ABHISHEK FINLEASE LIMITED

Annual Report 2014-15

BOARD OF DIRECTORS

Mahendrabhai M. Shah	- Chairman & Managing Director
Sanket M. Shah	- Executive Director
Prashant N. Barot	- Independent Director
Dharmesh K. Patel	- Independent Director
(Resigned as on 25.04.2015)	
Binal D. Patel	- Independent Director
(Appointed as on 25.04.2015)	

COMPANY SECRETARY

Viyatee P. Patel
(Resigned as on 12.08.2015)

AUDITORS

Bhagat & Co.
CHARTERED ACCOUNTANTS
Ahmedabad.

BANKERS

Central Bank of India
Ahmedabad.

REGISTERED OFFICE

402, Wall Street-I
Opp. Orient Club, Nr. Gujarat College
Ellisbridge, Ahmedabad - 380009

REGISTRAR AND SHARE TRANSFER AGENTS

MCS Share Transfer Agent Ltd.
12/1/5, Manoharpukur Road,
Kolkatta - 700026

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NOTICE

Notice is hereby given that the 20th Annual General Meeting of the Members of Abhishek Finlease Limited will be held on Tuesday, 29th September, 2015 at 09:30 a.m. at the Registered Office of the Company at 402, Wall Street - I, Opp. Orient Club, Nr. Gujarat College, Ellisbridge, Ahmedabad – 380006 to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the audited financial statement of the Company for the financial year ending 31st March, 2015 together with the Reports of the Directors' & Auditors thereon.
2. To appoint a Director in place of Mr. Prashant N. Barot who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint M/s. Bhagat & Co. Chartered Accountants, as Statutory Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS

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

"RESOLVED THAT in pursuance of the provisions of section 196,197 and 203 and all other applicable provisions of the Companies Act, 2013 ("the Act") (including any statutory modifications or re-enactments thereof for the time being in force) read with schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 consent of the members be and is hereby accorded for reappointment of Shri Mahendrabhai M. Shah, as a Managing Director of the Company for a tenure of 5 years w.e.f. 01.04.2015 to 31.03.2020 on such remuneration and perquisites as mentioned below:

Remuneration :- Rupees 20,000/- per month.

Perquisites :-

The Managing Director will be entitled to the following perquisites subject to the conditions that the total amount of perquisites will not exceed amount equal to annual salary.

CATEGORY A:

a. Reimbursement of expenses:

The expenditure incurred by the company on gas electricity, water and furnishing shall be valued as per Income tax rules, 1962, subject to ceiling of 10% of the Salary.

b. Medical Reimbursement :-

Expenses incurred for self and his family in connection with the medical treatment, subject to a ceiling of one month's salary in a year or three months salary over a period of three years.

c. Leave Travel Concession :-

Reimbursement of travelling expenses for self and family, twice in a block of four years.

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d. Club Fees:-

Membership fees of not more than two clubs. However admission fees and Life Membership fees shall not be admissible.

e. Insurance Premium:-

Insurance Premium for personal accident for self dependents not exceeding Rs. 4000/- per annum.

CATEGORY B:

Contribution to Provident Fund, Superannuation fund or annuity fund will not be included in the computation of the ceiling on perquisites as stated here in above to the extent these singly or put together are taxable under the income tax Act.

Encashment of leave at the end of the tenure is permitted and shall not be included in the computation of the ceiling on perquisites as stated here in above.

CATEGORY C:

Provision of car for use on company's business and telephone at residence will not be considered as perquisites, but personal long distance calls on telephone and use of car for private purpose shall however be billed by the Company to the Managing Director;

FURTHER RESOLVED THAT in the event of loss or inadequancy of profits the aforesaid reimbursement shall be paid to the managing director as minimum reimbursement.

FURTHER RESOLVED THAT Board of Directors be and is hereby authorized to alter and vary the terms and conditions of the said reappointment in accordance with the laws in force from time to time as may be agreed between the Board and the Managerial personal.

FURTHER RESOLVED THAT any Director of the company be and is hereby authorized to do the necessary acts for implementing the aforesaid resolution and to file necessary forms with the Registrar of the Companies, Gujarat."

NOTES:

(a) The explanatory statement as required under section 102 of The Companies Act, 2013 sets out all material facts relating to the business mentioned under item no. 4 to 5 are annexed hereto.

(b) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. Proxies in order to be effective must be received by the company not less than 48 hours before the meeting.

(c) Members / proxies should bring their copy of Attendance Slip (duly completed) when attending the Meeting.

(d) Members who hold shares in dematerialised form are requested to write their Client ID and DP ID Numbers and those who hold shares in Physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting.

(e) Members seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.

(f) Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing such a representative to attend and vote on their behalf at the meeting.

(g) In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

(h) The Register of Members and the Transfer Books of the Company will remain closed from 22/09/2015 to 29/09/2015, both days inclusive.

(i) Members are requested to notify immediately any change in their addresses and/or the Bank Mandate details to the Company's Registrars and Share Transfer Agents, MCS SHARE TRANSFER AGENT LIMITED, for shares held in physical form and to their respective Depository Participants (DP) for shares held in electronic form.

(j) The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively) has undertaken a "Green Initiative in Corporate Governance" and allowed companies to share documents with its shareholders through an electronic mode. A recent amendment to the Listing Agreement with Stock Exchanges permits companies to send soft copies of the Annual Report to all those shareholders who have registered their email address for the said purpose. Members are requested to support this Green Initiative by registering / updating their email address for receiving electronic communication.

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4:

Mr. Mahendrabhai M. Shah has completed his term as Managing Director on 31st March, 2015. He is largely responsible for the efficient operations of the Company hence it is essential for the Company to have his continued services for its future growth.

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The Board of Directors, at their Meeting held on 31.03.2015, considered and decided to reappoint Mr. Mahendrabhai M. Shah as Managing Director of the Company for a further term of five years w.e.f. 01.04.2015 on remuneration and term and conditions as mentioned in the resolution.

In terms of the provisions of the Companies Act, 2013, consent of the shareholders is required for appointment of Managing Director and hence the Board recommends the resolution as set out in item no. 4 for approval of the members as an Ordinary Resolution.

None of the directors of the Company except Mr. Mahendrabhai M. Shah and Mr. Sanket Mahendrabhai Shah, is concerned or interested in the proposed resolution.

Item No. 5:

Mrs. Binal D. Patel, who was appointed as an Additional Director, by resolution passed by the Board of Directors in its meeting held on 25.04.2015, vacates the office as an Additional Director on the date of forthcoming Annual General Meeting in accordance with section 161(1) of the Companies Act, 2013 and applicable provisions of the Article of Association ("AOA") of the Company.

The Board considers it advantageous and in the interest of the Company to have Mrs. Binal D. Patel on Board.

The appointment of Mrs. Binal D. Patel shall be effective upon approval by the members in the Meeting. And hence the matter is being placed before the Members for their consideration and Approval.

Mrs. Binal D. Patel is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director. In the opinion of the Board, Mrs. Binal D. Patel fulfils the conditions for her appointment as an Independent Director as specified in the Act. She is independent of the management and possesses appropriate skills and knowledge.

Except Mrs. Binal D. Patel, being an appointee, none of the Directors and key managerial personnel, are concerned / interested in the resolution except to the extent of they are member of the Company.

Name of Director	Mahendrabhai M. Shah	Prashant N. Barot	Binal D. Patel
Date of Birth	22.04.1957	30.03.1982	20.09.1989
Date of Appointment on Board	21.03.1995	05.06.2014	25.04.2015
Expertise in specific functional area	Management of Company	Administration and services of finance	Legal and Company Law Compliances
Qualifications	B.Com, LLB	Under Graduate	B.com, LLB
Directorship in other Companies	1	NIL	NIL
Membership in committees	NIL	NIL	NIL
Shareholding of Director in the Company (As on 31.03.2015)	1233000	NIL	NIL

By Order of the Board of Directors

Place: Ahmedabad
Date: 31/08/2015

Mr. Mahendrabhai M. Shah
Chairman & Managing Director

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FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2015

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS

1	CIN	L67120GJ1995PLC024566
2	Registration Date	10.02.1995
3	Name of the Company	ABHISHEK FINLEASE LIMITED
4	Category/Sub-category of the Company	Company limited by shares Indian Non-Government Company
5	Address of the Registered office & contact details	402, Wall Street - I, Opp. Orient Club, Nr. Gujarat College, Ellisbridge, Ahmedabad – 380006
6	Whether listed company	yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	MCS Share Transfer Agent Limited - w.e.f. - 16th July, 2015 12/1/5, Manoharpukur Road, Kolkata - 7000026.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Non Banking Financial Services (Short Term & Long Term Finance & Investment)	649	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES - NIL

SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1					

IV. SHARE HOLDING PATTERN

(Equity share capital breakup as percentage of total equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2014]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters and promoter group									
(1) Indian									
a) Individual/ HUF	-	2,392,500	2,392,500	56.11%	2,392,400	-	2,392,400	56.11%	0.00%
b) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Bodies Corp.	-	252,000	252,000	5.91%	252,000	-	252,000	5.91%	0.00%
e) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (1)	-	2,644,500	2,644,500	62.02%	2,644,400	-	2,644,400	62.02%	0.00%
(2) Foreign									
a) NRI Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Other Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	0.00%
TOTAL (A)	-	2,644,500	2,644,500	62.02%	2,644,400	-	2,644,400	62.02%	0.00%

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B. Public Shareholding									
1. Institutions									
a) Mutual Funds				0.00%				0.00%	0.00%
b) Banks - FI				0.00%				0.00%	0.00%
c) Central Govt				0.00%				0.00%	0.00%
d) State Govt(s)				0.00%				0.00%	0.00%
e) Venture Capital Funds				0.00%				0.00%	0.00%
f) Insurance Companies				0.00%				0.00%	0.00%
g) FIIs				0.00%				0.00%	0.00%
h) Foreign Venture Capital Funds				0.00%				0.00%	0.00%
i) Others (specify)				0.00%				0.00%	0.00%
Sub-total (B)(1) -				0.00%				0.00%	0.00%
2. Non-Institutions									
a) Bodies Corp									
i) Indian		268,500	268,500	6.30%	0	71000	71,000	1.67%	73.88%
ii) Overseas				0.00%				0.00%	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	18,000	558,000	576,000	13.51%	109,000	449,800	558,000	13.04%	3.47%
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	82,500	636,700	719,200	16.87%	629,000	407,600	636,600	21.97%	20.25%
c) Others (specify)									
Non Resident Indians		55,700	55,700	1.31%	0	55,700	55,700	1.31%	0.00%
Overseas Corporate Bodies				0.00%				0.00%	0.00%
Foreign Nationals				0.00%				0.00%	0.00%
Clearing Members				0.00%				0.00%	0.00%
Trusts				0.00%				0.00%	0.00%
Foreign Bodies - D.R.				0.00%				0.00%	0.00%
Sub-total (B)(2) -	100,500	1,518,900	1,619,400	37.98%	638,200	981,300	1,619,500	37.98%	0.01%
Total Public (B)	100,500	1,518,900	1,619,400	37.98%	638,200	981,300	1,619,500	37.98%	0.01%
C. Shares held by Custodian for GDRs & ADRs				0.00%				0.00%	0.00%
Grand Total (A+B+C)	100,500	4,163,400	4,263,900	100.00%	3,282,600	981,300	4,263,900	100.00%	0.00%

(ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	Mahendrabhai Manchadia Shah	718,900	16.86%		723,400	16.97%		0.63%
2	Mahendra Manchadia Shah	514,100	12.06%		509,600	11.95%		-0.88%
3	Mahendrabhai M Shah HUF	548,200	12.86%		548,200	12.86%		0.00%
4	Vasantbala M Shah	343,100	8.05%		343,100	8.05%		0.00%
5	Abhishek Securities Pvt. Ltd.	252,000	5.91%		252,000	5.91%		0.00%
6	Rasil M Shah	117,900	2.77%		117,900	2.77%		0.00%
7	Sanket M Shah	97,400	2.28%		97,400	2.28%		0.00%
8	Pinal Rakshitbhai Shah	23,500	0.55%		23,400	0.55%		0.43%
9	Siddhi Sankalbhai Shah	18,400	0.43%		18,400	0.43%		0.00%
10	Vasantbala Mahendra Shah	11,000	0.26%		11,000	0.26%		0.00%

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(iii) Change in Promoters' Shareholding (please specify, if there is no change) : N.A.

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year				0.00%		0.00%
	Changes during the year				0.00%		0.00%
					0.00%		0.00%
	At the end of the year				0.00%		0.00%
					0.00%		0.00%

(iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	[illegible]						
	At the beginning of the year			106,300	2.49%	106,300	2.49%
	Changes during the year			-	0.00%	106,300	2.49%
	At the end of the year			106,300	2.49%	106,300	2.49%
2	[illegible]						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year	05.04.2014	Transfer	67,000	1.57%	67,000	1.57%
	At the end of the year			67,000	1.57%	67,000	1.57%
3	[illegible]						
	At the beginning of the year			70,800	1.66%	70,800	1.66%
	Changes during the year			-	0.00%	70,800	1.66%
	At the end of the year			70,800	1.66%	70,800	1.66%
4	[illegible]						
	At the beginning of the year			11,500	0.27%	11,500	0.27%
	Changes during the year	05.04.2014	Transfer	43,500	1.02%	55,000	1.29%
	At the end of the year			55,000	1.29%	55,000	1.29%
5	[illegible]						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year	05.04.2014	Transfer	48,200	1.13%	48,200	1.13%
	At the end of the year			48,200	1.13%	48,200	1.13%
6	[illegible]						
	At the beginning of the year			50,400	1.18%	50,400	1.18%
	Changes during the year	31.05.2014	Transfer	2,000	0.05%	52,400	1.23%
	At the end of the year			52,400	1.23%	52,400	1.23%
7	[illegible]						
	At the beginning of the year			245,000	5.75%	245,000	5.75%
	Changes during the year	25.07.2014	Transfer	197,500	4.63%	47,500	1.11%
	At the end of the year			47,500	1.11%	47,500	1.11%
8	[illegible]						
	At the beginning of the year			41,500	0.97%	41,500	0.97%

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	Changes during the year			-	0.00%	41,500	0.97%
	At the end of the year			41,500	0.97%	41,500	0.97%
9	Kantilal Lakhani						
	At the beginning of the year			23,600	0.55%	23,600	0.55%
	Changes during the year			-	0.00%	23,600	0.55%
	At the end of the year			23,600	0.55%	23,600	0.55%
10	Gopal Mittal				0.00%		
	At the beginning of the year			23,500	0.55%	23,500	0.55%
	Changes during the year			-	0.00%	23,500	0.55%
	At the end of the year			23,500	0.55%	23,500	0.55%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Mahendrabhai M Shah						
	At the beginning of the year			1,233,000	28.92%	1,233,000	28.92%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			1,233,000	28.92%	1,233,000	28.92%
2	Sanket M Shah						
	At the beginning of the year			97,400	2.28%	97,400	2.28%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			97,400	2.28%	97,400	2.28%
3	Prashant N Bhatt						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%
4	Dharmesh K Patel						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%
5	CS Vivalee Patel						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%

V. INDEBTEDNESS - NIL

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount				-
ii) Interest due but not paid				-
iii) Interest accrued but not due				-
Total (i+ii+iii)				
Change in Indebtedness during the financial year				
* Addition				-
* Reduction				-
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount				-
ii) Interest due but not paid				-
iii) Interest accrued but not due				-
Total (i+ii+iii)				

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VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
	Name	Mahendrabhai M. Shah	(Rs/Lac)
	Designation	Managing Director	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	192,000.00	192,000.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify	-	-
5	Others, please specify	-	-
	Total (A)	192,000.00	-
	Ceiling as per the Act	-	

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors			Total Amount
		Prashant N. Barot	Dharmesh K. Patel		(Rs/Lac)
1	Independent Directors				
	Fee for attending board committee meetings	-	-		-
	Commission	-	-		-
	Others, please specify	-	-		-
	Total (1)	-	-		-
2	Other Non-Executive Directors				
	Fee for attending board committee meetings	-	-		-
	Commission	-	-		
	Others, please specify	-	-		
	Total (2)	-	-		
	Total (B)=(1+2)	-	-		-
	Total Managerial Remuneration				
	Overall Ceiling as per the Act		-		

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
	Name	NIL	NIL	Viyatee Patel	(Rs/Lac)
	Designation	CEO	CFO	CS	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			156,000.00	156,000
	(b) Value of perquisites u/s 17(2) Income-tax			-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961			-	-
2	Stock Option			-	-
3	Sweat Equity			-	-
4	Commission				
	- as % of profit			-	-
	- others, specify			-	-
5	Others, please specify			-	-
	Total	-	-	156,000.00	156,000

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VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES : NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

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DIRECTORS' REPORT

To
The Members,

Your Directors are pleased to present 20th Annual Report of your Company together with the Audited Financial Statement for the financial year ending 31st March, 2015.

Financial Results:

The summarized financial results for the year ended 31st March, 2015 are as under:

Particular	31st March, 2015 Amount in Rs.	31st March, 2014 Amount in Rs.
Profit /(Loss) before Dep. & taxation	10,26,687	8,83,818
Depreciation	5,17,294	2,31,240
Profit /(Loss) before taxation	5,09,393	6,52,578
Provision for Taxation	1,02,000	1,03,000
Profit /(Loss) after taxation	4,07,393	5,49,578
Prior Period expenses and Adjustments	--	--
Balance available for appropriation	4,07,393	5,49,578
Transferred to General Reserve	94,215	1,09,915
Balance carried to Balance sheet	3,13,178	4,39,663

Directors:

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 under Clause 49 of the Listing Agreement with the Stock Exchanges.
After closure of the year, Mr. Dharmesh K. Patel, Directors of the Company have resigned from the Directorship of the Company w.e.f. 25.04.2015. The Board places on record its gratitude for the services rendered by him during his tenure as a member of the Board.
After the closure of the year, Mrs. Binal D. Patel was appointed as an Additional Director designated as Independent Director w.e.f. 25.04.2015 and she shall hold office up to the date of the ensuing Annual General Meeting. The Company has received requisite notice in writing from a member proposing her for appointment as an Independent Director.

Mr. Prashant N. Barot, Director of the company who is liable to retire by rotation, being eligible for reappointment, offers himself for reappointment.

Dividend:

Due to insufficient profits Your Directors do not recommend any dividend for the year under review.

Extract of Annual Return:

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is attached to this Report.

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Number of Board Meetings:

Eight meetings of the Board were held during the year under review.

Board Evaluation:

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its various Committees.

Observations:

There were no qualifications, reservations or adverse remarks made by the Auditors or by the Practicing Company Secretary in their respective reports.

Particulars of contracts or arrangements made with related parties:

There was no contract or arrangements made with related parties as defined u/s. 188 of the Companies Act, 2013 during the year under review.

Transfer to Reserves in terms of Section 134(j) of the Companies Act, 2013:

For the financial year under review, the Company has transferred sum to Reserves as per the applicable norms of RBI. Therefore, your Company proposes to transfer the rest of the amount of profit to Profit and Loss Account of the Company.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:

The particulars as required under the provisions of Section 134(m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review. Further during the year under review, the Company has neither earned nor used any foreign exchange.

Management Discussion and Analysis Report

The NBFC sector in India is integral to the financial framework of the country. The capital market condition is very weak since last decade and many companies have given up with the weak situation of the market. However, we have tried to overcome from this bad scenario of the market. The NBFCs continue to play a key role in the development of the country by being present in under-banked and unbanked regions and participating in inclusive growth.

Your company, Abhishek Finlease Limited is an Investment and Financial Consultant committed to provide the best financial services to our clients. We strongly believe in building a strong financial community. Our goal is to apply the best risk adjusted return which we achieve through diversified investment style.

With the Indian Market continuing to expand and presenting a host of opportunities in the financial services sector, there are many players who are venturing in this business therefore there is threat of even more competition to the Company.

ABHISHEK FINLEASE LTD. AHMEDABAD

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Secretarial Audit Report

In terms of Section 204 of the Act and Rules made there under, Mr. Manohar Chunara, Practicing Company Secretary has been appointed as Secretarial Auditor of the Company. The report of the Secretarial Auditor is enclosed as to this report. The report is self-explanatory and do not call for any further comments.

Directors' Responsibility Statement:

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submit its responsibility Statement:—

(a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with explanation relating to material departures;

(b) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit/loss of the company for that period;

(c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The directors have prepared the annual accounts on a going concern basis;

(e) The directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and

(f) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Auditors:

M/s. Bhagat & Co., Chartered Accountants, having its office at Ahmedabad, will retire at the ensuing Annual General meeting of the Company and being eligible offer themselves for re-appointment. Your directors recommend their re-appointment as Statutory Auditors of the Company for the next financial year.

Acknowledgements:

Your Directors place on record their gratitude for the continuing support of Shareholders, bankers and Business associates at all levels.

By Order of the Board of Directors

Place: Ahmedabad
Date: 31/08/2015

Mr. Mahendrabhai M. Shah
Chairman & Managing Director

ABHISHEK FINLEASE LTD. AHMEDABAD

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MANOHAR CHUNARA
PRACTISING COMPANY SECRETARY

A/19, Suvidha Park, Parshwanath, T.P. Road, B/h. Krishnanagar, Saljpur, Ahmedabad – 382346.

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2015

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,

The Members,

Abhishek Finlease Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Abhishek Finlease Limited (hereinafter called "the company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my/our verification of M/s. Abhishek Finlease Limited books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my/our opinion, the company has, during the audit period covering the financial year ended on 31.03.2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. Abhishek Finlease Limited ("the Company") for the financial year ended on 31.03.2015 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; **N.A.**

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **N.A.**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **N.A**

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; **N.A.**

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **N.A.**

ABHISHEK FINLEASE LTD.

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(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **N.A.**

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **N.A.**

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and **N.A.**

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **N.A.**

I/we have also examined compliance with the applicable clauses of the following:

i. Secretarial Standards issued by The Institute of Company Secretaries of India.

ii. (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange(s), if applicable;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations: **NIL**

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period the company has listed on BSE platform since Feb'15.

Place : Ahmedabad
Date : 31/08/2015

FOR, MANOHAR CHUNARA

Practicing Company Secretary

ABHISHEK FINLEASE LTD. AHMEDABAD

(Manohar Chunara)
C.P. NO.: 10093
ACS No.: 26983

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BHAGAT & CO
Chartered Accountants
24 Laxmi Chambers, Navjeevan Press Road, Nr. Old High Court, Income Tax, Ahmedabad - 14

Independent Auditor's Report

To,

THE MEMBERS OF ABHISHEKH FINLEASE LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Abhishekh Finlease Ltd ("the company") , which comprise the Balance Sheet as at 31st March 2015, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to preparation of these standalone financial statements that give a true and fair view of financial position, financial performance and cash flows of the company in accordance with the accounting principles generally accepted in India, including Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provision of the Act, the accounting and auditing standards and the matters which are required to be included in the audit report under provision of the Act and Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with the 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 the 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 the internal financial control relevant to the Company's preparation and fair presentation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial controls system over financial reporting and operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the

ABHISHEK FINLEASE LTD.

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reasonableness of the accounting estimates made by the Company's Director, 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 on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2015 and its Profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Governmentof India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the 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 aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
   (e) On the basis of the written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2015 from being appointed as a director in terms of Section 164 (2) of the Act; and
   (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
      ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
      iii. The Company does not have any unclaimed/unpaid dividend outstanding for more than seven years. Hence, there is no liability to transfer such funds to the Investor Education and Protection Fund by the Company.

For, Bhagat & Co.
Chartered Accountants
Firm Reg. No.127250W
Shankar Bhagat
Partner
Membership No.: 52725

PLACE : Ahmedabad
DATE: 29/05/2015

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ABHISHEK FINLEASE LIMITED

ANNEXURE TO INDEPENDENT AUDITOR'S REPORT

Referred to in our Audit Report of even date:

I. (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) Fixed assets have been physically verified by the management at reasonable intervals; No material discrepancies were noticed on such verification.

(c) No substantial part of fixed assets has been disposed off during the year, and it has not affected the going concern.

II. (a) Physical verification of Shares & Securities is conducted by the management at reasonable intervals.

(b) The company has followed reasonable and adequate procedure for physical verification of Shares & Securities.

(c) Material discrepancies if any noticed on physical verification are properly dealt with in the books of accounts.

III. The company has not granted or taken any secured or unsecured to or from companies or firms or other parties covered in the register maintained u/s 301 of the companies Act- 1956. Hence this clause is not applicable to the company.

IV. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to finished goods, equipment and other assets and with regard to the sale of goods.

V. Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that there are no transaction that need to be entered into the register maintained under section 301 of the Companies Act,1956.

VI. The company has not accepted any deposits from the public.

VII. The company has internal audit system commensurate with its size and nature of its business.

VIII. According to the information and explanation given to us, the maintenance of cost records are not prescribed by the Central Government under clause (d) of sub section (1) of Section 209 of the Act.

IX. (a) The company is regular in depositing with appropriate authorities undisputed statutory dues applicable to it.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, service tax, sales tax, custom duty, excise duty and

ABHISHEK FINLEASE

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cess were in arrears, as at 31st March, 2015 for a period of more than six months from the date they became payable.

X. In our opinion the company does not have accumulated losses of more than 50% of its networth. However the Company has not incurred cash losses during the financial year under report as well as in the preceding financial year.

XI. In our opinion, the Company has not defaulted in repayment of dues to financial institution, bank or debenture holders.

XII. In our opinion and according to the information and explanation given to us, the Company has maintained adequate documents and record in cases where the company has granted loans or advances on the basis of security by way of pledge of shares , debentures and other securities.

XIII. In our opinion and according to information and explanations given to us the company is not chit fund or a nidhi or mutual benefit fund/society. Accordingly, the provisions of clause 4(xiii) of the Order are not applicable to the company.

XIV. The Company has maintained proper records of transaction and contracts in respect of trading in shares, debentures and other securities and timely entries have been made therein. All shares , debentures and other securities have been held by the company in its own name except to the Company.

XV. On the basis of records examined by us and information provided by the management, we are of the opinion that the company has not given guarantees for loans taken by others from banks or financial institutions.

XVI. The Company has not taken any term loan during the current financial year hence clause-4(xvi) of the Companies (Auditor's Report) Order 2003 is not applicable to the assessee company.

XVII. Based on an overall examination of the Balance Sheet of the company and a review of the consolidated fund flow statement for the year, we report that no funds raised on short-term basis have been used for long-term investment.

XVIII. The company has not made any preferential allotment of shares to parties and companies covered in the register maintained u/s 301 of the Act, during the year.

XIX. The company has not issued any debentures during the year. Therefore provisions of clause 4(xix) of the Order are not applicable to the company.

XX. The company has not raised money from the public during the year under audit.

XXI. According to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the year.

ABHISHEK FINLEASE LTD.

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ABHISHEK FINLEASE LTD

BALANCE SHEET AS AT 31ST MARCH, 2015

Particulars	Note No.	2015	2014
(1) Shareholder's Funds			
(a) Share Capital	1	42,639,000	42,637,500
(b) Reserves and Surplus	2	- 4,905,567	- 5,296,969
(c) Money received against share warrants		-	-
(2) Share Application money pending allotment		-	-
(3) Non-Current Liabilities			
(a) Long-Term Borrowings	3	465,403	136,403
(b) Deferred Tax Liabilities (Net)		-	-
(c) Other Long Term Liabilities		-	-
(d) Long Term Provisions		-	-
(4) Current Liabilities			
(a) Short-Term Borrowings			
(b) Trade Payables	4	62,060	62,039
(c) Other Current Liabilities			
(d) Short-Term Provisions	5	3,141,998	2,960,598
Total Equity & Liabilities		41,402,894	40,499,571
II.ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets	6		
(I) Gross Block		4,400,372	3,681,196
(II) Depreciation		2,854,851	2,494,108
(iii) Net Block		1,545,521	1,187,088
(b) Non-current investments	7	2,744,052	2,744,052
(c) Deferred tax assets (net)		-	-
(d) Long term loans and advances			
(e) Other non-current assets			
(2) Current Assets			
(a) Current investments	8	1,070	1,070
(b) Inventories	9	3,534,491	3,449,944
(c) Trade receivables	10	1,063,889	1,102,889
(d) Cash and cash equivalents	11	5,226,378	4,261,366
(e) Short-term loans and advances	12	26,602,053	27,753,162
(f) Other current assets	13	685,440	-
Total Assets		41,402,894	40,499,571

NOTES TO ACCOUNTS 22

Schedules referred to above and notes attached there to form an integral part of Balance Sheet

This is the Balance Sheet referred to in our Report of even date.

FOR , BHAGAT & CO.
CHARTERED ACCOUNTANTS

FOR ABHISHEK FINLEASE LIMITED

(CA. SHANKAR PRASAD BHAGAT,PARTNER)
Membership No. : 052725
Firm Reg. No.: 127250W
DATE: 29/05/2015

(DIRECTOR) (DIRECTOR)

PLACE: AHMEDABAD
DATE:29/05/2015

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PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2015

Sr. No.	Particulars	Note No.	2015	2014
I	Revenue from operations	14	3,190,959	2,630,850
II	Other Income	15	310,785	196,156
III	*III. Total Revenue (I +II)*		3,501,744	2827,006
IV	***Expenses:***			
	Cost of materials consumed	16	618,714	-
	Purchase of Stock-in-Trade		-	-
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	17	(84,547)	128,566
	Employee Benefit Expense	18	589,000	461,998
	Financial Costs	19	10,251	16,251
	Depreciation and Amortization Expense	20	517,294	231,240
	Other Administrative Expenses	21	1,074,639	721,790
	Trading Loss		150,000	531,463
	Total Expenses (IV)		2,875,351	2,091,308
V	Profit before exceptional and extraordinary items and tax	(III - IV)	626,393	735,698
VI	Exceptional Items		-	-
	NPA Provisions		117,000	83,120
VII	Profit before extraordinary items and tax (V - VI)		509,393	652,578
VIII	Extraordinary Items		-	-
IX	Profit before tax (VII - VIII)		509,393	652,578
X	***Tax expense:***			
	(1) Current tax MAT PROVISION		102,000	103,000
	(2) Deferred tax		-	-
XI	Profit(Loss) from the perid from continuing operations	(IX-X)	407,393	549,578
XII	Profit/(Loss) from discontinuing operations		-	-
XIII	Tax expense of discounting operations		-	-
XIV	Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
XV	Profit/(Loss) for the period (XI + XIV)		407,393	549,578
	Less:- Transfer to reserve		94,215	109,915
	Less: Proposed Dividend		-	-
	Less: Tax on Dividend		-	-
	Balance Carried Forward to Balance Sheet		313,178	439,663
XVI	Earning per equity share:			
	(1) Basic		0.15	0.17
	(2) Diluted		-	-

NOTES TO ACCOUNTS 22

Schedules referred to above and notes attached there to form an integral part of Profit & Loss Statement

This is the Profit & Loss Statement referred to in our Report of even date.

FOR , BHAGAT & CO.
CHARTERED ACCOUNTANTS

(CA. SHANKAR PRASAD BHAGAT,PARTNER)
Membership No. : 052725
Firm Reg. No.: 127250W
DATE: 29/05/2015

FOR ABHISHEK FINLEASE LIMITED

(DIRECTOR) **(DIRECTOR)**

PLACE: AHMEDABAD
DATE:29/05/2015

ABHISHEK FINLEASE LTD. AHMEDABAD

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ABHISHEK FINELEASE LTD

Notes Forming Integral Part of the Balance Sheet as at 31St March, 2015

Note : 1 Share Capital

Sr. No.	Particulars	2015	2014
1	**AUTHORIZED CAPITAL**		
	5,000,000 Equity Shares of Rs. 10/- each.	50,000,000	50,000,000
		50,000,000	50,000,000
2	**ISSUED , SUBSCRIBED & PAID UP CAPITAL**		
	To the Subscribers of the Memorandum		
	4263900 Equity Shares of Rs. 10/- each, Fully	42,639,000	42,639,000
	Paid up Share capital by allotment		
	Less:- Calls in arrears		1,500
	Total In	**42,639,000**	**42,637,500**

Note : 2 Reserve & Surplus

Sr. No.	Particulars	2015	2014
1	Capital Reserve		
2	Capital Redemption Reserve	-	-
3	Securities Premium reserve	-	-
4	Debenture Redeemption Reserve		
5	Revaluation Reserve		
6	Shares Option Outstanding Account		
7	Other Reserve (Special Reserve)	94,215	109,915
8	Surplus (Profit & Loss Account)	- 4,999,782	- 5,406,884
	Balance brought forward from previous year	- 5,296,969	- 5,889,860
	Add: Excess Provison Written back		43,313
	Less: Short provision of Income tax for the year 2014-15	- 6,194	
	Less: Short provision of Depriciation As per Companies Act 2013	- 9,797	
	Less: Tax on Regular Assessment Paid		
	Less: Transfer to Profit and Loss A/c	-	-
	Add: Profit for the period	313,178	136,578
	Total In	**- 4,905,567**	**- 5,296,969**

Note : 3 Long Term Borrowings

Sr. No.	Particulars	2015	2014
		465,403	136,403
	Total In	**465,403**	**136,403**

ABHISHEK FINLEASE LTD.

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ABHISHEK FINELEASE LTD

Notes Forming Integral Part of the Balance Sheet as at 31St March, 2015

Note : 4 Trades Payable

Sr. No	Particulars	2015	2014
	Total In	62,060	62,039

Note : 5 Short Term Provisions

Sr. No	Particulars	2015	2014
1	Provision For Employees Benefit		
2	Others		
	Provision for Bad Debts & Doubtful Debts	2,831,873	2,714,873
	Stock Exchange Fee (Provision)	51412	51412
	Unpaid Audit Fee	12500	7000
	Unpaid Inocome-tax matter Fees	16,500	16500
	Unpaid Salary	10900	
	Provision For Taxation 08-09	4,878	4,878
	Taxation Provision (MAT) (11-12)	-	-
	Provision For Taxation 07-08	62,935	62,935
	Provision For Demat fees	13,000	
	Taxation Provision (MAT) (14-15)	-	103,000
	Taxation Provision (MAT) (15-16)	102,000	
	Tds Payable	36,000	-
	Total In	3,141,998	2,960,598

Note : 6 Fixed Asset

I. Fixed Assets

₹ ₹

Sr. No	Particulars	Gross Block				Depreciaton			Net Block	
		Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	during the year	Value at the end	WDV as on 31.03.2015	WDV as on 31.03.2014
1	AIR CONDITIONER	114400	0	0	114400	86280	3790	90070	24330	28120
2	CAR	2114228	757308	60000	2811536	1306864	390768	1697632	1113904	807364
3	COMPUTER	467870	25000	9797	483073	434680	9211	443891	39182	33190
4	FURNITURE	740495	173143	0	913638	450625	103096	553721	359917	289870
5	MOBILE PHONE	32260	0	0	32260	17695	9718	27413	4847	14565
6	MOTOR CYCLE	45465	0	0	45465	41413	711	42124	3341	4052
	Total (Current Year)	3,514,718	955,451	69,797	4,400,371	2,337,557	517,294	2,854,851	1,545,521	1,187,088
	(Previous Year)	3,047,563	633,633		3,681,196	2,262,868	231,240	2,494,108	1,187,088	784,695

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ABHISHEK FINLEASE LTD

Notes Forming Integral Part of the Balance Sheet as at 31St March, 2015

Note : 7 Non Current Investment

Sr. No	Particulars	2015	2014
	Total In	2,744,082	2,744,052

Note :8 Current Investment

Sr. No	Particulars	2015	2014
	Total In	1,070	1,070

Note : 9 Inventories

Sr. No	Particulars	2015	2014
	Total In	3,534,491	3,449,944

Note : 10 Trade Recievables

Sr. No	Particulars	2015	2014
	Total In	1,063,889	1,102,889

Note : 11 Cash & Cash Equivalent

Sr. No	Particulars	2015	2014
1	Cash-In-Hand	262,666	347,008
2	Bank Balance	4,963,712	3,914,358
	Total In	5,226,378	4,261,366

Note :12 Short Terms Loans and Advances

Sr. No	Particulars	2015	2014
1	Loans & Advances		
	a) Secured, Considered Good :		
	ADVANCE TO OTHERS :		
	(A)	940,807	990,807
	(B)	20,164,896	21,316,109
	Other Advances	398,786	264,982
	CAPITAL GOODS RECEIVED AGAINST AMOUNT	4,540,477	4,540,477
	INTEREST RECEIVABLE	514,569	598,269
	DEPOSITS	4,000	4,000
	MAT CREDIT	38,518	38,518
	Total In	26,602,053	27,753,162

Note : 13 Misc (Assets)

Sr. No	Particulars	2015	2014
	Total In	685,440	

ABHISHEK FINLEASE LTD

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ABHISHEK FINLEASE LTD

Notes Forming Part of the Profit & Loss Accounts as at 31st March, 2015

Note : 14 Revenue from Operation

Sr. No	Particulars	2015	2014
1	Sale of shares & Securities	718,887	54089
2	Profit on sale of Investments	-	-
3	Share Dividend	166,064	179,424
4	Interest on Short term Finance	2,306,089	2,397,337
	Total In	3,190,039	2,630,850

Note : 15 Other Income

Sr. No	Particulars	2015	2014
1	F.D.Interest	310,423	186,718
2	Other Income	6	9,438
3	Profit on Sale of Fix Assets	356	-
	Total In	310,785	196,156

Note : 16 Cost of Material Consumed

Sr. No	Particulars	2015	2014
a)	PURCHASES OF RAW MATERIALS AND STORES		
1	Purchase of Shares & Securities	618714	-
2	Pig Iron & Iron Scrap	-	-
3	Fabrication Raw Material	-	-
4	Stores & Consumables	-	-
b)	DIRECT/PRODUCTIONS EXPENSES		
	Sub-total (a)	618,714	-
	Processing Labour Charges	-	-
	Power & Fuel	-	-
	Packing, Freight & Forwarding	-	-
	Repair & Maintenance	-	-
	Sub-total (b)	-	-
	Total In	618,714	-

Note : 17 Change In Inventories

Sr. No	Particulars	2015	2014
1	Opening Stock	3,449,944	3,578,510
2	Closing Stock	3,534,491	3,449,944
	Total In	(84,547)	128,566

Note : 18 Employement Benefit Expenses

Sr. No	Particulars	2015	2014
1	Salaries, Bonus, PF & ESIC	397,000	269,998
2	Directors Remuneration	192,000	192,000
	Total In	589,000	461,998

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ABHISHEK FINLEASE LTD

Notes Forming Part of the Profit & Loss Accounts as at 31st March, 2015

Note :19 Financial Cost

Sr. No	Particulars	2015	2014
1	Bank Charges	5,679	1,865
2	Bank Interest	4,572	14,386
	Total In	10,251	16,251

Note : 20 Depreciation & Amortised Cost

Sr. No.	Particulars	2015	2014
1	Depreciation	517,294	231,240
	Total In	517,294	231,240

Note : 21 Other Administrative Expenses

Sr. No.	Particulars	2015	2014
1	Audit expenses	22,500	12,500
2	Advertisement expenses	19,693	-
3	Boni expenses	16,525	18,580
4	Books & Periodicals	4,785	3,944
5	Brokerage and Other Expances (STT Expance)	1,156	5
6	Computer reparing & Maintanance expenses	24,050	31,350
7	Conveyance expenses	40,575	44,230
8	Consultancy expenses	39,500	20,300
9	Demate Charges	26,538	26,732
10	Electric expenses	47,955	24,930
11	Flat Maintanence	23,973	28,320
12	Income tax matter fees	16,500	16,500
13	Insurance expenses	-	7,936
14	Mobile recharge expenses	24,080	22,680
15	Munuciple Tax	16,353	15,001
16	Prelimary Exp	171,360	-
17	Petrol expenses for Scooter	25,650	31,600
18	Petrol expenses for Car	70,750	76,350
19	Postage expenses	38,025	40,200
20	Stock exchange fees	151,686	17,105
21	Office Expenses	70,905	69,409
22	ROC expenses	20,400	2,000
23	Tea & Refreshment expenses	55,465	42,252
24	Travelling expenses	37,400	25,505
25	Vatav & Kasar	6,277	12,301
26	Vakil Fees	39,000	35,000
27	Vehicale Repairing & Maintanance	22,063	41,370
28	Donation Expances	-	27,000
29	Xerox & Stationery expenses	35,475	28,690
	Total In	1,074,639	721,790

ABHISHEK FINLEASE LTD.

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SCHEDULE FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31.03.2015.

SCHEDULE – 22

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

[A] SIGNIFICANT ACCOUNTING POLICIES

1. BASIS OF ACCOUNTING :-

   a) The financial statements have been prepared under historical cost concept and on accrual basis, unless otherwise stated.

   b) All the purchase of shares and securities by the company are with a view of trading except Shares purchased for investment purpose.

2. REVENUE :-

   a) Interests on Loans granted are accounted for on accrual basis. However interest on loans treated as NPA, Substandard & Doubtful recognised only if and when it is actually realised.

   b) The income in respect of dividend from shares is accounted for on cash basis.

   c) Expenses incurred on legal proceedings for recovery of loans and for realisation of security for loans are charged to revenue account.

3. INVESTMENTS :-

   Long Term investments are stated at cost.

4. FIXED ASSETS & DEPRECIATION :-

   The Company has changed the method of Depriciation and Calculate the Depriciation as per transitional period due to new amendment in companies act 2013.Accordingly the effect of change in Depriciation has been given.

5. INVENTORIES :-

   Stock in trade of shares and securities is valued at cost or market value whichever is lower (where market value is available) however market quotation/values of some of the stock of shares and securities is not available therefore such shares and securities have been valued at cost and other have been valued at net realizable value estimated by the management without verification there of.

ABHISHEK FINLEASE LTD.

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[B] OTHER NOTES :-

1. Debtors and Creditors balances as appearing in the Balance-Sheet are subject to confirmation by the respective parties.

2. (i) The company has classified loans and advances amounting to Rs. 8,10,000 as a sub-standard assets and has made provision in accordance with the Non- Banking Financial Companies Prudential Norms (Raserve Bank) Direction 2007 and Rs.410000/- has been recovered during the year out of sub-standerad assets hence, effect has been given accordingly.

(ii) In respect of loans amounting to Rs. 45,04,077 the Company has resorted to available legal remedies, Civil and Criminal as advised, therefore parties has already given possession of immovable properties for the said loans and hence, no provision has been made on such loan in accordance with the Non Banking Financial Companies Prudential Norms(Reserve Bank) Directions 2007. The management is in the process of recovering the dues by disposing off the said security so offered. and received and in possession.

(iii) In respect of loans and advances of Rs. 1,22,318 against which company has filed suit and recovery if any will be credited to the said accounts as per court's order. The company has not made any provision in accordance with the Non – Banking Financial Companies Prudential Norms (Reserve Bank) Direction 2007.

2. Provision for Taxation for the Current year has been made after taking into consideration benefits admissible under the provisions of the Income Tax Act,1961.

4. The company has carried forward losses and unabsorbed depreciation under the Tax Laws. In absence of virtual certainty of sufficient future taxable Income, net deferred tax assets has not been recognised by way of prudence in accordance with Accounting Standard (AS)22 - "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India.

5 Related Party disclosures :-

(Rs. in lacs)

Sr. No.	Name of the Related Parties	Nature of Relationship With Company	Nature of Transaction with Related Parties	Volume of Transaction		Balance at the end Of the year	
				2014-15	2013-14	2014-15	2013-14
1	Mahendra M. Shah	Chairman	Director Salary	1.92	1.92	-	-
			Loan Accepted	1.70	1.76	4.65	1.36

The particulars given above have been identified on the basis of information available with the Company.

ABHISHEK FINLEASE LTD.

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6. Earning per share (EPS), the numerators and denominators used to calculate Basic & Diluted Earning per Share.

(Rs. in lacs)

Particulars		31/03/2015	31/03/2014
Profit / (Loss) attributable to the shareholder - after exceptional item - before exceptional item	 A B	 5.09 6.26	 6.53 7.36
Basic / Weighted average number of Equity Shares outstanding during the year	C	4263900	4263750
Normal value of Equity Shares (Rs.)		10	10
Basic / Diluted Earning per share (Rs.) - after exceptional item - before exceptional item	 A / C B / C	 0.10 0.15	 0.13 0.17

7. The Company does not anticipate any gratuity liability because the Gratuity Act, 1972 is not applicable to the Company and therefore no provision is made for gratuity.

8. The previous year's figures have been reworked, regrouped and reclassified wherever necessary.

9. The stock in trade has been physically verified by the management as on the last day of the year. The value of the closing stock has been stated in the accounts as certified by the management.

10. The cash on hand on the last day of the accounting year has been physically verified by the management and the cash on hand has been taken as found and certified by the management.

11. **QUANTITATIVE DETAILS :-**

Particulars	Op. Stock		Purchases		Bonus /Conversion		Sales/Conversion		Closing Stock	
	Qty	Amt	Qty	Amt	Qty	Amt	Qty	Amt	Qty	Amt
Shares	255721	3449944	13551	- 618714	-		8797	- 718887	260475	- 3534491

12. Shares stock closing value: 3534491/

(13) List of Shares & Securities received by the Company under Pledge as on 31.03.2015

Name of Company	No.of Shares
Wabco India	82
Oasis Tradelink Ltd	160000
Piramal Enterprises Limited	243
Piramal Life Science Ltd	23
Radhe Developers	200
Ravlgoan Sugar	5
Shalibhadra Info	300
Tata Teleservices	200
Reliance Capital	156
Fero Alloovs	1000

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Back India	200
Eveready	100
Havells' India	4000
HDFC Bank	170
Hexa Tradex Limited	250
Hindoostan Mills Limited	80
ISMT Ltd	900
Jindal Saw	1250
Jindal Steel	630
Maharastra Seamless	200
Net Worth Stock Broking Ltd	1250
Ranbaxy Laboratories	1522
Reliance Industries	68
Shree Cement	50
State Bank of India	600
Synganta India	50
Styrolution ABC	10
Thomas Cook Ltd	340
Vishal Exports Overseas Limited	3000
Tata Steel	84

This shares are held by the company as security by way of pledge of shares against loans outstanding from parties. As and when the shares are sold the proceeds thereof shall be credited to the account of parties concerned.

14 Auditor's Remuneration -

Audit Fees	12500
Certification Charge	10000
	22500

SIGNATURE TO SCHEDULE 1 TO 22
For, BHAGAT & CO.,
CHARTERED ACCOUNTANTS

[SHANKAR PRASAD BHAGAT,PARTNER]
Memb. No.052725
Frn No.127250W
Date :29/05/2015
Place: Ahmedabad

FOR, ABHISHEK FINLEASE LTD.

DIRECTOR

Date: 29/05/2015
Place: Ahmedabad

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BHAGAT & CO.
CHARTERED ACCOUNTANTS

CA

INDEPENDENT AUDITORS' REPORT

TO THE BOARD OF DIRECTORS OF ABHISHEK FINLEASE LIMITED

We have audited the accompanying statement of ABHISHEK FINLEASE LIMITED for the quarter and the year ended on 31.03.2015, being submitted by the company pursuant to the requirement of clause 41 of the Listing Agreement except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This statement has been prepared on the basis of annual financial statements, which is the responsibility of the company's management and has been approved by the Board of Directors in their meeting. Our responsibility is to express an opinion on the Statement based on our audit of related annual financial statements, which have been prepared in accordance with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us this statement:

(i) is presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and

(ii) give a true and fair view of the net profit/ loss and other financial information for the quarter and year ended on 31.03.2015.

Further, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the company in terms of clause 35 of the Listing Agreement and found the same to be correct.

For, Bhagat & Co.
Chartered Accountants
Firm Reg. No.: 127250W

Shankar Prasad Bhagat
Partner
Membership No. 52725
Place: Ahmedabad
Date: 29.05.2015

AUDITOR'S CERTIFICATE

We have examined the attached Cash Flow Statement of Abhishek Finlease Ltd.For the year ended on 31st March 2015.The Statement has been prepared by the Company in accordance with the requirements of clause 32 of listing agreement with the Stock Exchange and is based on and in agreement with the corresponding Profit and Loss Account and Balance sheet of the Company for the Year ended on 31st March 2015,covered by our Report dated 29th May,2015

For, BHAGAT & CO.

CHARTERED ACCOUNTANTS

[SHANKAR PRASAD BHAGAT]
PARTNER
Memb. No.052725
Frn No.127250W

Date : 29/05/2015
Place: Ahmedabad

ABHISHEK FINLEASE LTD.

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ABHISHEK FINLEASE LTD.

CASH FLOW STATEMET FOR THE YEAR ENDED 31ST MARCH, 2015

Particulars	2014-2015		2013-2014	
A) CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before tax as per Profit & Loss A/c		313178		439663
Adjustments :				
Depreciation	517294		231240	
Transfer to Reserve	94215		109915	
Provision of Income Tax	102000		103000	
Provision for NPA	117000		83120	
Profit on sale of Fixed Assets	(356)			
Dividend	(166064)		(179424)	
Provision Written Back	0		43313	
		664089		391164
Operating Profit before working capital		977267		830827
Adjusted for :				
i) Other Non - Current Receivables	420122		2735786	
ii) Other Current & Non - Current Liabilites	(37579)	382543	(108003)	2627783
		1359810		**3458610**
Less Tax Paid		6194		0
Cash generated from Operations		1353616		3458610
NET CASH USED FROM OPERATING ACTIVITES (A)		**1353616**		**3458610**
B) CASH FLOW FROM INVESTING ACTIVITIES				
Purcahse of Fixed Assets	(955451)		(633633)	
Sale of Fixed Assets	70283			
Purcahse of Investments	0		(1600570)	
Dividend Income	166064		179424	
Interest on Finance Cost	0		0	
NET CAS USED FROM INVESTING ACTIVITES (B)		(719104)		(2054779)
C) CASH FLOW FROM FINANCING ACTIVITES				
Receipt of Calls in arrears	1500			
Borrowing of Funds	329000		121000	
Repayment of Borrowings	0		0	
Movement in Lending	0		0	
NET CASH FLOW FROM FINANCING ACTIVITIES (C)		330500		121000
Net Increase in Cash & Cash Equivalents (a+b+c)		**965012**		**1524831**
Opening Balance of Cash & Cash Equivalents		4261366		2736535
Closing Balance of Cash & Cash Equivalents		5226378		4261366
Net Increase/(Decrease) in Cash & Cash Equivalents		**965012**		**1524831**

This is the Balance Sheet referred to in our Report of even date.

FOR BHAGAT & CO.
CHARTERED ACCOUNTANTS
Firm Reg. No.: 127250W

CA. SHANKAR PRASAD BHAGAT
Partner
Membership No. : 052725
PLACE: AHMEDABAD
DATED:29/05/2015

FOR AND ON BEHALF OF THE BOARD,

(Director) **(Director)**

PLACE:AHMEDABAD
DATED:29/05/2015

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ATTENDANCE SLIP

Please complete this Attendance Slip and hand it over at the entrance of the hall
Joint shareholders may obtain additional Slip at the venue of the meeting

Name of Shareholder :

Dp Id :
Client Id :

Folio No. :
No. of shares :

I hereby record my presence at this ANNUAL GENERAL MEETING of the company held on Tuesday, 29th September 2015 at 402, Wall Street - I, Opp. Orient Club, Nr. Gujarat College, Ellisbridge, Ahmedabad-380006.

Signature of the Shareholder or Proxy

Notes:
Only Shareholder of the company or their Proxies will be allowed to attend the Meeting.

Tear from here

Proxy form
Form No. MGT-11
[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: **L67120GJ1995PLC024566**
Name of the company: **ABHISHEK FINLEASE LIMITED**
Registered office: **402, Wall Street - I, Opp. Orient Club, Nr. Gujarat College, Ellisbridge Ahmedabad-380006**

Name of the 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: _____
   Address: _____
   _____

ABHISHEK FINLEASE LTD. ABAD

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E-mail Id: _____

Signature _____ or falling him

2. Name: _____
Address: _____
_____
_____

E-mail Id: _____

Signature _____

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual general meeting of the company, to be held on the Tuesday of 29th September, 2015 At 09:30 a.m. at 402, Wall Street - I, Opp. Orient Club, Nr. Gujarat College, Ellisbridge, Ahmedabad-380006 and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business:

1. Adoption of the audited Balance Sheet and Profit & Loss Account for the year ended March 31, 2015 and the reports of the Board of Directors and Auditors thereon (Ordinary resolution).
2. To appoint a Director in place of Mr. Prashant N. Barot, who retires by rotation and being eligible, offers himself for reappointment (Ordinary resolution).
3. Appointment of Auditors and fixing of their remuneration. (Ordinary resolution)

Special Business:

4. Re-Appointment of Mr. Mahendrabhai M. Shah as a Managing Director of the company. (Ordinary resolution).
5. Appointment of Mrs. Binal D. Patel as an Independent Director of the Company (Ordinary resolution).

Signed this __ day of_____. 2015.

_____
Signature of shareholder

Affix a Re. 1/- Revenue Stamp here

_____
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.

ABHISHEK FINLEASE

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Information and other instructions relating to e-voting are as under :

(i) Pursuant to the provisions of section 108 and other applicable provisions, if any ,of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014,as amended and Clause 35B of the Listing Agreement ,the Company is pleased to provide to its members the facility to exercise their right to vote on resolutions proposed to be passed in the meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting(remote e –voting).

(ii) The facility for voting through ballot paper/poll shall be made available at the venue of the meeting ,and the Members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting in a Poll.

(iii) Members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.

(iv) The Board of Directors of the Company has appointed Shri Manohar Chunara, Practising Company Secretary (ACS No.26983 CP No.10093) Secretaries, Ahmedabad, as Scrutiniser to the remote e-voting, as also for voting in a Poll at the Meeting,to ensure the same is conducted in a fair and transparent manner. Shri Manohar Chunara has communicated his willingness to be appointed ,and will be available for this purpose.

(v) The company has engaged the services of the Central Depository Services (India) Limited (CDSL) for remote e-voting for this Meeting.

(vi) Voting rights shall be reckoned on the paid-up value of Equity Shares registered in the name of the Member / Beneficial Owner (in case of Dematerialised Form) as on the cut-off date ,i.e. September 22, 2015

(vii) Only persons whose name is recorded in the Dematerialised Form Register of Member ,or in the Register of Beneficial Owner maintained by the depositories as on the cut-off date,i.e. September 22, 2015 shall be entitled to avail the facility of remote e-voting/Poll.

However,any person who becomes a member of the company after dispatch of the Notice of the Meeting and is holding shares as on the cut-off date, i.e. September 22, 2015, may Obtain the User iD and password as per CDSL's instructions.

(Viii) If the Member is already registered with CDSL's e-voting platform, then he/she can use His/her existing User ID and password for casting a vote through remote e-voting.

(iX) The Scrutinizer ,after scrutinizing the votes cast in a Poll at the Meeting ,also votes cast Through remote e-voting will,not later than three (3) days from the conclusion of the Meeting ,make a consolidated scrutinizer's report and shall submit the same to the Chairman.The results declared along with the consolidated Scrutinizer's report shall be Shall be placed on Website of the company www.finservices.com the result shall be simultaneously be communicated to the BSE Limited.

(x) Subject to receipt of the requisite number of votes, the Resolutions shall be deemed to Be passed on the day and date of the Meeting, i.e. Tuesday September 29, 2015

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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.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for the relevant Abhishek Finlease Limited on which you choose to vote.

(xii) 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.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) 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.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for 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.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xix) 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.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

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The instructions for shareholders voting electronically are as under:

(i) The E-voting period begins on 09:00 A.M. Friday September 25, 2015 and ends on 05:00 P.M. Monday September 28, 2015. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 22, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iii) Click on Shareholders.

(iv) 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.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) 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.

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • In case the sequence 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 Ramesh Kumar with sequence number 1 then enter RA00000001 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 in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. • 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 as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach 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.

ABHISHEK FINLEASE LTD. A'BAD

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