

AMULYA LEASING AND FINANCE LIMITED

REGD. OFFICE: 106, HARGOBIND ENCLAVE,

VIKAS MARG, NEW DELHI – 110 092

CIN : U65999DL1985PLC022723

Ph.:011-22373437 Fax:011-22373537

Email id : cs.amulya@gmail.com

NOTICE

NOTICE is hereby given that the 28th Annual General Meeting of the members of Amulya Leasing and Finance Limited will be held on Tuesday, September 30, 2014 at IMA-East Delhi Building, 35-X, Institutional Area, Karkardooma, Delhi – 110092, at 1.30 P.M. to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2014 and the Statement of Profit & Loss Account for the year ended on that date, together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Rahul Jain (DIN : 03124179) who retires from office by rotation, and being eligible, offers himself for re-appointment.
3. To appoint Auditors and to fix their remuneration and in this regard to consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution :

“RESOLVED THAT pursuant to the provisions of Section 224 and other applicable provisions, if any, of the Companies Act, 1956, M/s. R. Mahajan & Associates (Regn. No. 011348N), Chartered Accountants, New Delhi, the retiring auditors, be and are hereby re-appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Meeting till the conclusion of the next Annual General Meeting of the Company and that the Board of Directors of the Company be and is authorised to fix their remuneration for the said period.”

SPECIAL BUSINESS:

4. To appoint Mr. Rajeev Kohli (DIN: 01994387) as an Independent Director and for the purpose to consider and if thought fit, to pass, with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time in force) and clause 49 of the Listing Agreement, Mr. Rajeev Kohli (DIN: 01994387), who was appointed as a Director liable to retire by rotation pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term up to the conclusion of 33rd Annual General Meeting of the company in the calendar year 2019”.

5. To appoint Mr. Rahul Jain (DIN: 03124179) as an Independent Director and for the purpose to consider and if thought fit, to pass, with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time in force) and clause 49 of the Listing Agreement, Mr. Rahul Jain (DIN: 03124179), who was

appointed as a Director liable to retire by rotation pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term up to the conclusion of 33rd Annual General Meeting of the company in the calendar year 2019”.

6. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to section 180(1)(a) of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013, and the rules made there under, and all other applicable provisions, if any, or any other law for the time being in force [including any statutory modification(s) or re-enactment thereof for the time being in force] consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as **“Board”** which term shall include any committee thereof) to create such charges, mortgages and hypothecations in addition to existing charges, mortgages and hypothecations created by the Company, on such movable and immovable properties, both present and future and in such form and manner as the Board may deem fit in favour of Banks/ Financial Institutions/Agents/Trustees etc. (hereinafter referred to as **“Lenders”**) for securing the borrowings availed/to be availed by way of rupee/foreign currency loans, other external commercial borrowings, issue of debentures / Bonds etc. on such terms and conditions as may be mutually agreed with the Lenders of the Company towards security for borrowing of funds for the purposes of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized and it shall always be deemed to have been so authorized to finalize and execute with the Lenders the requisite agreement, documents, deeds and writings for borrowing and/ or creating the aforesaid mortgage(s) and/ or charge(s) and to do all such other acts, deeds and things as may be necessary to give effect to the above resolution.

7. To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

RESOLVED THAT consent of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as **“the Board”** which term shall be deemed to include any Committee thereof constituted in this regard) under Section 180(1) (c) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof) and applicable laws, rules and regulations, guidelines etc., if any, to borrow money for the purposes of the business of the Company as may be required from time to time either in foreign currency and / or in Indian rupees, as may be deemed necessary, on such terms and conditions and with or without security as the Board of Directors may think fit, which together with the money already borrowed by the Company (apart from the loans repayable on demand or within six months from the date of the loan such as short-term, cash credit arrangements, the discounting of bills and the issue of other short-term loans of a seasonal character, but does not include loans raised for the purpose of financial expenditure of a capital nature, obtained from the bankers of the Company in the ordinary course of business) at any time shall not exceed in the aggregate Rs. 50/- Crore (Rupees Fifty Crore only) irrespective of the fact that such aggregate amount of borrowings outstanding at any one time may exceed the aggregate, for the time being, of the paid-up capital of the Company and its free reserves.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do or cause to be done all such acts, deeds and other things as may be required or considered necessary or incidental thereto, for giving effect to the aforesaid resolution.”

8. To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and the Articles

of Association of the Company, subject to such approvals, consents and permissions, as may be necessary, the consent of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as the 'Board', which term shall include any Committee thereof constituted/ to be constituted by the Board) to give, from time to time, any loan(s), advances, deposits to any person, company(ies) or other body corporate(s); and/or give guarantee and/ or provide security(ies) in connection with a loan to any company(ies), body corporate(s) or person; and/or make investment in shares, debentures and/ or other securities of any other body corporate(s), upto an aggregate amount not exceeding Rs. 50/- crore (Rupees fifty crore only) notwithstanding that the individual/ aggregate of the loans or guarantees or securities, so given or to be given and/or securities acquired or to be acquired by the Company may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013 read with rules made thereunder.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, as it may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company."

By Order of the Board
Amulya Leasing and Finance Limited

Registered Office :

106, Hargobind Enclave,
Vikas Marg, New Delhi-110092
CIN : U65999DL1985PLC022723
Place: Delhi
Date: August 14, 2014

Sd/-
Nitu Gupta
Company Secretary

NOTES:

- 1. A member entitled to attend and vote at the meeting is entitled to appoint one or more Proxies to attend and vote instead of himself and the Proxy or Proxies so appointed need not be a member or members, as the case may be, of the Company. The instrument appointing the Proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or other authority shall be deposited at the registered office of the Company, not later than 48 hours before the time fixed for holding the meeting. A person shall not act as a Proxy for more than 50 members and holding in aggregate not more than ten percent of the total voting share capital of the Company. However, a single person may act as a Proxy for a member holding more than ten percent of the total voting share capital of the Company provided that such person shall not act as a Proxy for any other person.**
2. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, September 17, 2014 to Monday, September 22, 2014 (both days inclusive), for the purpose of the Annual General Meeting.
3. A Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the Special Business listed at item No. 4-8 is annexed hereto.

4. Brief resume of directors seeking appointment/re-appointment as required in Clause 49 of the Listing Agreement is as follows:

Name of Director	Mr. Rahul Jain
Date of birth	September 10, 1980
Date of Appointment	January 10, 2011
Expertise in specific functional areas	Wide experience in marketing of Financial Products
Qualification	Graduate
Shareholding of Director in the company	Nil
List of other companies in which directorships are held	N.A.

5. Members are requested to refer any change of address etc. :
- To the Company's Registrar in respect of their physical share folios.
 - To their Depository Participants (DPs) in respect of their electronic demat accounts.
6. Members are requested to:
- Send their queries, if any at least 10 days in advance of meeting so that the information can be made available.
 - Note that copies of the Annual Report will not be distributed at the Annual General Meeting.
 - Note that no gifts/coupons will be distributed at the Annual General Meeting.
7. Members holding shares in multiple folios are requested to apply for consolidation to the Company or its Registrar along with relevant share certificates.
8. Reserve Bank of India has, vide its Circular No. RBI/2009-10/109/DPSS (CO) EPPD No. 191/04.01.01/2009-10, dated July 29, 2009 instructed the banks to move to the National Electronic Clearing Services (NECS) platform with effect from October 1, 2009. In view of the aforesaid, the shareholders are requested to forthwith furnish to the Company or RTA, their new bank account number allotted to them, after the bank has implemented the Core Banking System (CBS), along with the name of the bank, branch details, the 9 digit MICR Code and the account type along with their folio number and a photocopy of the cheque pertaining to their bank account respectively, so that the future dividends, if declared, can be credited to their bank account, vide the NECS platform. In case shareholders are holding shares in demat form, they are requested to provide the above mentioned details to their respective DPs.
9. The Company is obliged to print such bank details on the dividend warrant(s)/NECS advice(s) as furnished by the depositories to the Company and the Company is constrained not to entertain any request for deletion/change in bank details already printed on the dividend warrant(s)/NECS advice(s) based on the information received from the concerned depositories, without confirmation from them. In this regard members are advised to contact their Depository Participant (DP) and furnish them the particulars of any change desired.
10. As per the Circular No. MRD/Dop/Cir-5/2009 dated May 20, 2009 issued by the Securities and Exchange Board of India (SEBI), it is mandatory to quote PAN for transfer/transmission of shares in physical form. Therefore, the transferee(s)/legal heirs are required to furnish a copy of their PAN to the Registrar and Share Transfer Agent of the Company.
11. Electronic copy of the Annual Report and the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form are being sent to all the members whose email IDs are registered with the Company/ Depository Participants(s) for communication purposes, unless any member has requested for a hard copy of the

same. For members who have not registered their email address, physical copies of the above documents are being sent in the permitted mode.

12. Members are requested to affix their signatures at the space provided on the Attendance Slip annexed to Proxy Form and handover the Slip at the entrance of the meeting hall. Corporate members are requested to send a duly certified copy of the board resolution / power of attorney authorizing their representatives to attend and vote at the Annual General Meeting.
13. In view of the "Green Initiative" announced by Ministry of Corporate Affairs and circular issued by the Securities and Exchange Board of India (SEBI), the Company will send all correspondences like General Meeting Notices, Annual Reports and any other communication in future (hereinafter referred as "documents") in electronic form, in lieu of physical form, to all those shareholders, whose email address is registered with Depository Participant{DP}/Registrar & Share Transfer Agent {RTA} [herein after 'registered e-mail address'] and made available to us, which would be deemed to be the shareholder's registered email address for serving documents including those covered under section 219 of the Companies Act, 1956 [the Act] read with section 53 of the Act and Clause 32 of the Listing Agreement executed with the Stock Exchanges.
14. All documents referred to in the accompanying notice, are open for inspection at the registered office of the Company on all working days, between 11 a.m. and 1 p.m. up to the date of meeting.

Registered Office :

106, Hargobind Enclave,
Vikas Marg, New Delhi-110092
Place: Delhi
Date: August 14, 2014
CIN : U65999DL1985PLC022723

By Order of the Board
Amulya Leasing And Finance Limited

Sd/-
Nitu Gupta
Company Secretary

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“the Act”)

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice :

Item Nos. : 4 and 5

Mr. Rajeev Kohli (DIN: 01994387) and Mr. Rahul Jain (DIN : 03124179) are Independent directors of the company and have held the positions as such for more than 3 (three) years.

The Securities and exchange Board of India (SEBI) has amended Clause 49 of the Listing Agreement inter alia stipulating the conditions for the appointment of independent directors by a listed company.

Section 149 of the Companies Act, 2013 inter alia stipulate the criteria of independence should a company propose to appoint an independent director on its Board. As per the said section 149, an independent director can hold office for a term up to 5 (five) consecutive years on board of a company and he shall not be included in the total number of directors for retirement by rotation.

It is proposed to appoint Mr. Rajeev Kohli and Mr. Rahul Jain as Independent Directors under Section 149 and Clause 49 of the Listing Agreement to hold office for 5 (five) consecutive years for a term up to the conclusion of the 33rd Annual General Meeting in the calendar year 2019.

The Company has received notices in writing from members along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mr. Rajeev Kohli and Mr. Rahul Jain for the office of Directors of the Company.

Mr. Rajeev Kohli and Mr. Rahul Jain are not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given their consent to act as Directors.

The company has received declarations from Mr. Rajeev Kohli and Mr. Rahul Jain that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under clause 49 of the Listing Agreement. Mr. Rajeev Kohli and Mr. Rahul Jain possess appropriate skills, experience and knowledge, *inter alia*, in the field of finance and management.

In the opinion of the Board, Mr. Rajeev Kohli and Mr. Rahul Jain fulfil the conditions for their appointment as Independent Directors as specified in the Act and the Listing Agreement and they are independent of the management.

Brief resume of Mr. Rajeev Kohli and Mr. Rahul Jain including nature of their expertise in specific functional areas and names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.

This Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

Save and except Mr. Rajeev Kohli and Mr. Rahul Jain and their relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item Nos. 4 and 5 of the Notice.

The Board commends the Ordinary Resolution set out at Item Nos. 4 and 5 of the Notice for approval by the members.

ITEM NOS. : 6 & 7

In terms of the provisions of Section 180(1)(a) of the Act provides that the Board of Directors shall not sell, lease or otherwise dispose off the whole or substantially the whole of the undertaking(s) of the Company except with the consent of the Company accorded by way of a Special Resolution. As the documents to be executed between the lenders/security holders/ trustees for the holders of the said securities and the Company may contain provisions to take over substantial assets of the Company in certain events, it is necessary to pass a Special Resolution under Section 180(1)(a) of the Act for creation of charges/ mortgages/ hypothecations etc.

Further, in terms of Section 180(1)(c) of the Companies Act, 2013 ('the Act'), the Board of Directors shall not, except with the consent of the Company by way of Special Resolution, borrow money together with the money already borrowed, if any (apart from temporary loans obtained/to be obtained from the Company's Bankers in the ordinary course of business) exceeding the aggregate of the paid-up share capital and free reserves.

Accordingly, it is proposed to obtain the Members' approval by way of Special Resolution(s) to enable the Board of Directors to (i) secure the borrowings of the Company and/or its subsidiary(ies) / affiliate(s) / associate(s) or other person(s) by creating charge, mortgage, hypothecation and other encumbrances, if any, on all or any of the movable and/or immovable properties of the Company, both present and future and/or the whole or any part of the undertaking(s) of the Company and (i) borrow money upto Rs. 50 crore (Rupees fifty crore only).

However, Section 110 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 provides that the same resolution be passed by way of postal ballot. Accordingly the Company seeks to pass a fresh resolution through postal ballot.

The Board of Directors of the Company in its Meeting held on August 14, 2014 has approved the above proposal and recommended passing of the proposed Special Resolution as contained in Item nos. 6 and 7 of the Notice, by members of the Company.

The Directors or Key Managerial Personnel or their relatives do not have any concern or interest, financial or otherwise, in passing of the said Special Resolution, except to the extent of their shareholding in the Company.

ITEM NO. 8

In terms of the provisions of Section 186 of the Companies Act, 2013 ('the Act'), where giving of any loan or guarantee or providing any security or the acquisition of securities exceeds (a) sixty percent of the aggregate of the paid-up capital and free reserves and securities premium account, or (b) hundred percent of its free reserves and securities premium account, whichever is more, prior approval of the shareholders by means of passing a Special Resolution shall be necessary.

The Company is planning to expand its business operation and there may be some major investments / acquisition etc. to be made by the company in future. In view of the future requirements of business and ensuring the Company's funding obligations towards the subsidiary(ies) / joint venture(s) / associate(s) or other person(s) and investments to be made in other entities or acquisition of equity of other listed / unlisted entities, it is proposed to obtain the shareholders approval upto an amount of Rs. 50- crore (Rupees fifty crore only), which amount, as on date, is higher than the limits specified in Section 186 of the Act.

Accordingly, it is proposed to obtain the Members' approval by way of Special Resolution(s) to enable the Board of Directors to grant loan(s) / give guarantee(s) or security(ies) and make investment in securities upto Rs. 50/- crore (Rupees fifty crore only).

However, Section 110 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 provides that the same resolution be passed by way of postal ballot. Accordingly the Company seeks to pass a fresh resolution through postal ballot.

The Board of Directors of the Company in its Meeting held on August 14, 2014 has approved the above proposal and recommended passing of the proposed Special Resolution as contained in Item no. 8 of the Notice, by members of the Company.

The Directors or Key Managerial Personnel or their relatives do not have any concern or interest, financial or otherwise, in passing of the said Special Resolution, except to the extent of their shareholding in the Company.

Instructions and other information relating to e-voting are as under:

- i. Pursuant to provisions of section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility to the members to cast their votes electronically on all resolutions set forth in the Notice convening the 28th Annual General Meeting to be held on Tuesday, the September 30, 2014, at 1.30 p.m. The Company has engaged the services of Central Depository Services Limited (CDSL) to provide the e-voting facility.
- ii. These details and instructions form an integral part of the Notice for the Annual General Meeting to be held on September 30, 2014.
- iii. The e-voting facility will be available during the following voting period:

Commencement of e-voting	End of e-voting
24 th September, 2014 , 9.00 A.M. IST	26 th September, 2014, 6.00 PM IST

During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (August 22, 2014), may cast their vote electronically.

The e-voting module shall be disabled by CDSL after voting period ends.

- iv. The e-voting facility can be availed by typing the link www.evotingindia.com in the internet browser.
- v. Click on the “shareholders” tab.
- vi. Now select the Company name from the drop down menu and click on “SUBMIT”
- vii. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL : 8 character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- viii. Next enter the Image Verification as displayed and Click on Login.
- ix. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

- x. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field. • In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Rajesh Kumar with folio number 100 then enter RA00000100 in the "PAN" field
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio respectively in dd/mm/yyyy format.
Dividend BankDetails	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio respectively. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

- xi. After entering these details appropriately, click on "SUBMIT" tab.
- xii. Members holding shares in physical form will then reach directly the Company selection screen.
- However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xiii. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xiv. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xv. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xvi. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xvii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xviii. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

- xix. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xx. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and custodians are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates and custodians respectively.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of August 22, 2014 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.

Mr. Deepak Kumar Lath, Practicing Company Secretary (Membership No. : FCS 5309 :: CP 3644), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Scrutinizer shall, within a period not exceeding three working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor of or against, if any, forthwith to the Chairman of the Company.

The voting rights of shareholders shall be in proportion to their shares of the paid equity capital of the Company as on August 22, 2014.

The results shall be declared on or after the AGM of the Company. The results declared along with the Scrutinizers' Report shall be placed on the website of CDSL within two days the passing of the resolutions at the 28th Annual General Meeting of the Company on September 30, 2014, and communicated to the BSE Ltd. and Delhi Stock Exchange Limited within the prescribed period.

Registered Office :
106, Hargobind Enclave,
Vikas Marg, New Delhi-110092
Place: Delhi
Date: August 14, 2014
CIN : U65999DL1985PLC022723

By Order of the Board
Amulya Leasing And Finance Limited

Sd/-
Nitu Gupta
Company Secretary

DIRECTORS' REPORT

To, The Members of Amulya Leasing and Finance Limited.

The Board of Directors have pleasure in presenting the 28th Annual Report on the business and operations of the Company together with the audited financial statements and accounts for the year ended March 31, 2014.

PERFORMANCE REVIEW

During the year under review, the Company has earned a Net Profit of Rs. 36,40,161.25 as compared to a Net Profit of Rs. 35,63,946.82 in the previous year. The Financial sector remains subdued during FY 2013-14 and the company averse of any risk to be taken for small gains and hence no operations being carried out during the year under review. Your directors are taking various initiatives for overall better performance of the company, improved profits in the years to come. The details of financial performance of the Company are appearing in the Balance Sheet and Profit & Loss Account for the year appended here with.

DIVIDEND

The Company has inadequate profits during the year under review and as such your Directors do not recommend any dividend considering the need to augment the resources for operational purposes.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A detailed discussion on the Company's operations is presented in the chapter on Management Discussion and Analysis, which forms part of this Annual Report.

FUTURE OUTLOOK

In the current year the global economy continued to witness sluggish growth. Overall growth at 3 per cent was 0.5 per cent lower compared to the pre crisis levels in 2008. The growth of Indian economy also slowed down significantly. GDP growth for the Financial year 2013-14 is expected to be around 5.5 per cent, the slowest growth in more than a decade. Constant high inflation, an area of significant concern of the Reserve Bank of India (RBI), and RBI adopted a conservative approach and maintained the bank rates as per the need of economy as a whole so that the situation in future become more investor friendly. Liquidity remained under pressure throughout the year because of persistently high government cash balances with RBI and elevated incremental credit to deposit ratio for significant part of the year. The government is very much serious to improve the growth of overall economy by means of implementation of new and speedy projects of infrastructure / basic needs utilities development in rural areas. Your directors hope for improvement in the performance of the company as the steps for development will be taken by the government which ultimately leads to financial sector reforms in coming days and henceforth implementation of innovative and effective decisions.

DIRECTORS

Mr. Rahul Jain retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. Necessary resolution for the re-appointment of the aforesaid director has been included in the Notice convening the Annual General Meeting.

Pursuant to Section 149 and other applicable provisions of the Companies Act, 2013, your Directors are seeking appointment of Mr. Rajeev Kohli and Mr. Rahul Jain as Independent Directors for the terms given in the Notice of the 28th Annual General Meeting.

The proposals regarding the appointment / re-appointment of the aforesaid directors are placed for your approval. Details of the proposal for the appointment of above Independent Directors are mentioned in the Explanatory Statement under Section 102 of the Companies Act, 2013 of the Notice of the 28th Annual General Meeting.

The Board of directors of the company recommend their appointment / re-appointment. The company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and Clause 49 of the Listing Agreement with the Stock Exchanges.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 1956, with respect to the Directors' Responsibility Statement, it is hereby confirmed:

- a) that in the preparation of the accounts for the financial year ended March 31, 2014, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) that the directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review;
- c) that the directors 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 preventing and detecting fraud and other irregularities;
- d) That the directors have prepared the accounts for the financial year ended March 31, 2014 on a going concern basis.

CORPORATE GOVERNANCE REPORT

A report on Corporate Governance as stipulated under Clause 49 of the Listing Agreement form part of the Annual Report. A certificate from M/s. R. Mahajan & Associates, Chartered Accountants with regard to Compliance of the provisions of clause 49 of the listing agreement, by your company, is attached hereto as Annexure and forms part of this report.

Your Company has taken adequate steps for strict compliance with the Corporate Governance guidelines, as amended from time to time.

AUDIT COMMITTEE

The Audit Committee of the Board of Directors, which is to function in accordance to terms of reference as contained in Clause 49(II)(c), (d) & (e) of the Listing Agreement and Section 177 of the Companies Act, 2013, comprises of 3 members namely Mr. Rahul Jain, Mr. Rajeev Kohli and Mr. Sameer Gupta and Mr. Rahul Jain acts as the Chairman of the said Committee. The committee reviews the company's financial information and the quarterly/ half yearly/ annual financial statements before they are submitted to the Board of Directors and performs such other functions in accordance with the terms of its reference. The Audit Committee of your company has been functioning in compliance to the afore-mentioned guidelines.

AUDITORS

The Auditors of the Company, M/s. R. Mahajan & Associates, Chartered Accountants, hold office till the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment.

The company has received letters from them to the effect that their re-appointment, if made, would be within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and they are not disqualified for re-appointment.

Notes to Accounts, referred in the Auditors Report, are self-explanatory and therefore do not require any further comments.

FIXED DEPOSITS

During FY 2013-14, the company did not accept/renew any deposits within the meaning of Section 58A of the Companies Act, 1956 and the rules made there under and, as such, no amount of principal or interest was outstanding as on the Date of Balance Sheet.

UNCLAIMED / UNPAID DIVIDEND

Your Company has not declared any dividend so far. Thus, there is no unclaimed or unpaid dividend as on March 31, 2014.

PARTICULARS OF EMPLOYEES

There is no employee whose particulars are required to be furnished in terms of Section 217(2A) of the Companies Act, 1956 and rules made there under.

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

Your company has no activity relating to conservation of energy and technology absorption. The company did not have any foreign exchange income or outgo.

RESERVE BANK OF INDIA'S DIRECTIONS

Your Company, being a Non Banking Finance Company (NBFC), continues to comply with all the requirements prescribed by the Reserve Bank of India from time to time.

LISTING

The equity shares of the company are listed at Bombay Stock Exchange and Delhi Stock Exchange.

ACKNOWLEDGEMENT

The Board acknowledges with gratitude the co-operation and assistance provided by the Company's bankers, financiers, government and non-government agencies. The relationship with the employees remained cordial and your Director's wish to place on record their appreciation for the contribution made by the employees at all levels. The Directors also thank the shareholders for their continued support.

For and on behalf of the Board of Directors

Sd/-
(Sameer Gupta)
Director

Sd/-
(Meenakshi Gupta)
Director

Place: Delhi
Dated: August 14, 2014

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Domestic Developments and Outlook

During FY 2013-14, the economic activity in India remained subdued as the economic slowdown bottomed out due to pressure on exchange rate and continuous spell of global financial turbulence caused by capital outflows. However, strong policy measures helped the currency to stabilize, rebuild reserves, and narrow the excessive current account deficit. The Indian economy remains weak due to persistent inflation, fiscal imbalances, bottlenecks to investment, and inefficiencies that require structural reforms. Without a systemic resolution to these, growth is forecasted to pick up modestly.

The formation of new stable government at the center is a boost for Indian economy as necessary steps will be taken for growth and development in years to come. There are many other new measures on the agenda of this government and it is very much possible that things will change drastically and financial sector will also benefit from these changes. As per the advanced estimates of Central Statistics Office (CSO), the overall growth of GDP for FY 2013-14 is estimated at 4.9% with agriculture, industry and services registering growth rates of 4.6%, 0.7% and 6.9% respectively. A good monsoon in 2013 helped agriculture to grow by 4.6% in FY 2013-14, though growth moderated somewhat in the second half of the year. With a nominal growth of 1.0% in FY 2012-13, industry decelerated to 0.7% in FY 2013-14. The consumer confidence was severely dented due to weak currency, persistent food inflation, rising fuel prices and dim employment prospects. Rural consumption is likely to have been affected by some moderation in rural wage growth since January 2013. Growth in government consumption, which sharply picked up in the first quarter, remained subdued for the rest of the year as fiscal pressures intensified. Investment flattened during the year, registering no growth. While structural and procedural delays continued to hamper investment, new headwinds appeared in the form of monetary tightening and the heightened challenge of repayment in foreign currency as the currency weakened.

INDUSTRY STRUCTURE AND DEVELOPMENT

The capital market remains volatile for most of the year and it is on rising trend since May 2014 and it results into increase of flow of money from Foreign as well as retail investors at large, among others. The performance of banking and other non-banking financial companies also got effected and remain cautious for most of the year due to regulatory measures taken by the government. The situation of the Indian economy will improve by implementation of adequate and corrective measures in both financial and manufacturing sector. A strong government policy changes and positive reforms will be helpful to mitigate this adverse situation and take the economy on a path of steadily growth also can't be denied.

Indian Non-Banking Finance Companies (NBFCs) faced a challenging economic environment during 2013-14 on account of subdued economic, industrial and manufacturing growth and relatively high credit costs due to increased risk perception in the economy. RBI had to calibrate monetary policy to balance weak growth with concerns over external and price pressures. This was to counter intense pressures on the exchange rate and reserves from turmoil in global capital markets stemming from fears that the US Federal Reserve was about to abruptly end quantitative easing. On a year-on-year (y-o-y) basis, non-food bank credit increased by 14.3% in March 2014 as compared with the increase of 13.5% in March 2013. Credit to industry increased by 13.1% in year ended March 2014 as compared with the increase of 15.1% in year ended March 2013. Deceleration in credit growth was observed in respect of mining and quarrying, textiles, wood and wood products, petroleum and coal product, chemical and chemical products, glass and glassware, cement and cement products, basic metals, engineering, gems and jewellery and infrastructure. Slowdown in industrial activity contributed to stress on asset quality of NBFCs as the payback capacity of companies were affected severely during the last year. The regulatory scenario for NBFCs has been undergoing changes with newer guidelines and regulations being introduced; In addition, the enactment of the Companies Act, 2013 which replaced the 60-year old Companies Act, 1956, the Reserve Bank of India, which is the main regulator of NBFCs, has from time to time come out with various guidelines, and most recently with extensive and elaborate guidelines and norms on corporate restructuring for the NBFCs, etc.

OUTLOOK, RISK AND CONCERN

While the year FY 2013-14 faced considerable headwinds from liquidity tightness, pressure on exchange rates, fiscal and current account deficit leading to a decline in business confidence, FY 2014-15 is expected to be better than FY14 as the consumption-investment mix is expected to improve in favour of the later. However, during second half of FY 14, there was some stability in macro environment, largely as a result of new stable government formation at the center and new budget announced by the government opened new areas wherein Foreign Direct Investment is allowed for economic growth and development such as liberalizing of sector for more FDI investment, rationalization of retail fuel prices and reining on of fiscal spending; although a lot more remains to be done. While the situation appeared to be improving, there are lots of challenges which are required to be addressed by this government to meet the peoples' expectations at large and take the Indian economy on a path of success and growth with full confidence.

Of the various risks financial sector companies are exposed to, key risks include market, credit and operational risk. Market Risk comprises the uncertainty of economic growth levels, inflation, prices, interest rates, foreign exchange rates, and other macroeconomic factors beyond our control. The Company manages these risks and intends to maintain its focus on investments in shares, securities, mutual funds and infrastructure bonds by maintaining a conservative financial profile and by following prudent business and risk management practices. The Company has been fully compliant with all the guidelines, regulations and directions of Reserve Bank of India, as applicable.

OPPORTUNITIES AND THREATS

The year FY 2014 started on a note of optimism. However, stubborn inflation, high fiscal and current account deficit, slow pace of reforms, sluggish recovery of US economy and continued Eurozone crisis soon led to the sliding of Indian GDP growth to around 5.5%. Despite various adverse factors we firmly believe that Indian economic will grow and hence the growth of financial services sector presents us with exciting opportunities like India's long-term growth story remains intact notwithstanding declining growth in the past year or two. This presents vast opportunities for us to grow our businesses in the medium to long term, though short-term pain remains a possibility. Broadly, financial services markets are expected to grow four to five folds by 2020 as per leading financial sector houses research report. With nearly 70% of Indian household savings currently finding banks as the most favoured destination, scope for diversification of savings through other channels like mutual funds or insurance and through diversification in other asset classes like equities, bonds and commodities are immense. We further believe the policy liberalization and forward-looking regulatory changes will help markets grow in size.

At the same time, we perceive some threats for growth of financial services sector like macroeconomic environment including high inflation, high interest rates, liquidity issues, global commodities prices, fiscal and current account deficit and Eurozone crisis can play spoilsport with the India growth story. While positive Government policies and regulatory changes do enlarge the scope of opportunities for financial sector companies, lack of or delay in reforms or certain regulatory changes can significantly impact the performance or make an existing business model unviable.

ADEQUACY OF INTERNAL CONTROL SYSTEM

The company has adopted internal control system to ensure operational efficiency, proper accounting control and conservation of resources, accuracy and promptness in financial reporting and general economic trend, while protecting assets from unauthorized use or losses and compliance of laws and regulations. The Internal Control procedures adopted by the company have been functioning well, as a result of which availability of accurate financial information is available to the concerned personnel in timely manner.

The Audit Committee of the Company's Board of Directors reviews the internal audit reports and the adequacy and effectiveness of internal controls.

SEGMENT WISE PERFORMANCE

The Company presently operates only in one business segment.

FINANCIAL PERFORMANCE

During the year under review, the Company has earned a Net Profit of Rs. 36,40,161.25 as compared to a Net Profit of Rs. 35,63,946.82 in the previous year. The Financial sector remain subdued during FY 2013-14 and the company averse of any risk to be taken for small gains and hence no operations being carried out during the year under review. The details of financial performance of the Company are appearing in the Balance Sheet and Profit & Loss Account for the year under review.

FULFILLMENT OF RBI NORMS AND STANDARDS:

The Company continues to fulfill all applicable norms and standards laid down by the Reserve Bank of India pertaining to prudential norms, income recognition, accounting standards, asset classification and provision of standard assets as applicable to NBFC's.

HUMAN RESOURCES

Human Resources (HR) are the most important resources and the key assets of any organization. The Company has a well-defined organization structure, roles and responsibilities, which helps in ensuring integration of individual and organizational goals. The company takes all steps to harness this resource to its full potential, to ensure fruitful results and to increase the morale of employee and thereby, leading to employee satisfaction, along with increased performance levels at all levels. We focus on identifying leadership qualities amongst individuals and providing employees a work environment wherein they can work to their potential. During the year under review, development of leadership and people capability in the organization continued to be of focus. It further helps to capture employee concerns on an ongoing basis, analyze their concerns to identify need for policy changes, establish one-to-one connect with officers and create a repository of the employee ideas and concerns.

CAUTIONARY STATEMENT

Certain statements in the Management Discussion and Analysis describing the Company's objectives, predictions may be "forward-looking statements" within the meaning of applicable laws and regulations. Actual results may vary significantly from the forward looking statements contained in this document due to various risks and uncertainties. These risks and uncertainties include the effect of economic and political conditions in India, volatility in interest rates, new regulations and Government policies that may impact the Company's business as well as its ability to implement the strategy. The Company does not undertake to update these statements.

REPORT ON CORPORATE GOVERNANCE

The Securities and Exchange Board of India (SEBI) ushered in a formal code of corporate governance (hereinafter the code) through clause 49 in the listing agreement executed by the Company with the stock exchanges. Clause 49 lays down several corporate governance practices, which listed companies are required to adopt. The code has been periodically upgraded to ensure the adoption of best corporate governance practices by the corporates. While most of the practices laid down in clause 49 require mandatory compliance, few are recommendatory in nature. This report sets out the compliance status of the Company with the requirements of corporate governance, as set out in clause 49, for the financial year 2013-14.

Your Company has complied, in all material respects, with the features of Corporate Governance code as per Clause 49 of the Listing Agreement with the Stock Exchanges.

The Status of the Corporate Governance code of the Listing Agreement by Amulya Leasing and Finance Limited is given below:

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Amulya's Corporate Governance principles are based on the principles of transparency, responsibility, accountability, knowledge and commitment to values. The Company adheres to good corporate practices and is constantly striving to better them and adopt emerging best practices. Best results are achieved when the companies begin to treat the corporate governance system not as a mere structure but as a way of corporate life.

The Company firmly believes that these aspects as well as compliances of applicable legislations and timely disclosures enhance the image of the Company and the long term value of all Shareholders and Stakeholders. Broadly, however, good corporate governance practices should aim at striking a balance between interests of various stakeholders on the one hand and the duties and responsibilities of the Board and senior management in overseeing the affairs of the Company on the other.

2. BOARD OF DIRECTORS

Composition of Board and other related matters

As on March 31, 2014, the Board consisted of four directors out of which two are Promoter Non-Executive Directors and two are Independent Non-Executive Directors.

The names and categories of the Directors on the Board, their attendance at Board Meetings during the year and at the last Annual General Meeting, and also the number of Directorships and Committee Memberships held by them in other companies are given below:

S. No.	Name of the Director	Designation	No. of Board Meetings held	No. of Board Meetings attended	Last AGM attended	No. of other directorship and committee membership and chairmanship.		
						Other Directorship	Committee Membership	Committee Chairmanship
1.	Sameer Gupta	Director / Promoter / Non-Executive	4	4	Yes	4	1	-
2.	Meenakshi Gupta	Director/ Promoter / Non-Executive	4	4	Yes	-	2	-
3.	Rajeev Kohli	Director / Independent / Non-Executive	4	4	Yes	-	2	1
4.	Rahul Jain	Director / Independent / Non-Executive	4	4	Yes	-	1	2

Changes in the composition of Directors

During the year, there was no change in directorship of the company.

Board Functions & Procedure

The Board plays a pivotal role in ensuring good governance. Its style of functioning is democratic. The Members of the Board always had complete freedom to express their opinion and decisions are taken after detailed discussions after which, a consensus is reached. They are also free to bring any matter up for discussion at the Board Meetings with the permission of the Chairman.

In accordance with the provisions of Clause 49 of the Listing Agreement, the Board meets at least once in every quarter to review the quarterly results and other items of agenda as required under Annexure 1A of Clause 49 of Listing Agreement, and if necessary, additional meetings are held. It has always been the Company's policy and practice that apart from matters requiring the Board's approval by law, all major decisions including quarterly/yearly results of the Company and its divisions, financial restructuring, capital expenditure proposals, sale and acquisition of material nature of assets, mortgage and guarantee, among others, are regularly placed before the Board. This is in addition to information with regard to detailed analysis of operations, major litigations, feedback reports and minutes of all committee meetings.

Number and Dates of Board Meetings held

4 (Four) Board meetings were held during the year ended March 31, 2014. The dates of these meetings were: May 25, 2013, August 14, 2013, November 14, 2013 and February 14, 2014.

3. AUDIT COMMITTEE

The Company has an Audit Committee of Directors. The Committee has the powers similar to those stated in the Listing Agreement and exercises the functions as per terms of reference of the Audit Committee.

Composition of Audit Committee

The Audit Committee comprises of three Directors. The Chairman of the committee is a Non-Executive Independent Director. All the members of the committee have good financial and accounting knowledge. Statutory Auditors of the Company are invitees to the meetings and Company Secretary acts as secretary of the committee. The minutes of the Audit Committee Meetings are placed before the subsequent Board Meeting.

During FY 2013-14, 4 (four) meetings of the Audit Committee were held on May 25, 2013, August 14, 2013, November 14, 2013 and February 14, 2014.

The composition of the Audit Committee as on March 31, 2014 and the meetings attended by its members are as under:

S. No.	Name of Members	Category	Meetings Attended	Status
1.	Rahul Jain	Independent / Non-executive	4	Chairman
2.	Rajeev Kohli	Independent / Non-executive	4	Member
3.	Sameer Gupta	Promoter / Non-Executive	4	Member

The Chairman of Audit Committee was present in the last Annual General Meeting to answer shareholders queries.

Scope and functions

The terms of reference of audit committee includes overseeing the audit functions, review of the Company's financial performance, compliance with Accounting Standard and all other matters specified under Clause 49 of the Listing agreement and in Section 177 of the Companies Act, 2013. The Audit Committee's role includes overview of our financial reporting process, recommending the appointment and removal of statutory auditors, fixing audit fees, reviewing management discussion and analysis, annual financial statements prior to submitting those to the Board, reviewing related party transactions and financial risk management policies.

4. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Board has constituted Stakeholders Relationship Committee in accordance with the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement. The Stakeholders Relationship Committee comprises of three members with an Independent Non-executive Director as Chairman of the committee.

During the year, the Shareholders' Grievance / Share Transfer Committee met twice on May 25, 2013 and February 14, 2014 duly attended by all the Committee members. Details of share transfer/transmission etc. as approved by the Committee are placed at the Board Meetings from time to time. The terms of reference of Shareholders' Grievance / Share Transfer Committee was conferred on the Stakeholders Relationship Committee and consequently, the Shareholders' Grievance / Share Transfer Committee was dissolved.

The constitution of Stakeholders Relationship Committee as on May 28, 2014 is as follows:

S. No.	Name of Members	Category	Status
1.	Rajeev Kohli	Independent / Non-executive	Chairman
2.	Rahul Jain	Independent / Non-executive	Member
3.	Meenakshi Gupta	Promoter / Non-executive	Member

Scope and functions

The scope and functions of the Committee includes approval of transfer/transmission of shares and other matters like consolidation/split of share certificates, issue of duplicate share certificates, dematerialisation / rematerialisation of shares in stipulated period of time. The Committee also supervises redressal of Investor Grievances and ensures cordial investors relations.

In view of the SEBI Circular No. CIR/OIAE/2/2011 dated June 3, 2011, the Company has obtained a user id and password for processing the investor complaints in a centralized web based SEBI Complaints Redress System 'SCORES'. This enables the investors' online viewing of the actions taken by the Company on the complaints and its current status by logging on the SEBI's website i.e. www.sebi.gov.in.

Details of Shareholders' complaints received and replied to their satisfaction : the Company has adequate systems and procedures to handle the investors' grievances and get the same resolved on priority basis. During the year three investor's complaints were received and resolved within the stipulated time period. By March 31, 2014 no investor complaint was pending.

5. NOMINATION AND REMUNERATION COMMITTEE

The Board has constituted Nomination and Remuneration Committee in accordance with the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement to evaluate the performance and remuneration of directors and approving remuneration and terms of whole-time directors within the overall ceilings approved by the shareholders.

Only one meeting of the Remuneration committee was called during the year on February 14, 2014 duly attended by all the members of the committee. The decisions of the Remuneration Committee are placed in the subsequent board meeting. The terms of reference of Remuneration Committee was conferred on the Nomination and Remuneration Committee and consequently, the Remuneration Committee was dissolved.

The constitution of the Nomination and Remuneration Committee as on May 28, 2014 is as follows :

S. No.	Name of Directors	Category	Status
1.	Rahul Jain	Independent / Non-executive	Chairman
2.	Rajeev Kohli	Independent/ Non-executive	Member
3.	Meenakshi Gupta	Promoter/ Non-executive	Member

Remuneration to Directors

During the year ended March 31, 2014, no payment was made to any Directors.

6. GENERAL BODY MEETINGS:

(I) The last three Annual General Meetings were held as under:

Financial Year	Location	Date	Time
2012-2013	Indian Medical Association, East Delhi Branch, 35-X, Institutional Area, Karkardooma, Delhi – 110 092	30.08.2013	1:30 P.M.
2011-2012	Indian Medical Association, East Delhi Branch, 35-X, Institutional Area, Karkardooma, Delhi – 110 092	29.09.2012	1:30 P.M.
2010-2011	Gg's Banquet, Plot No. 14, Laxmi Nagar District Center, Vikas Marg, Delhi - 110092	30.09.2011	2:15 P.M.

No Special resolution was put through Postal Ballot during the year. No special resolution was passed in the previous three Annual General Meetings.

7. DISCLOSURES

a) Management discussion and analysis

The detailed Management discussion and analysis report is given separately in the annual report.

b) Disclosure on materially significant related party transactions

Transactions with related parties are being disclosed separately in notes to the accounts in the annual report. There was no transaction of material nature with the Directors or the Management during the year that had potential conflicts with the interest of the Company at large.

c) Detail of non-compliance, penalties, strictures etc.

During the last three years, there were no strictures or penalties imposed on the Company either by the Stock Exchanges or SEBI, or any statutory authority for non-compliance of any matter related to capital market.

d) Whistle Blower Policy

The Company has adopted a proper procedure in this regard. Employees can report to the management their concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct. Further no personnel have been denied access to the Audit Committee.

e) Code of Conduct

In line with the amended Clause 49 of the Listing Agreement, the Company has adopted a Code of Conduct for its Directors and Senior Executives.

Declaration as required under Clause 49 of listing agreement. All the members of the Board and senior management personnel complied with the Code of Conduct for the financial year ended March 31, 2014.

Delhi 110 092
August 14, 2014

SAMEER GUPTA
(Director)

f) Certification by Director / CEO

A certificate obtained from Sameer Gupta, Director on the Financial Statements of the Company in terms of Clause 49 of the Listing Agreement was placed before the Board, who took note of it and took the same on record.

g) Secretarial Audit

A qualified practicing Company Secretary carried out the Secretarial Audit on quarterly basis to reconcile the share capital with National Securities Depository Services Ltd. (“NSDL”) and Central Depository Services Ltd. (“CDSL”) and the total issued and listed capital. The audit confirms that the total issued / paid-up capital is in agreement with total number of shares in physical form and total number of demat shares held with NSDL and CDSL

h) Brief resume of Director being appointed / re-appointed

A brief resume, nature of expertise in specific functional areas, names of companies in which the person already holds directorship and membership of committees of the Board and his shareholding in the Company, forms part of the Notice of the Annual General Meeting, annexed to this Annual Report.

i) Compliance with mandatory and non-mandatory requirements

The Company has complied with all the mandatory requirements along with some non-mandatory requirements also.

8. Compliance Certificate of the Auditors

Certificate from the Auditors of the Company, M/s. R. Mahajan & Associates, confirming compliance with the conditions of Corporate Governance as stipulated under Clause 49, is annexed herewith, forming part of the Annual Report.

This Certificate has also been forwarded to the Stock Exchanges where the securities of the Company are listed.

9. MEANS OF COMMUNICATION

The quarterly, half-yearly and yearly financial results of the Company are sent to the Stock Exchange(s) immediately after they are approved by the Board. These are also published in the prescribed Performa within 48 hours of the conclusion of the meeting of the Board, in which they are considered; generally in ‘The Financial Express’ or ‘The Business Standard ’ (English) and ‘Amritvarsha’ or ‘Veer Arjun’ or ‘Jansatta’ (Hindi).

Corporate Filing and Dissemination System (CFDS) Filing: As per the requirements of Clause 52 of the Listing Agreement, all the data relating to financial results, shareholding pattern etc. have been electronically filed on the Corporate Filing and Dissemination System (CFDS) portal, www.corpfiling.co.in, within the time frame prescribed in this regard.

Annual Report : Annual Report containing, inter alia, Audited Annual Accounts, Directors’ Report, Auditor’s Report and other important information is circulated to members and others entitled thereto.

Designated exclusive e-mail ID: The Company has designated the following e-mail ID exclusively for investor servicing: cs.amulya@gmail.com.

10. GENERAL SHAREHOLDERS' INFORMATION

Annual General Meeting

Date and Time : Tuesday, September 30, 2014 at 1.30 P.M.
Venue : IMA-East Delhi Building, 35-X, Institutional Area, Karkardooma, Delhi – 110092
Book Closure : Wednesday, September 17, 2014 to Monday, September 22, 2014 (both days inclusive)

Financial Calendar (Tentative): 1st April, 2014 to 31st March, 2015

Particulars	Tentative Schedule
Unaudited Financial Results for Quarter 1 - (30.06.2014)	by August 14, 2014 (Actual held on August 14, 2014)
Unaudited Financial Results for Quarter 2 - (30.09.2014)	by November 15, 2014
Unaudited Financial Results for Quarter 3 - (31.12.2014)	by February 15, 2015
Audited Financial Results for year – (31.03.2015)	by May 30, 2015

Corporate Identity Number (CIN):

The CIN of the Company allotted by the Ministry of Corporate Affairs, Government of India is L65999DL1985PLC022723.

Listing on Stock Exchange(s)

Your Company's shares are listed on the following Stock Exchanges:

- a) The Delhi Stock Exchange Limited
DSE House, 3/1, Asaf Ali Road
New Delhi -110002.
- b) Bombay Stock Exchange Limited
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort Mumbai-400001

The Bombay Stock Exchange, where the shares of the Company are listed has allotted stock code No. 531761 to Company's scrip. The Listing Fees of all the stock exchanges has been paid by the Company for the financial years 2013-14 and 2014-15.

Market Price Data

BSE Scrip Code: 531761

For the period: April, 2013 – March, 2014

Period	Open(Rs.)	High(Rs.)	Low(Rs.)	Close(Rs.)	Volume(Numbers)
April, 2013	13.82	16.04	13.21	16.04	174149
May, 2013	16.8	30.2	16.8	27.55	124409
June, 2013	28.85	28.85	20.25	20.25	8708
July, 2013	21.25	22.3	20.15	20.15	571
August, 2013	21	26	21	26	5024
September, 2013	27.3	28.65	27.3	28.65	11
October, 2013	27.5	29.75	17.2	22.85	18436
November, 2013	23.95	31.4	23.95	27.55	311924
December, 2013	26.2	26.2	24.9	24.9	25
January, 2014	24	24	20.7	22.75	75340
February, 2014	23.85	23.85	22	22	1110
March, 2014	21	23.5	21	22.5	120569

Categories of Shareholders as on March 31, 2014

Category	No. of shares	%
Promoter/ PAC's	1511168	30.21
Private Corporate bodies	1428263	28.56
Indian Public	2062269	41.23

Distribution of shareholding as on March 31, 2014

Nos. of Equity Shares held	No. of Shareholders	% to Total	No. of Shares	% to Total
Up to 500	196	57.31	27,763	0.55
501- 1000	46	13.45	39,324	0.79
1001- 2000	21	6.14	34,035	0.68
2001- 3000	15	4.39	37,507	0.75
3001- 4000	6	1.75	22,323	0.45
4001- 5000	10	2.92	46,267	0.92
5001-10000	15	4.39	1,11,533	2.23
10001 and above	33	9.65	46,82,948	93.63
Total	342	100.00	5001700	100.00

Registrar and Transfer Agent

M/s. Beetal Financial & Computer Services (Pvt.) Limited
Beetal House, 3rd Floor, 99, Madangir,
Behind Local Shopping Centre,
Near Dada Harsukh Das Mandir,
New Delhi-110062
Phone – 011-29961281, **Email id** - beetalrta@gmail.com

Share Transfer System

All the valid share transfers are registered and duly transferred Share certificates are dispatched generally within a period of 10-15 days from the date of receipt.

Dematerialisation of Shares

Equity Shares equivalent to 98.81% of the Total Equity Share Capital have been dematerialised upto March 31, 2014. The trading of the Company's Equity Shares falls under the category of compulsory delivery in dematerialised mode by all categories of investors.

Investors' Correspondence may be addressed to:

Amulya Leasing and Finance Limited,
106, Hargobind Enclave,
Vikas Marg, Delhi-110092
CIN : L65999DL1985PLC022723
Tel.: 011-22373437

For and on behalf of the Board of Directors

Sd/-
(Sameer Gupta)
Director

Sd/-
(Meenakshi Gupta)
Director

Place: Delhi

Dated: August 14, 2014

Certification by the Director pursuant to Clause 49 of the Listing Agreement regarding financial statements

I, Sameer Gupta, certify that:

- a) I have reviewed the financial statements and the cash-flow of Amulya Leasing and Finance Limited for the year ended March 31, 2014 and to the best of my knowledge and belief:
 - 1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - 2) 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 violate 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:
 - 1) Significant changes in the internal control over financial reporting during the year;
 - 2) Significant changes in accounting policies during the year;
 - 3) 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.

Place: Delhi

Date: August 14, 2014

**(Sameer Gupta)
Director**

Certificate from Auditors' regarding compliance of conditions of Corporate Governance

To the members of Amulya Leasing and Finance Limited,

We have examined the compliance of conditions of Corporate Governance by the Amulya Leasing and Finance Limited, for the year ended March 31, 2014, as stipulated in Clause 49 of the Listing Agreement of the said company, with the Stock Exchange(s).

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof adopted by the company for ensuring compliance of 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 the information and according to the explanations given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

On the basis of the records maintained by the Shareholder's/ Investors Grievance Committee of the company, we state that, no investor grievances were received / pending during the year.

We 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.

for **R. Mahajan & Associates**
Chartered Accountants
F.R.N. 011348N

Akashdeep Chopra
Partner
M. No. 508817

Place: New Delhi
Date: August 14, 2014

INDEPENDENT AUDITOR'S REPORT

To the Members of
AMULYA LEASING AND FINANCE LTD.

We have audited the accompanying financial statements of Amulya Leasing & Finance Ltd. ('the company') which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 "the Act" (which continue to be applicable in respect of section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated 13 September, 2013 of the Ministry of Corporate Affairs). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

OPINION

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in annexure a statement of the matters specified in paragraphs 4 and 5 of the Order
2. As required by section 227(3) of the Act, we report that:
 - a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c. the Balance Sheet, Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d. in our opinion, the Balance Sheet, the Statement of Profit and Loss and the Cash Flow statement comply with the Accounting Standards notified under the Act (which continue to be applicable in respect of section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated 13 September, 2013 of the Ministry of Corporate Affairs).
 - e. on the basis of written representations from the directors as on 31st March, 2014 and taken on record by the Board of directors, none of the directors is disqualified as on 31st March, 2014 from being appointed as a director in terms of 274(1)(g) of the Act.
 - f. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For R Mahajan & Associates
Chartered Accountants
FRN: 011348N

(Akashdeep Chopra)
Partner
M. No: 508817

Place : New Delhi
Date : 28.05.2014

NOTE – 1

AMULYA LEASING & FINANCE LIMITED

1. SIGNIFICANT ACCOUNTING POLICIES

a) System of Accounting :

- i) The books of accounts are maintained on mercantile basis except where otherwise stated.
- ii) The financial statements are prepared under the historical cost convention in accordance with the applicable Accounting Standards issued by The Institute of Chartered Accountants of India and as per the relevant representational requirements of the Companies Act, 1956.
- iii) Accounting policies not specifically referred to are consistent with generally accepted accounting practices, except where otherwise stated.

b) Revenue Recognition:

- i) Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.
- ii) Interest income is recognized on time proportion basis.
- iii) Dividend income is recognized when right to receive is established.
- iv) Profit / Loss on sale of investments is accounted on the trade dates.

c) Investment:

Investments are classified into non current investments and current investments. Non current investments are stated at cost and provisions have been made wherever required to recognize any decline, other than temporary, in the value of such investments. Current investments are carried at lower of cost and fair value and provision wherever required, made to recognize any decline in carrying value.

d) Retirement Benefits:

- i) Leave encashment benefits are charged to Profit & Loss account in each year on the basis of actual payment made to employee. There are no rules for carried forward leave.
- ii) No provision has been made for the retirement benefits payable to the employees since no employee has yet put in the qualifying period of service and the liability for the same will be provided when it becomes due.

e) Inventories

Inventories are valued at cost (using FIFO method) or net realisable value, whichever is lower.

f) Impairment of Assets:

The carrying amounts of assets are reviewed at the balance sheet date to determine whether there are any indications of impairment. If the carrying amount of the fixed assets exceeds the recoverable amount at the reporting, the carrying amount is reduced to the recoverable amount. The recoverable amount is the greater of the assets net selling price and value in use, the value in use determined by the present value estimated future cash flows. Here carrying amounts of fixed assets are equal to recoverable amounts.

g) Earning Per Share

- i) Earning per share is calculated by dividing the net profit or loss for the period attributable to equity share holders by the weighted average number of equity shares outstanding during the period.
- ii) For the purpose of calculating diluted earning per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all diluted potential equity shares.

h) Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligation can be made. Contingent liability is disclosed for:

- i) Possible obligations which will be confirmed by future events not wholly within the control of the company, or
- ii) Present obligation arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation can not be made.

Contingent assets are not recognized in the financial statements since this may result in the recognition of income that may never be realized.

i) Accounting for Taxes on Income

- i) Current tax is determined as the amount of tax payable in respect of taxable income for the year.
- ii) Deferred Tax is recognized subject to the consideration of prudence on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods and measured using relevant enacted tax rates.

The Annexure referred to in paragraph 1 under the heading of “Report on other Legal and Regulatory Requirements” of Our Report of even date to the members of Amulya Leasing and Finance Limited. on the accounts of the company for the year ended 31st March, 2014.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

1. The Company does not have any fixed assets, hence clause i (a) to (c) of paragraph 4 of the order are not applicable to the company
2.
 - a. The management has conducted physical verification of inventory of shares held as stock-in-trade at reasonable intervals.
 - b. The procedures of physical verification of inventory 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 and no material discrepancies were noticed on physical verification.
3.
 - a. The company has granted unsecured loan to one company covered in the register maintained under Section 301 of the Companies Act, 1956 and the amount involved is Rs 30 Lacs and the year end balance of such loan was 525.12 Lacs.
 - b. In our opinion the rate of interest and other conditions of loans given by the company are prima facie not prejudicial to the interest of the Company
 - c. The receipt of principal amount and interest was regular
 - d. There is no overdue amount of the loan given to the company
 - e. The Company has not taken any loans secured or unsecured from the companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956 and accordingly paragraphs (iii) (f) and (g) of the Order are not applicable.
4. 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 for the purchase of inventory, fixed assets and also for the sale of goods & services. During the course of our audit, we have not observed any major weaknesses in internal controls.
5.
 - a) Based on the audit procedures performed by us and according to the information, explanations and representation given to us, we are of the opinion that the particulars of the contracts or arrangement referred to in section 301 of the Act, have been entered in the register required to be maintained under that section.
 - b) In our opinion and according to the information and explanations given to us, the transaction made in pursuance of such contract or arrangement have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
6. The company has not accepted any deposits during the year from the public within the meaning of the provisions of Section 58 A, 58 AA or any other relevant provision of the Companies Act, 1956 and rules made there under. Hence, the clause (vi) of the order is not applicable.
7. In our opinion the Company does not have a formal internal audit system which commensurate with its sizes and nature of its business.
8. We have been informed that the Central government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act, 1956.
9.
 - a. According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees’ State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Cess and any other statutory dues to the extent applicable have been regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2014 for a period of more than six months from the date of becoming payable.

- b. According to the information and explanation given to us, there are no dues of Sales Tax, Custom Duty, Wealth Tax, cess which have not been deposited on account of any dispute.
10. The Company does not have any accumulated losses at the end of the financial year and has not incurred cash losses during the financial year and in the immediately preceding financial year.
 11. Based on our audit procedures and on the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to banks. Company has not taken any loans from financial institutions and also not issued any debenture. Hence question of default does not arise.
 12. According to the information and explanations given to us, the company has not given any loans and advances on the basis of security by way of pledge of shares, debentures and other securities and accordingly paragraph 4 (xii) of the order is not applicable
 13. In our opinion, considering the nature of activities carried on by the company during the year, the provisions of any special statute applicable to chit fund/ Nidhi/mutual benefit fund/societies are not applicable to the company.
 14. According to the information and explanations given to us, proper records have been maintained in respect of transaction and contracts in respect of shares, securities, debentures and other investments and timely entries have been made therein. The shares and other investment have been held by the company in its own name.
 15. As explained by the management, company has not given guarantee for loans taken by other from banks or financial institutions.
 16. Based on information and explanations given to us by the management, the company has not obtained any term loans.
 17. 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 funds raised on short-term basis have been used for long-term investment.
 18. During the year, 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.
 19. According to the information and explanations given to us and the records examined by us, the company has not issued any debentures. Accordingly, the provisions of clause 4 (xix) issued are not applicable to the company.
 20. The company has not raised any money by public issues during the year.
 21. According to the information and explanations given to us, we report that no fraud on or by the company has been noticed or reported during the course of our audit.

For R Mahajan & Associates
Chartered Accountants
FRN: 011348N

(Akashdeep Chopra)
Partner
M. No: 508817

Place : New Delhi
Date : 28.05.2014

AMULYA LEASING AND FINANCE LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2014

(Amount in Rs.)

PARTICULARS`	NOTE	AS AT 31st MARCH 2014	AS AT 31st MARCH 2013
I.EQUITY AND LIABILITIES			
(1) SHAREHOLDER'S FUND			
(a) SHARE CAPITAL	2	49,963,000.00	49,963,000.00
(b) RESERVES AND SURPLUS	3	43,128,939.92	39,488,778.67
(2) NON CURRENT LIABILITIES			
(a) LONG TERM PROVISIONS	4	236,531.00	226,231.00
(3) CURRENT LIABILITIES			
(a) OTHER CURRENT LIABILITIES	5	276,770.00	109,484.00
(b) SHORT-TERM PROVISIONS	6	1,550,720.00	1,048,750.00
TOTAL		95,155,960.92	90,836,243.67
II.ASSETS			
(1) NON CURRENT ASSETS			
(a) FIXED ASSETS			
(i) TANGIBLE ASSETS		-	-
(b) LONG TERM LOANS AND ADVANCES	7	94,612,445.00	90,492,255.00
(2) CURRENT ASSETS			
(a) INVENTORIES	8	-	3,250.00
(b) CASH AND CASH EQUIVALENTS	9	426,628.92	206,997.67
(c) OTHER CURRENT ASSETS	10	116,887.00	133,741.00
TOTAL		95,155,960.92	90,836,243.67

SIGNIFICANT ACCOUNTING POLICIES

15

THE NOTE NOS 1 TO 16 ARE INTEGRATED PART OF FINANCIAL STATEMENTS

IN TERMS OF OUR AUDIT REPORT
OF EVEN DATE ATTACHEDFOR R. MAHAJAN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 011348N

For & on Behalf of Board

(Akashdeep Chopra)
Partner
M. No. 508817(Sameer Gupta)
Director(Meenakshi Gupta)
DirectorPlace : New Delhi
Date : 28.05.2014(Nitu Gupta)
Company Secretary

AMULYA LEASING AND FINANCE LIMITED
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED AS ON 31ST MARCH, 2014

(Amount in Rs.)

S.No	PARTICULARS	NOTE	AS AT 31st MARCH 2014	AS AT 31st MARCH 2013
I.	REVENUE FROM OPERATIONS	11	7,277,190.00	6,785,628.00
II.	OTHER INCOME		-	-
III.	TOTAL REVENUE		7,277,190.00	6,785,628.00
IV.	EXPENSES:			
	PURCHASE OF STOCK-IN-TRADE		-	-
	CHANGES IN INVENTORIES	12	3,250.00	10,188.00
	EMPLOYEE BENEFIT EXPENSES	13	684,099.00	560,525.00
	FINANCE COSTS	14	1,378.18	678.18
	OTHER EXPENSES	15	1,017,665.57	885,138.00
V.	TOTAL EXPENSES		1,706,392.75	1,456,529.18
VI.	PROFIT BEFORE EXTRAORDINARY ITEMS AND TAXES		5,570,797.25	5,329,098.82
VII.	EXTRA ORDINARY ITEMS			
VIII.	PROFIT BEFORE TAX(VI - VII)		5,570,797.25	5,329,098.82
IX.	TAX EXPENSE:			
	1) CURRENT TAX		1,930,636.00	1,718,086.00
	2) DEFFERED TAX		-	-
	3) FOR EARLIER YEARS			47,066.00
	PROFIT(LOSS) FOR THE PERIOD(VIII - IX)		3,640,161.25	3,563,946.82
X.	EARNINGS PER EQUITY SHARE			
	1. EQUITY		0.73	0.71
	2. DILUTED		0.73	0.71

SIGNIFICANT ACCOUNTING POLICIES 1
THE NOTE NOS 1 TO 16 ARE INTEGRATED PART OF FINANCIAL STATEMENTS

IN TERMS OF OUR AUDIT REPORT
OF EVEN DATE ATTACHED

FOR R. MAHAJAN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 011348N

For & on Behalf of Board

(Akashdeep Chopra)
Partner
M. No. 508817

(Sameer Gupta)
Director

(Meenakshi Gupta)
Director

Place : New Delhi
Date : 28.05.2014

(Nitu Gupta)
Company Secretary

AMULYA LEASING & FINANCE LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2014

(Amount in Rs.)

	As on 31st March, 2014	As on 31st March, 2013
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit/(Loss) before tax & extraordinary items	5,570,797.25	5,329,098.82
Adjusted for :		
Provision of standard assets	10,300.00	7,541.00
Loss On sale of assets	-	-
Depreciation	-	-
Profit & loss on sale of investment	-	-
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	5,581,097.25	5,336,639.82
Adjusted for :		
Trade and other receivables	16,854.00	1,660.00
Loans & advances	(4,120,190.00)	(3,016,292.00)
Inventories	3,250.00	10,188.00
Trade Payables\Other Liabilities	167,286.00	(459,167.00)
Cash generated from operations	1,648,297.25	1,873,028.82
Direct Taxes paid	(1,428,666.00)	(1,751,752.00)
Cash flow before extra ordinary items	219,631.25	121,276.82
Extra Ordinary items	-	-
Net cash from Operating activities (A)	219,631.25	121,276.82
B. CASH FLOW INVESTING ACTIVITIES		
Sales \Purchase Of Fixed Assets	-	-
Sale of investment	-	-
Purchase of investment	-	-
Net Cash used in investing activities (B)	-	-
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Short Term Borrowings	-	-
Calls In Arrear Money Received	-	-
Net Decrease in cash & cash Equivalent	-	-
Loans taken/(repaid)	-	-
Net Cash used in Financing activities (C)	-	-
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A + B + C)	219,631.25	121,276.82
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR		
Cash in Hand	40,909.76	29,494.76
Balance with Banks	166,087.91	56,226.09
	206,997.67	85,720.85
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR		
Cash in Hand	130,356.76	40,909.76
Balance with Banks	296,272.16	166,087.91
	426,628.92	206,997.67
NET (OUTFLOW)/INFLOW OF CASH	219,631.25	121,276.82

As per our report of even date attached

FOR R. MAHAJAN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 011348N

For & on Behalf of Board

(Akashdeep Chopra)
Partner
M. No. 508817

(Sameer Gupta)
Director

(Meenakshi Gupta)
Director

Place : New Delhi
Date : 28.05.2014

(Nitu Gupta)
Company Secretary

AMULYA LEASING & FINANCE LIMITED
NOTES TO ACCOUNTS

NOTE-2
SHARE CAPITAL

(Amount in Rs.)

	As on 31st March, 2014	As on 31st March, 2013
AUTHORISED SHARE CAPITAL		
5550000 (Prvs.Yr 5550000)Equity Shares of Rs.10/- each	55,500,000.00	55,500,000.00
ISSUED SUBSCRIBED AND PAID UP		
5001700 (Prvs.Yr 5001700) Equity Shares of Rs.10/- each	50,017,000.00	50,017,000.00
CALLS IN ARREAR	54,000.00	54,000.00
	49,963,000.00	49,963,000.00

DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5% OF PAID UP EQUITY SHARE CAPITAL

NAME OF SHAREHOLDER	31.03.2014 NO. OF SHARES	31.03.2013 NO. OF SHARES	AS AT 31.03.2014 PERCENTAGE	AS AT 31.03.2013 PERCENTAGE
Sameer Gupta	1511168	1245000	30.21%	24.89%
Share India Securities Ltd.	420992	472063	8.42%	9.44%
Integrated Master Securities (P) Ltd.	362520	783609	7.25%	15.67%
Vikas Gupta	282000	0	5.64%	0.00%
Saket Agarwal	449800	0	8.99%	0.00%
Sangeeta Parekh	260800	251800	5.21%	5.03%
TOTAL	3287280	2752472	65.72%	55.03%

SHARE RECONCILIATION STATEMENT
PARTICULARS

	AS AT 31.03.2014 EQUITY	AS AT 31.03.2013 EQUITY
SHARES OUTSTANDING AT THE BEGINNING OF THE YEAR	5,001,700	5,001,700
SHARES ISSUED DURING THE YEAR	-	-
SHARES BOUGHT BACK DURING THE YEAR	-	-
SHARES OUTSTANDING AT THE END OF THE YEAR	5,001,700	5,001,700

NOTE-3

RESERVES & SURPLUS :

STATUTORY RESERVE U/S 45(1C) of Reserve Bank Of India Act, 1934

AS PER LAST BALANCESHEET	-	-
Add : TRANSFERRED FROM PROFIT & LOSS ACCOUNT	728,032.00	-
	728,032.00	-
PROFIT & LOSS ACCOUNT		
AS PER LAST BALANCESHEET	39,488,778.67	35,924,831.85
ADD: NET PROFIT DURING THE YEAR	3,640,161.25	3,563,946.82
LESS: APPROPRIATIONS		
STATUTORY RESERVE U/S 45(1C)	728,032.00	
3of Reserve Bank Of India Act, 1934	42,400,907.92	39,488,778.67
TOTAL	43,128,939.92	39,488,778.67

(Amount in Rs.)

	As on 31st March, 2014	As on 31st March, 2013
NOTE-4		
.LONG TERM PROVISIONS		
PROVISION FOR STANDARD ASSETS	236,531.00	226,231.00
	236,531.00	226,231.00
NOTE-5		
OTHER CURRENT LIABILITIES		
AUDIT FEE PAYABLE	28,090.00	28,090.00
OTHER LIABILITIES	248,680.00	81,394.00
	276,770.00	109,484.00
NOTE-6		
SHORT TERM PROVISIONS		
PROVISION FOR INCOME TAX	1,550,720.00	1,048,750.00
	1,550,720.00	1,048,750.00
NOTE -7		
LONG TERM LOANS & ADVANCES		
LOANS & ADVANCES TO RELATED PARTIES:		
- UNSECURED CONSIDERED GOOD	52,512,445.00	48,299,981.00
LOANS & ADVANCES TO OTHERS:		
- UNSECURED CONSIDERED GOOD	42,100,000.00	42,192,274.00
	94,612,445.00	90,492,255.00
NOTE - 8		
INVENTORIES		
STOCK IN TRADE (SHARES)	-	3,250.00
As taken, certified and valued by the Management		
	-	3,250.00
NOTE - 9		
CASH & CASH EQUIVALENTS		
CASH - IN - HAND	130,356.76	40,909.76
BALANCE WITH BANKS	296,272.16	166,087.91
	426,628.92	206,997.67
NOTE -10		
OTHER CURRENT ASSETS		
INCOME TAX REFUNDABLE	116,093.00	116,093.00
PREPAID EXPENSES	794.00	17,648.00
	116,887.00	133,741.00

(Amount in Rs.)

	As on 31st March, 2014	As on 31st March, 2013
NOTE-11		
REVENUE FROM OPERATIONS		
INTEREST	7,277,190.00	6,785,628.00
	7,277,190.00	6,785,628.00
NOTE-12		
CHANGE IN INVENTORIES		
OPENING STOCK	3,250.00	13,438.00
LESS: CLOSING STOCK	-	3,250.00
	3,250.00	10,188.00
NOTE-13		
EMPLOYEE BENEFIT EXPENSES		
SALARY	660,000.00	521,500.00
STAFF WELFARE	24,099.00	39,025.00
	684,099.00	560,525.00
NOTE-14		
FINANCE COSTS		
INTERST PAID	1,322.00	622.00
BANK CHARGES & INTEREST	56.18	56.18
	1,378.18	678.18
NOTE-15		
OTHER EXPENSES		
PUBLISHING EXPENSES	172,609.00	159,016.00
BOOKS & PERIODICALS	39,509.00	70,210.00
AUDIT FEES	28,090.00	28,090.00
CONVEYANCE EXPENSES	27,798.00	16,566.00
PROVISION FOR STANDARD ASSETS	10,300.00	7,541.00
OFFICE MAINTENANCE	-	33,815.00
FILING & LISTING FEES	60,112.00	67,862.00
PENALTY PAID	295,375.00	-
MISCELLANEOUS EXPENSES	15,095.00	-
SUNDRY BALANCE WRITTEN OFF	39,740.57	
LEGAL & PROFESSIONAL EXP	125,000.00	125,000.00
POSTAGE & TELEGRAM EXP	5,715.00	17,975.00
PRINTING & STATIONARY	43,970.00	118,910.00
RENT	120,000.00	190,210.00
TELEPHONE EXPENSES	14,620.00	16,775.00
WATER CHARGES	6,248.00	6,200.00
SHARE TRANSFER EXP	13,484.00	26,968.00
	1,017,665.57	885,138.00

NOTE 16

1. A) Contingent Liabilities:

- a) Claims against the company not acknowledged as debts Nil Previous Year Nil
- b) Guarantees to Banks and Financial institutions against credit facilities extended to third parties Nil Previous Year Nil
- c) Other money for which the company is contingently liable Nil Previous Year Nil

B) Commitments :

- i) Uncalled liability on partly paid up shares- Nil Previous Year (Nil)
 - ii) Estimated amount of contracts remaining to be executed on capital accounts- NIL. Previous Year (Nil)
 - iii) Other Commitments Nil Previous Year Nil
2. In the opinion of Board of Directors & best of their knowledge & belief the provisions of all known liabilities are adequate.
 3. In the opinion of Board of directors, Current Assets, Loans and Advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated.
 4. None of the employees was in receipt of annual remuneration as prescribed under the provision of section 217(2A) of the Companies Act, 1956.
 5. CIF value of Imports – NIL Previous Year (NIL)
 6. Earning & Expenditure in Foreign Currency: NIL Previous Year (NIL)
 7. Payments to Auditor's : 2013-14 2012-13
Rs 28090/- Rs. 28090/-
 8. Director's remuneration: NIL Rs. NIL
 9. AS per Accounting Standard (AS-20) on Earning per share (EPS) issued by the ICAI, the particulars of EPS for the equity shareholders are as below:

S. No.	Particulars	Current year 2014	Previous Year 2013
1	Net Profit (loss) as per P/L A/c	3640161.25	3563946.82
2	Average No. of equity shares used as denominator for calculating EPS	5001700	5001700
3	EPS (Basic & Diluted) (Rs.)	0.73	0.71
4	Face value of each equity share (Rs.)	10	10

10. Related Party Disclosure: As per Accounting Standard-18 issued by the Institute of Chartered Accountants of India, the Company's related parties and transactions are disclosed below:

A. Name of related parties and description of relationship:

- 1) Managerial Personnel
Mr. Sameer Gupta
Mrs. Meenakshi Gupta
Mr. Vikas Goel

- 2) Other related parties where the directors/ relatives have significant influence

APL INFRASTRUCTURE PVT. LTD.

- B. Transaction during the year and balances outstanding at the year end in respect of transactions entered into during the year with the related parties.

Nature of Transaction	Transaction Value	Outstanding amount carried in Balance Sheet
Loans given APL INFRASTRUCTURE PVT. LTD.	3000000.00	52512445.00
Interest received APL INFRASTRUCTURE PVT. LTD	3799137.00	52512445.00

11. As per information available with the company, no amount is due to any undertaking/Enterprise covered under the Micro, Small and Medium Enterprise Development Act, 2006.
12. Since the Company is dealing in one segment, No separate Segment reporting is given.
13. The figures of the previous years have been regrouped and rearranged wherever it considered necessary.

As per our report of even date attached

For **R. MAHAJAN & ASSOCIATES**
CHARTERED ACCOUNTANTS
FRN 011348N

For & on behalf of the Board

(AKASHDEEP CHOPRA)
Partner
M.No. 508817

(Sameer Gupta)
Director

(Meenakshi Gupta)
Director

Place: New Delhi
Date : 28.05.2014

(Nitu Gupta)
Company Secretary

TO WHOM IT MAY CONCERN

This is to certify that the **M/s. Amulya Leasing & Finance Ltd.** having its registered office at 106, Hargobind Enclave, Vikas Marg, Delhi-110092, Continues to undertake the business of NBFIs as on 31st March 2014 requiring holding of certification of Registration under Section 45-IA of the RBI Act, 1934.

Further, the asset & income pattern of the Company as on 31st March, 2014 is under:

ASSET PATTERN OF THE COMPANY AS ON 31ST MARCH 2014

S.No.	Particulars	Amount in lakhs	%age to total assets as on 31.03.2014
1.	Net Fixed Assets	Nil	0
2.	Net Leased Assets	Nil	0
3.	Net Stock on hire/hypothecation	Nil	0
4.	Loan and Advances	946.12	99.43
5.	Investments in Govt. Sec.,	Nil	0
6.	Interest in govt. Sec., if any	Nil	0
7.	Fixed Deposits	Nil	0
8.	Interest on FDRs	Nil	0
9.	Cash and Bank Balances	4.27	0.45
10.	Investment in Group Companies	Nil	0
11.	Other Investment	Nil	0
12.	Sundry Debtors	Nil	0
13.	Security Deposits (Telephone)	Nil	0
14.	Advance tax/Income Tax refund	1.16	0.12
15.	Stock of shares	Nil	0.00
16.	Other Current Assets	0.01	0.00
	Total Assets	951.56	100

INCOME PATTERN FOR THE YEAR ENDED ON 31ST MARCH 2014

S.No.	Particulars	Amount in lakhs	%age to total income as on 31.03.2014
1.	Income From hire Purchase/ Hyp	Nil	0
2.	Income earned on FDRs	Nil	0
3.	Interest on Govt. Securities	Nil	0
4.	Investment Income	Nil	0
5.	Interest Income From Loan and advances	72.77	100.00
6.	Interest earned others (ICDs)/ Int.on I. Tax Refund	Nil	0

7.	Excess amt. of Prov. Written back	Nil	0
8.	Bad Debts Recover or rent received	Nil	0
9.	Sale of Shares	Nil	0
10.	Other Income	Nil	0
	Total Income	72.77	100

For R Mahajan & Associates
Chartered Accountants
FRN: 011348N

(Akashdeep Chopra)
Partner
M. No: 508817

Place : New Delhi
Date : 28.05.2014

Schedule to the Balance Sheet of a non-deposit taking non-banking financial company

Amulya Leasing & Finance Ltd.

(As required in terms of paragraph 13 of Non - Banking financial (Non deposit Accepting or holding) Companies Prudential Norms (Reserve bank) Directions, 2007

(Rs.in lakhs)

	Particulars		
	Liabilites side		
-1	Loan and advances availed by the non - banking financial company inclusive of intrest accrued thereon but not paid:	Amount outstanding	Amount overdue
		Nil	Nil
	(a) Debentures : Secured	Nil	Nil
	: Unsecured	Nil	Nil
	(other than falling within the meaning of public deposits*)		
	(b) Deferred Credits	Nil	Nil
	(c) Terms Loans	Nil	Nil
	(d) Inter-corporate loans and borrowing	Nil	Nil
	(e) Commercial Paper	Nil	Nil
	(f) Other Loans (specify nature)	Nil	Nil
	* Please see Note 1 below		
	Assets side		
		Amount outstanding	
-2	Break-up of Loans and advances including bills receivables [other than those including in (4) below] :		
	(a) Secured	Nil	
	(b) unsecured	946.12	
-3	Break up of Leased Assets and stock on hire and other assets counting towards AFC activities		
	(i) Lease assets including lease rentals under sundry debtors :	Nil	
	(a) Financial lease		
	(b) Operating lease		
	(ii) Stock on hire including hire charges under sundry debtors	Nil	
	(a) Assets on hire		
	(b) Repossessed Asserts		
	(iii) Others loans counting towards AFC activities	Nil	
	(a) Loans where assets have been repossessed		
	(b) Loans other than (a) above		

-4	Break-up of investments:			
	<p>Current Investments:</p> <p>1. Quoted :</p> <p>(i) Shares : (a) Equity (b) Preference</p> <p>(ii) Debentures and Bonds</p> <p>(iii) Units of mutual funds</p> <p>(iv) Government Securities</p> <p>(v) Others (please specify)</p> <p>2. Unquoted :</p> <p>(i) Shares : (a) Equity (b) Preference</p> <p>(ii) Debentures and Bonds</p> <p>(iii) Units of mutual funds</p> <p>(iv) Government Securities</p> <p>(v) Others (Building)</p>		<p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p>	
	<p>Long Term investments :</p> <p>1. Quoted:</p> <p>(i) Shares : (a) Equity (b) Preference</p> <p>(ii) Debentures and Bonds</p> <p>(iii) Units of Mutual Funds</p> <p>(iv) Government Securities</p> <p>(v) Others -warrants</p> <p>2. Unquoted :</p> <p>(i) Shares : (a) Equity (b) Preference</p> <p>(ii) Debentures and Bonds</p> <p>(iii) Units of mutual funds</p> <p>(iv) Government Securities</p> <p>(v) Others (please specify)</p>		<p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p>Nil</p>	
-5	Borrower group-wise classification of assets financed as in (2) and (3) above :			
	Please see note 2 below			
	Category	Amount net of provisions		
		Secured	unsecured	Total
	1 Related Parties **			
	(a) Subsidiaries	Nil	Nil	Nil
	(b) companies in the same group	Nil	523.81	523.81
	(c) other related parties	Nil	Nil	Nil
	2. Other than related parties	Nil	419.95	419.95
	Total	Nil	943.76	943.76

-6	Investor Group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):		
	Please see note 3 below		
	Category	Market Value/ Break up or fair value or NAV	Book Value (Net of Provisions)
	1. Related Parties ** (a) Subsidiaries (b) Companies in the Same Group (c) Other related parties	Nil Nil Nil	Nil Nil Nil
	2. Other than related parties	Nil	Nil
	Total	Nil	Nil
	* Market rate is not available hence cost has been taken. ** As per Accounting Standard of ICAI (Please see Note 3)		
	(7) Other information		
	Particulars	Amount	
(i)	Gross Non-Performing Assets (a) Related Parties (b) Other than related parties	Nil	
(ii)	Net Non-Perfoming Assets (a) related Parties (b) Other than related paties	Nil	
(iii)	Assets acquired in satisfaction of debt- Nil	Nil	

Note

- As defined in paragraph 2(1) (xii) of the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998.
- Provisioning norms shall be applicable as prescribed in Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007
- All Accounting Standards and guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets required in satisfaction of debt. However, market value in respect of quoted investments and break up/fair value/NAV in respect of unquoted investments should be disclosed irrespective of whether they are classified as long term or current in (4) above.

As per our report of even date attached
For and on behalf of the Board

For **R. MAHAJAN & ASSOCIATES**
CHARTERED ACCOUNTANTS
FRN 011348N

For & on behalf of the Board

(AKASHDEEP CHOPRA)
Partner
M.No. 508817

(Sameer Gupta)
Director

(Meenakshi Gupta)
Director

Place: New Delhi
Date : 28.05.2014

(Nitu Gupta)
Company Secretary

AMULYA LEASING AND FINANCE LIMITED

REGD. OFFICE: 106, HARGOBIND ENCLAVE,

VIKAS MARG, NEW DELHI – 110 092

CIN : U65999DL1985PLC022723

Ph.:011-22373437 Fax:011-22373537

Email id : cs.amulya@gmail.com

ATTENDANCE SLIP

(To be handed over at the entrance of the Meeting Hall)

DP ID & Client ID / Folio No.	
No. of Shares	

I/WE HEREBY RECORD MY/OUR PRESENCE AT THE 28th ANNUAL GENERAL MEETING OF M/s. AMULYA LEASING AND FINANCE LIMITED TO BE HELD ON TUESDAY, SEPTEMBER 30, 2014 AT 1.30 P.M. AT IMA-EAST DELHI BUILDING, 35-X, INSTITUTIONAL AREA, KARKARDOOMA, DELHI – 110092.

Member's Folio/DP ID-Client-ID
Signature

Member's/ Proxy's name in Block Letters

Member's/Proxy's

Note:

1. Please complete the Folio/ DP ID-Client ID No. and name, sign this attendance Slip and hand it over at the Attendance Verification Counter at the entrance of the meeting hall.
2. Electronic copy of the Annual Report for 2013-2014 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Company/Depository participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
3. Physical copy of the Annual Report for 2013-2014 and the Notice of the Annual General Meeting along with Attendance Slip and Proxy form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.

To
The Company Secretary,
Amulya Leasing and Finance Limited
106, Hargobind Enclave,
Vikas Marg, Delhi - 110092

I agree to receive all documents / notices from the Company in electronics mode. Please register my email id in your records for sending for sending communication through e-mail. The required details are as under.

Folio No: (For Physical Shares) :
DP ID :
Client ID :
PAN No :
Name of 1st Registered Holder :
Registered address of Shareholder :
Email Id :
Contact No :

Date:

Signature of First Holder

Important Communication to Shareholders

Green Initiative

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to send e-mail at cs.amulya@gmail.com to update their e-mail address.

Demat Your Shares

Members are requested to convert their physical holding to demat form through any of the nearest depository participant (DPs) to avoid hassles involved with physical shares such as possibility of loss, mutilation, and to ensure safe and speedy transaction in securities.

Register Your National Electronic Clearing Services (NECS) Mandate

RBI has initiated NECS for credit of Dividend directly to the Bank Account of shareholders. Members holding shares in electronic mode are requested to register their latest Bank Account details (Core Banking Solutions enabled account number, 9 digit MICR and 11 digit IFS Code details) with their Depository Participant. Members holding shares in physical form are requested to register their latest Bank Account details (Core Banking Solutions enabled account number, 9 digit MICR and 11 digit IFS Code details) to the Company's R & T Agent.

AMULYA LEASING AND FINANCE LIMITED
 REGD. OFFICE: 106, HARGOBIND ENCLAVE, VIKAS MARG, NEW DELHI – 110 092
 CIN : U65999DL1985PLC022723
 Ph.:011-22373437 Fax:011-22373537 Email id : cs.amulya@gmail.com

PROXY FORM

Name of Member(s):	
Registered Address:	
E-mail Id:	
Folio No. / Client Id:	DP ID:

I/ We being the member(s) of Shares of the above named Company hereby appoint:

- (1) Name:.....E-mail id.....Signature.....or failing him;
 (2) Name:.....E-mail id.....Signature.....or failing him;
 (3) Name:.....E-mail id.....Signature.....or failing him;

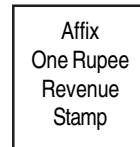
as my/our proxy to attend and vote (on a poll) for me/ us and on my/our behalf at the 28th Annual General Meeting of the Members of Amulya Leasing and Finance Limited to be held on Tuesday, September 30, 2014 at 1.30 P.M. at IMA-East Delhi Building, 35-X, Institutional Area, Karkardooma, Delhi – 110092 and at any adjournment thereof in respect of such resolutions as are indicated below:

DESCRIPTION OF RESOLUTIONS	FOR*	AGAINST*
ORDINARY BUSINESS		
1. Adoption of Audited Financial Statement for the year ended March 31, 2014.		
2. Re-appointment of Mr. Rahul Jain (DIN : 03124179), Director who retires by rotation.		
3. Re-appointment of M/s. R. Mahajan & Associates (Regn. No. 011348N), the retiring Auditors, as Auditors of the Company and fixing their remuneration.		
SPECIAL BUSINESS - ORDINARY RESOLUTION		
4. To Appoint Mr. Mr. Rajeev Kohli (DIN: 01994387) as an Independent Director of the Company.		
5. To Appoint Mr. Rahul Jain (DIN : 03124179) as an Independent Director of the Company.		
6. Special resolution for creation of charge or mortgage on the assets of the Company under section 180(1)(a) of the Act		
7. Special Resolution for approval of the borrowing limit of the company under section 180(1)(c) of the Act		
8. Special Resolution for giving authority to the Board of Directors to grant loan(s)/give guarantee(s) or security(ies) and make investment in securities under section 186 of the Act.		

Signed thisday of2014

Signature of shareholder

Signature of proxy holder(s)



Note: This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

*1. Please put 'x' in the appropriate column against the respective resolutions. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

2. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

AMULYA LEASING AND FINANCE LIMITED


Regd. Off. : 106, Hargobind Enclave, Vikas Marg, New Delhi - 110092

Ph.:011-22373437, Fax No.: 011-22337537, email : cs.amulya@gmail.com, CIN - L65999DL1985PLC022723

Form A

(Clause 31(a) of the Listing Agreement)

Format of covering letter of the annual audit report to be filed with the Stock Exchange

1.	Name of company	Amulya Leasing and Finance Limited
2.	Annual financial statements for the year ended	31 st March 2014
3.	Type of Audit Observation	Unqualified
4.	Frequency of observation	Not Applicable
5.	To be signed by: - Director - CFO - Auditor of Company - Audit Committee Chairman	<p>✓ <i>Janeer Arif</i></p> <p>-NA-</p> <p>For R. Mahajan & Associates Chartered Accountants F.R.N. 011348N</p> <p> (Akashdeep Chopra) (Partner) Membership No. 508817</p> <p><i>Rahul Jain</i></p>