

ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED



TWENTY FIRST ANNUAL REPORT 2013 - 2014

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



ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED

BOARD OF DIRECTORS :

- Mr K V Aiyappan** - **Chairman**
- Mr Teckchand Vaswani** - **Director**
- Mr T V Srinivasan** - **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 Twenty First 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 Monday the 30th June 2014 at 10.00 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 2014 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 Teckchand Vaswani who retires by rotation and being eligible offers himself for re-appointment.
- (b) To appoint a Director in the place of Mr P.Sankaran 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 19/06/2014 on the following terms and conditions: -

- (a) Salary : Rs.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 26th of June 2014, to 30th of June 2014(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 : 28-05-2014.

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 18/06/2014. In order to recognize the hard work and good performance of Mr.P.Sankaran, the Board of Directors at their meeting held on 28-05-2014 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 15/04/2014 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 /reappointed are given hereunder:

Item no. 2 (a) of the Notice

Name : Mr. Teckchand Vaswani
Age : 84 Years
Qualification : B.A.
Date of Appointment : 19th April 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 Hong Kong, Taiwan and U.K.

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

<u>Sl.No.</u>	<u>Name of the Company</u>	<u>Position</u>	<u>Committee Membership</u>	
			<u>Chairman</u>	<u>Member</u>
1.	Yoha Securities limited	Director	---	---



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

Item no. 2 (b) of the Notice

Name : Mr. P. Sankaran
Age : 69 Years
Qualification : B.Com; CAIIB (PI)
Date of Appointment : 6th March, 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 Finance, Inspection, Vigilance & Staff Management Portfolios. He is functioning as Executive Director of the Company w.e.f.19/06/2003.

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

<u>Sl.No.</u>	<u>Name of the Company</u>	<u>Position</u>	<u>Committee Membership</u>	
			<u>Chairman</u>	<u>Member</u>
1.	Yoha Securities limited	Director	---	Share Transfer Committee



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, 2014.

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 Clause 49 of the Listing Agreement:
 - (I) Remuneration committee.
 - (ii) Whistle blower mechanism.
 - (iii) Providing office for Non-Executive Chairman.

Place: Chennai -17.

Date: 28-05-2014.

For 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 Five Directors of which one person is the Executive Director and four others are non-executive directors. Out of the five directors two are independent directors. The Executive Director is Mr.P.Sankaran. Mr.K. V.Aiyappan and Mr. Teckchand Vaswani are Non-executive Promoter Directors. Mr.K. V.Aiyappan chairs the Board. Mr.T.V.Srinivasan 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



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 02-05-2013, 16-07-2013, 29-10-2013, 21-01-2014 and 01-03-2014.

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 31/03/2014 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
Mr.K.V.Aiyappan	5	6	9	6	--
Mr.Teckchand Vaswani	--	--	--	--	--
Mr.L.V.Anantram*	5	--	2	--	1
Mr.P.Sankaran	5	--	1	--	1
Mr.J.Viswanathan*	4	--	--	--	--
Mr.T.V.Srinivasan	4	--	--	--	--
Mr.V.G.Sureshkumar*	3	--	1	--	--
Mr.U.K.Selvathilak*	4	--	--	--	--
Mr.K.M.Narasimhan	5	--	2	--	--

* Resigned from the Board on 21-01-2014, 01-03-2014 and 28-05-2014 respectively.



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

All the Directors except Mr.Teckchand Vaswani attended the A.G.M. held on 06/09/2013.

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 Three Non-Executive Independent Directors and One Non-Executive Director. During the year the committee met 4 times on 02-05-2013, 16-07-2013, 29-10-2013 & 21-01-2014 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	3
Mr.L.V.Anantram	Member	4
Mr.T.V.Srinivasan	Member	3
Mr.K.M.Narasimhan	Member	4

The Chairman of then Audit committee Mr J.Viswanathan was present at the AGM held on 06-09-2013.

REMUNERATION COMMITTEE:

The Remuneration Committee was re-constituted on 15-04-2014. Mr.K.M.Narasimhan was Chairman of the Committee. The Committee was headed by Mr.T.V.Srinivasan Director and Mr.P.Sankaran, Executive Director.



The present committee consists of two non-executive independent directors. The details are as follows:-

1. Mr.K.M.Narasimhan Chairman
2. Mr.K.V.Aiyappan 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 15th April 2014 to consider payment of remuneration to Mr.P.Sankaran, Executive Director on his Appointment in June 2014.

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:

NAME OF THE DIRECTOR	SITTING FEES	NO. OF SHARES HELD
Shri.K.V.Aiyappan	Rs. 25,000/-	24,65,000
Shri.Teckchand Vaswani	Nil	10,80,000
Shri.L.V.Anantram	Rs.25,000/-	Nil
Shri.T.V.Srinivasan	Rs.20,000/-	Nil
Shri.V.G.Suresh Kumar	Rs.15,000/-	Nil
Shri U.K.Selvathilak	Rs.20,000/-	Nil
Shri. J.Viswanathan	Rs.20,000/-	Nil
Shri.K.M.Narasimhan	Rs.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.: 19/06/2014 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 19/06/2014 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. T.V.Srinivasan Non-executive independent Director and its Chairman .

The present members of the committee are as follows:-

- | | |
|------------------------|--|
| 1. Mr. K.M. Narasimhan | Non-Executive Independent Director & Chairman of the Committee |
| 2. Mr. P.Sankaran | Executive Director |

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.

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>
2010-11	Registered Office	18-07-2011	10.00 A.M.
2011-12	Registered Office	05-07-2012	09.30 A.M.
2012-13	Registered Office	06-09-2013	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 18/07/2011
2. Re-appointment of Executive Director and Payment of Remuneration 05/07/2012
3. Re-appointment of Executive Director and Payment of Remuneration 06-09-2013

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 of Two Non-Executive Independent Directors and one 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
- 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

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, 30/06/2014 at 10.00 A.M.
Venue : Registered Office:
"Capital Place",
New No.16 (Old No.50), South Boag Road,
T Nagar, Chennai 600 017.

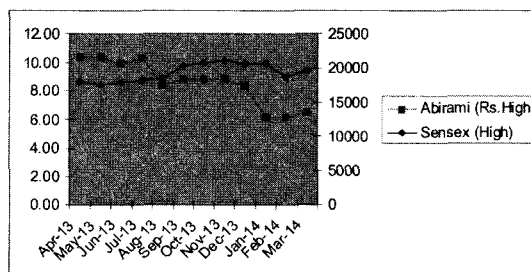


3. Financial year : April 01, 2014 to March 31, 2015.
The Financial results will be adopted as per the following tentative schedule:
Result for the Quarter ending 30 June, 2014 - On or before 14-08-2014.
Result for the Quarter ending 30 Sep, 2014 - On or before 14-11-2014.
Result for the Quarter ending 31 Dec, 2014 - On or before 14-02-2015.
Result for the Year ending 31 March, 2015 - On or before 14-05-2015.
4. Book Closure Date : Thursday, 26th June, 2014 to
Monday, 30th June, 2014
(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: ABIFINER & BSE: 511756.
ISIN No. INE 195101013.
8. Annual Listing Fees : Paid to the Madras Stock Exchange Limited
and Bombay Stock Exchange Limited for 2014-2015.
9. Stock Market Data * : MONTH HIGH(Rs.) LOW(Rs.)
- | | | |
|----------------|-------|-------|
| April 2013 | 10.40 | 09.00 |
| May 2013 | 10.40 | 09.00 |
| June 2013 | 10.92 | 09.87 |
| July 2013 | 10.35 | 10.30 |
| August 2013 | 10.27 | 08.42 |
| September 2013 | 08.79 | 07.61 |
| October 2013 | 08.79 | 07.61 |
| November 2013 | 08.79 | 07.61 |
| December 2013 | 08.36 | 08.36 |
| January 2014 | 07.95 | 05.88 |
| February 2014 | 07.95 | 05.88 |
| March 2014 | 06.61 | 06.30 |
- (Source from BSE Website)

* The data pertaining to our shares during the financial year ended 31st March, 2014 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
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, 2014.

<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:		
Private Corporate Bodies	6,90,869	11.51%
NRIs	7,16,159	11.94%
Indian Public	10,47,972	17.47%

Category	Total No. of Shareholders	% of Shareholders	Total Shares	% of Total equity
1-100	642	70.55	29,933	0.50
101-500	152	16.70	45,442	0.76
501-1000	33	3.62	26,762	0.45
1001-2000	28	3.08	42,902	0.71
2001-3000	10	1.10	24,857	0.41
3001-4000	4	0.44	14,351	0.24
4001-5000	6	0.66	28,701	0.48
5001-10000	9	0.99	73,973	1.23
100001 and above	26	2.86	57,13,079	95.22
Total	910	100	60,00,000	100

14. Dematerialisation of Shares : 56,11,717 Equity shares i.e.93.53% of company's paid up capital has been dematerialized up to 31-03-2014. Balance 3,88,283 shares i.e.6.47% are in physical form. The total number of shareholders holding shares in physical form is 669 and in demat form is 233. 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 2013-2014.*

Place: Chennai - 17.
Date : 28-05-2014.

P. SANKARAN
Executive Director



DIRECTORS' REPORT :

Your Directors have pleasure in presenting the Twenty First Annual Report of your Company with Audited Accounts for the year ended 31 March, 2014.

PERFORMANCE:

The Performance of the Company for the year ended 31 March, 2014 is briefly set out below:

	(Rs.) in Lakhs
INCOME FOR THE YEAR	124.31
LESS: EXPENDITURE FOR THE YEAR	70.80
PROFIT BEFORE DEPRECIATION & TAX	53.51
LESS: DEPRECIATION	20.14
LESS: PROVISION FOR TAX & STANDARD ASSETS	10.86
PROFIT AVAILABLE FOR APPROPRIATION	22.51
ADD: OPENING BALANCE IN P&L ACCOUNT	112.82
LESS: SHORT PROVISION FOR TAX F.Y.2012-2013	7.25
ADD: EXCESS PROVISION MADE F.Y.2008-2009 & 2010-2011	13.64
LESS: TRANSFER TO STATUTORY RESERVES	4.50
BALANCE C/F TO P&L ACCOUNT	137.22

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 loans totalling Rs.1066.00 lakhs were disbursed as against Rs. 447.80 lakhs in the previous year. None of the borrowal accounts have fallen NPA. Many of the disbursements are mainly or collaterally secured by valued assets. The working capital finance alone amounted Rs.1005.00 lakhs against receivables during the period under review. The total interest income of Rs.41.63 lakhs which is due to working capital finance alone. The other income for the year stood at Rs.82.67 lakhs such as Rs. 12.55 lakhs collected as Other Commission & service charges & Rs. 19.38 lakhs as Dividend from Equity shares, Mutual Funds & Rs. 15.66 lakhs from Profit on share trading. While comparing previous years income, there is marginal increase in many heads.

With a view to reduce its financial portfolio, your company decreased the investment area by Rs.187.24 lakhs & increase its other types such as Bills / loan portfolio to Rs.1005.00 lakhs. The resultant position will enable the company to commensurate with its resources in relation to employment of funds.

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

FUTURE PROSPECTS:

While your Directors have carefully considered the financial market conditions, it thought that we are unable to find out any viable opportunity to do its NBFC business & there is not enough scope for non banking financial activities now & hence the company has surrendered NBFC licence to RBI. It intends to diversify its main activities from NBFC with available resources & present infrastructure into a feasible activities in order to protect the shareholders interests.

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, 2014 and hence, the company does not have any unpaid deposit or interest.

DIRECTORS:

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

At the Board Meeting held on 28/05/2014, Mr.P.Sankaran, Executive Director has been re-appointed for a period of one year with effect from 19/06/2014 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, 2013, 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, 2013 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 continued unpredictable business climate.

On behalf of the Board

Place : Chennai - 17

Date : 28-05-2014.

K.M. NARASIMHAN

Director

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

AUDITOR'S REPORT

To the Members of Abirami Financial Services (India) Limited

Report on the Financial Statements

1. We have audited the accompanying financial statements of M /S Abirami Financial Services (India) Limited, ("the company"), which comprises the Balance Sheet as at 31st March 2014, and Cash Flow Statement for the year then ended, and Significant Accounting Policies and other explanatory information .

2. **Management's Responsibility for the Financial Statements**

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

3. **Auditors' Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

4. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of



the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

6. **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2014;
- b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

7. **Report on Other Legal and Regulatory Requirements**

- 1) As required by the Companies (Auditor's Report) Order, 2003 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, and on the basis of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
- 2) As required by section 227(3) of the Act, 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 purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c) The Balance Sheet, and Cash Flow Statement dealt with by this report are in agreement with the books of account;



- d) In our opinion, the Balance Sheet, and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Act;
- e) Disclosure in terms of clause (g) of sub-section (1) of Section 274 of the Act is not required for Government Companies as per Notification No. GSR 829(E) dated October 21, 2003 issued by the Department of Company Affairs.
- f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Act nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

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

Place : Chennai
Date: 28.05.2014.

R. BHASKAR,
Proprietor
M.No.026584

Annexure to the Auditors' Report

(Referred to in paragraph 7.1 of our report to the members of Abirami Financial Services (India) Limited ('the Company') for the year ended 31st March 2014.

- i. In respect of its fixed assets:
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) In accordance with a program of verification, which in our opinion provides for physical verification for all the fixed assets at reasonable intervals, a portion of the fixed assets were physically verified during the year by the management. According to the information and explanations given to us, no material discrepancies were noticed on such verification.



- c) In our opinion and according to the information and explanations given to us, during the year, the Company has not disposed off a major part of the fixed assets.
- ii) In respect of its inventories:
- (a) The company, being Non-Banking Financial Company, does not have any inventory.
- iii. (a) The company has in its normal course of business granted loans to a company listed in the register maintained under section 301 of the Companies Act, 1956.
- (b) In our opinion, the rate of interest and other terms and conditions of such loans are not, prima facie, prejudicial to the interest of the company.
- (c) The parties have repaid the principal amounts as stipulated and have also been regular in the payment of interest to the company.
- (d) There is no overdue amount in excess of Rs. 1 lakh in respect of loans granted to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.
- b) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken loans from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Thus sub clauses (f) & (g) are not applicable to the company.
- iv. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard for purchase of inventory, fixed assets. During the course of our audit, we have not observed any continuing failure to correct major weaknesses, if any, in the internal control system.
- v. a) In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in section 301 of the Act that need to be entered into the register maintained under section 301 have been so entered.
- b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements exceeding value Rs. 5 lakhs have been entered into during the financial year at prices which are reasonable having regard to the prevailing market prices at the relevant time.



- d) In our opinion, the Balance Sheet, and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Act;
- e) Disclosure in terms of clause (g) of sub-section (1) of Section 274 of the Act is not required for Government Companies as per Notification No. GSR 829(E) dated October 21, 2003 issued by the Department of Company Affairs.
- f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Act nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

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

Place : Chennai
Date: 28.05.2014.

R. BHASKAR,
Proprietor
M.No.026584

Annexure to the Auditors' Report

(Referred to in paragraph 7.1 of our report to the members of Abirami Financial Services (India) Limited ('the Company') for the year ended 31st March 2014.

- i. In respect of its fixed assets:
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) In accordance with a program of verification, which in our opinion provides for physical verification for all the fixed assets at reasonable intervals, a portion of the fixed assets were physically verified during the year by the management. According to the information and explanations given to us, no material discrepancies were noticed on such verification.



- c) In our opinion and according to the information and explanations given to us, during the year, the Company has not disposed off a major part of the fixed assets.
- ii) In respect of its inventories:
- (a) The company, being Non-Banking Financial Company, does not have any inventory.
- iii. (a) The company has in its normal course of business granted loans to a company listed in the register maintained under section 301 of the Companies Act, 1956.
- (b) In our opinion, the rate of interest and other terms and conditions of such loans are not, prima facie, prejudicial to the interest of the company.
- (c) The parties have repaid the principal amounts as stipulated and have also been regular in the payment of interest to the company.
- (d) There is no overdue amount in excess of Rs. 1 lakh in respect of loans granted to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.
- b) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken loans from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Thus sub clauses (f) & (g) are not applicable to the company.
- iv. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard for purchase of inventory, fixed assets. During the course of our audit, we have not observed any continuing failure to correct major weaknesses, if any, in the internal control system.
- v. a) In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in section 301 of the Act that need to be entered into the register maintained under section 301 have been so entered.
- b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements exceeding value Rs. 5 lakhs have been entered into during the financial year at prices which are reasonable having regard to the prevailing market prices at the relevant time.



- vi. The Company has not accepted any deposits from the public covered under section 58A and 58AA of the Companies Act, 1956.
- vii. In our opinion, the Company has an internal audit system which is commensurate with the size and nature of its business.
- viii. According to the information and explanations given to us maintenance of cost records are not applicable to the company.
- ix. a) According to the records of the Company, Provident fund, Investor Education and Protection Fund, Employees' State Insurance, Income tax, Sales tax, Wealth tax, Customs Duty, Cess and other material statutory dues applicable to it have been generally regularly deposited during the year with the appropriate authorities.
b) According to the information and explanations given to us, no undisputed amount payable in respect of above were in arrears, as at March 31, 2013 for a period of more than six months from the date on which they became payable.
- x. The company has neither accumulated losses at end of the financial year nor has it incurred cash losses during the current financial year and in the immediately preceding financial year.
- xi. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions, banks and debenture holders.
- xii. The company has granted loans or advances on the basis of security of shares and proper records of the same are maintained.
- xiii. The provisions of special statute applicable to chit fund and nidhi/mutual benefit fund/society are not applicable to the Company.
- xiv. The Company is dealing in or trading in shares and 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. The company has not given any guarantees during the year for loans taken by others from banks or financial institutions.
- xvi. In our opinion and according to the information and explanations given to us, the company has not availed any term loan.



- xvii. According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, funds raised on short term basis have prima facie, not been used during the year for long term investment.
- xviii. The Company has not made preferential allotment of shares to companies, firms and parties covered in the register maintained under section 301 of the Act.
- xix. The Company has not issued any debentures during the year. Hence paragraph 4 (xix) of the Order is not applicable.
- xx. The Company has not raised any money by way of public issue during the year. Hence paragraph 4 (xx) of the Order is not applicable.
- xxxi. According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

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

Place : Chennai
Date: 28.05.2014.

R. BHASKAR,
Proprietor
M.No.026584



ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED
BALANCE SHEET AS AT 31st MARCH 2014

	Note No	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
I EQUITY AND LIABILITIES			
1. SHARE HOLDER FUNDS			
A. SHARE CAPITAL	1	6,00,00,000	6,00,00,000
B. RESERVES & SURPLUS	2	2,23,78,474	1,94,88,825
C. MONEY RECD. AGST. SHARE WARRANTS			00
2. SHARE APPLICATION MONEY			
PENDING ALLOTMENT		0	0
3. NON - CURRENT LIABILITIES			
A. LONG TERM BORROWINGS	3	0	0
B. DEFERRED TAX LIABILITIES (NET)			
C. OTHER LONG TERM LIABILITIES	4	0	0
D. LONG - TERM PROVISIONS	5	0	0
4. CURRENT LIABILITIES			
A. SHORT TERM BORROWINGS	6	0	0
B. TRADE PAYABLES			
C. OTHER CURRENT LIABILITIES	7	0	1,100
D. SHORT - TERM PROVISIONS	8	44,97,940	40,50,718
TOTAL		<u>8,68,76,414</u>	<u>8,35,40,643</u>

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

K.M. Narasimhan

T.V. Srinivasan

Directors

Place: Chennai - 17

Date: 28-05-2014

K.V. Aiyappan
Chairman

P. Sankaran
Executive Director

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

R. BHASKAR,
Proprietor
M.No.026584



ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED
BALANCE SHEET AS AT 31st MARCH 2014

	Note No	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
II ASSETS			
1. NON - CURRENT ASSETS			
A. FIXED ASSETS			
I. TANGIBLE ASSETS	9	3,19,02,476	3,03,32,014
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	1,87,24,088	2,28,71,357
C. DEFERRED TAX ASSETS (NET)		0	0
D. LONG TERM LOANS AND ADVANCES	12	1,06,37,702	1,61,38,528
E. OTHER NON - CURRENT ASSETS	13	0	0
2. CURRENT ASSETS			
A. CURRENT INVESTMENTS	14	0	0
B. INVENTORIES	15	0	0
C. TRADE RECEIVABLES	16	0	0
D. CASH AND CASH EQUIVALENTS	17	6,12,148	21,98,744
E. SHORT TERM LOANS AND ADVANCES	18	2,50,00,000	1,20,00,000
F. OTHER CURRENT ASSETS	19	0	0
TOTAL		8,68,76,414	8,35,40,643

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

K.M. Narasimhan

T.V. Srinivasan

Directors

Place: Chennai - 17

Date: 28-05-2014

K.V. Aiyappan
Chairman

P. Sankaran
Executive Director

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: 01/04/2013 TO 31/03/2014

	Note No	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
I. REVENUE FROM OPERATION	20	41,63,231	34,44,491
II. OTHER INCOME	21	82,67,692	82,57,211
III. TOTAL REVENUE (I + II)		1,24,30,923	1,17,01,702
IV. EXPENSES:			
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	8,93,339	8,14,326
FINANCIAL COSTS	23	1,41,591	87,123
DEPRECIATION AND AMORTIZATION EXPENSE		20,14,329	19,43,466
OTHER EXPENSES	24	60,58,193	41,17,728
TOTAL EXPENSES		91,07,452	69,62,643
V. PROFIT BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX (III - IV)		33,23,471	47,39,059
VI. EXCEPTIONAL ITEMS		0	0
VII. PROFIT BEFORE EXTRAORDINARY ITEMS AND TAX (V - VI)		33,23,471	47,39,059

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

K.M. Narasimhan

T.V. Srinivasan

Directors

Place: Chennai - 17

Date: 28-05-2014

K.V. Aiyappan
Chairman

P. Sankaran
Executive Director

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: 01/04/2013 TO 31/03/2014

	Note No	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
VIII. EXTRAORDINARY ITEMS		0	0
IX. PROFIT BEFORE TAX (VII - VIII)		<u>33,23,471</u>	<u>47,39,059</u>
X. TAX EXPENSES:			
A. CURRENT TAX		10,72,463	6,29,887
B. DEFERRED TAX		0	0
XI. PROFIT/LOSS FROM THE PERIOD FROM CONTINUING OPERATIONS (IX - X)		22,51,008	41,09,172
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>22,51,008</u>	<u>41,09,172</u>
BOOK VALUE PER SHARE		13.73	13.25
XVI. EARNING PER EQUITY SHARE :			
A. BASIC		0.38	0.68
B. DILUTED		-	-

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

K.M. Narasimhan

T.V. Srinivasan

Directors

Place: Chennai - 17

Date: 28-05-2014

K.V. Aiyappan

Chairman

P. Sankaran

Executive Director

For R. BHASKAR & Co.

Chartered Accountants

F.No.008860S

R. BHASKAR,

Proprietor

M.No.026584



SCHEDULES FORMING PART OF ACCOUNTS

	Rs.	As at 31.03.2014 Rs.	Rs.	As at 31.03.2013 Rs.
NOTE 1 - SHARE CAPITAL:				
AUTHORISED				
12000000 EQUITY SHARES OF RS.10/- EACH		12,00,00,000		12,00,00,000
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>
NOTE 2 - RESERVES & SURPLUS:				
GENERAL RESERVES	10,000		10,000	
ADD : ADDITIONS MADE DURING THE YEAR	0	10,000	0	10,000
STATUTORY RESERVES	81,96,165		73,74,331	
ADD : ADDITIONS MADE DURING THE YEAR	4,50,202	86,46,367	8,21,834	81,96,165
SURPLUS IN P & L ACCOUNT	1,12,82,660		79,95,322	
LESS SHORT PROVISION OF INCOME TAX F.Y.2012-13	(7,25,317)			
ADD : EXCESS PROVISION MADE F.Y 2008-2009 & 2010-2011	1363958			
ADD : BALANCE FROM P& L ACCOUNT	<u>18,00,806</u>	1,37,22,107	<u>32,87,338</u>	1,12,82,660
		<u>2,23,78,474</u>		<u>1,94,88,825</u>
NOTE 3 - LONG TERM BORROWINGS				
		0		0
		0		0
NOTE 4 - OTHER LONG TERM BORROWINGS				
TRADE PAYABLES		0		0
OTHERS				
RENT DEPOSITS		0		0
		0		0
NOTE 5 - LONG TERM PROVISIONS				
PROVISIONS FOR EMPLOYEE BENEFITS		0		0
		0		0



SCHEDULES FORMING PART OF ACCOUNTS

	As at 31.03.2014	As at 31.03.2013
Rs.	Rs.	Rs.
NOTE 6 - SHORT TERM BORROWINGS		
SECURED	0	0
UNSECURED		
LOANS REPAYABLE ON DEMAND		
LOANS AND ADVANCES FROM RELATED PARTIES	_____	_____
INTER-CORPORATE BORROWINGS :	<u>0</u>	<u>0</u>
NOTE 7 - OTHER CURRENT LIABILITIES		
INTEREST RECEIVED ON ADVANCE	0	1,100
	<u>0</u>	<u>1,100</u>
NOTE 8 - SHORT TERM PROVISIONS		
PROVISIONS FOR EMPLOYEE BENEFITS	0	0
OTHERS		
PROVISION FOR NPA	9,17,370	9,17,370
PROVISION FOR TAX	23,60,608	29,99,249
PROVISION FOR TAX F.Y 2013-2014	10,72,463	0
AUDIT FEES PAYABLE	80,899	80,899
CONTINGENT PROVISIONS AGAINST STANDARD ASSETS	66,600	53,200
	<u>44,97,940</u>	<u>40,50,718</u>

NOTE '9'

FIXED ASSETS

Sl. No.	Description	GROSS BLOCK			DEPRECIATION			NET BLOCK	
		Cost as at 31.03.2013	Additions (Deletions)	As at 31.03.2014	Upto 31.03.2013	For the period 01.04.2013 to 31.03.2014	As at 31.03.2014	As at 31.03.2013	As at 31.03.2014
		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	2,16,48,398	17,24,976	2,33,73,374	98,32,581	6,72,202	1,05,04,783	1,18,15,817	1,28,68,591
3	Furniture & Fittings	18,18,779	1,77,414	19,96,193	14,45,593	88,391	15,33,984	3,73,186	4,62,209
4	Interior Decorations	1,19,07,531	14,66,972	1,33,74,503	77,80,138	5,45,159	83,25,297	41,27,393	50,49,206
5	Office Equipments	36,99,176	2,75,290	39,74,466	33,06,068	1,20,976	34,27,044	3,93,108	5,47,422
6	Electrical Fittings	1,10,76,099	3,89,483 (4,47,784)	1,10,17,798	89,88,592	4,39,989	94,28,581	20,87,507	15,89,217
7	Vehicle	16,12,197	0	16,12,197	16,12,197	0	16,12,197	0	0
8	Others	10,780	0	10,780	10,780	0	10,780	0	0
9	Computers	1,56,16,844	(1,560)	1,56,15,284	1,53,95,137	88,056	1,54,83,193	2,21,707	1,32,091
10	Genset	14,26,804	0	14,26,804	11,29,032	59,556	11,88,588	2,97,772	2,38,216
	Sub Total	7,98,32,132	35,84,791	8,34,16,923	4,95,00,118	20,14,329	5,15,14,447	3,03,32,014	3,19,02,476
	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	11,14,87,978	35,84,791	11,50,72,769	8,11,55,964	20,14,329	8,31,70,293	3,03,32,014	3,19,02,476





SCHEDULES FORMING PART OF ACCOUNTS

	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
NOTE 9 - TANGIBLE ASSETS		
LAND/BUILDING/P & M/ F & F/VEHICLES/OFFICE EQUIPMENT OTHERS / INDIVIDUALLY		
OPENING BALANCE	11,14,87,978	10,99,49,374
ADD: ACQUISITION THROUGH BUSINESS COMBINATION	40,34,135	16,36,245
OTHER ADJUSTMENTS		
SUB TOTAL	11,55,22,113	11,15,85,619
LESS:DISPOSALS	4,49,344	97,641
GROSS BLOCK AT YEAR END A	11,50,72,769	11,14,87,978
LESS:DEPRECIATION		
OPENING BALANCE DEPRECIATION	8,11,55,964	7,92,12,498
DEPRECIATION FOR THE YEAR	20,14,329	19,43,466
TOTAL ACCUMULATED DEPRECIATION B	8,31,70,293	8,11,55,964
NET CARRYING VALUE A - B	3,19,02,476	3,03,32,014
	<u>3,19,02,476</u>	<u>3,03,32,014</u>
NOTE 10 - INTANGIBLE ASSETS	0	0
	<u>0</u>	<u>0</u>



SCHEDULES FORMING PART OF ACCOUNTS

		As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
NOTE 11 : NON-CURRENT INVESTMENTS			
INVESTMENTS IN EQUITY INSTRUMENTS			
QUOTED INVESTMENTS			
A. INVESTMENT IN SHARES			1,69,41,357
QUOTED - EQUITY SHARES			
SL. NO.	COMPANY	NO. OF SHARES	COST PRICE
1	DEEPAK FERTILIZERS & PETROCHEMICALS CORPORATION LTD	16,300	22,20,503
2.	POWER GRID CORPORATION OF INDIA LTD	3,500	4,00,370
3.	LG BALAKRISHNAN & BROS LTD	3,000	7,89,983
4.	BALAJI AMINES LTD	12,510	6,41,221
5.	KRBL LTD	20,000	4,49,813
6.	HSIL LTD	26,000	30,33,533
7.	THE FEDERAL BANK LTD	2,500	2,49,502
8.	IDFC LTD	6,000	6,15,996
9.	NTPC LTD	17,500	21,07,612
10.	TATA GLOBAL BEVERAGES LTD	3,000	4,34,700
11.	KARUR VYSYA BANK LTD	2,200	6,95,522
		<u>1,12,510</u>	<u>1,16,38,755</u>
	M/S YOHA SECURITIES LTD - ASSOCIATED COMPANY		38,40,000
			38,40,000
B. HDFC MUTUAL FUNDS			
	HDFC CMF - TREASURY ADVANTAGE PLAN		32,45,333
			20,90,000
		<u>1,87,24,088</u>	<u>2,28,71,357</u>



SCHEDULES FORMING PART OF ACCOUNTS

	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
NOTE 12 - LONG TERM LOANS AND ADVANCES:		
SECURED CONSIDERED GOOD		
OTHERS LOAN AND ADVANCES		
A. STOCK ON HIRE UNDER HIRE AND VEHICLE		
H P AGREEMENTS (AT THE PRINCIPAL VALUE		
LESS AMOUNTS RECEIVED)	7,23,186	7,23,186
B LOANS:		
AGAINST SHARES	0	0
DEMAND LOANS	<u>8,86,351</u>	<u>85,47,974</u>
	16,09,537	92,71,160
SUB TOTAL	16,09,537	92,71,160
UNSECURED CONSIDERED GOOD		
OTHERS LOAN AND ADVANCES		
SALES TAX DEPOSIT	12,000	12,000
TELEPHONE DEPOSIT	1,01,220	1,01,220
ELECTRICITY DEPOSIT	9,41,023	8,09,583
TAX DEDUCTED AT SOURCE		
F. Y. 2008-2009	22,28,259	
F. Y. 2010-2011	6,56,357	
F. Y. 2011-2012	6,47,439	
F. Y. 2012-2013	7,86,797	43,18,852
F. Y. 2013-2014	<u>7,23,288</u>	50,42,140
ADVANCE INCOME TAX		
F. Y. 2010-2011	3,00,000	
F. Y. 2011-2012	2,18,070	
F. Y. 2012-2013	4,35,260	9,53,330
F. Y. 2013-2014	<u>4,12,730</u>	13,66,060
SELF ASSESSMENT TAX		
F.Y. 2010-2011	4,85,000	4,85,000
F.Y. 2012-2013	1,33,150	6,18,150
OTHER ADVANCE	45,000	75,000
RECEIVABLES	8,26,255	40,274
TRADING MARGIN	50,000	50,000
DP/DEMAT - DEPOSIT	6,627	2,419
POSTAL BALLOT DEPOSIT	5,400	5,400
FRINGE BENEFIT TAX	<u>14,290</u>	<u>14,290</u>
SUB TOTAL	90,28,165	68,67,368
DOUBTFUL.	0	0
SUB TOTAL	0	0
	<u>1,06,37,702</u>	<u>1,61,38,528</u>



SCHEDULES FORMING PART OF ACCOUNTS

	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
NOTE 13 OTHER NON CURRENT ASSETS	<u>0</u>	<u>0</u>
NOTE 14 CURRENT INVESTMENTS	<u>0</u>	<u>0</u>
NOTE 15 INVENTORIES	<u>0</u>	<u>0</u>
NOTE 16 TRADE RECEIVABLES	<u>0</u>	<u>0</u>
NOTE 17 CASH AND CASH EQUIVALENTS		
BALANCE IN CURRENT ACCOUNT WITH SCH. BANKS	5,87,844	21,68,269
CHEQUES, DRAFTS ON HANDS		
CASH ON HAND	24,304	30,475
OTHERS		
	<u>6,12,148</u>	<u>21,98,744</u>
NOTE 18 SHORT TERM LOANS AND ADVANCES TO A PRIVATE COMPANY IN WHICH A DIRECTOR IS A DIRECTOR / MEMBER		
OTHERS		
FACTORING SERVICE AGREEMENT	2,50,00,000	1,20,00,000
	<u>2,50,00,000</u>	<u>1,20,00,000</u>
NOTE 19 CONTINGENT LIABILITIES AND COMMITMENTS	<u>0</u>	<u>0</u>
NOTE 20 REVENUE FROM OPERATIONS		
INTEREST	41,63,231	34,44,491
OTHER FINANCIAL SERVICES	0	0
	<u>41,63,231</u>	<u>34,44,491</u>



SCHEDULES FORMING PART OF ACCOUNTS

	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
NOTE 21		
OTHER INCOME		
A. INTEREST ON FD DEPOSITS/GOVT. BONDS/ INCOME-TAX	0	24,215
B. COMMISSION AND SERVICE CHARGES	12,55,000	5,10,000
C. DIVIDEND INCOME FROM EQUITY SHARES / HDFC MF	19,37,708	14,78,090
D. MISC. INCOME & COMMISSION ON BILLS	0	2,05,169
E. PROFIT ON TRADING OF SHARES	15,66,140	6,59,767
F. PROFIT ON SALE OF ASSETS	5,368	262
G. RENTAL INCOME	35,03,476	53,79,708
	<u>82,67,692</u>	<u>82,57,211</u>
NOTE 22		
EMPLOYEE BENEFITS AND EXPENSES		
A. SALARIES	6,54,000	6,29,100
B. STAFF WELFARE	1,27,097	85,043
C. ENTERTAINMENT EXPENSES	53,742	32,183
D. EXGRATIA & BONUS	58,500	68,000
	<u>8,93,339</u>	<u>8,14,326</u>
NOTE 23		
FINANCE COST		
INTEREST EXPENSES	1,38,817	84,390
OTHER BORROWING COSTS		
BANK CHARGES	2,774	2,733
APPLICABLE NET GAIN / LOSS ON FOREIGN CURRENCY		
	<u>1,41,591</u>	<u>87,123</u>



SCHEDULES FORMING PART OF ACCOUNTS

	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
NOTE 24		
OTHER EXPENSES		
A. CONSUMPTION OF STORES & SPARES	0	0
B. POWER & FUEL		
ELECTRICITY CHARGES	3,82,653	2,84,252
FUEL & OIL EXPENSES	22,738	2,32,513
C. REPAIRS TO BUILDING	6,11,415	8,14,673
D. REPAIRS TO MACHINERY	4,67,766	8,97,805
E. INSURANCE	14,211	17,302
F. RATES & TAX (EXCLUDING INCOME TAX)	2,96,796	2,85,874
G. MISCELLANEOUS EXPENSES		
VEHICLE MAINTENANCE	50	4,855
TELEPHONE CHARGES	1,12,626	92,570
SUBSCRIPTION AND PRESENTS	39,706	30,720
FILING FEES	14,070	7000
DIRECTORS SITTING FEES	1,50,000	1,30,000
POOJA EXPENSES	10,443	11,305
PRINTING & STATIONERY	40539	47,090
POSTAGE & TELEGRAMS	11,678	11,173
TRAVELLING & CONVEYANCE	3,01,570	3,85,164
ADVERTISEMENT EXPENSES	53,230	47,355
MISCELLANEOUS EXPENSES	76,541	61,164
PROFESSIONAL CHARGES	2,75,000	1,19,556
ANNUAL LISTING FEES	41,410	41,410
SECURITY CHARGES	2,88,280	2,07,759
DEMAT CHARGES	42,028	30,194
LEGAL CHARGES	0	50,000
CUSTODIAL CHARGES	31,854	31,854
LOSS ON SALE OF ASSETS	90,482	84,103
DONATIONS	0	72,000
H. NET LOSS ON FOREIGN CURRENCY TRANSACTION AND TRANSLATION	0	0
I. PAYMENT TO AUDITOR	1,16,798	1,18,137
J. NET LOSS ON SALE OF INVESTMENTS	25,52,909	0
K. RESERVES		
II CONTINGENT PROVISION AGAINST STANDARD TRANSFER TO STATUTORY RESERVES	13,400 0	1,900 0
L. CONTINGENT PROVISION	0	0
	60,58,193	41,17,728



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 st March 2014 Rs.	Year ended 31 st March 2013 Rs.
(a)	P.Sankaran – Executive Director	3,90,000.00	3,66,600.00



7. Auditor's Remuneration :

S.No	Particulars	Year ended 31 st March 2014 Rs.	Year ended 31 st March 2013 Rs.
	Statutory Audit Fees	47,191	45,000
	Tax Audit Fees	31,461	25,000
	Consultancy Charges	---	---
	Out of Pocket Expenses	---	---
	TOTAL	78,652	70,000

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 Excess / Short Provisions for Income tax of earlier years are adjusted through Reserves & Surplus.

11. 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.

12. 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,

K.V. Aiyappan
Chairman

P. Sankaran
Executive Director

Place: Chennai -17
Date: 28-05-2014

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 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
<u>Assets Side:</u>		
3. Break-up of Loans and Advances including bills receivables (Other than those included in (4) below):		
(a) Secured	2,52,47,327	0
(b) Unsecured	6,39,024	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	7,23,186	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	1,16,38,755	
(b) Preference	0	
(ii) Debentures and Bonds	0	
(iii) Units of mutual funds	32,45,333	
(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 Rs.	Unsecured Rs.	Total Rs.
1. Related Parties			
(a) Subsidiaries	0	0	0
(b) Companies in the same group	0	0	0
(c) Other related parties	2,50,00,000	0	2,50,00,000
2. Other than related Parties	9,70,513	6,39,024	16,09,537
Total	2,59,70,513	6,39,024	2,66,09,537

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 Rs.	Book Value (Net of provisions) 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	1,60,30,746	1,48,84,088

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 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 before tax

Earnings per share (Rs.) 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 31/03/2014

	31/03/2014 Rs. in Lakhs	31/03/2013 Rs.in Lakhs
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit before tax	33.23	47.39
Add: Provision for Depreciation	20.14	19.43
	-----	-----
Net Profit before tax and extra-ordinary items	53.38	66.83
Less: Provision for Tax	10.72	6.30
	-----	-----
Operating Profit before working Capital changes	42.66	60.53
Decrease in Trade and Other Receivables	55.00	-
Increase in Trade and Other Receivables	(130.00)	(19.21)
Decrease in Trade and Other Payables	-	(42.60)
Increase in Trade Payables	10.86	-
	-----	-----
NET CASH FROM OPERATING ACTIVITIES	(21.48)	(1.28)



	31/03/2014 Rs.in Lakhs	31/03/2013 Rs.in Lakhs
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Investment	-	-
Sale of Fixed Assets	-	-
Sale of Investments	41.47	31.90
Purchase of Fixed Assets	(35.85)	(15.39)
Sale of Fixed Assets	-	-
	-----	-----
NET CASH FROM INVESTING ACTIVITIES	5.62	16.52
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Decrease in Long-Term Borrowings		
Increase in Long term Borrowings		
	-----	-----
NET CASH FROM FINANCING ACTIVITIES		
Net increase in Cash and Cash Equivalents (A+B+C)	(15.86)	15.24
Cash and Cash Equivalents as on 31.03.2013	21.98	6.75
	-----	-----
Cash and Cash Equivalents as on 31.03.2014	6.12	21.98

AUDITOR CERTIFICATE

I have examined the above Cash Flow Statement of M/s. Abirami Financial Services (India) Limited for the year ended 31st March 2014. 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 28th, 2014 to the members of the Company. *

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

Place : Chennai
Date: 28.05.2014

R. BHASKAR,
Proprietor
M.No.026584



NOTICE UNDER SECTION 302 OF THE COMPANIES ACT, 2013

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 : 19th June, 2014
- Designation : Executive Director.
- Period of Appointment : One Year from 19th June, 2014.
- Terms of Appointment : (a) Salary : Rs.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.
- 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 : 28.05.2014.

K.M. NARASIMHAN
DIRECTOR



ABIRAMI FINANCIAL SERVICES (INDIA) LIMITED
 "Capital Place" New No. 16 (Old No. 50), South Boag Road, T Nagar, Chennai 600 017.

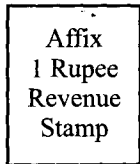
PROXY

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 Twenty First Annual General Meeting of the Company to be held on Monday, June 30th 2014 at 10.00A.M. and at every adjournment thereof.

Signed this day of 2014.

Address :



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 **TWENTY FIRST ANNUAL GENERAL MEETING** of the Company at "Capital Place", New No. 16 (Old No. 50), South Boag Road, T Nagar, Chennai 600 017 at 10.00A.M. on Monday, June 30th 2014

 Full Name of the Shareholder
 (In Block Letters)

 Signature

Folio No. _____

 Full Name of Proxy
 (In Block Letters)

 Signature