

## ONELIFE CAPITAL ADVISORS LIMITED

Statement of Standalone unaudited results for the quarter ended 30th June, 2013

(Rs. in Lacs)

	Particulars	Quarter ended			Previous Year Ended
		30/06/2013	31/03/2013	30/06/2012	31/03/2013
		Unaudited	Audited	Unaudited	Audited
<b>1</b>	<b>Income from operations</b>				
	(a) Net income from operations (Net of service tax)	-	-	-	-
	(b) Other operating income	-	-	-	-
	<b>Total income from operations (net)</b>	-	-	-	-
<b>2</b>	<b>Operating Expenses</b>				
	Employee benefits expense	14.11	17.75	10.88	68.72
	Depreciation and amortisation expense	0.33	0.59	0.29	1.66
	Other expenses	10.25	20.86	11.66	67.84
	<b>Total expenses</b>	<b>24.69</b>	<b>39.20</b>	<b>22.83</b>	<b>138.21</b>
<b>3</b>	<b>Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)</b>	<b>(24.69)</b>	<b>(39.20)</b>	<b>(22.83)</b>	<b>(138.21)</b>
<b>4</b>	<b>Other income</b>	<b>25.41</b>	<b>26.45</b>	<b>-</b>	<b>26.45</b>
<b>5</b>	<b>Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)</b>	<b>0.72</b>	<b>(12.75)</b>	<b>(22.83)</b>	<b>(111.77)</b>
<b>6</b>	<b>Finance costs</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>7</b>	<b>Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)</b>	<b>0.72</b>	<b>(12.75)</b>	<b>(22.83)</b>	<b>(111.77)</b>
<b>8</b>	<b>Exceptional items</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>9</b>	<b>Profit / (Loss) from ordinary activities before tax (7 + 8)</b>	<b>0.72</b>	<b>(12.75)</b>	<b>(22.83)</b>	<b>(111.77)</b>
<b>10</b>	<b>Tax expense</b>	<b>0.13</b>	<b>-</b>	<b>-</b>	<b>0.60</b>
<b>11</b>	<b>Net Profit / (Loss) from ordinary activities after tax (9 - 10)</b>	<b>0.59</b>	<b>(12.75)</b>	<b>(22.83)</b>	<b>(112.37)</b>
<b>12</b>	<b>Extraordinary items (net of tax expenses)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>13</b>	<b>Net Profit / (Loss) for the period (11 + 12)</b>	<b>0.59</b>	<b>(12.75)</b>	<b>(22.83)</b>	<b>(112.37)</b>
<b>14</b>	<b>Paid-up equity share capital (Face Value - Rs.10 per share)</b>	<b>1,336.00</b>	<b>1,336.00</b>	<b>1,336.00</b>	<b>1,336.00</b>
<b>15</b>	<b>Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year</b>				<b>3,456.39</b>
<b>16</b>	<b>Earnings per share ( before and after extraordinary items ) (in Rs.) (Not annualised):</b>				
	Basic and Diluted	0.004	(0.10)	(0.17)	(0.84)



**Notes**

- 1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company in their meeting held on 13th August, 2013. The results have been subjected to a limited review by the statutory auditors of the Company.
- 2 Previous years / period figures have been regrouped or reclassified wherever necessary to make them comparable with the figures of the current period.
- 3 The Company has only one segment of activity namely " Capital Advisory Services", accordingly disclosure requirements under AS-17 for Segmental information is not applicable.
- 4 The Company is engaged in the business of providing Capital Advisory Services. It is a Category-1 merchant banker, portfolio manager, stock broker on Bombay Stock Exchange Ltd (BSE) and trading member of equity and derivative segment of BSE. It is duly registered with the Securities and Exchange Board of India (SEBI) in respect of the above categories. It had come out with a public issue of its equity shares of ` 10/- each at a premium of ` 100/- each in September-October 2011. The equity shares of the company are listed on the BSE and NSE.

The SEBI had carried out investigation in the issue process of the company and the utilization of the issue proceeds. During the course of investigations, the SEBI has come to a prima facie conclusion that the proceeds of the public issue were utilized for the objects other than the objects mentioned in the red herring prospectus. The SEBI has passed an Ex-Parte Ad Interim order dated 28th December, 2011. It has also passed an order dated 15th February, 2012 clarifying its order dated 28th December, 2011. The cumulative effect of these orders with respect to the Company and its directors is as below:

- a. The Company shall not issue any equity shares or any other instrument convertible into equity shares, in any manner or shall not alter its capital structure in any manner, till further directions from the SEBI;
- b. The Company shall not undertake any fresh business in its capacity as merchant banker, portfolio manager, stock broker and trading member till further directions from SEBI, except the business already mandated as on 28th December, 2011;
- c. The Company shall not buy, sell or deal in securities directly or indirectly till further directions from the SEBI;
- d. All the directors of the Company shall not buy, sell or deal in securities directly or indirectly till further directions from the SEBI;
- e. The Company shall call back funds transferred to Fincare Financial and Consultancy Services Private Limited and Precise Consulting & Engineering Private Limited.

The Company had filed an appeal against the order of the SEBI with the Hon'ble Securities Appellate Tribunal (SAT). The Hon'ble SAT had directed the SEBI to complete its investigations by 31st October, 2012. SAT has also stayed the direction of the SEBI which directed the Company to call back funds given to Fincare Financial and Consultancy Services Private Limited and Precise Consulting & Engineering Private Limited.

On 16th January, 2013 SEBI has passed a confirmatory order which was considered by SAT in the appeal pending before it and the Hon'ble SAT has disposed of the appeal vide order dated 24th January, 2013 directing that the Board shall issue show cause notice to the Company and its directors within five weeks and pass final order within a period of four months from the date of the order.

The Company has received the show cause notice dated 26th February, 2013. The Company has given the reply to the show cause notice and also filed consent application on 13th May, 2013 which has been rejected by SEBI vide its letter dated 02nd August, 2013. The final order of the SEBI has not been received till now. Since, the ultimate outcome of the matter cannot be presently determined, the accounts have been prepared on going concern basis.

**Additional disclosure in accordance with Clause 43 of the Listing Agreement for the quarter**

The position of funds raised on IPO including share premium and utilization thereof, which includes amount given as advance towards executing the objects of the issue, upto June 30, 2013 is as under: -

Sr. No.	Particulars	Proposed Utilisation	Actual Utilisation
1	Purchase of Corporate office *	700.00	700.00
2	Development of Portfolio Management Services	1,157.80	1,150.00
3	Brand Building	770.00	770.00
4	General Corporate Purposes	897.60	905.40
5	Issue Expenses	159.60	159.60
	<b>Total</b>	<b>3,685.00</b>	<b>3,685.00</b>

\* Advance towards purchase of corporate office is given to Fincare Financial and Consultancy Services Private Limited.





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### LIMITED REVIEW REPORT

The Board of Directors,  
M/s. Onelife Capital Advisors Limited,  
96/98, Mint Road,  
Mumbai – 400 001

1. We have reviewed the accompanying statement of unaudited financial results of **M/s. Onelife Capital Advisors Limited** (“the Company”) for the quarter ended June 30, 2013 (“the Statement”) except for the disclosures regarding ‘Public Shareholding’ and ‘Promoter and Promoter Group Shareholding’ which have been traced from disclosures made by the Management and have neither been reviewed nor been audited by us. This Statement is the responsibility of the Company’s Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable Accounting Standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 as per section 211(3C) of the Companies Act, 1956 and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.



4. Without qualifying our opinion, we draw your attention to note no. 4 of the accompanying statement of unaudited financial results. The Securities and Exchange Board of India (SEBI) had carried out investigation in the issue process of the company and the utilization of the issue proceeds. The SEBI has come to a prima facie conclusion that the proceeds of the public issue were utilized for the objects other than the objects mentioned in the red herring prospectus. The SEBI has passed an Ex-Parte Ad Interim order, restraining the Company, inter alia, from undertaking fresh business in its capacity as merchant banker, portfolio manager, stock broker and trading member till further directions from SEBI.

The Company had filed an appeal against the order of the SEBI with the Hon'ble Securities Appellate Tribunal (SAT). The Hon'ble SAT had directed the SEBI to issue show cause notice to the Company and its directors and pass the final order.

SEBI has issued the show cause notice and the Company has given the reply to the same and had also filed consent application which has been rejected by SEBI. The final order of SEBI has not been received till now. As the ultimate outcome of the matter cannot be presently determined, the accounts have been prepared on going concern basis.

For **KHANDELWAL JAIN & CO.**  
Chartered Accountants,  
Firm Registration No.: 105049W



**(S. S. SHAH)**  
PARTNER  
Membership No.33632



Place: Mumbai  
Date : August 13, 2013