



NALIN LEASE FINANCE LIMITED

For, **NALIN LEASE FINANCE LTD.**


Managing Director

**18th
Annual Report**

2008-2009



NALIN LEASE FINANCE LIMITED

18th ANNUAL GENERAL MEETING

Day : Wednesday
Date : 29th July, 2009
Time : 4-00 P.M.
Venue : Ground Floor,
Gandhi Nursing Home Bldg.,
Dr. Nalinkant Gandhi Road,
HIMATNAGAR - 383 001.

BOARD OF DIRECTORS

Mr. Narendrakumar Dalsukhdas Shah *Chairman*
Mr. Dilipkumar Nalinkant Gandhi *Managing Director*
Mrs. Nipurnaben Nalinkant Gandhi *Director*
Mrs. Pallaviben Dilipkumar Gandhi *Director*
Mr. Mahendrakumer P. Shah *Director*
Mr. Indravadan Chhotalal Shah *Director*

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COMPANY SECRETARY

Mrs. Swatiben Parikh
Company Secretary

AUDITORS

M/s. Deepak R. Soni & Co.
Chartered Accountants
Himatnagar - 383 001.
Phone : 247780

BANKERS

Bank of India
Bank of Baroda
Axis Bank Ltd.
State Bank of India
Union Bank of India
IDBI Bank.
Dena Bank
Himatnagar Nagrik Sahakari Bank Ltd.
The S.K. Dist. Cen. Co-op. Bank Ltd.
Modasa Nagarik Sahakari Bank Ltd.
H.D.F.C. Bank Ltd., Himatnagar.

NOTES :

1. All Correspondence relating to Shares of the Company may please be addressed to be Company's Registered office.
2. Members are requested to bring their copy of the Annual Report to the Meeting, as copies of the Report will not be distributed at the Meeting.
3. Members seeking further information about the Accounts and / or Operations of the Company, are requested to send their queries to the Company at its Registered Office atleast TEN days before the date of the Meeting.

REGISTERED OFFICE

Ground Floor,
Gandhi Nursing Home Bldg.,
Dr. Nalinkant Gandhi Road,
HIMATNAGAR - 383 001.
Phone : 241264, 242264, Fax : 241264



NOTICE

NOTICE is hereby given that the 18th Annual General Meeting of the members of **Nalin Lease Finance Limited** will be held on Wednesday, the 29th July, 2009 at 4.00 p.m. at "Ground Floor, Gandhi Nursing Home Bldg., Dr. Gandhi Road, Himatnagar. - 383 001, to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider, approve and adopt the audited Balance Sheet as at 31st March, 2009, Profit & Loss Account for the year ended on that date together with the Reports of Board of Directors & Auditors thereon.
2. To appoint a director in place of Shri Indravadan C. Shah who retires by rotation and being eligible offers himself for reappointment.
3. To appoint Auditors of the Company who shall hold the office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting, and to fix their remuneration.

Registered Office:

By order of the Board of Directors

Ground floor,
Gandhi Nursing Home bldg.
Dr. Nalinkant Gandhi Road,
Himatnagar-383001.
Dated: June 24, 2009.

(N.D.Shah)
Chairman

Notes:-

1. A Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxies need not be a member of the Company. Proxy in order to be effective must be received by the Company not less than 48 hours before the Meeting.
2. All documents referred to in the accompanying notice are open for inspection at the registered office of the company during the office hours on all working days between 11.00 A.M. to 1.00 P.M. up to the date of Annual General Meeting.
3. Members are requested to send their quarries, if any, at least 10 days before the date of meeting so that the information can be made available at the meeting.
4. The Register of Members and the Share Transfer Books will remain closed from Monday, 27th July, 2009 to Wednesday, 29th July, 2009. (both days inclusive).

**DIRECTORS' REPORT**

To,
The Members,
Nalin Lease Finance Limited

Your Directors have pleasure in presenting to you the 18th Annual Report together with the audited statement of the Accounts for the year ended 31st March, 2009.

FINANCIAL RESULTS

(Rs. in Lacs)

	2008-2009	2007-2008
Gross Profit (PBDT)	49.14	45.94
Less:-Depreciation	2.88	3.16
Profit Before Tax (PBT)	46.26	42.78
Less:-Provision for Taxation & FBT	15.78	14.30
Net Profit (PAT)	30.48	28.48
Add: Balance in Profit & Loss A/C.	0.89	2.11
Balance Available for Appropriation	31.37	30.59
Appropriations:		
Reserves	31.20	29.70
Balance carried to Balance Sheet	0.27	0.89

Your Directors have successfully maintained its advances portfolio in auto two wheelers in the area of its operation. Company has also expanded its area of operation and achieved better turnover.

DIVIDEND

The Directors regret their inability to recommend dividend for the year 2008-2009 in view to accumulate funds for future requirement and also to strengthen the financial position of the company.

DIRECTORS

Shri Indravadan C. Shah - Director of the Company, retires by rotation pursuant to Article No.125 of the Companies Act, 1956, at the ensuing Annual General Meeting and being eligible offer himself for reappointment.

FIXED DEPOSITS

Our Company is registered as N.B.F.C. with R.B.I. Company has Complied with various Guidelines issued by Reserve Bank Of India for accepting Public Deposits and the Deposits accepted are within the permissible limits.

- Public Deposits held by the Company as on 31-03-2009 Rs. 375.03 Lacs.
- Matured but not Claimed / Unpaid Public Deposits as on 31-03-2009 :- NIL.



AUDITORS AND AUDITORS REPORT

M/s. Deepak R. Soni & Co., Auditors of the Company, retire and hold Office until the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. The Company has received letter from them to the effect that their appointment, if made, would be within the prescribed limits under Section 224(1B) of the Companies Act, 1956. The notes to the accounts referred to in the Auditors' Report are self explanatory and therefore do not call for any further comments except as under.

PERSONNEL

During the year under review, there was no employee in receipt of any remuneration in excess of the limits prescribed in Section 217 (2A) of the Companies Act, 1956 read with the companies (Particulars of Employees) Rules, 1975 As amended.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Information in accordance with the provisions of Section 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo are not applicable to your Company.

REGULATORY GUIDELINES

There being no non-performing assets, no provision is made for the year. Company has fully complied with prudential norms prescribed by Reserve Bank of India . The Company has also complied with the Directions issued by Reserve Bank Of India regarding Capital Adequacy, Assets classification etc.

DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of section 217(2AA) of the companies act, 1956, your directors state :

1. That in the preparation of the annual accounts , the applicable accounting standards have been followed and no material departures have been made from the same,
2. That your directors have 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 profits of the company for that period,
3. That your directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the act for safeguarding the assets of your company and for preventing and detecting fraud and other irregularities,
4. That your directors have prepared the annual accounts on a going concern basis.
5. Corporate Governance
pursuant to clause 49 of the listing agreement with stock exchanges, a separate section titled "corporate governance" is attached to this annual report.

**ACKNOWLEDGEMENT**

Your Directors would like to put on record their grateful appreciation for the assistance and co-operation received from the Bankers of the Company, valued Customers of the Company, the Ahmedabad Stock Exchange, Vadodara Stock Exchange and the Bombay Stock Exchange and various other Government and Semi Government Authorities, Agencies and Offices.

Your Directors would also like to put on record with thanks their deep sense of appreciation for the assistance, diligence and co-operation of the executives and staff of the Company.

For and on behalf of the Board of Directors

Place : **HIMMATNAGAR**
DATED:- 24th June 2009.

N.D.SHAH
CHAIRMAN

MANAGEMENT DISCUSSION AND ANALYSIS**NATURE OF BUSINESS AND DEVELOPMENT:**

Finance is one of the important tools for the development in bullish market or bearish market. It is must for economic growth. The Company is engaged in providing finance for vehicles mainly two wheelers in rural part of interior villages of Sabarkantha District.

DISCUSSION: FINANCIAL / OPERATIONAL PERFORMANCE:

For the year under report, your Company has made a net profit (PAT) of **Rs. 30.48** Lacs after providing for depreciation of **Rs. 2.88** Lacs despite of full proof competition in the market particularly from Private Bank and Nationalized Bank and Special Trust giving on the retail banking, due to efficient services and timely and speedy disbursement of vehicle finance and relations of the company from generation to generation in the whole of Sabarkantha District and as per the earlier year's commitment to expand the business activities in another districts and at the interior areas of the Banaskantha, Mehasana, Kheda, Patan, Ahmedabad and nearby Gandhinagar district, the Company had sustain and increased its income by **7.02 %**.

Your Company is committed to speedy and timely disbursement of loan and providing good services after finance to the customers. Due to this the company is expected to achieve a sizeable leaf in working of the company in the coming years.



INTERNAL CONTROL SYSTEMS AND ADEQUACY:

The day to day operations of the Company are being looked after by the Managing Director, The Company has the following committees to over view the operations:

1. Audit Committee of Board of Director
2. Management Committee
3. Executive Committee

The Company has adequate internal control systems, procedures, checks designed to provide reasonable assurance on achievement of the objectives relating to efficiency and effectiveness of operations, reliability of financial reporting and compliance with applicable laws and regulations. The management committees and the executive committee monitor the operations and the progress of the project on a continuous basis and suggest the ways and means for strengthening the operations of the Company. The internal auditors have expressed their satisfaction on the overall internal control systems in force.

THREATS

The Company is having constant threats from Private Bank, Multination Banks National Banks, other Non Banking Finance Companies, Financial institutions, Due to this to stand in competition; the Company has to reduce their rate of finance. Due to this, the operating profit may go down.

RISKS AND CONCERNS

The Company is mainly dealing in two wheeler finance, in the current year the demand of the vehicle loans decrease due to increase in the rate of interest and increase in the fuel prices in the domestic market. As committed in the last year the Company is continuously trying their best to recover its dues by mutual dialogs and in last resort by fast and full recovery including seizers of vehicles to reduce the overall NPA of the Company.

HUMAN RESOURCES AND INDUSTRIAL RELATION:

The Company has its own system to control all divisions to ensure proper and adequate control, facility, transparency and accuracy. The employer employee relation ship has been cordial. The Company considers the quality of its human resources as its important asset and it endeavors to attract and recruit best possible talent and to retain and groom it to meet its needs.



ANNEXURE TO DIRECTOR'S REPORT

Report on Corporate Governance

A. MANDATORY REQUIREMENTS :

1. COMPANY'S PHILOSOPHY ON CODE OF GEVERNANCE :

The Company has always been committed to the principles of good corporate governance which inter alia includes protection of shareholders rights, enhancement of shareholder value, equitable treatment of all shareholders, stake holders such as suppliers, customers and employees and to report financial information adequately and transparently. A continuous process of delegation of powers commensurate to accountability, coupled with trust, faith and transparency has been embedded in the day to day functioning. A System to defectively manage risks has been implemented. The Company has been disclosing detailed information on different issues concerned the Company's performance form time to time.

2. BOARD OF DIRECTORS

(I) Composition:

The Board of Directors comprises of a combination of Executive and Non-Executives who are professionals in their respective fields and bring in a wide range of skills and experience, out of six directors Three Directors are executive Directors and three Directors are non-executive Directors. There is no nominee Directors on the Board. The names and occupation of Directors are as under:-

Sr. No.	Name of the Director	Executive / Non - Executive
1	Narendrakumar Dalsukhdas Shah	Non-Executive (Chairman) Independent
2.	Dilipkumar Nalinkant Gandhi	Executive (Managing Director)
3.	Nipurnaben Nalinkant Gandhi	Executive (Wholetime Director)
4.	Pallalviben Dilipkumar Gandhi	Executive (Executive Director)
5.	Mahendrakumar Prabhulal Shah	Non-Executive Director
6.	Indravadan Chhotalal Shah	Non- Executive (Independent Director)

(ii) MEETINGS OF BOARD

Eight Board Meeting were held during the year ended 31.03.2009. these were held on 15.04.2008, 26.06.2008, 10.07.2008, 07.10.2008, 08.01.2009 The details of the attendance of each Director at the Board, last Annual General Meeting and various committees of the Board, during the financial year ended on 31st March, 2009, are given below:

Directors	No. of Board Meeting Attended During 2008-09	No. of Audit Committee Attended During 2008-09	No. of Shareholders' Investors Grievance Committee Attended During 2008-09	Last Annual General Meeting Attained 2008-09
Narendrakumar Dalsukh Shah	05	4	4	Yes
Dilipkumar Nalinkant Gandhi	05	4	4	Yes
Nipurnaben Nalinkant Gandhi	05	-	-	Yes
Pallaviben Dilipkumar Gandhi	05	-	-	Yes
Mahendrakumar Prabhudas Shah	05	-	-	Yes
Indravadan Chhotalal Shah	05	4	4	Yes

**(III) OTHER DIRECTORSHIPS**

The details of other directorships and chairmanships held by the Directors of the Company are given below:-

Sr. No.	Name (s) of Directors	No of Directorship, excluding directorship in Pvt. Companies/ firms and Cos. Incorporated u/s 25 of the Companies Act, 1956	Chairman of the Board	No. of other Board Committees in which he/she is a member or chairperson.
1	Narendrakumar D. Shah	Nil	Nil	Three
2	Dilipkumar Nalinkant Gandhi	Four	Nil	Three
3	Nipurnaben Nalinkant Gandhi	Three	Nil	Nil
4	Pallaviben Dilipkumar Gandhi	Four	Nil	Nil
5	Mahendrakumar Prabhudas Shah	Nil	Nil	One
6	Indravadan Chhotalal Shah	Nil	Nil	One

(iv) Re-appointment of Directors (as required under Listing Agreement)

The brief particulars of the directors of the company, retiring by rotation and proposed to be re-appointed at the ensuing Annual General Meeting are as under :-

Shri Indravadan Chhotalal Shah joined the Board of the Company since last many years. He looks after overall management of the company he normally sits at the registered office of the company.

3. AUDIT COMMITTEE

The Audit Committee of the Board was formed on 25.10.2002 and it comprises of 2 (Two) non-executive Directors & 1 (One) executive Director However to comply the requirement of revised clause 49 of the listing agreement, the audit committee was reconstituted having 2 independent director out of 3 members in the audit committee w.e.f. 1.1.2006 the present audit committee is comprising of the following 3 directors

- (1) Dilipkumar Nalinkant Gandhi
- (2) Narendrakumar Dalsukhdas Shah
- (3) Indravadan Chhotalal Shah

The audit Committees functions include reviewing the Company's internal control system, audit procedures, compliances with statutory and regulatory requirements, financial reporting process and the disclosure of its financial information to ensure that the financial statements are true and correct, it also reviews the half yearly results and the annual financial statements before submission to the Board. The Audit Committee effectively acts as a link among the Board of Directors, Statutory auditor and internal audit functions. During the financial year ended 2009, the audit committee meeting were held on 15.4.2008, 10.07.2008, 07.10.2008 & 08.01.2009.

Sr. No.	Name of the Director	No. of Meetings attended
1	Dilipkumar Nalinkant Gandhi	4
2.	Narendrakumar Dalsukhdas Shah	4
3	Indravadan Chhotalal Shah	4

The minutes of the Audit Committee Meetings are noted by the Board of Directors at the subsequent Board Meeting.

4. GRIEVANCE COMMITTEE

The Grievance Committee of the Board was formed on 25.10.2002 and it comprises of 2 (Two) non-executive Directors & 1 (One) executive Director However to comply the requirement of revised clause 49 of the listing agreement, the Grievance committee was reconstituted having 2 independent director out of 3 members in the Grievance Committee w.e.f. 1.1.2006 the present audit committee is comprising of the following 3 directors

- (1) Dilipkumar Nalinkant Gandhi
- (2) Narendrakumar Dalsukhdas Shah
- (3) Indravadan Chhotalal Shah

The Grievance Committees functions include reviewing the Company's internal control system, audit procedures, compliances with statutory and regulatory requirements, financial reporting process and the disclosure of its financial information to ensure that the financial statements are true and correct, it also reviews the half yearly results and the annual financial statements before submission to the Board. The Grievance Committee effectively acts as a link among the Board of Directors. During the financial year ended 2009, the Grievance Committee meeting were held on 15.4.2008, 10.07.2008, 07.10.2008 & 08.01.2009.

Sr. No.	Name of the Director	No. of Meetings attended
1	Dilipkumar Nalinkant Gandhi	4
2.	Narendrakumar Dalsukhdas Shah	4
3	Indravadan Chhotalal Shah	4

The minutes of the Grievance Committee Meetings are noted by the Board of Directors at the subsequent Board Meeting.

**5. REMUNERATION OF DIRECTORS****A. Non Executive Directors**

No remuneration paid to non executive directors.

B. Executive Directors

The Company pays remuneration by way of salary, perquisites, allowances and commission to the directors.

The salary paid during the year to the directors of the company is within the ceiling prescribed by section 198, 309 and the provisions of Schedule XIII of the Companies Act, 1956.

The remuneration paid to the directors for the year 2008-2009 is as follows:

Name	Salary	Perquisites	Commission	Total
Dilipkumar Nalinkant Gandhi	9,00,000	-	-	9,00,000
Nipurnaben Nalinkant Gandhi	3,90,000	-	-	3,90,000
Pallalviben Dilipkumar Gandhi	3,90,000	-	-	3,90,000
Total	16,80,000	-	-	16,80,000

Number of Shares held by non executive directors are as under

Sr. No.	Name of the Directors	No. of shares held
1	Narendrakumar Dalsukhdas Shah	2,500
2	Mahendrakumar Prabhulal Shah	2,500
3	Indravadan Chhotalal Shah	6,500



6. GENERAL BODY MEETING

Financial Year	Date	Time	Venue
2005-2006 EGM	22-10-2005	11.00 A.M.	Ground Floor, Gandhi Nursing home Bldg., Dr. Nalinkant Gandhi Road, Himatnagar-383001.
2005-2006 15 th AGM	25-9-2006	4.00 P. M.	Ground Floor, Gandhi Nursing home Bldg., Dr. Nalinkant Gandhi Road, Himatnagar-383001.
2006-2007 16 th AGM	30-7-2007	4.00 P. M.	Ground Floor, Gandhi Nursing home Bldg., Dr. Nalinkant Gandhi Road, Himatnagar-383001.
2007-2008 17 th AGM	30-7-2008	4.00 P. M.	Ground Floor, Gandhi Nursing home Bldg., Dr. Nalinkant Gandhi Road, Himatnagar-383001.

No special resolutions were required to be put through postal ballot last year. No. Special resolutions on matters requiring postal ballot as recommended under clause 49 of the Listing Agreement are placed for shareholders.

7. DISCLOSURES:

(a) Disclosure on materially significant related party transactions:

Full disclosure of related party transactions as per accounting standard 18 issued by the Institute of Chartered Accountants of India are given under Note No. 16 of Notes forming part of accounts for the year ended on 31st March, 2009.

Equity Shares held by Director as on 31st March, 2009.

Sr. No.	Name of the Director	No. of Shares held
1	Dilipkumar Nalinkant Gandhi	2,44,299
2.	Nipurnaben Nalinkant Gandhi	2,00,000
3.	Pallaviben Dilipkumar Gandhi	1,80,000
4.	Narendrakumar Dalsukhdas Shah	2,500
5	Mahendrakumar P. Shah	2,500
6.	Indravadan Chhotalal Shah	6,500

(b) There were no transactions of material nature with its promoters, the Directors or the management or their subsidiaries or relatives of the Directors during the year. There were no instances of non-compliance on any matter related to the capital markets, during the last three years.

(c) No. penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter related to capital markets.

8. MEANS OF COMMUNICATION

The quarterly, half yearly and yearly financial results of the Company are sent to the Stock Exchange immediately after they are approved by the Board. These results are published in prominent daily news papers viz. Western Times English and Gujarati Edition. The Company has not made any presentation to the institutional investors or analysis. The Company does not put up the results on website.

**8. GENERAL SHAREHOLDERS INFORMATION :**

Annual General Meeting Details :

Date	29.07.2009
Time	4.00 P. M.
Venue	Ground Floor, Gandhi Nursing home Bldg., Dr. Nalinkant Gandhi road, Himatnagar-383001.
Book Closure Date	27.07.2009 to 29.07.2009
Record Date	29.07.2009
Dividend payment date	No Dividend during the year

Address of correspondence :

Ground Floor, Gandhi Nursing Home Bldg., Dr. Nalinkant Gandhi Road, Himatnagar-383001.

(i) Listing of equity shares on Stock Exchange at

Sr. No.	Name (s) of the Stock Exchange	Stock Code
1.	Ahmedabad Stock Exchange Ltd	39092
2.	Bombay Stock Exchange Ltd	531212
3.	Vadodara Stock Exchange Ltd	31212

(ii) Listing Fees

The Company has paid Listing fees for the financial year 2008-2009 to all the Stock Exchanges where securities are listed.

(iii) Registrar & Share Transfer Agent

The Company transfers physical and D-mat shares through Intime Spectrum Registry Ltd., Mumbai. The Company accepts, deals with and resolves complaints of shareholders. Shareholder complaints are given top priority by the Company and replied promptly by the office of the Company Secretary. The Company had attended to all of the investor grievances. Correspondences with speed.

(iv) Share Transfer System:

The Company transfers Physical and D-mat shares through Intime Spectrum Registry Ltd. Mumbai.

Stock Code: D-mat ISIN Number: INE 606C01012.

(v) Distribution of Shareholding as on 31.03.2009

No. Of Equity Shares held	No. of Shareholders	% of shareholders	No. of Shares held	% of shareholding
1-100	61	04.57 %	003225	00.10 %
101-500	759	56.81 %	226951	06.96 %
501-1000	77	05.76 %	65540	02.00 %
1001-5000	225	16.84 %	808284	24.78 %
5001-10000	183	13.70 %	1196709	36.69 %
10001-100000	31	02.32 %	961291	29.47 %
100001-500000	00	00.00 %	00	00.00 %
500001 & above	00	00.00 %	00	00.00 %
Total	1336	100.00 %	3262000	100.00 %

(vi) Dematerialization of shares :

The company is having **248000** Equity shares in D-materialized format.



(vii) Plant Location : N..A.

Shareholders correspondence should be addressed to: Ground Floor, Gandhi Nursing home Bldg., Dr.Nalinkant Gandhi road, Himatnagar-383001.

B. Non Mandatory Requirements:

(A) Chairman of the Board

At present the chairman does not have separate office in the Company. The Corporate office of the Company supports the Chairman in discharging the responsibilities as & when the visits the Company.

(B) Shareholders' rights:

As the Company's half yearly results are published in an English news paper having good circulation and in a Gujarati News Paper widely circulated in Gujarat the same are not sent to each household of the shareholders.

Postal Ballot:

The Provisions relating to Postal ballot will be complied with in respect of matters where applicable.

Declaration

To
The Members of Nalin Lease Finance Ltd.

I, Dilipkumar Nalinkant Gandhi Managing Director and of the Company, to hereby declare that the Directors and Senior Officers of the Company have exercised their authorities and powers and discharged their duties and functions in accordance with the requirement of the Code of Conduct as prescribed by the Company and have adhered to the provisions of the same.

For Nalin Lease Finance Ltd.

Dilipkumar Nalinkant Gandhi
Managing Director &
Chief Executive Officer

Place : Himatnagar

Date : 24/06/2009

Auditor's certificate

The Compliance certificate from the Auditor's of the Company M/s Deepak R. Soni & Co. is appended.



Deepak R. Soni
B.Com., F.C.A.

DEEPAK R. SONI & CO.
CHARTERED ACCOUNTANTS
Dr. Nalinkant Gandhi Road, Himatnagar-383 001.
Phone : (02772) 242780
E-mail : deepak_soni11@yahoo.com

CERTIFICATE ON COMPLIANCE OF CONDITION OF CORPORATE GOVERNANCE

To,
The Members of
Nalin Lease Finance Limited, Himatnagar.

We have examined the compliance of conditions of Corporate Governance by **Nalin Lease Finance Limited** for the year ended on 31st March 2009, as stipulated in Clause 49 of the Listing Agreement of the said company with stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to review of the procedures and implementation thereof, adopted by the Company, for ensuring the compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

We state that no investor grievance is pending for a period exceeding one month against the Company as per the records maintained by the Shareholder's Grievance Committee.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place : **Himatnagar**
Date : 25-6-2009

D. R. Soni
Sole Proprietor
Mem. No. : 35177



AUDITORS' REPORT

To
The Members
NALIN LEASE FINANCE LIMITED
Himatnagar.

1. We have audited the attached Balance Sheet of **NALIN LEASE FINANCE LIMITED** as at 31st March 2009, the Profit and Loss Account and also the Cash Flow Statement for the year ended on that date annexed thereto. 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 misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 and Companies (Auditors Report) (Amendment) order 2004 thereon issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure, a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to above, we report that;
 - i. 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.
 - ii. In our opinion, proper books of accounts as required by law have been kept by the company so far as appears from our examination of those books;
 - iii. The Balance Sheet and Profit and Loss Account and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - iv. In our opinion, the Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with this Report comply with the Accounting Standards referred to in Sub-section (3C) of Section 211 of the Companies Act, 1956;
 - v. On the basis of written representations received from the Directors, as on 31st March, 2009 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March, 2009 from being appointed as a Director in terms of Clause (g) of Sub-Section (1) of Section 274 of the Companies Act, 1956;



- (vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read with significant accounting policies and other notes thereon, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view.
- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2009.
- (b) In the case of the Profit and Loss Account, of the profit for the year ended on that date.
- (c) In the case of the Cash Flow Statement, of the cash flow for the year ended on that date.

Place : HIMMATNAGAR

Date : 25th June, 2009

For Deepak R. Soni & Co.

Chartered Accountants

D. R. Soni

Sole Proprietor

Mem. No. : 35177

ANNEXURE TO THE AUDITORS' REPORT

(Referred to in paragraph 3 of our report of even date)

- (i) (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) Majority of the assets have been physically verified by the management during the year and there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) During the year, the company has not disposed off any major part of the Fixed Assets.
- (ii) (a) There are no Companies, firms and parties covered in the register maintained under Section 301 of the Companies Act, 1956 to whom the Company has granted unsecured loans. Hence the provision of this clause (a), (b), (c), and (d) is not applicable.
- (b) The Company had taken unsecured loans from four companies covered in the register maintained under Section 301 of the Companies Act, 1956. The maximum amount involved during the year as Rs. 1,05,50,983/- and the year end balance of loans taken from such parties was Rs78,80,983/-
- (c) In our opinion, the rate of interest and the other terms and conditions on which loans have been taken from parties listed in the register maintained under section 301 of the companies Act, 1956 are not, prima facie, prejudicial to the interest of the company.
- (d) We have been informed that the said loans are repayable on demand.
- (iii) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchase of equipments and fixed assets and with regard to the loans and advances made. During the course of our audit, no major weaknesses have been noticed in the internal controls.
- (iv) (a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that the transactions 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 contract or arrangement have been made at rates which are reasonable having regard to prevailing market rates at the relevant time.
- (v) In our opinion and according to the information and explanations given to us, the company has taken loans and has complied with the provisions of Sections 58A and 58AA and other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted by filing necessary returns with R.B.I. only. No order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.
- (vi) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.



- (vii) (a) According to the records of the company, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales Tax, Wealth Tax, Service tax, Custom Duty, Excise Duty, Cess and other Statutory Duties applicable to it.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of Sales Tax, Income Tax, Custom Duty, Wealth Tax, Service tax, Excise Duty, and Cess were outstanding, as at 31st March, 2009 for a period of more than six months from the date they become payable.
- (c) According to the information and explanations given to us, there are no dues of income tax, sales tax, wealth tax, service tax, customs duty and excise duty which have not been deposited on account of any dispute.
- (viii) The company does not have any accumulated losses. The company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (ix) Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that the company has not defaulted in repayment of dues to the banks.
- (x) The company has not granted any loans against security by way of pledge of shares, debentures and other securities.
- (xi) The company is not a chit fund or a Nidhi mutual benefit fund/society. Therefore, the provisions of this clause of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xii) The company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of this clause of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- (xiii) According to the information & explanation given to us, the company has not given any guarantee hence we do not have any comment under this para.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that no significant funds raised on short-term basis have been used for long-term investment by the company.
- (xv) According to the information and explanations given to us, the company has not made preferential allotment of shares to parties covered in the register maintained under section 301 of the Companies Act, 1956.
- (xvi) The company has not raised money by public issue hence any specific comments up on the disclosure of end use is not applicable to the company.
- (xvii) To the best of our Knowledge and belief, and according to the information and explanation given to us, no frauds on or by the company was noticed or reported during the year.

Item nos. 4 ii, viii, and xvi of the said order are not applicable in the case of the company for the year under audit.

Place : HIMMATNAGAR
Date : 25th June, 2009

For Deepak R. Soni & Co.
Chartered Accountants

D. R. Soni
Sole Proprietor
Mem. No. : 35177



BALANCE SHEET AS AT 31ST MARCH, 2009

(Rs. In Lacs)

PARTICULARS	SCH.	31.03.2009	31.03.2008
SOURCES OF FUNDS			
1 Shareholders' Funds			
A. Share Capital	1	326.20	326.20
B. Reserves & Surplus	2	156.56	126.08
		482.76	452.28
2. Loan Funds			
A. Secured Loans	3	21.75	42.09
B. Unsecured loans	4	375.03	357.42
		396.78	399.51
TOTAL :		879.54	851.79
APPLICATION OF FUNDS			
1. Fixed Assets (Net Block)	5	16.79	19.19
2. Investments	6	62.41	60.65
3. Current Assets, Loans & Advances	7		
A. Stock		6.13	4.95
B. Debtors		0.22	11.14
C. Cash and Bank Balances		132.20	54.86
D. Loans & Advances		760.01	824.34
E. Repossessed Assets		0.00	0.26
TOTAL :		898.56	895.55
Less: Current Liabilities & Prov.	8	98.22	123.60
Net Current Assets		800.34	771.95
4. Miscellaneous Expenditure	9	0.00	0.00
TOTAL :		879.54	851.79
Notes to the Accounts	A		

As per our attached report of even date.

For Deepak R.Soni & Co., Company Secretary
Chartered Accountants **S. N. Parikh**

D.R. SONI
Sole Proprietor
Mem. No. 35177

Place : **HIMMATNAGAR**
Dated : **25 / 06 / 2009**

For and on behalf of the Board

N. D. Shah Chairman
D. N. Gandhi Managing Director
N. N. Gandhi Director
P. D. Gandhi Director
M. P. Shah Director
I. C. Shah Director

Place : **HIMMATNAGAR**
Dated : **24 / 06 / 2009**



PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON 31.03.2009

		(Rs.In Lacs)	
PARTICULARS	SCH.	31.03.2009	31.03.2008
INCOME FROM OPERATIONS	10	278.32	280.41
TOTAL :		278.32	280.41
EXPENDITURE			
A. Interest		38.26	39.06
B. Administrative & General Exp.	11	177.64	161.50
C. Commission		2.42	2.22
D. Professional fees		4.63	10.52
E. Loss on Sale of asset		6.23	21.17
F. Depreciation		2.88	3.16
TOTAL		232.06	237.63
Profit before tax		46.26	42.78
Less: Income Tax provision		15.00	13.50
Fringe Benefit Tax		0.78	0.80
Profit After Tax		30.48	28.48
Add: Surplus brought forward from previous year		0.89	2.11
Surplus available for appropriation		31.37	30.59
APPROPRIATIONS			
A. Transfer To Special Reserve		6.10	5.70
B. Transfer To General Reserve		25.00	24.00
C. Balance carried to Balance Sheet		0.27	0.89
TOTAL :		31.37	30.59
Earning Per Shares (Sch. A (14)(ii))	Rs.	0.93	0.87

As per our attached report of even date.

For Deepak R.Soni & Co., Company Secretary
Chartered Accountants S. N. ParikhD.R. SONI
Sole Proprietor
Mem. No. 35177Place : HIMMATNAGAR
Dated : 25 / 06 / 2009

For and on behalf of the Board

N. D. Shah Chairman
D. N. Gandhi Managing Director
N. N. Gandhi Director
P. D. Gandhi Director
M. P. Shah Director
I. C. Shah DirectorPlace : HIMMATNAGAR
Dated : 24 / 06 / 2009

NALIN LEASE FINANCE LIMITED


(RS. IN LACS)

SCHEDULE - 1	31.03.2009	31.03.2008
SHARE CAPITAL		
A. Authorised 37,50,000 Equity Shares of Rs.10/- each	375.00	375.00
B. Issued, Subscribed and paid up 32,62,000 equity shares of Rs.10 each fully paid up	326.20	326.20
SCHEDULE - 2 RESERVES AND SURPLUS		
A. General Reserves	104.71	79.71
B. Special Reserve	51.58	45.48
C. Profit and Loss Account	0.27	0.89
TOTAL :	156.56	126.08
SCHEDULE - 3 SECURED LOANS		
From Himatnagar nagarik sahakari bank Secured against Fixed Deposits	21.75	26.52
From HDFC Bank Secured against Fixed Deposits	0.00	15.57
TOTAL :	21.75	42.09
SCHEDULE - 4 UNSECURED LOANS		
A. Public Deposits	375.03	357.42
TOTAL :	375.03	357.42

SCHEDULE - 5 FIXED ASSETS

(Rs. In Lacs)

FIXED ASSETS	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	As At 01.04.08	Addi tions	Dedu ctions	As At 31-3-09	Up To 31-03-08	During Year	Total 31-3-09	As At 31-3-09	As At 31-03-08
Office Building	03.82	0.00	0.00	03.82	00.77	0.06	00.83	02.99	03.05
Office Equipments	13.16	0.14	0.00	13.30	09.42	0.91	10.33	02.97	03.74
Vehicles	18.16	0.00	0.00	18.16	11.08	1.24	12.32	05.84	07.08
Furniture & Fixtures	08.82	0.34	0.00	09.16	04.01	0.57	04.58	04.58	04.81
Air Conditioners	01.83	0.00	0.00	01.83	01.32	0.10	01.42	00.41	00.51
Total...	45.79	0.48	0.00	46.27	26.60	2.88	29.48	16.79	19.19

Previous Year's Figures	45.59	0.20	0.00	45.79	23.44	3.16	26.60	19.19	22.65
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**SCHEDULE - 6
INVESTMENTS**

Fixed Deposits with Bank - SLR	19.62	17.86
SLR GOI 2012	21.64	21.64
SLR GOI 2023	21.15	21.15
TOTAL	62.41	60.65

**18th ANNUAL REPORT 2008-2009***(RS. IN LACS)*

SCHEDULE - 7	31.03.2009	31.03.2008
CURRENT ASSETS, LOANS & ADVANCES		
A. Stock(As Taken by Director)		
a. Adhesive Stamps	0.38	1.20
b. Stationary Stock	5.75	3.75
TOTAL :	6.13	4.95
B. Debtors(Unsecured, Considered Good)		
a. Other Debtors	0.13	11.07
b. Interest Receivable	0.09	0.07
TOTAL :	0.22	11.14
C. Cash and Bank Balances		
a. Cash on hand	3.21	2.78
b. Bank Balances & Fixed Deposits	128.99	52.08
TOTAL :	132.20	54.86
D. Loans And Advances (Unsecured, Considered Good)		
a. Deposits.	0.05	0.05
b. Tax deducted at source & Advance tax	17.50	17.84
c. Advances	742.39	806.36
d. Prepaid Expenses	0.07	0.09
TOTAL :	760.01	824.34
E. Reposed Assets	0.00	0.26
TOTAL :	0.00	0.26
SCHEDULE - 8		
CURRENT LIABILITIES & PROVISIONS		
a. Sundry Creditors	4.01	6.09
b. Income Tax Provision & T.D.S.	15.40	13.51
c. Himatnagar Nagarik Bank- Book bal.	0.00	0.00
d. Inter Corporate Deposit	78.81	104.00
TOTAL :	98.22	123.60
SCHEDULE - 9		
MISCELLANEOUS EXPENDITURE (To the extent not written off or adjusted)		
A. Preliminary Expenses	0.00	0.00
TOTAL :	0.00	0.00



(RS. IN LACS)

SCHEDULE - 10	31.03.2009	31.03.2008
INCOME FROM OPERATION		
Interest & Other charges	269.27	270.67
Miscellaneous Income	9.05	9.21
Bad Debts Recovery	0.00	0.53
TOTAL :	278.32	280.41
SCHEDULE - 11		
ADMINISTRATIVE & GENERAL EXP.		
Salaries And Benefits	14.14	14.12
Stationery & Printing	24.26	19.34
Administrative & General Exp.	0.95	1.24
Travelling & conveyance	7.81	8.01
Vehicle expenses	1.44	1.18
Advertisement Exp	2.27	2.20
Postage & Telephone Exp.	6.58	6.46
Office & General Expenses	0.99	0.26
Refreshment	4.09	3.60
Director remuneration	16.80	12.72
Audit fees	0.47	0.42
Stamp Exp:	7.92	3.13
Listing fees	0.31	0.28
Repairs & maintainance	0.33	0.18
Key-Man Insurance Premium	0.48	0.48
Collection Expenses	65.49	60.16
Seizure Expenses	17.70	25.19
Annual General Meeting Exp.	0.36	0.26
Office Rent	2.70	1.20
Godown Rent	1.00	1.00
Income Tax	1.56	-0.16
Bad Debts exp & kasar expenses	0.00	0.23
TOTAL :	177.64	161.50

**NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED ON 31ST MARCH, 2009.
SCHEDULE "A"**

1 ACCOUNTING POLICIES:-

A) Accounting convention :

The Accounts have been prepared under the historical cost basis, as a going concern, and are consistent with generally accepted accounting principles.

B) Revenue recognition :

Revenue/Income and cost/expenditure are generally accounted on accrual as and when they are earned or incurred except in case of uncertainties.

C) Fixed Assets :

I. Fixed assets are stated at cost.

II. Company has provided depreciation on fixed assets at the rates specified in schedule XIV of the Companies Act on pro-rata basis.

D) Investments :

Investment are stated at cost. Dividends/Interests are accounted for when received and provision for reduction/surplus is made in Accounts on realization.

**E) Finance Transaction :**

Company is financing under various funding schemes. Processing charge and late payment fees are credited on receipt basis.

The monthly installments are bifurcated in two parts. One part being principle is credited to respective borrower account and second part being interest calculated at stipulated rate on declining balance of said account credited to interest account further at the end of the year if some EMIS are due provision for interest receivable on said installment is made in the Accounts.

Finally at the year end the outstanding balance of all borrowers Accounts is shown as balance under the head loans and advances.

2 Deferred tax provision as required by AS 22

The depreciation difference on the assets being negligible, no provision is made as required by AS 22.

3 The Company has been advised that the payment of bonus Act, 1965 and the payment of gratuity Act, 1972 are not applicable.

4 Provision for Income Tax is made after considering deductions and exemptions available at the rates applicable under the income tax Act, 1961.

5 In the opinion of the board the current assets, loans and advances are having value at least equal to the amount at which they are stated if realised in the ordinary course of business. Further provision for all known liabilities are adequate and not in excess of the amount reasonably necessary and no personal expenses have been charged to revenue accounts..

6 Bank balances include balances of following non scheduled Banks. The details of which is given hereunder.

Name of Bank	<u>Bal. As On 31.03.2009.</u>	<u>Maximum Balance.</u>
Himatnagar Nagarik Sah.Bank Ltd.		
Current Account	2,85,358.00	30,52,110.00
Modasa Nagarik Sah. Bank Ltd.	6,527.00	6,527.00
The S.K.Dist. Cen.Co.Op. Bank Ltd.	2,67,374.00	21,45,239.00
HDFC BANK LTD., Ahmedabad.	—	—
Himatnagar	16,08,437.00	30,62,601.00
Nadiad	45,810.00	3,57,050.00

7 Remuneration to Auditors:

	<u>2008-2009</u>	<u>2007-2008</u>
		(In lacs)
As Auditors	0.18	0.28
In other capacity	0.12	0.00
	<u>0.30</u>	<u>0.28</u>

8 Remuneration to the directors:

Salaries	16.80	12.72
Others	0.00	0.00
	<u>16.80</u>	<u>12.72</u>



9 The details of Investments held by the Company as on 31.03.2009 is given here under.

(a)	GOI Stock 2012	2164000
	GOI Stock 2023	<u>2115000</u>
	Total:	4279000

(b)	Fixed Deposits With Banks.	
	Bank Of India	<u>1962111</u>
	Total :	6241111

10. Outstanding Debit \ Credit Balances are Subject to Confirmations from the Parties.

11. As required by Section 45 - IC of Reserve Bank Of India Act , 1934, Company has appropriated 20% of its profits to Special Reserve Account.

12. During the year under audit , company has seized / repossessed the assets of the borrowers in default. The entries of profit (if any) is made on sale which is credited to other income and the entries of loss (if any) is made on sale which is debited to Bad Debts / Loss on sale of repossessed assets. Further the assets which are not sold they are shown as repossessed assets at outstanding balance of respective borrower's account.

13. We have verified the vouchers and documentary evidences wherever made available. Where no documentary evidences were available , we relied on the information/ authentication given by the management.

14. Earning per Share : (AS-20)

(i) The amount used as numerator in calculating basic earning per share is the profit after depreciation and taxes i.e. Rs. 3048000/-

(ii) The number of ordinary shares used as the denominator in calculating the basic earning per share is 3262000/-

	As at 31 st March 2009	As at 31 st March 2008
Profit attributable to the Equity		
Shares holders (Rs.) (A)	3048000	2848000
Basic number of Equity Shares (B)	3262000	3262000
Nominal value of Equity Shares (Rs.)	10	10
Basic Earning per Shares (Rs.) A/B	0.93	0.87

15. Segment Reporting : (AS-17)

Based on the guiding principle given in Accounting standard on 'Segment Reporting' (AS-17) issued by the ICAI , the Company's primary business is of providing finance mainly for auto vehicles which mainly have similar risk and returns, hence , in our opinion , there is no separable segment.

**16. Related Party Disclosures : (AS-18)**

(a) Relationships :

Associates

Nalin Housing Finance Ltd.
Nalin Orchared Ltd.
Amee Finance Ltd.
Gandhi Shroff Services Pvt. Ltd.

Key Management Personnel

Dilipbhai N. Gandhi
Nipurnaben N. Gandhi
Pallaviben D. Gandhi

The following transaction were carried out with the related parties in the ordinary course of business as under :

Nature of Transactions	Associates	Key Management Personnel
1. Expenses		
Interest	10,12,149/-	
Directors Remuneration		16,80,000/-
Office Rent		2,70,000/-
2. Loan Taken From:-	Bal. As On 31/03/09	Maximum Bal.
Nalin Housing Finance Ltd.	47,94,881/-	47,94,881/-
Nalin Orchard Ltd.	5,48,156/-	5,48,156/-
Amee Finance Ltd.	25,37,946/-	25,37,946/-
Gandhi Shroff Services Pvt. Ltd.	NIL	26,70,000/-

17. Previous year's figures have been regrouped and / or rearranged wherever considered necessary.
18. Information required in terms of part IV of schedule VI of the Companies Act, 1956 is attached.
19. Additional information pursuant to para 3, 4C, and 4D, of part II of schedule VI of Companies Act, 1956 are not applicable in the case of the Company.

Signatures of schedules 1 to 11

As per our attached report of even date.

For and on behalf of the Board

For Deepak R.Soni & Co., Company Secretary
Chartered Accountants S. N. Parikh

N. D. Shah *Chairman*
D. N. Gandhi *Managing Director*
N. N. Gandhi *Director*
P. D. Gandhi *Director*
M. P. Shah *Director*
I. C. Shah *Director*

D.R. SONI
Sole Proprietor
Mem. No. 35177

Place : HIMMATNAGAR
Dated : 25 / 06 /2009

Place : HIMMATNAGAR
Dated : 24 / 06 /2009

NALIN LEASE FINANCE LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2009
(Pursuant to the Listing Agreement with Stock Exchange)

	(Rs. in Lacs)			
	2008-2009		2007-2008	
A. CASH FLOW FROM OPERATING ACTIVITIES:-				
Net Profit Before Tax		46.26		42.78
Adjustment for :				
Depreciation	2.88		3.16	
Loss on Sale of Asset	0.00		0.00	
Taxation Provision & FBT	-15.78	-12.90	-14.30	-11.14
Operating Profit before working capital changes		33.36		31.64
Adjustment for:				
Trade & Other receivables	74.33		-63.18	
Trade payables	-25.38	48.95	-5.17	-68.35
Net Cash used in operating activities		83.31		-36.71
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets	-0.48		-0.20	
Decrease in Investment	-1.76		-1.37	
Net cash used in Investing Activities		-2.24		-1.57
		80.07		-38.28
C. CASH FLOW FROM FINANCING ACTIVITIES				
Total proceeds from Borrowings		-2.73		30.73
Net cash used in Financing Activities		77.34		-7.55
NET INCREASE IN CASH & CASH EQUIVALENTS		-77.34		7.55
CASH & CASH EQUIVALENTS AS AT 1-4-07 (Opp. Balance)		54.86		62.41
CASH & CASH EQUIVALENTS AS AT 31-3-08 (Clo. Balance)		132.20		54.86

As per our attached report of even date.

For Deepak R.Soni & Co., Company Secretary
Chartered Accountants S. N. Parikh

D.R. SONI
Sole Proprietor
Place : HIMMATNAGAR
Dated : 25 / 06 / 2009

For and on behalf of the Board
N. D. Shah Chairman
D. N. Gandhi Managing Director
N. N. Gandhi Director
P. D. Gandhi Director
M. P. Shah Director
I. C. Shah Director
Place : HIMMATNAGAR
Dated : 24 / 06 / 2009

AUDITORS CERTIFICATE

We have verified the above Cash Flow Statement with the books and records maintained by Nalin Lease Finance Limited and found the same in agreement therewith.

For Deepak R. Soni & Co.,
Chartered Accountants

Place : Himmatnagar
Dated : 25th June 2009

D.R. Soni
Sole Proprietor



PART IV OF SCHEDULE VI OF COMPANIES ACT, 1956 (AS AMENDED) BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE.

I. Registration Details

Registration No. L 6 5 9 1 0 G J 1 9 9 0 P L C 0 1 4 5 1 6 State Code 0 4
 Balance Sheet Date 3 1 0 3 2 0 0 9
 Date Month Year

II. Capital Raised during the Year (Amount in Rs. Lacs)

Public Issue	Rights Issue
0 0 0 0 0 0 N I L	0 0 0 0 0 0 N I L
Bonus Issue	Private Placement
0 0 0 0 0 0 N I L	0 0 0 0 0 0 N I L

III Position of Mobilisation and Deployment of Funds (Amount in Lacs)

Total Liabilities	Total Assets
0 0 0 8 7 9 . 5 4	0 0 0 8 7 9 . 5 4
Source of Funds	Reserve & Surplus
Paid up Capital	0 0 0 1 5 6 . 5 6
0 0 0 3 2 6 . 2 0	Unsecured Loans
Secured Loans	0 0 0 3 7 5 . 0 3
0 0 0 2 1 . 7 5	Application of Funds
Net Fixed Assets	Investments
0 0 0 1 6 . 7 9	0 0 0 6 2 . 4 1
Net Current Assets	Misc. Expenditure
0 0 0 8 0 0 . 3 4	0 0 0 0 . 0 0
Accumulated Losses	
0 0 0 0 0 0 N I L	

IV Performance of Company (Amount Rs in Lacs)

Income from Operations	Total Expenditure
0 0 0 2 7 8 . 3 2	0 0 0 2 3 2 . 0 6
+ - Profit/Loss Before Tax	+ - Profit/Loss After Tax
+ 0 0 0 4 2 . 2 6	+ 0 0 0 3 0 . 4 8
Earning Per Shares in Rs.	Dividend rate %
0 0 0 0 . 9 3	0 0

V Generic Names of Three Principal Products/Services of Company (as per monetary terms)

Item Code No. (ITC Code) N A

Product Description F I N A N C E



NALIN LEASE FINANCE LIMITED

Regd. Off. : Ground Floor, Gandhi Nursing Home Bldg.,
Dr. Nalinkant Gandhi Road, HIMATNAGAR - 383 001.

ATTENDANCE SLIP

(To Be handed over, duly filled in, at the Entrance of the Meeting Place)

Name of the attending Member / Proxy (in block letters) :

Member's Folio No. :

No. of Shares held :

I hereby record by presence at the 18TH ANNUAL GENERAL MEETING of the Company to be held at Ground Floor, Gandhi Nursing Home Bldg., Dr. Nalinkant Gandhi Road, Himatnagar-383001 on Wednesday 29th July 2009 at 4-00 P.M.

Place : Himatnagar

Member's / Proxy's Signature



NALIN LEASE FINANCE LIMITED

Regd. Off. : Ground Floor, Gandhi Nursing Home Bldg.,
Dr. Nalinkant Gandhi Road, HIMATNAGAR - 383 001.

PROXY FORM

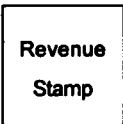
DP ID*	Client ID*	Regd. Folio No.

I/We _____
of _____ being a member / members of the abobe named Company
hereby appoint _____ of
failing him _____ of
_____ as my / our proxy to vote for me / us and on my / our behalf at the 18TH ANNUAL GENERAL MEETING
of the Company at Ground Floor, Gandhi Nursing Home Bldg., Dr. Nalinkant Gandhi Road, Himatnagar - 383 001 on
Wednesday 29 July 2009 at 4-00 P.M. Signed this _____ day of _____

Note :-

1. The form should be signed across the stamp as per the specimen signature registered with the company.
2. This proxy must be deposited at the Registered Office of the Company at Ground Floor, Gandhi Nursing Home Bldg., Dr. Nalinkant Gandhi Road, Himatnagar-383001 not less than 48 hours before the time fixed for holding the meeting or any adjournment thereof.

* Applicable for members holding shares in electronic form.



Book-Post

To

If undelivered, Please Return to :-
NALIN LEASE FINANCE LIMITED
Ground Floor,
Gandhi Nursing Home Bldg.,
Dr. Nalinkant Gandhi Road,
HIMATNAGAR - 383 001.