FOR LOSSES OF SUBSIDIARY COMPANIES	0	0
L. ADJUSTMENT TO THE CARRYING AMOUNT INVESTMENTS	0	0
M. NET LOSS ON SALE OF INVESTMENTS	2,96,999	0
N. PRIOR PERIOD ITEMS	0	0
<b>O. RESERVES</b>		
II. CONTINGENT PROVISION AGAINST STANDARD TRANSFER TO STATUTORY RESERVES	(24,800) 2,70,300	76,100 3,00,000
P. CONTINGENT PROVISION	0	0
	<u>34,86,366</u>	<u>29,44,968</u>



## ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED

### SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS:

#### A. SIGNIFICANT ACCOUNTING POLICIES

##### 1. Basis of preparation:

The financial statements are prepared under the historical cost convention in accordance with Generally Accepted Accounting Principles (GAAP), and materially comply with the mandatory accounting standards issued by the Institute of Chartered Accountants of India and the provisions of the Companies Act, 1956. All income and expenditure having a material bearing on the financial statements are recognized on the accrual basis.

##### 2. Revenue recognition:

Income from hire purchase advances are accounted by adopting internal rate of return method for the installments due as per the agreement.

##### 3. Depreciation:

Depreciation on fixed assets is provided using the Written Down Value method, based on rates specified in Schedule XIV to the Companies Act, 1956. Depreciation is charged on a pro-rata basis for assets purchased/sold during the year. Individual assets costing Rs.5,000 or less are depreciated in full in the year of purchase.

##### 4. Investments :

Investments are stated at the lower of cost or market value. Any decline in the value of investments other than temporary is charged to the Profit and Loss Account..

##### 5. Stock on Hire :

Stock on hire has been valued at the amount advanced less installments received.

##### 6. Managerial Remuneration :

S.No	Particulars	Year ended 31 <sup>st</sup> March 2012 ₹	Year ended 31 <sup>st</sup> March 2011 ₹
(a)	P.Sankaran – Executive Director	2,73,000	2,73,000



7. **Auditor's Remuneration :**

S.No	Particulars	Year ended 31 <sup>st</sup> March 2012 ₹	Year ended 31 <sup>st</sup> March 2011 ₹
	Statutory Audit Fees	45,000	42,000
	Tax Audit Fees	25,000	21,000
	Consultancy Charges	---	21,000
	Out of Pocket Expenses	---	---
	<b>TOTAL</b>	<b>70,000</b>	<b>84,000</b>

8. **Expenditure in Foreign Currency : NIL**

9. **Contingent Liability not provided for : NIL**

10. **Taxes on Income:**

Provision for current tax is made for the amount of tax payable in respect of taxable income for the year under the Income Tax Act, 1961.

The Net cumulative effect of the timing differences, as contemplated under the standard, results in a deferred tax asset. The company as a matter of conservative accounting policy, has not reflected this in the financial statements.

Previous year's figures have been regrouped and reclassified wherever necessary to conform to the current year's presentation.

This is the Notes referred to in our report of even date addressed to the members of the Company.

On behalf of the Board of Directors,

J. Viswanathan

L.V. Anantram

K.V. Aiyappan  
**Chairman**

T.V. Srinivasan

V.G. Suresh Kumar

P. Sankaran  
**Executive Director**

U.K. Selvathilak

K.M. Narasimhan

**Directors**

Place: Chennai

Date: 03-05-2012

For R. BHASKAR & Co.  
**Chartered Accountants**  
F.No.008860S

R. BHASKAR,  
Proprietor  
M.No.026584



**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**

<u>Liabilities Side :</u>	Amount Outstanding ₹	Amount Overdue ₹
<b>1. Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:</b>		
(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
<b>2. Break-up of (1) (f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):</b>		
(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
<b><u>Assets Side:</u></b>		
<b>3. Break-up of Loans and Advances including bills receivables (Other than those included in (4) below):</b>		
(a) Secured	1,75,79,724	0
(b) Unsecured	19,52,644	0



	Amount Outstanding ₹	Amount Overdue ₹
<b>4. Break-up of Leased Assets and Stock on Hire and Hypothecation</b>		
<b>Loans counting towards EL/HP activities:</b>		
(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	9,73,186	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
<b>5. Break-up of Investments:</b>		
Current Investments:		
1. Quoted:		
(I) Shares : (a) Equity	1,68,21,489	
(b) Preference	0	
(ii) Debentures and Bonds	0	
(iii) Units of mutual funds	54,00,000	
(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:	
(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		
	Secured ₹	Unsecured ₹	Total ₹
1. Related Parties			
(a) Subsidiaries	0	0	0
(b) Companies in the same group	0	0	0
(c) Other related parties	1,20,00,000	0	1,20,00,000
2. Other than related Parties	65,52,910	19,52,644	85,05,554
Total	1,85,52,910	19,52,644	2,05,05,554

**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) ₹
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	1,85,07,772	2,22,21,489

**8. Other Information**

	Amount Rs.
(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 ₹ IN THOUSANDS)

Public Issue  Bonus Issue

Rights Issue  Private Placement

**III POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS**  
(AMOUNT ₹ 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 ₹ IN THOUSANDS)

Total Income  Total Expenditure

Profit/Loss before tax  Profit/Loss before tax

Earnings per share (₹)  Dividend Rate (%)

**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 31/03/2012**

	31/03/2012 ₹ in Lakhs	31/03/2011 ₹ in Lakhs
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Net Profit before tax	13.51	41.82
Add: Provision for Depreciation	22.73	32.61
	-----	-----
Net Profit before tax and extra-ordinary items	36.24	74.43
Less: Provision for Tax		
	-----	-----
Operating Profit before working Capital changes	<b>36.24</b>	<b>74.43</b>
Decrease in Trade and Other Receivables	<b>256.49</b>	-----
Increase in Trade and Other Receivables	(120.00)	(153.99)
Decrease in Trade Payables	-----	
Increase in Trade Payables	(147.73)	(0.41)
	-----	-----
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>(25.00)</b>	<b>79.97</b>



	31/03/2012 ₹ in Lakhs	31/03/2011 ₹ in Lakhs
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of Investment	(27.03)	(152.10)
Sale of Fixed Assets		
Sale of Investments		
Purchase of Fixed Assets		(3)
Sale of Fixed Assets	6.67	
	-----	-----
NET CASH FROM INVESTING ACTIVITES	<b>(20.36)</b>	<b>(155.10)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Decrease in Long-Term Borrowings		
Increase in Long term Borrowings		172.37
	-----	-----
NET CASH FROM FINANCING ACTIVITES		<b>172.37</b>
Net increase in Cash and Cash Equivalents (A+B+C)	<b>4.64</b>	<b>(62.70)</b>
		-----
Cash and Cash Equivalents as on 31.03.2011	<b>2.11</b>	<b>64.81</b>
	-----	-----
Cash and Cash Equivalents as on 31.03.2012	<b>6.75</b>	<b>2.11</b>

#### AUDITOR CERTIFICATE

I have examined the above Cash Flow Statement of M/s. Abirami Financial Services (India) Limited for the year ended 31<sup>st</sup> March, 2012. 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 3<sup>rd</sup>, 2012 to the members of the Company.

For R. BHASKAR & Co.  
Chartered Accountants  
F.No.008860S

Place : Chennai  
Date: 03.05.2012

R. BHASKAR,  
Proprietor  
M.No.026584



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<sup>th</sup> June, 2012
- Designation : Executive Director.
- Period of Appointment : One Year from 19<sup>th</sup> June, 2012.
- Terms of Appointment : (a) Salary : ₹ 30,000/- per month.  
(b) Perquisites : In addition to salary, Mr.P. Sankaran is entitled to other Benefits and perquisites as may be Provided to other executives of the company and re-imburement of expenses on one residential Telephone as per company rules".
- Interest of other Directors : Mr.P.Sankaran is interested since it relates to his re-appointment. None of the other directors are interested in his re-appointment.

Place : Chennai - 17  
Date : 03-05-2012.

**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 Nineteenth Annual General Meeting of the Company to be held on Thursday, July 05<sup>th</sup> 2012 at 09.30 A.M. and at every adjournment thereof.

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

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 that 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 **NINETEENTH ANNUAL GENERAL MEETING** of the Company at “Capital Place”, New No. 16 (Old No. 50), South Boag Road, T Nagar, Chennai 600 017 at 09.30 A.M. on Thursday, July 05<sup>th</sup>, 2012.

\_\_\_\_\_  
Full Name of the Shareholder  
(In Block Letters)

\_\_\_\_\_  
Signature

Folio No. \_\_\_\_\_

\_\_\_\_\_  
Full Name of Proxy  
(In Block Letters)

\_\_\_\_\_  
Signature