

F.Y- 2011-2012

Capfin India Limited

ANNUAL REPORT

Board of Directors : Mr. Dinesh Kumar
Mr. Piyush Kumar
Mr. Jai Bhagwan

Auditors : M/s. Bhupinder Shah & Co.
306, South Extn. Plaza II,
New Delhi- 110049

Registered Office : C- 12, Raj Nagar, C.H.B Society,
Pitampura, Delhi- 110034

Share Transfer Agent : M/s. Link Intime India Pvt. Ltd.
A-40, 2nd Floor, Naraina
Industrial Area, Phase- II
New Delhi- 110029

CONTENTS

| S.No. | Particulars |
|-------|------------------------------------|
| 1. | Notice |
| 2. | Director's Report |
| 3. | Corporate Governance Report |
| 4. | Auditors Report |
| 5. | Balance Sheet |
| 6. | Profit & Loss Account |
| 7. | Schedules |
| 8. | Cash Flow Statement |
| 9. | Balance Sheet Abstracts |
| 10. | General Company's Business Profile |
| 11. | Proxy Form |
| 12. | Attendance Slip |

NOTICE

Notice is hereby given that the Twenty First Annual General Meeting of the Members of CAPFIN INDIA LIMITED will be held at 9.15 A.M at Maheshwari Kala Kendra (Maheshwari Mandal), C-Block, Opp.C-160, Ashok Vihar, Phase-I, Delhi-110052 on Saturday, 28th Day of September 2013.

ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet as on 31st March, 2013, Statement of Profit and Loss Account for the year ended on that date and the reports of the Board of Director's and Auditors thereon.
2. To appoint a Director in place of Dinesh Kumar who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint Auditors and to authorize the Board to fix the remuneration.
M/s. Bhupinder Shah & Co. Chartered Accountants, retire and being eligible to be appointed in terms of provisions of section 224(IB) of the companies Act, 1956, offer themselves for reappointment.

SPECIAL BUSINESS

1. To consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“Resolved That Sh.Sunil Kumar, who was appointed as an additional director by the board under Section 260 of the Companies Act, 1956 and as per Articles of Association of the Company and who holds office only upto the date of this Annual General Meeting, be and is hereby appointed as a director of the Company liable to retire by rotation.”

BY ORDER OF THE BOARD

Place: New Delhi
Dated: 29.08.2013

Sd/-
Dinesh Kumar
(Director)

NOTES:

- * A member entitled to attend and vote is entitled to appoint one or more proxies in order to attend and vote instead of himself/herself and the proxy need not be a member of the company. The proxies in order to be effective must be received by the company not less than 48 hours before the meeting.
- * The register of members and share transfer books of the company will remain closed from 26.09.2012 to 29.09.2012 (both days inclusive).
- * Members /Proxies should bring the attendance slip duly filled in for attending meeting.
- * Members who hold share in dematerialized form are requested to bring their Client I.D and D.P ID numbers for easy identification of attendance in the meeting.
- * Shareholders are requested to bring their copy of annual report of the meeting.

BY ORDER OF THE BOARD

Place: New Delhi
Dated: 29.08.2013

Sd/-
Dinesh Kumar
(Director)

DIRECTOR REPORT

Your director's have the pleasure in presenting their Twentieth Annual report of the company with statements accounts for the period ended on 31st March, 2012.

FINANCIAL RESULTS

(Rs. In Lacs)

| <i>Particulars</i> | <i>31.03.2012</i> | <i>31.03.2011</i> |
|--|-------------------|-------------------|
| Gross Income | 22.57 | 26.06 |
| Profit/(Loss) before Depreciation and Tax | 4.37 | 9.15 |
| Less: Depreciation | .015 | 0.02 |
| Profit/(Loss) before Tax | 4.35 | 9.13 |
| Add/Less: Provision for tax including deferred Tax | .84 | 1.69 |
| Profit/(Loss) after Tax | 3.50 | 7.42 |

REVIEW OF OPERATIONS

During the year under review, your company has incurred Profit before depreciation and I. Tax of Rs. 4.37 lacs from its operation. After providing of depreciation of Rs. 0.015 lacs and provisions of I. Tax of Rs .84 Lacs the net profit has been at Rs. 3.50 Lacs.

DIVIDEND AND APPROPRIATIONS

The company has not earned any distributable profits therefore your directors have decided not to recommend dividend.

AUDITORS REPORT

Auditors report on the final accounts of the company is attached herewith. Auditors report does not contain any reservation, qualification or adverse remark.

DIRECTORS

Mr. Jai Bhagwan as the director of the company retire by rotation as required under the section 255 of the Companies Act, 1956 and being eligible, offers himself for reappointment.

Your Directors recommend the re-appointment of Mr. Jai Bhagwan as the director of the company.

AUDITORS

M/S.Bhupinder Shah & Co. chartered Accountants Statutory auditors of the company hold office until the conclusion of the annual general meeting and are recommended for the re-appointment. The Company has received certificate from them to the effect that their appointment if made would be within the prescribed limits under section 224(B) of the Companies Act, 1956.

COMPLIANCE CERTIFICATE

Being the company having paid-up share capital of Rs. 34,500,000/- it is required to obtain Compliance certificate from a practicing Company Secretary and it has been duly attached with the directors' report signed by M/s RJ & Associates.

CORPORATE GOVERNANCE

The corporate governance report as prescribed under the amended provisions of the listing agreements, forms part of this annual report.

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

The particulars regarding energy conservation, technology absorption, foreign exchange earnings and outgo as prescribed under section 217(I) (e) of the companies Act, 1956 read with companies (disclosure of particulars in the report of the board of directors) Rules 1998 are not applicable.

RESPONSIBILITY STATEMENTS

The Directors Confirm:

- a) That in the preparation of the annual accounts the applicable accounting standards have been followed and that no material departures have been made from the same.
- b) That they 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 affairs of the company at the end of the financial year and of the profit or loss of the company for that period.
- c) That they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- d) That they have prepared the annual accounts on a going concern basis.

MANAGEMENT ANALYSIS AND DISCUSSION:

The Financial service sector is passing through a period of dull phase, which has also affected the growth of the company. We feel, with the picking up of the Indian Economy, the finance sector shall also pickup and your company hopes to do the better during the year under review.

PARTICULARS OF EMPLOYEES

During the year under review, no employee was in receipt of remuneration in excess of limits laid down in section 217 (2A) of the companies Act 1956.

ACKNOWLEDGEMENT

Your Directors wish to place on record their thanks to the bankers for their continued support, co-operation and all time assistance. Sincere thanks are also due to the employees for showing their hard work and belongingness

For and on behalf of the Board of Directors

Sd/-
DINESH KUMAR

Sd/-
PIYUSH KUMAR

Place: Delhi
Dated: 27.08.2012

CORPORATE GOVERNANCE REPORT

Company's Philosophy on Corporate Governance

The Board of Directors believes that the Code prescribes only a minimum framework for governance of a business in corporate framework. The Board's philosophy is to develop this desired minimum framework and institutionalize the spirit it entails. This will lay the foundation for further development of superior governance practices, which are vital for growing a successful business, creating sustainable long-term shareholder value and balancing it with the interests of other stakeholders in the Company. The Board recognizes that transparency; disclosure, financial controls and accountability are the pillars of any good system of corporate governance.

A report on the implementation of the code of Corporate Governance as per Clause 49 of the Listing Agreement is given below

A. Board of Directors

At present, the Board comprises of three (3) non-executive directors out of which two directors are independent directors. The Company has a Non-Executive Chairman and the two Independent Directors comprise one third of the total strength of the Board. All the Independent Directors have confirmed that they meet the 'independence' criteria as mentioned under the existing Clause 49 of the Listing Agreement.

None of the Directors on the Company's Board is a Member of more than ten Committees and Chairman of more than five Committees [Committees being, Audit Committee and Investors' Grievance Committee] across all the Indian public limited companies in which he/she is a Director. All the Directors have made necessary disclosures regarding Committee positions held by them in other companies and do not hold the office of Director in more than twenty companies, including ten public companies.

None of the directors has any pecuniary relationship with the company except sitting fees for attending Board/Committee meetings from the company.

The composition and overall attendance of the Board of directors during the last financial year is stated in table below:

| Name of the director | Category | Meetings held during the tenure of director | Board Meetings attended | Attendance at the last AGM |
|-----------------------------|-----------------------------|--|--------------------------------|-----------------------------------|
| Mr. Dinesh Kumar | Non-Executive & Independent | 6 | 6 | Yes |
| Mr. Piyush Kumar | Non-Executive | 6 | 6 | Yes |
| Mr. Jai Bhagwan | Non-Executive & Independent | 6 | 6 | No |

B. BOARD MEETINGS AND ATTENDANCE

Your Company's Board met 6 times during the period and details of the meetings are highlighted below the Dates of Board Meetings are fixed in advance and agenda papers are circulated to Directors generally one week before the meeting. All material information is incorporated in the agenda papers for facilitating meaningful and focused discussion at the meeting. In case of urgencies, resolutions are passed by Circulation if any. Your Company has placed all relevant information before the Board as per Annexure IA of Clause 49 of the Listing Agreement.

During the year the 2011-2012, the Board met six (6) times as per the detail;

| S.No. | Date of board meeting held |
|-------|----------------------------------|
| 1. | 29 th April, 2011 |
| 2. | 30 th July, 2011 |
| 3. | 28 th August,2011 |
| 4. | 30 st September, 2011 |
| 5. | 29 th October, 2011 |
| 6. | 30 th January, 2012 |

The Details about other board of directors or board committees on which each director is member or chairman or directors

| Name | Number of Directorship | | | |
|------------------|------------------------|-------|------------|----------|
| | Listed | Other | Membership | Chairman |
| Sh. Dinesh Kumar | - | - | - | - |
| Sh. Piyush Kumar | - | 1 | - | - |
| Sh. Jai Bhagwan | - | - | - | - |

C. Committees of the Board

Audit Committee:

The Audit Committee of the Capfin India Limited consists of Mr. Piyush Kumar and Mr. Dinesh Kumar. The Statutory auditor of the company also attends the meetings. The minutes of meeting of Audit committees are placed before the Board. The terms of reference of the audit committee covers the areas specified in clause 49 of the listing agreements which are stated below:

- Oversight of the Company's financial
- Recommending the appointment and removal of auditors
- Reviewing the adequacy of the internal control systems
- Reviewing the adequacy of internal audit functions.
- Discussing any significant finding and follow up thereon.
- Reviewing the company's financial and risk management policies.
- Discussion with the auditors about the nature and scope of audit.
- Reviewing with Management the annual Financial Statements before submission to the Board.

The composition of the Audit Committee and the details of meetings held by it are as follows:

| Meeting held on | Attended by | Chairman of Meeting |
|-----------------|-------------------------|---------------------|
| 29.04.2011 | Mr. Piyush , Mr. Dinesh | Mr. Dinesh |
| 30.07.2011 | Mr. Piyush , Mr. Dinesh | Mr. Dinesh |
| 28.08.2011 | Mr. Piyush , Mr. Dinesh | Mr. Dinesh |
| 30.09.2011 | Mr. Piyush , Mr. Dinesh | Mr. Dinesh |
| 29.10.2011 | Mr. Piyush , Mr. Dinesh | Mr. Dinesh |
| 30.01.2012 | Mr. Piyush , Mr. Dinesh | Mr. Dinesh |

Remuneration to Directors

Only sitting fees are paid to directors for attending the meetings.

Shareholders Grievance Committee

A Committee in the name of Shareholders Grievances has been constituted by the Board of Directors consists of Mr. Dinesh Kumar and Mr. Piyush Kumar both non-executive Directors as its members. Mr. Dinesh Kumar shall act chairman of the meeting.

It shall look in to the redressal of shareholders and investor complaints, Transfer/Transmission of Shares, monitoring expeditious redressal of investors' grievance, and such other matters as may be delegated to committee by the Board of Director of the company from time to time.

General Body Meetings

Details of the Annual General Meetings (AGM) during last three years are as under:

| Financial Year (ended) | Date | Time | Venue |
|------------------------------|----------------------|-----------|--|
| 31 st March, 2009 | 19th September, 2009 | 9.30 A.M. | GUGARS, 358, Kohat Enclave, Pitampura, New Delhi |
| 31 st March, 2010 | 30th September, 2010 | 9.00 A.M. | GUGARS, 358, Kohat Enclave, Pitampura, New Delhi |
| 31 st March, 2011 | 30th September, 2011 | 9.15 A.M. | GUGARS, 358, Kohat Enclave, Pitampura, New Delhi |

Special Resolutions Passed at the Last Three AGMs

No special resolution was passed in any of the last three AGMs.

Management Discussion & Analysis Report

The Management discussion and Analysis Report is a part of the Director Report.

Code of Conduct for Directors and Sr. Management Personnel:

The Board of Directors of the company has adopted the code of conduct for Directors and Sr. Management Personnel. The code is applicable to Directors as well as Sr. Management. A Copy of the code is available with the company.

A declaration signed by the directors is given below:

We hereby confirm that:

The company has obtained from all the members of the Board and Sr. Management, affirmation that they have complied with the Code of conduct for directors and Sr. Management Personnel in respect of the financial year 2011-12.

CEO/CFO Certification

As required by the clause 49(V) of the Listing Agreement, Mr. Piyush Kumar, Director, certify the Financial Statements, the Cash Flow Statement and the Internal Control Systems for financial year ending on 31.03.2012 and is hereby enclosed.

Disclosures

Adequate care was taken to ensure that the potential conflict of interest did not harm the interests of the Company at large. There were no instances of material non-compliance and no strictures or penalties have been imposed on the Company either by SEBI, Stock Exchanges or any statutory authorities on any matter related to capital markets during the last three years. The Company has complied with all mandatory requirements laid down by the Clause 49. The non-mandatory requirements complied with has been disclosed at the relevant places.

Means of Communication

During the year, quarterly, half-yearly and annual financial results of the Company were submitted to the stock exchanges soon after the Board meeting approved these and were also published in at least two leading newspapers- English & Vernacular newspaper. The Management's Discussion and Analysis of Operating Results and Financial Condition based on financial statements for the year forms part of the Annual Report for the year.

General Shareholder Information

(a) Annual General Meeting to be held:

| | |
|-------------|---|
| Date & Time | Saturday, 29 th September, 2012 at 9.30 AM |
| Venue | GUGARS, 358, Kohat Enclave, Pitampura, Delhi-110034 |

(b) Tentative Financial Calendar for the year 2011-12

| | |
|-----------------------|--------------------------|
| Financial year | 1-April to 31-March |
| First Quarter results | Fourth week of July 2012 |

| | |
|-----------------------|-----------------------------|
| Half Yearly results | Fourth week of October 2012 |
| Third Quarter results | Fourth week of January 2013 |
| Results for year-end | Fourth week of May 2013 |

(c) Date of Book Closure

26th September, 2012 to 29th September, 2012 (both days inclusive).

(d) Dividend payment Date

Due to insufficiency of funds, Directors of your company are unable to pay any dividend for this financial year.

(e) Listing on Stock Exchanges and security codes

| S. No. | Name of Stock Exchange | Address |
|--------|-------------------------------|--|
| 1 | Delhi Stock Exchange | DSE House, 3/1, Asaf Ali Road, New Delhi-110002 |
| 2 | Jaipur Stock Exchange | Stock Exchange Building, J.L. Marg, Malviya Nagar, Jaipur-302017 |
| 3 | Madhya Pradesh Stock Exchange | Palika Plaza, Phase-II, 201, MTH Compound, INDORE-452001(MP) |

The Company has paid the annual listing fees for the year 2011-12 to stock exchange mentioned at S. No. 1 only.

(f) Stock/Company/Security

Dematerialization international security identification number in NSDL & CDSL for equity shares: INE960C01013

(g) Market Price Data:

Since the shares of the company has not been traded on Delhi and other stock exchange in last 12 months, thus the data containing the highest and lowest quotation of equity shares of the company are not available.

(h) Registrar and Transfer Agent

A Registrar and Transfer Agent has been appointed by the company to perform the following functions:

1. Effecting transfers and transmission
2. Dematerialization of shares
3. Change of Addresses
4. Issue of duplicate shares certificates etc.

The address of the Registrar and Transfer agent of our company is:

LINK INTIME INDIA PRIVATE LIMITED
(Formerly: IN-TIME SPECTRUM REGISTRY LIMITED)
A-40, IInd Floor, Naryana Industrial Area
Phase-II, New Delhi-110029

(i) Share Transfer System

Share Transfer in physical form is presently processed within a period of 15 days from the date of receipt.

Share Transfer committee of the company holds meeting to consider the transfer proposal if any.

(j) Distribution of Shareholding:

The shareholding distribution of equity shares as on 31st March, 2012 given below:

| Sr. No. | Holding of Nominal Value of Rs. | No. of share holders | No. of shares | % of total |
|--------------|---------------------------------|----------------------|------------------|---------------|
| 1. | Upto 2500 | 126 | 17,836 | 0.52 |
| 2. | 2501-5000 | 1610 | 583,574 | 16.92 |
| 3 | 5001-10000 | 52 | 34,300 | 0.99 |
| 4 | 10001-20000 | 83 | 106,780 | 3.10 |
| 5 | 20001-30000 | 29 | 75,900 | 2.20 |
| 6 | 30001-40000 | 10 | 35,200 | 1.02 |
| 7 | 40001-50000 | 12 | 58,800 | 1.70 |
| 8 | 50001-100000 | 42 | 332,100 | 9.63 |
| 9 | 100001 and above | 66 | 2,205,510 | 63.93 |
| TOTAL | | 2030 | 3,450,000 | 100.00 |

(k) Share holding pattern as on 31st March, 2012:

| Sr. No. | Category | No. of shares | % of shareholding |
|--------------|--------------------------|------------------|-------------------|
| 1 | Directors | 37,900 | 1.10 |
| 2 | Person Acting in Concern | 87,810 | 2.55 |
| 3 | Resident Indian | 2 348,890 | 68.08 |
| 4 | Other Corporate Bodies | 975,400 | 28.27 |
| TOTAL | | 3,450,000 | 100 |

(l) Dematerialization of equity shares:

The company has established connectivity with NSDL & CDSL and 8.57 % of total Equity Capital has been dematerialized.

(m) Investors' Correspondence may be addressed to:

The name and designation of the Compliance Officer is Mr. Dinesh Kumar, Director of the company. The shareholders can get in touch with compliance officer on all legal and Secretarial matters relating to the company.

Address for Communication/Registered Office:

M/s CAPFIN INDIA LIMITED
C-12, RAJ NAGAR, CHB SOCIETY
PITAMPURA, DELHI-110034

Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity

Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity are not applicable on the company.

Plant locations

Not Applicable

Non- mandatory requirement

The Company has not adopted any of the non- mandatory requirements specified in Annexure-III of clause 49 of the Listing Agreement.

Sd/-
(Dinesh Kumar)
Director

Sd/-
(Piyush Kumar)
Director

Declaration by Mr. Piyush Kumar, Director, under clause 49 of the Listing Agreement regarding compliance with code of Conduct

In accordance with Clause 49 ID of the Listing Agreement, I hereby confirm that, all the Directors and the Senior Management personnel of the Company have affirmed compliance with code of Conduct, as applicable to them, for the Financial Year ended on March 31, 2012.

Date: August 27, 2012

Place: New Delhi

Sd/-
Piyush Kumar
Director
(DIN: 01902609)

Certification by Mr. Piyush Kumar Director, pursuant to Clause 49 of the Listing Agreement regarding financial statements

I, Piyush Kumar, certify that:

- a) I have reviewed the financial statements and the cash flow of Capfin India Limited (“the company”) for the year ended March 31, 2012 and to the best of my knowledge and belief:
 - i. These statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. These statements together present a true and fair view of the Company’s affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of my knowledge and belief, no transactions entered into by the company during the year that are fraudulent, illegal or violative of the Company’s code of conduct.
- c) I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting. There are no deficiencies in the design or operation of internal control.
- d) I have indicated to the Auditors and the Audit Committee that there are no
 - i. Significant changes in the internal control over financial reporting during the year;
 - ii. Significant changes in accounting policies during the year;
 - iii. Instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company’s internal control system over financial reporting.

For Capfin India Limited

Date: August 27, 2012

Place: New Delhi

Sd/-

Piyush Kumar

Director

(DIN: 01902609)

Sd/-

BHUPINDER SHAH & CO.

306, South Extn. Plaza-II,

Chartered Accountants

209, Masjid Moth, N.D.S.E. II,

New Delhi -110 049

AUDITORS CERTIFICATE ON COPROPRATE GOVERNANCE

As required by clause 49 of Listing Agreement, the Auditors Certificate is given below:

AUDITORS CERTIFICATE

To

The Members of Capfin India Limited

We have examined the compliance of conditions of Corporate Governance by Capfin India Limited for the year ended as on 31st March, 2012 as stipulated in Clause 49 of the Listing Agreement of the said company with the Stock Exchange.

The compliance of the condition of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of the corporate governance. It is neither an audit nor an expression of the opinion on the Financial Statement of the company.

In our opinion and to the best of our information and according to the explanation given to us we certify that the company has complied with the conditions of the Corporate Governance as stipulated in the above mentioned listing agreement.

We stated that no investor grievances are pending for a period exceeding one month against the company as per records maintained by the company.

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

**For Bhupinder Shah & Co.
Chartered Accountants**

**Sd/-
(Bhupinder Shah)
Partner
M.No. 84879**

**Place: New Delhi
Date: 27.08.2012**

BHUPINDER SHAH & CO.
Chartered Accountants

306, South Extn. Plaza-II,
209, Masjid Moth, N.D.S.E. II,
New Delhi-110 049.

AUDITORS' REPORT

To The Members of
CAPFIN INDIA LIMITED

1. We have audited the attached balance sheet of **CAPFIN INDIA LIMITED**, as at 31st March, 2012, the statement of profit & loss account and cash flow statement of the company for the year ended on that date, annexed thereto. These financial statements are the responsibility of company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We have conducted our audit in accordance with 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 the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditors' Report) Order, 2003 as amended by the Companies (Auditor's Report) (Amendment) Order, 2004 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 in paragraph 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 account, as required by law have been kept by the company so far, as appears from our examination of the books;
 - (iii) The balance sheet, the statement of profit & loss account and cash flow statement dealt with by this report are in agreement with books of account;
 - (iv) In our opinion, the balance sheet, the statement of profit & loss account and cash flow statement dealt with by 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 of the Company as at 31.03.2012 and taken on record by Board of Directors, we report that none of the directors is disqualified as on 31st March, 2012 from being appointed as a director in term 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 explanations given to us, the said accounts give the information required by the

Companies Act, 1956, in the prescribed manner so required and give a true & fair view in conformity with 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, 2012;
- (b) in the case of the statement of profit and loss account, of the profit for the year ended on that date; and
- (c) in the case of cash flow statement, of the cash flows of the company for the year ended on that date.

For BHUPINDER SHAH & CO.
Chartered Accountants
Firm Registration No. 008169N

Sd/-
(BHUPINDER SHAH)
B.Com (H), FCA, DISA
ICAI Membership No. 084879
PARTNER

NEW DELHI
27TH AUGUST, 2012

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) According to the information and explanations given to us, physically verification of fixed assets has been conducted at reasonable intervals during the year, which in our opinion is reasonable having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us, the company has not disposed off a substantial part of its fixed assets during the year under review.
- (ii) (a) The inventory has been verified from DMAT statement of holding during the year by the management. In our opinion, the frequency of verification is reasonable.
- (b) The procedures of verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) The company is maintaining proper records of inventory. The discrepancies noticed on verification between the stocks in DMAT form and the book records were not material.
- (iii) (a) As per information and explanation given to us, the company has not granted any loans, secured or unsecured to the companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Accordingly, clauses (iii) (b) to (iii) (d) of paragraph 4 of the Companies (Auditor's Report) Order, 2003 are not applicable.
- (b) The company has not taken any loan secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly, clauses (iii)(f) to (iii)(g) of paragraph 4 of the Companies (Auditor's Report) Order, 2003 are not applicable.
- (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 to purchases of inventory, fixed assets and with regard to the sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control system
- (v) (a) According to the information and explanations given to us, we are of the opinion that the particulars of contracts or arrangement referred to in section 301 of the Companies Act, 1956 have been so entered in the register required to be maintained under that section.
In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding

the value of rupees five lakhs in respect of any party during the year have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.

- (vi) In our opinion & according to the information & explanations given to us, the company has not accepted any deposits from the public under section 58A & 58AA or any other relevant provisions of the Companies Act, 1956.
- (vii) In our opinion, the company has an adequate internal audit system to commensurate with its size and nature of its business.
- (viii) As informed to us, the Central Government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act, 1956, for any of the products of the company.
- (ix) (a) The company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess and any other statutory dues with the appropriate authorities to the extent applicable to it.
According to the information and explanations given to us, no undisputed amounts payable in respect sales tax/income tax/custom duty/wealth tax/service tax/excise duty/cess were in arrears, as at 31st March, 2012 for a period of more than six months from the date they became payable.
(b) According to the information and explanations given to us, there are no dues of sales tax, income tax, customs duty, wealth tax, excise duty and cess which have not been deposited on account of any dispute.
- (x) In our opinion, the company has no accumulated losses and has not incurred any cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xi) In our opinion, according to the information & explanation given to us, the company has not defaulted in repayment of dues to a financial institutions or bank or debentures holders.
- (xii) According to information and explanation given to us, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) (a) In our opinion, the company is not a Chit Fund or a Nidhi Mutual Benefit Fund/Society.
(b) Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xiv) The company has maintained proper records of the transactions and contracts for its dealing or trading in shares, securities, debentures or other investments where in trading in shares, securities, debentures or other investments where in timely entries have been made. The share, securities, debentures or investments have been held by the company in its own name.

- (xv) In our opinion & information given to us, the company has not given guarantees for loans taken by others from Banks or Financial Institutions.
- (xvi) In our opinion, no term loans have been raised by the company.
- (xvii) According to the information and explanations given to us and overall examination of the balance sheet of the company, we report that no funds raised on short- term basis have been used for long term investments. No long-term funds have been used to finance short-term assets.
- (xviii) According to the information & explanations given to us, the company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.
- (xix) According to the information & explanations given to us, the company has not issued any debentures during the year.
- (xx) No money has been raised by the company by public issues during the year.
- (xxi) According to the information & explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

For BHUPINDER SHAH & CO.
Chartered Accountants
Firm Registration No. 008169N

Sd/-
(BHUPINDER SHAH)
B.Com (H), FCA, DISA
ICAI Membership No. 084879
PARTNER

NEW DELHI
27TH AUGUST, 2012

CAPFIN INDIA LIMITED

SCHEDULE FORMING PART OF BALANCE SHEET AS ON 31.3.2012 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE.

CAPFIN INDIA LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2012

| PARTICULARS | NOTE NO. | AS AT 31ST MARCH, | |
|---------------------------------|----------|-----------------------|-----------------------|
| | | 2012 | 2011 |
| | | AMOUNT IN ` | |
| EQUITY AND LIABILITIES | | | |
| Shareholders' Funds | | | |
| Share Capital | 1 | 3,23,34,870.00 | 3,23,34,870.00 |
| Reserves and Surplus | 2 | 28,51,358.52 | 25,01,087.56 |
| Current Liabilities | | | |
| Other Current Liabilities | 3 | 3,15,138.75 | 1,66,445.00 |
| Short-Term Provisions | 4 | 84,932.00 | 1,70,126.00 |
| TOTAL | | 3,55,86,299.27 | 3,51,72,528.56 |
| ASSETS | | | |
| Non-Current Assets | | | |
| Fixed Assets | 5 | | |
| Tangible Assets | | 3.00 | 1,600.00 |
| Non-current investments | 6 | 1,22,99,046.00 | 1,22,99,046.00 |
| Deferred Tax Assets (Net) | 7 | 6,522.00 | 7,200.00 |
| Long-Term Loans and Advances | 8 | 2,07,30,100.00 | 1,90,93,128.00 |
| Current Assets | | | |
| Inventories | 9 | 22,160.00 | 6,09,405.00 |
| Cash and Bank Balances | 10 | 2,34,003.27 | 8,66,511.27 |
| Short-Term Loans and Advances | 11 | 22,94,465.00 | 22,95,638.29 |
| TOTAL | | 3,55,86,299.27 | 3,51,72,528.56 |
| Significant Accounting Policies | 12 | | |
| Notes on Financial Statements | 13 | | |

Sd/-
(PIYUSH KUMAR)
DIRECTOR

Sd/-
(DINESH KUMAR)
DIRECTOR

AUDITORS' REPORT
As per our report of even date.
For BHUPINDER SHAH & CO.
Chartered Accountants
Firm Registration No. 008169N

Sd/-
(BHUPINDER SHAH)
B.Com(H), FCA, DISA
ICAI Membership No. 084879
PARTNER

NEW DELHI
27TH AUGUST, 2012

CAPFIN INDIA LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2012

| PARTICULARS | NOTE NO. | FOR THE YEAR ENDED 31ST MARCH, | |
|---|----------|--------------------------------|---------------------|
| | | 2012 | 2011 |
| | | AMOUNT IN ` | |
| INCOME | | | |
| Revenue from Operations | 14 | 6,83,528.84 | 6,65,716.77 |
| Other Income | 15 | 15,74,269.00 | 19,40,652.00 |
| Total Income | | 22,57,797.84 | 26,06,368.77 |
| EXPENSES | | | |
| Purchases of Stock-in-Trade | 16 | 0.00 | 7,36,011.18 |
| Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade | 17 | 5,87,245.00 | -165,049.00 |
| Employee Benefits Expense | 18 | 7,13,399.00 | 6,37,960.00 |
| Depreciation and Amortization Expenses | 5 | 1,597.00 | 2,241.00 |
| Other Expenses | 19 | 5,19,675.88 | 4,81,890.68 |
| Total Expenses | | 18,21,916.88 | 16,93,053.86 |
| Profit before Tax | | 4,35,880.96 | 9,13,314.91 |
| Tax Expense | | | |
| Current Tax Expense for current year | | 84,932.00 | 1,70,126.00 |
| Deferred Tax | | 678.00 | 716.00 |
| Profit after Tax for the year | | 3,50,270.96 | 7,42,472.91 |
| Earnings per Equity Share | | | |
| Basic | | 0.10 | 0.22 |
| Diluted | | 0.10 | 0.22 |
| Significant Accounting Policies | 12 | | |
| Notes on Financial Statements | 13 | | |

Sd/-
(PIYUSH KUMAR)
DIRECTOR

Sd/-
(DINESH KUMAR)
DIRECTOR

AUDITORS' REPORT
As per our report of even date.
For BHUPINDER SHAH & CO.
Chartered Accountants
Firm Registration No. 008169N

Sd/-
(BHUPINDER SHAH)
B.Com(H), FCA, DISA
ICAI Membership No. 084879
PARTNER

NEW DELHI
27TH AUGUST, 2012

CAPFIN INDIA LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012

| | FOR THE YEAR ENDED 31.3.2012 | FOR THE YEAR ENDED 31.3.2011 |
|---|---------------------------------|---------------------------------|
| A. CASH FLOW FROM OPERATING ACTIVITIES | | |
| Net profit before tax & extra ordinary item | 4,35,880.96 | 9,13,314.91 |
| Adjustment for : | | |
| Depreciation write off & Interest | 1,597.00 | 2,241.00 |
| Profit on Sale of Long Term Investment | 0.00 | -487,450.00 |
| Operating Profit before Working Capital Changes | <u>4,37,477.96</u> | <u>4,28,105.91</u> |
| Adjustment for : | | |
| Increase /(Decrease) in Trade & other Receivables | -1,048,553.71 | -1,505,923.29 |
| Increase /(Decrease) in Trade Payable | <u>1,48,693.75</u> | <u>-1,657,000.00</u> |
| | -462,382.00 | -2,734,817.38 |
| Cash Generated From Operations | | |
| Income Tax Paid | <u>-170126</u> | <u>-77,739.00</u> |
| Net Cash Flow From Operating Activities | <u><u>-632,508.00</u></u> | <u><u>-2,812,556.38</u></u> |
| B. CASH FLOW FROM INVESTING ACTIVITIES | | |
| Sale of Fixed Assets | 0 | 21,82,950.00 |
| Net Cash Flow From Investing Activities | <u><u>0.00</u></u> | <u><u>21,82,950.00</u></u> |
| C. CASH FLOW FROM FINANCING ACTIVITIES | | |
| Calls in Arrears | 0 | 1,49,250.00 |
| Net Cash Flow From Financing Activities | <u><u>0.00</u></u> | <u><u>1,49,250.00</u></u> |
| Net Increase in Cash & Cash Equivalents | -632,508.00 | -480,356.38 |
| Cash & Cash Equivalents (Opening) | 8,66,511.27 | 13,46,867.65 |
| Cash & Cash Equivalents (Closing) | 2,34,003.27 | 8,66,511.27 |

(PIYUSH KUMAR)
DIRECTOR

Sd/- Sd/-
(DINESH KUMAR)
DIRECTOR

'AUDITORS' REPORT
As per our report of even date.
For BHUPINDER SHAH & CO.
Chartered Accountants
Firm Registration No. 008169N

Sd/-
(BHUPINDER SHAH)
B.Com(H), FCA, DISA
ICAI Membership No. 084879
PARTNER

NEW DELHI
27TH AUGUST, 2012

CAPFIN INDIA LIMITED

Note 1

Share Capital

| PARTICULARS | AS AT 31ST MARCH, | | | |
|---|---------------------|-----------------------|---------------------|-----------------------|
| | 2012 | | 2011 | |
| | NUMBER | AMOUNT IN ` | NUMBER | AMOUNT IN ` |
| Authorised | | | | |
| Equity Shares of 10 each | 4000000 | 4,00,00,000.00 | 4000000 | 4,00,00,000.00 |
| Issued | | | | |
| Equity Shares of 10 each | 3450000 | 3,45,00,000.00 | 3450000 | 3,45,00,000.00 |
| Subscribed & Paid-up | | | | |
| Equity Shares of 100 each fully paid | 3450000 | 3,45,00,000.00 | 3450000 | 3,45,00,000.00 |
| Subscribed but not fully Paid up | | | | |
| Equity Shares | 585700 | 21,65,130.00 | 585700 | 21,65,130.00 |
| Total | 28,64,300.00 | 3,23,34,870.00 | 28,64,300.00 | 3,23,34,870.00 |

Note 2

Reserves and Surplus

| PARTICULARS | AS AT 31ST MARCH, | |
|--|---------------------|---------------------|
| | 2012 | 2011 |
| | AMOUNT IN ` | |
| Surplus in Statement of Profit and Loss | | |
| Opening balance | 25,01,087.56 | 17,58,614.65 |
| (+) Net Profit/(Net Loss) For the current year | 3,50,270.96 | 7,42,472.91 |
| Closing Balance | 28,51,358.52 | 25,01,087.56 |
| Total | 28,51,358.52 | 25,01,087.56 |

Note 3

Other Current Liabilities

| PARTICULARS | AS AT 31ST MARCH, | |
|------------------|--------------------|--------------------|
| | 2012 | 2011 |
| | AMOUNT IN ` | |
| Expenses Payable | 3,15,138.75 | 1,66,445.00 |
| Total | 3,15,138.75 | 1,66,445.00 |

Note 4

Short-Term Provisions

| PARTICULARS | AS AT 31ST MARCH, | |
|----------------------------------|-------------------|--------------------|
| | 2012 | 2011 |
| | AMOUNT IN ` | |
| Provision for Current Income Tax | 84,932.00 | 1,70,126.00 |
| Total | 84,932.00 | 1,70,126.00 |

Note 6

Non-current investments

| PARTICULARS | AS AT 31ST MARCH, | |
|---|-----------------------|-----------------------|
| | 2012 | 2011 |
| | AMOUNT IN ` | |
| Trade Investment (valued at cost unless stated otherwise) | | |
| Unquoted equity instruments | | |
| 50000 Equity Shares of Rs. 10 each of Mantri Leasing & Finance Services Ltd | 5,00,000.00 | 5,00,000.00 |
| 275100 Equity Shares of Rs. 10 each of Focus Stock Brokers Ltd | 27,51,000.00 | 27,51,000.00 |
| 17500 Equity Shares of Rs. 10 each of Mantri Capital Services Ltd | 1,75,000.00 | 1,75,000.00 |
| 109565 Equity Shares of Rs. 10 each of ON DOT Couriers & Cargo Ltd | 88,73,046.00 | 88,73,046.00 |
| Total | 1,22,99,046.00 | 1,22,99,046.00 |

Note 8**Long-Term Loans and Advances**

| PARTICULARS | AS AT 31ST MARCH, | |
|----------------------------|-----------------------|-----------------------|
| | 2012 | 2011 |
| | AMOUNT IN ` | |
| Loans to Parties | | |
| Unsecured, considered good | 2,07,30,100.00 | 1,90,93,128.00 |
| Total | 2,07,30,100.00 | 1,90,93,128.00 |

Note 9**Inventories**

| PARTICULARS | AS AT 31ST MARCH, | |
|----------------|-------------------|--------------------|
| | 2012 | 2011 |
| | AMOUNT IN ` | |
| Stock-in-trade | 22,160.00 | 6,09,405.00 |
| Total | 22,160.00 | 6,09,405.00 |

Note 10**Cash and Bank Balances**

| PARTICULARS | AS AT 31ST MARCH, | |
|---------------------------|--------------------|--------------------|
| | 2012 | 2011 |
| | AMOUNT IN ` | |
| Cash and Cash Equivalents | | |
| Cash in hand | | |
| in local currency | 35,056.00 | 8,52,368.27 |
| Balances with Banks | | |
| in local currency | 1,98,947.27 | 14,143.00 |
| Total | 2,34,003.27 | 8,66,511.27 |

Note 11**Short-Term Loans and Advances**

| PARTICULARS | AS AT 31ST MARCH, | |
|---|---------------------|---------------------|
| | 2012 | 2011 |
| | AMOUNT IN ` | |
| Tax Deducted at Source | 80,497.00 | 81,106.00 |
| Advances recoverable in cash or in kind or for value to be received | 22,13,968.00 | 22,14,532.29 |
| Total | 22,94,465.00 | 22,95,638.29 |

CAPFIN INDIA LIMITED

Note 14

Revenue from Operations

| PARTICULARS | FOR THE YEAR ENDED 31ST MARCH, | |
|----------------------|--------------------------------|--------------------|
| | 2012 | 2011 |
| | AMOUNT IN ` | |
| Sales | | |
| Quoted Listed Shares | 6,83,528.84 | 6,65,716.77 |
| Total | 6,83,528.84 | 6,65,716.77 |

Note 15

Other Income

| PARTICULARS | FOR THE YEAR ENDED 31ST MARCH, | |
|-------------------------------|--------------------------------|---------------------|
| | 2012 | 2011 |
| | AMOUNT IN ` | |
| Dividend on Shares | 60.00 | 60.00 |
| Interest Income | 15,74,209.00 | 14,51,725.00 |
| Interest on Income Tax Refund | 0.00 | 1,417.00 |
| Profit on Sale of Investment | 0.00 | 4,87,450.00 |
| Total | 15,74,269.00 | 19,40,652.00 |

Note 16

Purchases of Stock-in-Trade

| PARTICULARS | FOR THE YEAR ENDED 31ST MARCH, | |
|----------------------|--------------------------------|--------------------|
| | 2012 | 2011 |
| | AMOUNT IN ` | |
| Purchases | | |
| Quoted Listed Shares | 0.00 | 7,36,011.18 |
| Total | 0.00 | 7,36,011.18 |

Note 17

Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade

| PARTICULARS | FOR THE YEAR ENDED 31ST MARCH, | |
|--|--------------------------------|---------------------|
| | 2012 | 2011 |
| | AMOUNT IN ` | |
| Inventories at the end of the year: | | |
| Closing Stock : | | |
| Traded Items | 22,160.00 | 6,09,405.00 |
| Inventories at the beginning of the year: | | |
| Opening Stock : | | |
| Traded Items | 6,09,405.00 | 4,44,356.00 |
| Total | 5,87,245.00 | (165,049.00) |

CAPFIN INDIA LIMITED

Note 18

Employee Benefits Expense

| PARTICULARS | FOR THE YEAR ENDED 31ST MARCH, | |
|-------------------------|--------------------------------|--------------------|
| | 2012 | 2011 |
| | AMOUNT IN ` | |
| Salaries and Incentives | | |
| Others | 6,62,000.00 | 5,77,500.00 |
| Staff Welfare Expenses | 51,399.00 | 60,460.00 |
| Total | 7,13,399.00 | 6,37,960.00 |

Note 19

Other Expenses

| PARTICULARS | FOR THE YEAR ENDED 31ST MARCH, | |
|--|--------------------------------|--------------------|
| | 2012 | 2011 |
| | AMOUNT IN ` | |
| ADMINISTRATIVE & OTHER EXPENSES | | |
| Bank Charges | 1,049.00 | 1,052.00 |
| Books, Papers & Periodicals | 20,872.00 | 23,767.00 |
| Conveyance | 60,250.00 | 61,980.00 |
| Data Processing/Demat Charges | 13,410.00 | 13,890.00 |
| Director's Sitting Fees | 20,000.00 | 15,000.00 |
| Electricity Expenses | 47,995.00 | 52,770.00 |
| Filing Fee | 6,500.00 | 1,500.00 |
| General Meeting Expenses | 18,230.00 | 18,225.00 |
| Income Tax paid | 9,836.00 | 4,304.00 |
| Legal and Professional Charges | 58,000.00 | 2,500.00 |
| Miscellaneous Expenses | 52,311.59 | 55,062.79 |
| Postage | 26,830.29 | 37,891.71 |
| Printing and Stationery | 38,815.00 | 47,820.00 |
| Publication Expenses | 17,892.00 | 18,697.00 |
| Repairs and Maintenance : Cars | 79,763.00 | 82,160.00 |
| Repairs and Maintenance :Computers | 12,180.00 | 14,160.00 |
| Securities Transaction tax | 856.00 | 1,881.18 |
| Shares Transfer & Registration Fees | 29,886.00 | 12,685.00 |
| Payments to the Auditor as auditor remuneration | 5,000.00 | 16,545.00 |
| Total | 5,19,675.88 | 4,81,890.68 |

CAPFIN INDIA LIMITED

Note 5

AMOUNT IN `

Fixed Assets

| PARTICULARS | GROSS BLOCK | | | | DEPRECIATION/AMORTIZATION | | | | NET BLOCK VALUE | |
|------------------------|--------------------|-------------|-------------------------|--------------------|---------------------------|-----------------|--------------|--------------------|-------------------|-----------------|
| | AS AT 01.04.2011 | ADDITIONS | Sales/ (Adjustments) | AS AT 31.03.2012 | AS AT 01.04.2011 | FOR THE YEAR | ON DISPOSALS | UP TO 31.03.2012 | AS AT 31ST MARCH, | |
| | | | | | | | | | 2012 | 2011 |
| Tangible Assets | | | | | | | | | | |
| Owned | | | | | | | | | | |
| Furniture and Fixtures | 35,400.00 | 0.00 | 0.00 | 35,400.00 | 33,802.00 | 1,597.00 | 0.00 | 35,399.00 | 1.00 | 1,598.00 |
| Vehicles : Cars | 1,35,000.00 | 0.00 | 0.00 | 1,35,000.00 | 1,34,999.00 | 0.00 | 0.00 | 1,34,999.00 | 1.00 | 1.00 |
| Computer Hardwares | 1,55,900.00 | 0.00 | 0.00 | 1,55,900.00 | 1,55,899.00 | 0.00 | 0.00 | 1,55,899.00 | 1.00 | 1.00 |
| Total | 3,26,300.00 | 0.00 | 0.00 | 3,26,300.00 | 3,24,700.00 | 1,597.00 | 0.00 | 3,26,297.00 | 3.00 | 1,600.00 |
| Previous Year | 3,26,300.00 | 0.00 | 0.00 | 3,26,300.00 | 3,22,459.00 | 2,241.00 | 0.00 | 3,24,700.00 | 1,600.00 | 3,841.00 |

11. Auditors Remuneration
Audit Fees

Rs. 5,000/-

12. Previous year's figures have been regrouped, wherever necessary.

13. Schedule "1" to "19" has duly been authenticated.

Sd/-
(PIYUSH KUMAR)
DIRECTOR

Sd/-
(DINESH KUMAR)
DIRECTOR

AUDITORS' REPORT
As per audit report on even date.
For BHUPINDER SHAH & CO.
Chartered Accountants
Firm Registration No. 008169N

Sd/-
(BHUPINDER SHAH)
B.Com (H), FCA, DISA
ICAI Membership No. 084879
PARTNER

DELHI
27TH AUGUST, 2012

CAPFIN INDIA LIMITED
PART IV OF SCHEDULE VI TO COMPANIES ACT, 1956
BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

1 REGISTRATION DETAILS

| | |
|--------------------|-----------------------|
| Registration No. | L74999DL1992PLC048032 |
| State Code No. | 55 |
| Balance Sheet Date | 31.03.2012 |

2 CAPITAL RAISED DURING THE YEAR

| | |
|--------------------------|---|
| (Amount in Rs. Thousand) | |
| Public Issue | 0 |
| Rights Issue | 0 |
| Bonus Issue | 0 |
| Private Placement | 0 |

3 POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS

| | |
|-----------------------------|-------|
| (Amount in Rs. Thousand) | |
| Total Liabilities | 35186 |
| Assets | 35186 |
| SOURCES OF FUNDS | |
| Paid Up Capital | 32335 |
| Reserves & Surplus | 2851 |
| Secured Loans | 0 |
| Unsecured Loans | 0 |
| Deferred Tax Liabilities | 0 |
| APPLICATION OF FUNDS | |
| Net Fixed Assets | 0 |
| Investments | 12299 |
| Net Current Assets | 22880 |
| Misc Expenditure | 0 |
| Deferred Tax Assets | 7 |
| Accumulated Losses | 0 |

4 PERFORMANCE OF COMPANY

| | |
|--------------------------|------|
| (Amount in Rs. Thousand) | |
| Turnover | 2258 |
| Total Expenditure | 1822 |
| Profit/Loss Before Tax | 436 |
| Profit/Loss After Tax | 350 |
| Earning Per Share in Rs. | 0.1 |
| Dividend Rate % | 0% |

5 GENERIC NAME OF TWO PRINCIPAL

Loans & Advances, Investment

PRODUCTS/SERVICES OF COMPANY

(as per monetary terms, product/service description)

For and on Behalf of the Board

Sd/-
PIYUSH KUMAR
(DIRECTOR)

Sd/-
(DINESH KUMAR
(DIRECTOR)

DELHI
27TH AUGUST, 2012

CAPFIN INDIA LIMITED

Regd. Office: C-12, Raj Nagar, CHB Society, Pitampura, Delhi-110034

Reg. Folio No.:

DPID:

Client ID:

PROXY FORM

I/We of
..... being a member/members of Capfin
India Limited hereby
appoint.....of.....
.....or failing
him.....of.....o
r failing him
.....of.....
... as my/our proxy to vote for me/us and on my/our behalf at the 20th Annual General Meeting to be held on Saturday, 29th day of September, 2012 at 9.30 A.M. or at any adjournment thereof. Signed this day of 2012.

Affix a
revenue
stamp

Note: The Proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting.
The Proxy need not be a member of the Company.

CAPFIN INDIA LIMITED

Regd. Office: C-12, Raj Nagar, CHB Society, Pitampura, Delhi-110034

1. Full Name of shareholder/proxy.....
2. Registered folio No. /DPID-Client ID.....
3. If proxy, full name of shareholder.....

I hereby record my presence at the 20th Annual General Meeting held at GUGARS, 358, Kohat Enclave, Pitampura, Delhi-110034.

[Signature of Shareholder/proxy]

***IMPORTANT**

This attendance slip may please be handed over at the entrance of the meeting hall.