

ASHIKA CREDIT CAPITAL LIMITED



THRIVING IN ADVERSITY

ANNUAL REPORT 2014-15

FORWARD-LOOKING STATEMENT

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take investment decisions. This report and other statements - written and oral - that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievements of results are subject to risks, uncertainties, and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated, or projected. Readers should keep this in mind. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

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BACKGROUND

Ashika Credit Capital Limited (ACCL) is a RBI-registered non-deposit taking NBFC actively engaged in fund-based activities – providing loans and advances, facilitating inter-corporate deposits, investing in shares and securities and extending advisory services. ACCL's services today are readily available to individuals, corporate and financial institutions throughout India.

ACCL is listed in the Calcutta and MCX Stock Exchanges with its shares being traded on the BSE platform under the 'Permitted Securities' category. The promoters hold a 26.53%- stake in the Company.

MANAGEMENT

Initially promoted by Mr. Pawan Jain and Mr. Daulat Jain, ACCL is presently led by Mr. Pawan Jain as the Chairman and is ably supported by a vastly experienced management team.

OFFERINGS

ACCL facilitates lending for individual and corporate clients and offers financial and investment advisory services.

COMPLIANCE

For any professionally-managed company involved in the financial services industry stringent compliance with established norms is of prime importance. All of ACCL's systems institutionalise the belief that corporate governance protects the interest of all stakeholders. As a means to this end, ACCL has implemented a strict code of conduct and inculcated in all its operations and processes, the principles of transparency, integrity, professionalism and accountability.

VISION

To be a globally-recognised financial services provider, leveraging the best of technology, people and ideas.

MISSION

To reach our vision with integrity, honesty and fairness to all stakeholders viz. clients, employees, business associates, regulatory authorities and the society.



CHAIRMAN'S STATEMENT

Dear fellow shareholders,

India is at the tipping point of a new era of growth and opportunity, led by increasing economic activity, the exciting 'Make in India' initiatives and a demographically well-placed aspirational society. At Ashika Credit Capital, we continue to be a partner in India's ongoing journey towards economic and social development and remain committed

manageable commodity prices and structural reforms initiated by the newly-instated Central Government. Monetary policy is also likely to be more supportive with the Reserve Bank of India having resorted to a flexible methodology to reduce inflation.

NBFCs have evolved as an important segment of the Indian financial system, operating across a variety of segments, including car and commercial vehicle finance, loans against property, gold loans and unsecured retail loans. The sector, which accounts for around 12% of the assets of the total financial system, has emerged as a vital intermediary for financing and has provided strong competition to banks and financial institutions. In India, 90% of NBFC assets are accounted for by NBFC-ND-SI and the sector has witnessed steady consolidation in the recent past. The industry has an immense potential to grow considering that the assets-to-GDP ratio stands at 14% for NBFCs in India as against more than 50% for developed countries.

Although the NBFC sector has shown consistent growth in terms of net profit over the past few years, the asset quality has been under duress due to the economic slowdown and a weak operating environment. According to the *Financial Stability Report* released by the RBI, the asset quality of the NBFCs-ND-SI sector has been deteriorating since March 2013.

to the country's long-term growth potential.

India's economy is poised to return to its high-growth path with the provisional GDP for 2014-15 pegged at 7.3%, up from 6.9% reported during the preceding fiscal. The country also reported one of its highest quarterly growth rates of 7.5% during the last quarter of FY15.

This performance comes on the back of lowered fiscal and current account deficits, easing inflation,



However, the capital adequacy ratio remained above stringent norms and stood at 27.8% as of September, 2014 improving from 27.2% as of March, 2014. The stress on asset quality notwithstanding, return on assets of NBFCs-ND-SI improved to 2.5% for the quarter ended September, 2014 after hovering around 2.3% over the previous three quarters. The concerns regarding asset quality for the NBFCs has been all the more compounded by NBFC's engaged in gold finance, asset finance and wholesale lending. Conversely, MFIs and HFCs have registered comfortable gross NPA ratios of less than 1%.

In FY15, NBFCs have curtailed their loan growth particularly in the commercial vehicle and construction equipment spaces where delinquencies have increased sharply. However, according to Assocham, as the demand for commercial and passenger vehicle revives, retail asset finance NBFCs stand to benefit because of the improvement in asset quality. RBI has kept a strict vigil over asset quality in the NBFC sector especially since the global financial crises of 2008. RBI has implemented a new set of regulations for NBFCs on the asset quality front to bring them at par with banks by March 31, 2018. The significant changes worth mentioning are:

- Increase in Tier-I CAR (core CAR) to 10%

- NPA recognition changes to 90 days overdue from 180 days overdue for loans and 360 days for hire purchase assets

- Provision on standard assets increased from 0.25% to 0.40%.

These regulatory changes will have a significant positive impact on NBFCs in the long run, as they have to align their business with the present norms. Besides, with the change in demand scenario and a pickup in credit growth in FY16, the medium-term outlook also remains favourable for the NBFC sector.

At Ashika Credit Capital, the year 2014-15 was a creditable one as despite of more than 50 % reduction in our topline we reported a positive turnaround in net profit amounting to Rs. 0.93 crore. One of the other high point of the year is that we did not borrow external funds on account of the high interest rates and continued to fund our operations out of internal accruals. This prudent strategy helped control our interest costs to 6.28% of our topline during the year. So, though we did some amount of borrowing during the year but the fundamental nature of our business is such that we generally do lending from our own funds, hence the borrowing cost usually remain negligible as is the case for this year. The average lending rate was 21%, ensuring that net interest margins remained significantly high. With the RBI's increasingly accommodative stance

on inflation (the report rate was cut by 25 bps to 7.25% on June 2, 2015 by the RBI), we expect credit growth to pick up in 2015-16. Besides, through one of our group companies we have applied for a small bank license which is now being assessed by the RBI and we are hopeful of converting the aforementioned group company into a small bank.

For FY16, we look forward to shoring up our capital base either through the issue of preference shares or through private placement. We are also exploring the possibility to merge few NBFCs under Ashika's umbrella to free up capital. With the expected revival in economic outflow and business prospects, we are also looking towards growing our human resource base and enhancing manpower productivity.

Finally, I would like to thank all my colleagues for their dedication, commitment and contribution towards strengthening our Company. I would like to place on record my sincere appreciation to the Board of Directors for their guidance and express my gratitude to all our stakeholders for their continuing faith in our Company.

Regards,

PAWAN JAIN
Chairman-cum-Managing Director & CEO.

THRIVING IN ADVERSITY BY BEING DIFFERENT

SKYROCKETING COST OF FUNDS. DETERIORATING PORTFOLIOS.
EBBING MARGINS.

The lending industry for the past two years remained subdued and most sectoral players had one of two paths to pursue - increase lending rates or scale down operations - in a bid to recover existing NPAs.

We, at ACCL chose to be different.

We decided to keep both our lending rates and operational scale unharmed.

We did not source any external funds.

We conducted business with only self-funded capital thereby insulated ourselves from escalating costs of fund.

The result: we cushioned ourselves against margin depletion stemming from high interest costs and possible bad debts resulting from increased lending rates and growing prospects of a better business climate.

We are confident that with the right strategies in place, we shall be able to extract the full value from our loan book and make the most of the upcoming low interest regime.

THRIVING IN ADVERSITY BY BEING MATURED

BAD ASSETS. STRAINED RELATIONSHIPS. PLUMMETING NUMBERS.

Factors like these had made one things very clear - adapt or perish. ACCL realised in a climate marked by all kinds of uncertainties - the onus is on establishing mutually beneficial relationships based on trust and ethics. Being in the lending sector, it is all the more crucial to identify ways and means to maintain a healthy financials with minimal NPAs.

We, at ACCL chose to be mature.

We forged new associations and fortified existing ones.

We provided professional yet personalised services to each of our clients.

We roped in industry aspirants with an entrepreneurial bent to bolster our team of seasoned professionals.

The result: At ACCL, we leveraged our deep domain knowledge to effectively evaluate opportunities and eliminate risks through advanced strategic modeling.

The outlook for the sector is comparatively better on account of a resurgent in economy which is expected to boost credit demand and benefit proactive players like ACCL.



BUSINESS DRIVERS



STRONG RELATIONSHIPS

In a people-oriented industry, we built enduring customer relationships by maintaining periodic interactions and offering timely credit.

IMMACULATE TRANSPARENCY

We ensure complete transparency while conducting our business. This instills a sense of integrity and confidence in our clients, associates and employees.

STRINGENT COMPLIANCE

We follow the laws laid down by the country's apex financial institution and undertake wholly-legal enterprises to preserve the reputation of our organisation.

DIVERSIFIED PORTFOLIO

We provide an expansive range of products such as loans and advances, inter-corporate deposits and advisory services to individuals, corporates and financial institutions across the nation.

EFFECTIVE COMMUNICATION

Our information dissemination system is designed to provide quick and effective responses to investor queries and solve investor grievances in no time.

MANAGEMENT DISCUSSION AND ANALYSIS



GLOBAL ECONOMY - OVERVIEW

The global economy grew at a slightly faster pace in 2014, as a modest revival in the eurozone and a pickup in India helped offset slowdowns in China and Japan. According to the OECD, the combined gross domestic output of the largest G-20 economies expanded by 3.4% in 2014, up slightly from 3.2% in 2013. The G-20 accounted for about 90% of global economic output. The pickup was aided by a resurgence in the eurozone, where economic output rose by 0.9%, having contracted by 0.5% in 2013. Economic growth in the US remained flat, while China's rate of expansion slowed to 7.4% from 7.7%. India and the UK recorded significant pickups in economic growth, while Japan came to a grinding halt.

Global growth is projected to be 3.5% in 2015, in line with forecasts in the January 2015 *World Economic Outlook* update. Compared to last year, the outlook for advanced economies has improved, while growth in emerging markets and developing economies is projected to be lower, primarily reflecting weaker prospects for some large emerging markets and oil-exporting countries.

INDIAN ECONOMY - OVERVIEW

The Indian economy grew at a rate of 7.3% during 2014-15 due to an improvement in the performance of both services as well as manufacturing sectors. The decline in inflation by over 6 percentage points since late 2013 and also reduction of current account deficit from a peak of 6.7% of the GDP in the third quarter of 2012-13 to about 1% in the current fiscal year has reasserted India's reputation as an attractive investment destination compared to other emerging countries.

Financial, real estate and professional services showed an improvement by registering a growth of 11.5% as against 7.9% in the previous fiscal. Also per capita income at current prices during 2014-15 rose by 9.2% to reach Rs. 87,748 as against Rs. 80,388 in the previous fiscal.

NBFCs IN INDIA

The year 2014-15 has been a tough year for the NBFCs on account of the subdued environment. NBFCs have steadily grown in number and have enhanced their market share, indicating the strength of their business models. The share of NBFCs has steadily grown

NBFCs NOW COVERED UNDER THE SARFAESI ACT, 2002

The Budget proposal to treat NBFCs as financial institutions under the SARFAESI Act will be a big boost to the sector. A longstanding demand of the industry, this will allow NBFCs to enjoy the benefits that presently apply only to banks. It is proposed that NBFCs registered with RBI and having asset size of Rs.500 crore and above will be considered for notifications as 'financial institution' in terms of the SARFAESI Act, 2002.

Thus, the budget announcement is a big boost to NBFCs. The measure will help strengthen the recovery capabilities of NBFCs.

from 10.7% of banking assets in 2009 to 14.3% in 2014, thus gaining systemic importance.

NBFCs have emerged as vital intermediaries and have competed strongly with banks and financial institutions. However, the last two years have been challenging for the NBFC sector with asset growth rates moderating, delinquencies rising and profits plummeting. However, ample capital adequacy, a shift towards secured lending and lowered ALM risks have helped the sector absorb cyclical stresses on asset quality and profitability.

The NBFC sector has been engaged in steady consolidation during the past few years and has been witness to weaker NBFCs gradually exiting, paving the way for a stronger sector. The number of NBFCs registered with the RBI went down to 12,134 in 2014 from 12,630 in 2010. However, the current decline in the number of registered NBFC is mainly due to cancellation of certificates of registration and migration of non-banking finance companies that accept public deposits (NBFC-D) to the non-deposit-taking category.

IMPROVING MACROECONOMIC FUNDAMENTALS

As the economic slowdown increases the likelihood of default, restructuring of loans could increase, which in turn could further lead to a deterioration of asset quality. Nevertheless, macroeconomic vulnerabilities at the domestic front have subsided considerably in the recent months on the back of improvement in growth outlook, fall in inflation, recovery in industrial production data. Additionally, with the government's commitment to enforce fiscal discipline and with the sharp decline in international oil

prices, the current account deficit also remains within the comfort zone.

RBI in the last fiscal year 2014-15 reduced the benchmark repo rate by 50 bps and again intends to reduce it by 25 bps in the beginning of FY16, thus easing the interest rate cycle amidst low inflationary regime. The gross NPA ratio of non-deposit taking-systematically important NBFC's stood at 2.8% as of March, 2014 against 2.2% in the same quarter of the previous year.

RBI GUIDELINES FOR 'SHADOW BANKS'

As per the latest directives, the RBI has raised the limit for NBFCs to maintain the net owned fund requirement by four times to Rs.2 crore from Rs.25 lac. NBFCs, in a phased manner, would be required to raise it to Rs.1 crore by March 2016 and further double it to Rs.2 crore by 2017.

NBFCs, primarily engaged in lending against gold jewellery, were directed to maintain a minimum Tier-I capital (or equity capital) of 12% with effect from April 1, 2014 as against the existing requirement of 10%. For deposit and non-deposit taking NBFCs, capital-to-risk (weighted) assets ratio, which includes Tier-I capital of 7.5%, stands at 15% at present. But as per the new rules, NBFCs have to raise the Tier-I capital to 8.5% by March 2016 and 10% by March, 2017. On the provisioning front, the RBI has ordered NBFCs to raise provisioning of standard assets to 0.3% by March 2016; 0.35% by March 2017 and to 0.4% by March 2018. At present, every NBFC is required to make a provision for standard assets at 0.25% of the outstanding.

To level the playing field, the RBI has mandated similar asset classification norms for NBFCs-ND-SI and NBFCs-D as that for banks. An asset is classified

as non-performing if it has remained overdue for 90 days in banks. Till now, NBFCs enjoyed leniency with their assets turning NPAs, when it has remained overdue for a period of six months or more for loans; and overdue for twelve months or more in case of lease rental and hire purchase installments.

OPPORTUNITY AND THREATS

NBFCs grew by 8% in 2013-14 but are expected to grow at 11-14%, beyond 2015. The positive trend of growth in the economy should lead to credit growth as well.

The sluggish business environment has proven to be tough for NBFCs. NBFCs with high exposure in lending against commercial vehicles and construction equipment have recorded high NPAs. This can be attributed to stagnation in infrastructural development, stunted growth, impulsive law making, bad political environment, and distressed business.

The RBI came out with its *Guidelines for Licensing of Small Finance Banks in the Private Sector* with the objective of furthering its initiative of financial inclusion. It is probable that some NBFCs may convert themselves into small banks. With an additional class of financial intermediaries being added, a lot of retail credit business may be carried out by these small banks leading to contraction in the growth and development of NBFCs only. *(Source: RBI)*

Prima facie it may appear that these reforms will affect the productivity of the NBFCs; however, with time they are more likely to improve NBFCs capacity to endure asset quality shocks and also deal with systemic risks. Moreover, increase

in disclosure requirements and corporate governance norms will have a three-fold effect. It will enhance transparency and increase the responsibility of the management and further supplement investor awareness. Overall, the current year has caused distress to the industry but the change in the business environment may help NBFCs to de-stress and record better growth in the coming years.

One of the decisive steps announced in the Union Budget was to allow NBFCs registered with the RBI and those worth Rs.500 crore or more, to fall under the purview of the Sarfaesi Act, 2002. This move would place NBFCs on par with other institutions like banks and other financial institutions. It would make recovery of loans smoother for NBFCs and benefit most of the large players and various housing finance companies.

RISKS AND MITIGATION

Being in the credit business, ACCL is exposed to risks that are innate to the business environment which include market, credit, operational, human resource, interest, liquidity and economic risks. Further, unforeseen natural disasters and geopolitical problems may also have an adverse impact on the Company's business. At ACCL, we dynamically observe and measure all possible risks and address them proactively, farsightedly and ethically.

INTERNAL CONTROL SYSTEMS

Absolute transparency and reliable operating systems and control measures are necessities of a successful business and its growth. At Ashika an effective internal control system translates to reliable financial reports, operating effectiveness and

overall efficiency. All its activities comply with applicable laws and regulations. A robust internal control system monitors transactions, which in turn safeguards the Company's assets. The Company has adequate internal control systems proportionate with the size and nature of its business along with suitable procedures, optimum resource utilisation and strict compliance with all statutes. The audit committee reviews the adequacy of the internal control systems and follow-up actions are implemented immediately, if required.

HUMAN RESOURCES

The Company continues to emphasise on retaining, training and enhancing its human resource base. The Company recognises the role that human capital plays in the modern workplace and aims to create a harmonious environment to enable the raising of employee productivity and hence allow employees to reach their full potential. The recruitment, training, appraisal programmes of the Company continued to run seamlessly, coupled with performance-based incentives and better-than-industry-rates of compensation. These efforts resulted in growing the human capital which translated into lower employee turnover rates.

OPERATIONS AND FINANCIAL PERFORMANCE

During the year under review, the Company's total income stood at Rs.312.80 lac from Rs.641.82 lac in 2013-14. The fall in revenues accounted for the Company's consolidatory approach to market operations by reducing dependency on borrowed capital and operating through internal accruals only. During the year, the Company carried zero

balance in its borrowing books which resulted in no additional finance costs for the year and thus interest expenses plunged by a whopping 90.85%. Despite of uncertainty in the Indian market scenario in the last quarter of the year, our prudent business management tactics resulted in a net profit of Rs. 92.97 lac.

OUTLOOK

The outlook for the sector over next year looks comparatively better on account of positive trend of growth in the economy which is expected to boost credit demand. This along with revival of certain infrastructure projects, which have been cleared by the cabinet committee in recent months, pick-up in industrial growth and corporate capex investments also is expected to benefit most of the commercial assets financed by the NBFCs and is expected to ease the pressure on the cash flows of their borrowers through enhanced utilisation of their assets.

CAUTIONARY STATEMENT

Statements in this report on management discussion and analysis, describing the Company's objectives, estimates, expectations or predictions are all 'forward-looking statements' within the meaning of the applicable securities, laws and regulations. These statements are based on certain assumptions and expectations regarding future events. The Company assumes no responsibility whatsoever to publicly amend, modify or revise any 'forward-looking statements' on the basis of any subsequent information, developments and events.



BOARD'S REPORT

Dear Shareholders

Your Directors have pleasure in presenting the Twenty-Second Annual Report of the Company together with the Audited Statement of Accounts for the year ended 31st March, 2015.

1. FINANCIAL SUMMARY OF THE COMPANY:

(Amount in Rs.)

Financial results for the year ended	31st March, 2015	31st March, 2014
Total Income	31,280,405	64,181,812
Profit / (Loss) before Depreciation & tax	10,860,038	(16,819,423)
Less : Depreciation	34,488	145,270
Profit/ (Loss) before tax	10,825,550	(16,964,693)
Less: Tax Expenses	1,528,117	10,89,589
Profit / (Loss) for the year	9,297,433	(18,054,282)
Add: Balance as per last financial statements	(19,956,606)	(1,902,324)
Less: Transfer to statutory reserve U/s 45-IC of RBI Act 1934	1,859,487	-
Less: Transitional effect of Depreciation on Fixed Asset as per Companies Act 2013 as on 1st April 2014	87,755	-
Surplus/(Deficit) in the Statement of Profit and Loss	(12,606,415)	(19,956,606)

2.. STATE OF COMPANY AFFAIRS :

Your company is RBI-registered non deposit taking NBFC engaged in lending & investment activities . The year 2014-2015 was a significant year, where the company got listed with MCX-Sx w.e.f 3rd November, 2014 under Equity Segment .The company grant loan to Corporate and individuals borrowers, the company has recorded the Loan book size of Rs. 2206.69 Lacs in its previous year against which in the current year the company reported Rs 1714.27 Lacs . The company has recorded profit of Rs 92,97,433/- during the year under review as compared to its Loss of Rs 1,69,64,693/- for the previous financial year. The major income relates to Interest earned. During the year under review the company has reduced its Finance Cost to Rs 19,63,827/- from Rs 2,14,81,281/- as in its previous year.

The Financial Years 2014 – 15 have been full of changes in the regime. On one hand, the

country witnessed the enforcement of the Companies Act, 2013(CA, 2013); on the other hand, the RBI's came out with various reforms like Corporate Debt Restructuring framework for the NBFCs, the Framework for Revitalizing distressed assets in the economy, Inclusion of NBFC's as Business Correspondents and the most important a whole new regime for the revised regulatory framework for NBFCs, Moreover SEBI witnessed itself by bringing out major amendment to listed companies by amending the clause 49 of Listing Agreement, mandatory e-voting etc, Further with the implementation of Companies Act, 2013 the NBFCs are considered as Financial Institution

As of now, SEBI came out with new Insider Trading Regulation 2015 , which shall be effective from 15th day of May, 2015 so as to keep a check on dealing by Insiders in the securities of the company . Thus we find that listed entities are under complete vigilance in case of capital markets.

3. INDUSTRY OUTLOOK:

Due to changes in regime the industry outlook for listed NBFCs seems very challenging, the upcoming Insider trading regulation is of immense transparent & disclosure based. The effect of change in companies' law has in a way made a complete change in law & working of the companies in the whole economy. The companies are now working for the stakeholder benefits, as they now believe to strive at a certain place, we need to make it better place to survive..

The regulatory framework has also undergone change. The revised RBI regulations for NBFCs have been formed with the purpose of strengthening the financial system and to bring the norms in line with those of banks. According to RBI one of the main reasons for tighter regulation is to reduce the systematic risk they pose to the financial system since they borrow heavily from banks. Prima facie it may appear that these reforms will affect the productivity of the NBFCs; however, with time they are more likely to improve NBFCs capacity to endure asset quality shocks and also deal with systemic risks. Moreover, increase in disclosure requirements and corporate governance norms will have a three-fold effect. It will enhance transparency and increase the responsibility of the management and further supplement investor awareness.

In all, the current year has caused distress to the industry but the change in the business environment may cause NBFCs to de-stress and record better growth numbers.

4. CHANGE IN NATURE OF BUSINESS:

There has been no change in nature of business of the company during the F.Y. 2014-2015.

5. DIVIDEND:

Your Board of Directors has decided that the funds of the company are required for future expansion of the company and so the profits of the company for the year ended on 31st March 2015 shall be deployed for the said purpose. The Board has decided not to recommend any dividend for the year ended 31st March 2015.

6. CHANGES IN SHARE CAPITAL:

The paid up Equity Share Capital as on 31st March, 2015 stood at Rs 69,964,955 (includes forfeited shares capital). During the year under review, the Company has not issued any

shares with differential voting rights, sweat equity shares nor granted any stock options . The company neither came out with rights, bonus, private placement and preferential issue.

7. TRANSFER TO RESERVE:

Your company has transferred Rs 1,859,487/- to Statutory reserve under section 45 IC of RBI Act 1934 for the year ended 31.03.2015.

8. DIRECTORS & KEY MANAGERIAL PERSON:

DIRECTORS

In terms of section 152 of Companies Act 2013, the board has revised the terms of appointment of Mr Pawan Jain, Managing Director of the company and made him liable to retire by rotation and the same was duly approved by shareholder in the AGM held on 2nd September 2014.

Further the Board had on recommendation of Nomination & Remuneration committee has revised the remuneration & other terms & conditions of Mr Pawan Jain, Managing Director w.e.f. 1st April 2015 for his remaining period of tenure i.e. 30.11.2015. Also the board had on recommendation of Nomination & Remuneration committee and subject to approval of shareholders in the ensuing Annual General Meeting has re appointed Mr Pawan Jain as Managing Director & CEO of the company for a period of 3 years effective from 1st December 2015.

Pursuant to provisions of section 149 and 161(1) of Companies Act 2013 Ms Anju Mundhra, Company Secretary is appointed as additional director of the company w.e.f. 1st February 2015 and she shall hold office only up to the date of this Annual General Meeting and being eligible offer herself for re-appointment as Director. Further she has being also appointed as Whole time Director designated as Executive Director –Legal & Company Secretary of the company for a period of 3 years effective from 01.02.2015 on remuneration & terms and conditions as recommended by Nomination & Remuneration and subject to approval of shareholders of the company in the ensuing Annual General meeting and shall be liable to retire by rotation.

At the Annual General Meeting held on 2nd September 2014, the existing Independent directors Mr. Sagar Jain, Mr. Kashi Prasad Khandelwal, Mr. Radhey Shyam Agarwal and Mr.

Ashok Kumar Agarwal has been appointed as Independent Directors under section 149(6) of the Companies 2013 and clause 49 of Listing Agreement for a period of (5) five years effective from 1st April 2014 and shall not be liable to retire by rotation in terms of Companies Act 2013. All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Clause 49 of the Listing Agreement.

Mr. Ashok Kumar Agarwal, Independent Director, resigned from Directorship w.e.f from 1st January 2015 due to personal reason. The Board has placed on record its appreciation for the outstanding contributions made by Mr. Ashok Kumar Agarwal during his respective tenures of office.

In accordance with the provisions of the section 152 of Companies Act, 2013 and in terms of the Memorandum and Articles of Association of the Company, Mr. Pawan Jain, Managing Director & CEO retire by rotation and being eligible offers himself for re-appointment at the ensuing Annual General Meeting of the company.

A brief resume of the Directors proposed to be appointed along with additional information pursuant to clause 49 of the Listing Agreement is provided in the notice of Annual General Meeting.

KEY MANAGERIAL PERSONNEL

The following employees were designated as whole-time key managerial personnel by board of directors during the year 2014–2015, pursuant to section 203 of Companies Act 2013 and rules made thereon

- 1) Mr Pawan Jain – Managing Director
- 2) Ms Anju Mundhra – Executive Director – Legal & Company Secretary
- 3) Mr Amit Jain – Chief Financial Officer

9. NUMBER OF MEETINGS OF THE BOARD:

The company has duly complied with section 173 of the Companies' Act 2013. During the year under review, five board meetings were convened and held. The date on which meeting were held are as follow : 28th April 2014, 12th July 2014, 25th October 2014, 30th January 2015 and 6th March 2015. The maximum interval between any two meetings did not exceed 120 days.

10. FORMAL ANNUAL EVALUATION:

Pursuant to the provisions section 134 of the Companies Act, 2013 and Clause 49 of the Listing Agreement, 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 Audit, Nomination & Remuneration and Stakeholder Relationship Committee. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

According to clause 49 of Listing Agreement and as per provisions of Companies Act 2013 read with rules and schedule thereon, a meeting of the Independent Directors is required to be held to evaluate the performance of the Non – Independent Directors. Accordingly a meeting of Independent Directors was held wherein the performance of non-independent directors, including chairman was evaluated

The nomination & remuneration committee is of the view that board is versatile and diversified all members have vast exposures which enhances the integrity of the company.

11. MANAGERIAL REMUNERATION:

The statement containing the disclosure as required in accordance with the provisions of Section 197(12) of the Companies Act 2013 read with rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as Annexure I. and forms a part of the Board Report.

Further, none of the employees of the Company are in receipt of remuneration exceeding the limit prescribed under rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 so statement pursuant to Section 197(12) of the Companies Act 2013 read with rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not required to be included.

12. DETAILS OF SUBSIDIARY / JOINT VENTURES / ASSOCIATE COMPANIES:

Your Company has neither a Subsidiary Company nor a Joint Venture Company or an Associate Company during the year under review.

13. AUDITORS:

STATUTORY AUDITORS

M/s. P.K Sah & Associates, Chartered Accountants was appointed as Statutory Auditors of the Company for a period of 3 years pursuant to section 139(2) of the Companies Act 2013 and rules made thereon in the Annual General Meeting held on 2nd September 2014. Further the Auditors have confirmed their eligibility under section 141 of the Companies Act 2013 and rules framed there under and also confirmed

that they hold a valid certificate issued by the Peer Review Board of the ICAI as required under clause 49 of Listing Agreement. As required under section 139 of Companies Act 2013, the appointment of Statutory Auditor is required to be placed before the members in every general meeting for their ratification.

Accordingly a resolution seeking members ratification for the appointment of M/s P.K.Sah & Associates as statutory Auditor for the F.Y. 2015-2016 is included in the Notice convening the Annual General meeting.

SECRETARIAL AUDITOR:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/S. MR & Associates, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit Report is annexed herewith as Annexure II.

INTERNAL AUDITOR:

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and The Companies (Accounts) Rules, 2014 the Company has appointed M/s. Shyamsukha Amit & Associates, to undertake the Internal Audit of the Company for the F.Y. 2014-2015. There stood no adverse finding & reporting by the Internal Auditor in the Internal Audit Report for the year ended 31st March 2015.

AUDITOR REPORTS

There are no qualifications, reservation or adverse remarks made by M/s P.K.Sah & Associates, the statutory Auditor, in their report and by M/s M.R. & Associates, Company Secretary in practice, in their Secretarial Audit Report.

The statutory Auditor have not reported any incident of fraud to the Audit committee of the company in the year under review.

14. COMMITTEES :

With a view to have a more focused attention on business and for better governance and accountability, and in accordance with the Companies Act 2013, your Board has re-constituted the following mandatory committees viz. Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee. The details of the committee with terms of reference along with composition and meeting held during the year are provided in the Report on Corporate Governance, a part of this Annual Report.

AUDIT COMMITTEE:

The Audit Committee acts as a link between the statutory and internal auditors and the Board of Directors. Its purpose is to assist the Board in fulfilling its oversight responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for internal financial controls, governance and reviewing the Company's statutory and internal audit activities. The Committee is governed by its terms of reference which is in line with the regulatory requirements mandated by the Companies Act, 2013 and Clause 49 of the Listing Agreement and disclosed in the Corporate Governance report.

Further the Board has recorded all the recommendations of the Audit Committee and accordingly has proceeded with their recommendations.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

Your Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. To maintain these standards, the Company encourages its employees who have concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. The company has adopted a Whistle Blower policy to establish a vigil mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Codes of conduct or ethics policy. The said policy is hosted on the website of the company (http://www.ashikagroup.com/PDF/VIGIL_MECHANISM.pdf)

NOMINATION AND REMUNERATION COMMITTEE:

Pursuant to section 178 of Companies Act 2013 and revised clause 49 of Listing Agreement, the company has renamed its existing Remuneration committee as Nomination & Remuneration Committee under the new provisions and revised the terms of reference accordingly. The details of terms is disclosed in the Corporate Governance report.

The Nomination & Remuneration committee has revised its existing remuneration policy and framed it as per section 178 (3) of Companies Act 2013 and revised clause 49 of listing Agreement. The policy of the company on remuneration of Directors, KMPs and other employees and appointment of Director including criteria for determining the qualification, experience, positive attributes and independence of directors was recommended to board and was duly approved in their meeting held on 12th July 2014. The summary of the Remuneration policy is stated in the corporate governance report.

The details of criteria for performance evaluation as laid by Nomination & Remuneration committee are disclosed in the Corporate Governance report, which forms a part to the Annual report.

STAKEHOLDER RELATIONSHIP COMMITTEE:

Pursuant to section 178(5) of Companies Act 2013 and revised clause 49 of Listing Agreement, the company has renamed its existing investor/Shareholder Grievance Committee as Stakeholder Relationship Committee and revised the terms of reference accordingly. The details of terms is disclosed in the Corporate Governance report, which forms a part to the Annual report.

15. RISK MANAGEMENT POLICY:

Pursuant to section 134(n) of Companies Act 2013 and revised clause 49 of Listing Agreement, your company has a robust Risk management framework to identify, evaluate business risk and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the competitive advantage. The framework has different risk models which helps in identifying risk trends, exposure and potential impact analysis at a company level. The key business risk identified by the company is disclosed in the Corporate Governance report.

16. CORPORATE SOCIAL RESPONSIBILITY:

The Company had not taken any initiatives on the activities of Corporate Social Responsibilities as the provisions relating to the same are not applicable to the Company

17. EXTRACT OF ANNUAL RETURN:

Companies Act, 2013 makes mandatory for every company to prepare an extract in the format prescribed MGT 9. The details forming part of the extract of Annual Return as on 31st March 2015 is annexed herewith as Annexure III.

18. MATERIAL CHANGES:

There have been no material changes and commitments affecting the financial position of the company, which have occurred since 31st March 2015, being the end of the Financial Year of the Company to which financial statements relate and the date of the report.

19. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURT OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE:

There are no significant material orders passed by the Regulators / Courts/Tribunals which would impact the going concern status of the Company and its future operations. Pursuant to a complaint filed by Manali Properties Limited and M/S. Manali Properties & Finance Private Limited against company & its officers U/S 200 of the Criminal Procedure Code before the Court of Metropolitan Magistrate, Kolkata. The company had made an application U/S 482 to Hon'ble High Court, Calcutta and the court has granted a stay order on 12.09.2012. The matter is till date pending before Bankshall court and High Court, Kolkata.

20. INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY :

The Company has policy for Internal Financial Control System, commensurate with the size, scale and complexity of its operations. Detailed procedural manuals are in place to ensure that all the assets are safeguarded, protected against loss and all transactions are authorized, recorded and reported correctly. The scope and authority of the Internal Audit (IA) function is defined in the Internal financial control policy. The Internal Auditor monitors and evaluates the efficiency and adequacy of Internal Financial control system in the Company, its compliance with operating systems, accounting procedures and policies. To maintain its objectivity and independence, the Internal Auditor reports to the Chairman of the Audit Committee of the Board, the internal audit report on quarterly basis and some are reviewed by the committee. The observation and comments of the Audit Committee are placed before the board.

21. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 & CLAUSE 32 OF LISTING AGREEMENT:

Pursuant to clause 32 of Listing Agreement, there has being no loans/advances and investment made by the company in its own shares. The company has no subsidiary or associate during the year under review.

Further there has being no loans and advances in the nature of loans where there is no repayment schedule or repayment

beyond seven years or no interest or interest below section 186 of the Companies Act 2013 (Section 372A of the Companies Act, 1956) and no loans and advances is being made in the nature of loans to firms/companies in which directors are interested.

Pursuant to section 186 (11) of Companies Act 2013, your company sought exemption as its non deposit taking NBFC registered with Reserve Bank of India Act, 1934 and is involved in Lending and investment activities. Further the details of the Loans and Investments made by company are given in the notes to the financial statements.

22. DEPOSITS:

Your company is non deposit taking NBFC registered with RBI, thus the said clause is not applicable and the company does not accept any deposit. The Board of Directors has duly passed a resolution in their meeting giving effect to the aforesaid statement.

23. CONTRACTS/ TRANSACTIONS / ARRANGEMENTS WITH RELATED PARTIES:

All contracts/ arrangements/transactions with related parties entered by the company during the financial year were on an arm's length basis and were in the ordinary course of business and the provisions of section 188 of the Companies Act 2013 are not attracted and thus disclosure about details of contracts or arrangements or transactions with related parties referred to in section 188(1) in Form AOC-2 is not required.. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or their relatives or other designated persons which could have a potential conflict with the interest of the Company at large. All Related Party Transactions are periodically placed before the Audit Committee as also the Board for approval. During the year under review the company has not taken any omnibus approval from Audit committee.

A Related Party policy has been devised by the board of Directors for determining the materiality of transactions with Related parties and dealing with them and is hosted on the

website (www.ashikagroup.com) of the company. Further your directors draw your kind attention of the members to note no 25 to the financial statements which sets out related party transactions.

24. CORPORATE GOVERNANCE REPORT:

Pursuant to clause 49 of the Listing Agreement with the Stock Exchanges, the report on Corporate Governance and Management Discussion & Analysis forms part of the Annual Report. The Certificate from Auditor of the company confirming compliance with the conditions of Corporate Governance as stipulated under clause 49 also constitute an integral part of the Annual Report.

25. DISCLOSURES ON POLICY AGAINST SEXUAL AND WORKPLACE HARASSMENT:

The company has adopted the policy on redressal of Sexual and Workplace harassment as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("Sexual Harassment Act"). and the same is displayed at the website of the company at (<http://www.ashikagroup.com/PDF/sexual%20harassment%20policy-ACCL..pdf>). The Company believes that it is the responsibility of the organisation to provide an environment to its employee which is free of discrimination, intimidation and abuse and also to protect the integrity and dignity of its employees and also to avoid conflicts and disruptions in the work environment. Further there stood no cases filed during the year under review.

26. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGOES:

Since the Company does not own any manufacturing facility, the requirements pertaining to disclosure of particulars relating to conservation of energy, technology absorption and foreign exchanges earning and outgo, as prescribed under the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, are not applicable.

27. DIRECTORS RESPONSIBILITY STATEMENT:

Your Directors to the best of their knowledge and belief and according to the information and explanation obtained by them, make the following statement in terms of clause (c) of sub-section (3) of section 134 of Companies Act 2013 that –

- a) In the preparation of the annual accounts for the Financial year ended on 31st March 2015, the applicable accounting standards had been followed along with proper 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 as at 31st March 2015 and of the profit and loss of the company for that period;
- c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) The directors had prepared the annual accounts on a going concern basis;

- e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively

28. ACKNOWLEDGEMENTS:

Your Directors take the opportunity to thank the Regulators, Organizations and Agencies for the continued help and co-operation extended by them. The Directors also gratefully acknowledge all stakeholders of the Company viz. customers, members, vendors, banks and other business partners for the excellent support received from them during the year. The Directors place on record their sincere appreciation to all employees of the Company for their unstinted commitment and continued contribution to the Company.

For and on behalf of the Board of Directors

(PAWAN JAIN)

Chairman & Managing Director

DIN : 00038076

Place : Kolkata
Date : 01.05.2015

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- a. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2014-15, percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2014-15 are as under:

Name of the Directors / KMPs	Designation	Remuneration of Director/KMP for financial year 2014-15 (in Rs.)	% increase in Remuneration in the Financial Year 2014-15 compared to 2013-2014	Ratio of remuneration of each Director to *median remuneration of employees (in times)	Comparison of the Remuneration of the KMP against the performance of the Company
Mr. Pawan Jain	Managing Director & Chief Executive Officer	1500000	NIL	2.5117	Company incurred loss in the previous F.Y. and has recorded a profit after tax of Rs 92,97,433/- in the F.Y. 2014-2015.
Mr. Amit Jain	Chief Financial Officer	759417	2%	1.2716	
**Ms Anju Mundhra	Executive Director - Legal & Company Secretary	841734	33%	1.4095	

Note : 1. * Calculation of median is taken on the figures as at the end of Financial Year.
2. ** includes remuneration payable as CS and WTD

- b. The Median Remuneration of Employees as on March 31, 2015 was Rs. 597207 and as on March 31, 2014 was Rs. 389490. The percentage increase in the median remuneration of employees was 53.33 % during the financial year.
- c. There were 4 (four) permanent employees on the rolls of Company as on March 31, 2015;
- d. Between average increase in remuneration and company performance:- The company has incurred loss in its previous financial year but recorded profit in the year under review and showed a satisfactory performance. The company has recorded a profit of Rs 92,97,433/-. The increase in median remuneration was 53.33%. The average increase in median remuneration was in line with the performance of the company.
- e. Comparison of Remuneration of the Key Managerial Personnel(s) against the performance of the Company: The total remuneration of Key Managerial Personnel increased by 7.80% from Rs 28,76,944/- in 2013-14 to Rs 31,01,151/- in 2014-2015., whereas the company has recorded profit in the F.Y. 2014-15 and compared to its loss in the previous F.Y. 2013-14]
- f. (i) Variations in the market capitalization of the Company: The market capitalization as on March 31, 2015 was Rs 30.46 crore (Rs 45.64 crore as on March 31, 2014)
(ii) Price Earnings ratio of the Company was 32.74 as at March 31, 2015. The company has incurred losses as at March 31, 2014
(iii) Percent increase over/ decrease in the market quotations of the shares of the company as compared to the rate at which the company came out with the last public offer in the year- The company came out with IPO in the year 2000 at the face value and the price of the shares as on 31st March 2015 stands to Rs 43.55/- . Further the Company had not come out with any public offerings during the Financial year March 31, 2015.
- g. Average percentage increase made in the salaries employees other than the managerial personnel in the last financial year i.e. 2014-15 was 15.5 % whereas the average percentage increase made in the salaries of KMP was 11.67%. Further there was no exceptional increase in the salary during the Financial Year ended 31.03.2015 as compared above.

h. Key parameters for any variable component of remuneration availed by the directors : NIL	It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees
i. Ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year : Not Applicable.	

Annexure "II" to the Board Report

Form No. MR - 3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2015

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

To,
The Members,
ASHIKA CREDIT CAPITAL LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by ASHIKA CREDIT CAPITAL LIMITED. (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the ASHIKA CREDIT CAPITAL 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, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 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;
- 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; Not Applicable*
- 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;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not Applicable*)
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not Applicable*)

- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable*)
- (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; (Not Applicable*) and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not Applicable*)

And other applicable laws like Reserve Bank of India Act, 1934 and guidelines, directions and instructions issued by RBI through notifications and circulars relating to Non-banking Financial Institution laws as on 31st March, 2015 and Prevention of Money Laundering Act, 2002.

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. (Not Applicable) (As it is not notified by the Ministry of Corporate Affairs till 31st March, 2015)
- (ii) The Listing Agreements entered into by the Company with The Calcutta Stock Exchange Limited and MCX Stock Exchange Limited [rechristened as Metropolitan Stock Exchange of India Limited (MSXI) w.e.f. 20.03.2015]. Further, the securities of the Company are traded on the nationwide platform of Bombay Stock Exchange Limited under "permitted securities" category with effect from 11th November, 2011

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

(* during the financial year ended on 31st March, 2015)

We 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.

We 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.

We further report that during the audit period the Company has applied for listing of its shares on MCX Stock Exchange Limited and the shares were duly listed after compliance of The Securities Contract (Regulation) Act, 1956 and other applicable sections and notifications thereon.

We further report that during the audit period authority to the Board to Borrow upto Rs. 100 Crores U/s. 180(1)(c) of the Companies Act, 2013 was granted by Members of the Company at the Annual General Meeting held on 2nd September, 2014.

This Report is to be read with our letter of even date which is annexed "ANNEXURE - A" and forms an Integral Part of this Report.

For MR & Associates
Company Secretaries

(M. R. Goenka)

Partner

FCS No.: 4515

C. P. No.: 2551

Place : Kolkata

Date : 1st May, 2015

Annexure "A"

Annexure "III" to the Board Report

(TO THE SECRETARIAL AUDIT REPORT OF
ASHIKA CREDIT CAPITAL LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2015)

Form No. MGT - 9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March, 2015
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

To,
The Members,
ASHIKA CREDIT CAPITAL LIMITED

Our report of even date is to be read along with this letter.

- Maintenance of Secretarial Records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- We have followed the Audit practices and processes as where appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial Records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
- The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibilities of the management. Our examination was limited to the verification of procedures on test basis.
- The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For MR & Associates
Company Secretaries

(M. R. Goenka)
Partner
FCS No.: 4515
C. P. No.: 2551

Place : Kolkata
Date : 1st May, 2015

I. REGISTRATION AND OTHER DETAILS:

1.	CIN:	L67120WB1994PLC062159
2.	Registration Date:	08/03/1994
3.	Name of the Company	Ashika Credit Capital Ltd.
4.	Category / Sub-Category of the Company:	Public Limited company / Indian Non Government Company
5.	Address of the Registered office and contact details:	Trinity, 226/1, A.J.C. Bose Road, 7th Floor, Kolkata- 700020, Tel : (033) 40102500, fax : (033) 2289155 Email id- ashika@ashikagroup.com Website : www.ashikagroup.com
6.	Whether listed company Yes / No	Yes
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any -	M/s. Maheshwari Datamatics Pvt Ltd, 6, Mangoe Lane, 2nd floor, Kolkata - 700001 Tel : (033) 22482248, 22435809/5029 Fax : (033) 22484787 Email id- mdpldc@yahoo.com

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 I. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Lending Activities	6942	84.93

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S I. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/Associate	% of shares held	Applicable section
1.	N.A	N.A	N.A	N.A	N.A

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 1st April, 2014)				No. of Shares held at the end of the year (as on 31st March, 2015)				%Change during the year of
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTERS									
(1) Indian									
a) Individual/HUF	789000	-	789000	11.2798	789000	-	789000	11.2798	Nil
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	1066900	-	1066900	15.2527	1066900	-	1066900	15.2527	Nil
e) Banks / FI									
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	1855900	-	1855900	26.5325	1855900	-	1855900	26.5325	Nil

Category-wise Share Holding (Contd.)

Category of Shareholders	No. of Shares held at the beginning of the year (as on 1st April, 2014)				No. of Shares held at the end of the year (as on 31st March, 2015)				%Change during the year of
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
[2] Foreign	-	-	-	-	-	-	-	-	-
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) [2]:-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = [A](1)+[A](2)	1855900	-	1855900	26.5325	1855900	-	1855900	26.5325	Nil
B. PUBLIC SHAREHOLDING									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
SUB-TOTAL (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non -Institutions									
a) Bodies Corp.	4181024	138000	4319024	61.7460	4484527	138000	4622527	66.0849	4.3389
i) Indian									
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	151987	44457	196444	2.8084	140743	44457	185200	2.6477	(0.1607)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	338549	11000	349549	4.9973	318549	11000	329549	4.7113	(0.2860)
c) Others (specify)									
• Clearing Member	273900	-	273900	3.9158	1500	-	1500	0.0214	(3.8944)
• Non Resident Individual	9	-	9	0.0001	150	-	150	0.0021	(0.0020)
Sub-total (B)[2]:-	4945469	193457	5138926	73.4675	4945469	193457	5138926	73.4675	-
Total Public Shareholding (B)=(B) (1)+[B](2)	4945469	193457	5138926	73.4675	4945469	193457	5138926	73.4675	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	6801369	193457	6994826	100	6801369	193457	6994826	100	Nil

ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			%change in Share -holding 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.	Pawan Jain(HUF)	789000	11.2798	Nil	789000	11.2798	Nil	Nil
2.	Ashika Hedge Fund Pvt Ltd	566900	8.1046	Nil	566900	8.1046	Nil	Nil
3.	Ashika Share Trading Pvt Ltd	500000	7.1481	Nil	500000	7.1481	Nil	Nil
	Total	1855900	26.5325	Nil	1855900	26.5325	Nil	Nil

iii) Change in Promoters' Shareholding

Sl. No.	Shareholding at the beginning of the year	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1.	At the beginning of the year	No Change during the year			
2.	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	No Change during the year			
3.	At the End of the year	No Change during the year			

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	Name	Shareholding		Date	Increase/ Decrease in share-holding	Reason	Cumulative Shareholding during the year (01/04/14 to 31/03/15)	
		No. of Shares at beginning (01/04/14) / end of the year (31/03/15)	% of total shares of the Company				No of Shares	% of total shares of the company
1.	Apex Commo trade Pvt Ltd	333000	4.7607	01.04.14	-	-	-	-
				11.4.14	3500	Purchase	336500	4.8107
				18.4.14	3500	Purchase	340000	4.8607
2.	Happyshop Distributors Pvt Ltd	340000	4.8607	31.03.15	-	-	340000	4.8607
		256591	3.6683	01.04.14	-	-	-	-
				10.10.14	(6000)	Sale	250591	3.5825
3.	Sosha Credit Pvt Ltd #			30.01.15	(16557)	Sale	234034	3.3458
		234034	3.3458	31.03.15	-	-	234034	3.3458
		240000	3.4311	01.04.14	Nil	Nil Movement during the year	-	-
4.	Swetambari Tradecom Pvt Ltd			31.03.15			240000	3.4311
		198182	2.8333	01.04.14	Nil	Nil Movement during the year	-	-
		198182	2.8333	31.03.15			198182	2.8333
5.	Trident Distributors Private Limited	184462	2.6371	01.04.14	Nil	Nil Movement during the year	-	-
							-	-
		184462	2.6371	31.03.15			184462	2.6371
6.	Rohini dealcom Private Limited	181000	2.5876	01.04.14	Nil	Nil Movement during the year	-	-
							-	-
		181000	2.5876	31.03.15	-	-	181000	2.5876

Sl. No.	Name	Shareholding		Date	Increase/Decrease in shareholding	Reason	Cumulative Shareholding during the year (01/04/14 to 31/03/15)	
		No. of Shares at beginning (01/04/14) / end of the year (31/03/15)	% of total shares of the Company				No of Shares	% of total shares of the company
7.	Spice Merchants Pvt Ltd	174675	2.4972	01.04.14	-	-	-	-
		-	-	04.04.14	25000	purchase	199675	2.8546
		-	-	11.04.14	3500	purchase	203175	2.9046
		-	-	18.04.14	11500	purchase	214675	3.069
		214675	3.069	31.03.15	-	-	214675	3.069
8.	Scope Vyapar Pvt Ltd	152129	2.1749	01.04.14	Nil	Nil Movement during the year	-	-
		-	-	-	-	-	-	-
		152129	2.1749	31.03.15	-	-	152129	2.1749
9.	Kripa Securities Pvt Ltd	145000	2.073	01.04.14	Nil	Nil Movement during the year	-	-
		-	-	-	-	-	-	-
		145000	2.073	31.03.15	-	-	145000	2.073
10.	Winall Vinimay Pvt Ltd	144753	2.0694	01.04.14	Nil	Nil Movement during the year	-	-
		-	-	-	-	-	-	-
		144753	2.0694	31.03.15	-	-	144753	2.0694
11.	Brilliant Vincom Private Limited *	45000	0.6433	01.04.14	-	-	-	-
		-	-	04.04.14	11895	purchase	56895	0.8134
		-	-	25.04.14	5000	purchase	61895	0.8849
		-	-	30.05.14	15000	purchase	76895	1.0993
		-	-	25.07.14	10000	purchase	86895	1.2423
		-	-	12.09.14	1491	purchase	88386	1.2636
		-	-	07.11.14	(4589)	sale	83797	1.198
		-	-	14.11.14	(829)	sale	82968	1.1861
		-	-	19.12.14	10803	purchase	93771	1.3406
		-	-	31.12.14	102124	purchase	195895	2.8006
-	-	31.03.15	(21550)	sale	174345	2.4925		
174345	2.4925	31.03.15	-	-	174345	2.4925		

*. Not in the list of Top 10 shareholders as on 01-04-2014. The same has been reflected above since the shareholder was one of the Top 10 shareholders as on 31-03-2015.

Ceased to be in the list of Top 10 shareholders as on 31-03-2015. The same is reflected above since the shareholder was one of the Top 10 shareholder as on 01-04-2014.

iv) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1.	At the beginning of the year	None of the directors or KMP holds share in the company			
2.	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease [e.g. allotment / transfer / bonus/ sweat equity etc]	None of the directors or KMP holds share in the company			
3.	At the End of the year	None of the directors or KMP holds share in the company			

V) INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment (Amount in Rs)

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

VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount Rs
		Pawan Jain, MD	Anju Mundhra, ED *	
1.	Gross salary	1,500,000	841,734	2,341,734
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			
	(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, 19 61			
2.	Stock option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission -as % of profit -Other, specify	-	-	-
5.	Other, please specify	-	-	-
	Total (A)	1,500,000	841,734	2,341,734
	Ceiling as per the Act	As per section 197 & 198 read with Schedule V, we have complied the ceiling limits prescribed under Companies Act, 2013.		

** Anju Mundhra, Company secretary of the company is being also appointed as Executive Director (Whole Time Director)- Legal w.e.f. 01.02.2015.

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors					Total Amount
		Sagar Jain	K.K. Saraf	K. P. Khandelwal	R.S. Agarwal	Ashok Kr Agarwal *	
1.	Independent Directors						
	• Fee for attending board	25000	-	25000	25000	-	75000
	• Committee meetings	6000		6000	6000		18000
	• Commission	-	-	-	-	-	-
	• Others, please specify	-	-	-	-	-	-
	Total[1]	31000		31000	31000		93000
2.	Other Non-Executive Directors						
	• Fee for attending board	-	25000	-	-	-	25000
	• Committee meetings	-	-	-	-	-	-
	• Commission	-	-	-	-	-	-
	• Others, please specify	-	-	-	-	-	-
		Total [2]	-	31000	-	-	-
	TOTAL (B)=(1+2)	-	-	-	-	-	-
	Total Managerial Remuneration	No Remuneration is paid					
	Overall Ceiling as per the Act	No Commission or other remuneration apart from sitting fees is being paid to Non Executive Directors.					

*. Resigned w.e.f. 01.01.2015

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		Pawan Jain, CEO *	Anju Mundhra, Company Secretary **	Amit Jain, CFO	
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	841,734	759,417	1,601,151
	(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 - Other, specify	-	-	-	-
5.	Other, please specify	-	-	-	-
	Total (A)	-	841,734	759,417	1,601,151

*. Mr Pawan Jain is the CEO and Managing Director of the company. So the details of managerial remuneration paid has being disclosed under Managing Director.

** Anju Mundhra, Company secretary of the company is being also appointed as Executive Director (Whole Time Director)- Legal w.e.f. 01.02.2015.

VII) PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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			None		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			None		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
	-	-	-	-	-
Penalty			None		
Punishment					
Compounding					



CORPORATE GOVERNANCE REPORT

(Forming part of the Board Report for the year ended 31st March, 2015)

1) COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE :

Ashika Credit Capital Limited philosophy on Corporate Governance aims to build integrity, emphasis on quality services and transparency in its dealing with all stakeholders. Your company continues to focus its strength, strategies and resources to become a truly global financial service provider. It is the earnest endeavor of the Company to have focus on Corporate Governance

by increasing accountability and transparency to its shareholders, bankers, customers, employees other associated persons and the society as a whole.

The company's policy is reflected by the values of transparency, professionalism and accountability. The company constantly strives towards betterment of these aspects and thereby perpetuate and maintain excellent relations across all levels and proper compliance with all applicable legal and regulatory requirements. We believe that Corporate Governance is a journey to constantly improving sustainable value creation and is an upward moving target.

2) BOARD OF DIRECTORS :

The board of Ashika Credit Capital Limited comprises of eminent members with a balanced composition of executive and non executive directors, including Independent Directors . The Board of Directors comprises of highly professionals drawn from diverse fields. They bring with them a wide range of skills and experience to the Board, which enhances the quality of the Board's decision making process. The Chairman of the Board is an Executive Director. As required under Section 149(3) of the Companies Act, 2013 and as per clause 49(II)(A) of Listing Agreement, Ms Anju Mundhra has being appointed as an women director on the board.

As on 31st March 2015, the composition of board consists of the following members:

Category	No. of directors
Independent Directors	3
Non Executive non independent Director	1
Executive Director (including Chairman & MD)	1
Executive women Director	1
Total Board Members	6

Pursuant to section 149 of Companies Act 2013, Independent Directors are appointed or re-appointed with the approval of the shareholders and shall not be Liable to retire by rotation.. Other executive and Non-executive Directors (except Independent Directors) are liable to retire by rotation unless otherwise specifically approved by the shareholders.

DIRECTORS' PROFILE

The profile of directors are given below :

Mr. Pawan Jain (Chairman cum Managing Director & Chief Executive Officer)

Pawan Jain, Chairman of Ashika Group, has over 2 decades of experience in financial services in India. Prior to founding Ashika Group, he was a practicing Chartered Accountant. The Group has grown into a large diversified financial services house offering a gamut of services which includes broking, Debt Capital Market and Lending services to a wide range of Institutional, Corporate and Individual customers under the leadership of Mr. Pawan Jain. He is a Fellow Member of the Institute of Chartered Accountants of India and has completed the prestigious OPM (Owner/President Management Program) at the Harvard Business School, USA. He has served on various honorary posts in different organizations .

Mr. Kashi Prasad Khandelwal (Independent Director)

Mr. Khandelwal is a practicing Chartered Accountant (FCA) & also holds degree of LLB and Diploma holder of Information System Audit (DISA) of ICAI, with having more than 34 years of rich experience in the Taxation, Auditing, Management Consultancy & Advisory services. He is on board of renowned companies. He has served for three terms at the Central Council of ICAI, New Delhi. He has been a eminent speaker of union Budget, Service tax, Information Technology, Income Tax matters, Industrial specific seminar, ADB Founded projects, Joint seminar of C & AG & ICAI, and faculty for training programmes organized by Ministry of Textiles, Gov. of India, Ministry of Law Justice & Company Affairs. He has being appointed as Hony. Secretary (1986-87), Vice Chairman (1987-88), Chairman (1988-89) of the Eastern India Regional council of ICAI. He is also the member of Quality Review Board of Ministry of Corporate Affairs, Govt. of India . He has been awarded " SAMAJ BIVUSHAN" by Khandelwal Vaisya Samaj. He has lot of professional achievement added to his knowledge bag.

Mr. Sagar Jain (Independent Director)

Mr. Sagar Jain is a practicing Chartered Accountant (FCA) & possess other professional degree FASM, LLB, DISA (ICAI),

CAAT (ICAI) having more than 27 years of rich experience in Corporate Law matters, Audit, Taxation, Loan Syndication, Mergers & Acquisitions, Business Re-Engineering & Structuring. He gained expertise knowledge in the field of all audits – Statutory, Tax, Management, Internal, Proprietary, Concurrent, Bank Branch Statutory Audit, Revenue and Investigation. He also possess versatile knowledge in the field of company law, merger, acquisition, liquidation work, banking arrangements including preparation of project report, liaison with different Banking Financial Institutional acting as coordinator in the consortium finance. Apart from his educational achievements he is also associated with several other social organizations.

Mr. Radhey Shyam Agarwal (Independent Director)

Mr. R. S. Agarwal possesses degrees of Law, FCS and M.Com, having more than 42 years of experience in corporate matters, Legal and Financial matters. He has worked as a senior Corporate Executive of a reputed body corporate. Presently he is a Legal & Financial Consultant & is involved in various social & cultural activities.

Mr. Keshav Kumar Saraf (Non Executive Director)

Mr K.K.Saraf is a commerce graduate having more than 21 years of expertise knowledge in the field of Consultancy, Financial Sectors and Share Broking activities. He is involved in various social & cultural activities.

Ms Anju Mundhra (Executive Director -Legal & Company Secretary) Appointed w.e.f. 01.02.2015

Ms Anju Mundhra is the Group Company Secretary & being promoted as Executive Director – Legal. She has more than 10 years of rich experience and versatile knowledge in field of Secretarial, Legal and Compliance related Matters. She takes the responsibility for ensuring that the group complies with standard financial and legal practice and maintains good standards of corporate governance. Ms Mundhra is heading the Secretarial & Compliance department of the Group and associated with Ashika since last 9 years. She acts as a point of communication with the eminent Board of Directors of the group, stakeholders and regulators. She joined the board of the company as Executive Director w.e.f. 1st February 2015.

Directors Resigned /Retired during the year :

Mr Ashok Kr Agarwal submitted his resignation from the board w.e.f. 1st January 2015 due to personal reason.

Particulars of Directors retiring by rotation and seeking re-appointment have been given in the Notice convening the 22nd Annual General Meeting and Explanatory Statement, attached thereto.

Meetings, attendance and proceeding of Board meeting :

The board generally meets four time in the year . Additional meetings are held when necessary. During the financial year 2014-2015, the board of directors met five times on the following dates: 28th April 2014, 12th July 2014, 25th October 2014, 30th January 2015.and 6th March, 2015 with a maximum

gap of one hundred and twenty days between any two meeting . The dates of the meeting were decided well in advance and are well conducted with structured agenda. All the agenda items are backed by necessary supporting information and documents (except for the critical price sensitive information, which is circulated at the meeting) to enable the Board to take informed decisions. Additional agenda items in the form of "Other Business" are included with the permission of the Chairman. Agenda papers are generally circulated seven days prior to the Board Meeting. In case of urgency of business items, the resolutions are passed by circulation and later placed in the ensuing Board Meeting for ratification / approval. Apart from the Board members, the Company Secretary and the CFO are invited to attend all the Board Meetings

Details of Attendance at the board meetings and AGM of Directors for 2014-2015 are given below :

Name of Director	Attendance at the board meeting					Attendance at the agm held on 02/09/2014
	28/04/2014	12/07/2014	25/10/2014	30/01/2015	06/03/2015	
Pawan Jain	√	√	√	√	√	Leave of Absence
K. P. Khandelwal	√	√	√	√	√	√
R.S. Agarwal	√	√	√	√	√	√
K. K. Saraf	√	√	√	√	√	√
Anju Mundhra*	N.A.	N.A.	N.A.	N.A.	√	N.A.
Ashok Kr Agarwal**	Leave of Absence	Leave of Absence	Leave of Absence	N.A.	N.A.	Leave of Absence

*. Appointed w.e.f. 01.02.2015

** . Resigned w.e.f. 01.01.2015

Other relevant details of directors

Name	Category	Number of directorship held in other companies* (other than ACCL)	Number of Membership / chairmanship in various Board Committees ** (other than ACCL)
Mr. Pawan Jain	Promoter, Executive	1	-
Mr. Kashi Prasad Khandelwal	Non - Executive, Independent	2	3
Mr. Sagar Jain	Non - Executive, Independent	1	-
Mr. R.S. Agarwal	Non - Executive, Independent	-	-
Mr. Keshav Kumar Saraf	Non-Executive	2	-
Ms Anju Mundhra (w.e.f. 01/02/2015)	Executive	-	-

* Excludes directorships held in Private Limited Companies, Foreign Companies and Section 8 Companies.

** . Includes only Audit Committee and Stakeholders' Relationship Committee has been considered as per Clause 49 of the Listing Agreement

Independent Directors Meeting :

The Company's Independent Directors met on 5th March 2015 without the presence of the Managing Director & CEO, the Non-Executive, Non-Independent Directors and the Management Team. The meeting was attended by all the Independent Directors and was conducted informally to enable the Independent Directors to discuss matters pertaining to the Company's affairs and put forth their combined views to the Board of Directors of the Company. Further they reviewed the performance of non-independent directors and the board as a whole. They also reviewed the performance of the chairperson of the company, taking into account the views of the executive directors and non executive directors. They further assessed the quality, quantity and timeliness of flow of information between the company management and the board that is necessary for the board to effectively and reasonably perform their duties

Induction & Training of Board Members:

On appointment, the concerned Director is issued a Letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. Each newly appointed Independent Director is taken through

a formal induction program including the presentation from the Managing Director & CEO on the Company's business and other important aspects. The Company Secretary briefs the Director about their legal and regulatory responsibilities as a Director.. On the matters of specialized nature, the Company may engages outside experts/consultants for presentation and discussion with the Board members.

3. CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT PERSONNEL :

The Board of Directors has laid down a Code of Conduct for Business and Ethics (the Code) for all the Board members and all the employees in the management grade of the Company. The Code covers amongst other things the Company's commitment to honest & ethical personal conduct, fair competition, sustainable environment, health & safety, transparency and compliance of laws & regulations etc.. The Code of Conduct is posted on the website of the Company. All the Board members and senior management personnel have confirmed compliance with the code. A declaration to that effect signed by the Managing Director & CEO is annexed hereunder.

Compliance with Code of Conduct

As provided under clause 49 of the Listing Agreement with the Stock Exchanges , all the Board members and Senior Management Personnel of the Company have affirmed their compliance with the Code of Conduct framed for Director & Senior Management personnel's for the year ended March 31, 2015..

Pawan Jain
(CEO & Managing Director)
DIN: 00038076

4. PREVENTION OF INSIDER TRADING CODE :

As per SEBI (Prevention of Insider Trading) Regulation, 1992, the Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The trading window is closed during the time of declaration of results and occurrence of any material events as per the code The Compliance Officer is

responsible for implementation of the Code. During the year under review there has been due compliance with the said code. All Board Directors and the designated employees have confirmed compliance with the Code

Further pursuant to applicability of SEBI (Insider Trading) Regulation 2015 effective from 15th May 2015, the company had duly adopted a Code of code of practices and procedures for fair disclosure of Unpublished Price Sensitive Information (UPSI) and Code of Conduct for Regulation, Monitoring and reporting of Trading by Insiders. The said fair disclosure code is available on the website of the company (<http://www.ashikagroup.com/About/groupcomp.aspx?id=50>).

5. COMMITTEES OF THE BOARD :

A) Audit committee

Brief Description of terms of reference of Audit Committee

The company has a well defined Audit committee with all members being non executive directors and the chairman being Independent Director. They possess sound knowledge on accounts, audit, finance, taxation, internal controls etc. The company secretary to the company acts as secretary to the committee. The Audit Committee acts as a link between the statutory and internal auditors and the Board of Directors. Its purpose is to assist the Board in fulfilling its oversight responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for internal financial controls, governance and reviewing the Company's statutory and internal audit activities. The Audit Committee role and reference has being revised in the board meeting held on 28th April 2014 and is formulated & defined in line of section 177 of Companies Act 2013 and clause 49 of Listing Agreement. The committee shall act in accordance with the terms of reference specified by board which shall, inter alia, include—

- Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- The recommendation to board for appointment, re-appointment, remuneration, terms of appointment of Auditor and if required the replacement or removal of Auditors of the company.
- Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors
- Reviewing and monitor the auditor's independence and performance, and effectiveness of audit process.
- Reviewing with management, performance of Statutory & Internal Auditor, adequacy of Internal Control System, scope of audit and note the observation of Auditors.
- Examination & review of the Annual financial statement, auditors' report with management before submission to board with particular reference to :
 - ▶ Matters required being included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub section 3 of section 134 of the Companies Act, 2013
 - ▶ Changes, if any, in accounting policies and practices and reasons for the same

- ▶ Major accounting entries involving estimates based on the exercise of judgment by management
- ▶ Significant adjustments made in the financial statements arising out of audit findings
- ▶ Compliance with listing and other legal requirements relating to financial statements
- ▶ Disclosure of any related party transactions
- ▶ Qualifications in the draft audit report.
- Review, approve or any subsequent modification of transactions of the company with related parties and to grant omnibus approval for related party transactions which are in the ordinary course of business and on an arms length pricing basis subject to the approval of the Board
- Reviewing with management quarterly, half yearly financial statement before submission to board for approval ;
- Valuation of undertakings or assets of the company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Reviewing with the management, the statement of uses /application of funds raised through an issue & other related matter and make appropriate recommendations to the Board..
- Discussion with Statutory Auditor before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern.
- The review the functioning of Vigil Mechanism /Whistle Blower Policy adopted for Directors & employees of the company to report their genuine concerns and shall have direct access to the chairperson of the Audit Committee in appropriate or exceptional cases
- Scrutiny of Inter corporate Loans & Investments.
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- Discussion with internal auditors any significant findings and follow up there on.
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected

fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.

- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors.
- Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.

- To approve the appointment, removal and terms of remuneration of the Chief Internal Auditor and to approve the appointment of the Chief Financial Officer.

Composition, Name of Member and Chairperson:

The Audit Committee should consist of 4 members as on 31st March 2015 with majority independent directors. The committee met four times during the year and attendance of the members at these meetings was as follow:

Name of Director	Category	Meeting Attended			
		28/04/2014	12/07/2014	25/10/2014	30/01/2015
Mr. Sagar Jain	Chairman, Non Executive/ Independent	Yes	Yes	Yes	Yes
Mr. Kashi Prasad Khandelwal	Non-Executive Independent	Yes	Yes	Yes	Yes
Mr. K. K. Saraf	Non-Executive	Yes	Yes	Yes	Yes
Mr. Radhey Shyam Agarwal	Non-Executive / Independent	Yes	Yes	Yes	Yes

The representatives of the Statutory Auditors are permanent invitees to the Audit Committee Meetings. They have attended all the Meetings during the year. The Chief Financial Officer (CFO) attend all the Audit Committee Meetings. The company secretary to the company acts as secretary to the committee . The Internal Auditor of the Company are invited to attend the Audit Committee meetings. The minutes of the meetings of the Audit Committee are circulated to all the members of the Board. The Chairman of the Audit Committee will be present at the Annual General Meeting to answer the shareholders queries, if any.

B) Nomination and Remuneration Committee (Formerly known as Remuneration Committee)

Pursuant to section 178 of Companies Act 2013 and clause 49 of listing agreement, the board has renamed the existing remuneration committee as " Nomination and Remuneration Committee" .. The board revised the terms of reference of the

committee in its meeting held on 28th April 2014 The term of reference of committee are as under:

- To formulate the criteria for determining qualifications, positive attributes and independence for appointment of a Directors.
- Formulate and recommend to board policies on remuneration for Directors, Key Managerial Personnel and other employees;
- Identifying and assessing potential individuals in accordance with the Criteria laid down for appointment and re-appointment as Directors / Independent Directors on the Board and as Key Managerial Personnels / senior management and recommend to the Board their appointment and removal
- To formulate the criteria for performance evaluation of all Directors and the Board.
- To devise a policy on Board Diversity

Composition and meeting details :

As on 31st March 2015, the Nomination and remuneration committee consist of the following non executive members. The chairman being the Independent Director. The board in their meeting held on 30th January 2015, reconstituted its Nomination & Remuneration committee. The committee met four times in the year 2014-2015.

Name of members	Category	Status	Meeting Attended			
			28/04/2014	12/07/2014	30/01/2015	05/03/2015
Mr. Kashi Prasad Khandelwal	Non-Executive /Independent	Chairman	Yes	Yes	Yes	Yes
Mr. Sagar Jain	Non-Executive Independent	Member	Yes	Yes	Yes	Yes
Mr. K. K. Saraf	Non-Executive	Member	Yes	Yes	Yes	Yes
Mr. R. S. Agarwal	Non-Executive /Independent	Member	Yes	Yes	Yes	Yes
Mr. Ashok Kr Agarwal (ceased to be a member w.e.f. 01/01/2015)	Non-Executive /Independent	Member	Leave of absence	Leave of absence	N.A.	N.A.

Remuneration policy:

The Company follows a policy on Appointment and remuneration of Directors, Key Managerial Personnel and Senior Management Employees. The Remuneration policy is adopted by Nomination & Remuneration committee. The key points derived from the said policy is mentioned below:

I. Criteria, selection and appointment:

i. Executive /non executive director including independent director

- ▶ The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director and recommend to the Board his / her appointment.
- ▶ the extent to which the appointee is likely to contribute to the overall effectiveness of the Board, work constructively with the existing directors and enhance the efficiencies of the Company;
- ▶ the nature of existing positions held by the appointee including directorships or other relationships and the impact they may have on the appointee's ability to exercise independent judgment.
- ▶ A person, to be appointed as Director, should possess deep expertise and insights in sectors / areas relevant to the company, ability to contribute to company's growth, complementary skills in relation to the other Board members.
- ▶ In case of appointment of Independent Directors, the N&R Committee shall satisfy itself with regard to

the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.

- ▶ The N&R Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.
- ▶ The N&R Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director.
 - Diversity of the Board.
 - Demonstrable leadership skills;
 - Commitment to high standards of ethics, personal integrity and probity;
 - Commitment to the promotion of equal opportunities, community cohesion and health and safety in the workplace;
 - Having continuous professional development to refresh knowledge and skills.
 - Degree holder in relevant disciplines;
 - Experience of management in a diverse organization;
 - Excellent interpersonal, communication and representational skills
- ▶ In case of re-appointment of Non Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

ii. Independent Director

- ▶ An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- ▶ No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on April 1, 2014 or such other date as may be determined by the Committee as per regulatory requirement; he/ she shall be eligible for appointment for one more term of 5 years only.
- ▶ At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.
- ▶ Independent Director shall not be entitled to any stock option, if any introduced by the company.

II Remuneration

i. Executive Directors (MD, CEO, WTD /Manager)

- ▶ The remuneration / compensation / commission etc. to Directors will be determined by the Committee and recommended to the Board for approval.
- ▶ The remuneration and commission to be paid to the Executive Directors shall be in accordance with the provisions of the Companies Act, 2013, and the rules made there under.
- ▶ Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the limits approved by the Shareholders in the case of Executive Directors, as applicable.

- ▶ At the time of appointment or re-appointment, the CEO/ Managing Director/WTD shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) and the CEO/Managing Director/ WTD within the overall limits prescribed under the Companies Act, 2013.
- ▶ The remuneration shall be subject to the approval of the Members of the Company in General Meeting.

The remuneration of the Executive Director is broadly divided into fixed and variable components. The fixed component comprises salary, allowances, perquisites, amenities and retrial benefits. The variable component comprises performance bonus/commission.

In determining the remuneration (including the fixed increment and performance bonus) the N&R Committee shall ensure / consider the following:

- a. the relationship of remuneration and performance benchmarks is clear;
- b. balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals;
- c. responsibility required to be shouldered by the CEO & Managing Director, the industry benchmarks and the current trends;
- d. the Company's performance vis-à-vis the annual budget achievement and individual performance vis-à-vis the KRAs / KPIs.

Minimum remuneration to Managing Director /WTD

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managing Director / WTD in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the previous approval of the Central Government.

ii. Remuneration to Non Executive Director:

Non-Executive Directors are paid sitting fees for each meeting of the Board or its committees attended by them. No other commissions are paid to Non executive Directors. Presently there are no stock option benefits given to any of its directors.

iii. Remuneration to Independent Directors

The Independent Directors will receive remuneration by way

of fees for attending meetings of Board or Committee thereof, as decided by the Committee from time to time subject to the limit defined under the Companies Act, 2013 and rules. Further the Independent Directors of the Company shall not be entitled to participate in Stock Option Scheme of the Company, if any, introduced by the Company

III. Criteria, Selection and Appointment of KMP and SMP

- The Committee shall actively liaise with the relevant departments of the Company to study the requirement for management personnel, and produce a written document thereon;
- The Committee may conduct a wide-ranging search for candidates for the positions of KMP and SMP within the Company, within enterprises controlled by the Company or within enterprises in which the Company holds equity, and on the human resources market;
- To practice and encourage professionalism and transparent working environment
- The professional, academic qualifications, professional titles, detailed work experience and all concurrently held positions of the initial candidates shall be compiled as a written document;
- A meeting of the Committee shall be convened, and the qualifications of the initial candidates shall be examined

on the basis of the conditions for appointment of KMP and SMP;

- Before the selection of KMP or SMP, the recommendations of and relevant information on the relevant candidate(s) shall be submitted to the Board of Directors;
- A whole-time KMP of the Company shall not hold office in more than one company except in its subsidiary company at the same time. However, a whole-time KMP can be appointed as a Director in any company, with the permission of the Board of Directors.
- The Committee shall carry out other follow-up tasks based on the decisions of and feedback from the Board of Directors.

IV. Remuneration to KMP and SMP

- The remuneration / compensation / commission etc. to KMP and SMP will be determined by the Committee and recommended to the Board for approval.
- At the time of appointment, KMP and SMP shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) and KMP and SMP.
- The remuneration of KMP and SMP is broadly divided into fixed and variable components. The fixed component comprises salary, allowances, perquisites, amenities and retrial benefits. The variable component comprises performance bonus and Incentives.

Details of Remuneration & sitting fees paid to directors for the financial year 2014-2015 are as follow

Name of Directors	Remuneration (p.a.) (Inclusive of salary, benefits & allowances) Rs	Sitting Fees	No of Share held
Mr Pawan Jain *	15,00,000/-	Nil	Nil
Mr K K Saraf	Nil	31000	Nil
Mr. Kashi Prasad Khandelwal	Nil	32000	Nil
Mr. Sagar Jain	Nil	32000	Nil
Mr. Radhey Shyam Agarwal	Nil	32000	Nil
Ms Anju Mundhra (w.e.f. 01.02.2015)	1,46,716/-	Nil	Nil
Mr. Ashok Kr. Agarwal (upto 31/12/2014)	Nil	Nil	Nil

*. Holding 789000 equity shares in capacity of Karta of Pawan Jain (HUF).

Terms of Appointment of Managing Director & CEO and Executive Director

Details	Pawan Jain*(MD & CEO)	Anju Mundhra (ED & CS) (w.e.f. 01.02.2015)
Purpose (Duration of appointment)	Revision in salary w.e.f. 01.04.2015 for the remaining tenure (i.e. 30.11.2015)	Appointment for a period of 3 years effective from 01.02.2015.
Salary	Rs 15,00,000/- (upto 31.03.2015) and further revised to Rs. 36,00,000/- per annum (Rupees Thirty Six Lac only) or such sum as may be determined by board/committee from time to time within the limits as prescribed under the Act or any amendments thereto	Not exceeding Rs 15,00,000/- per annum or such sum as may be determined by board/committee from time to time within the limits as prescribed under the Act or any amendments thereto
Bonus (Annual)	Rs 3,00,000 /- p.a. or such sum as decided by Board /committee from time to time	As decided by board /committee
Perquisites & other benefits	Rs 3,00,000/- (Rupees Three Lacs only) per annum or such sum as may be determined by board/committee from time to time within the limits as prescribed under the Act or any amendments thereto	As decided by board / committee
Annual Increments	As may be determined by Board or NRC , subject to condition that aggregate increase of remuneration by annual increments during his tenure shall not exceed the limits prescribed	Effective in each year on April 1 and will be merit based and as decided by board/committee.
Company's car with driver	Use of Company's car with driver for the business of the company	NIL
Telephone, cell phone, computer system and other communication facilities at residence	At actual for the business of the company	
Performance bonus	NIL	At such interval, As decided by Board /Committee
Gratuity	Shall not exceed half month's salary for each completed year of service.	
Retirement & other benefits	As per policies & rules of the company	
Notice period	One month	
Stock Option , if any	As per rule of the company	
Minimum Remuneration	Where in the financial years during the currency of the tenure of, the Company has no profits or its profits are inadequate, the Company shall pay remuneration by way of salary, perquisites and other allowances as specified above as minimum remuneration, subject to requisite approvals being obtained, if any.	

*The terms of remuneration of Managing Director has being revised w.e.f. 1st April 2015 for the balance period of tenure (i.e. 30.11.2015) on recommendation of NRC and approved by board subject to approval of shareholder of the company.

Note:- Remuneration of the MD (before 31st March, 2015) includes basic salary, performance bonus, allowances, contribution to provident, gratuity funds and perquisites (including monetary value of taxable perquisites) etc.

All details of remuneration to directors paid are also given in MGT 9.

Performance Evaluation :

During the year, the Board adopted a formal mechanism for evaluating its annual performance and as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process , whereby a structured questionnaires were prepared covering various aspects of the Boards functioning such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors including the Board Chairman who were evaluated on parameters such as attendance, contribution at the meetings and otherwise, independent judgment, safeguarding of minority shareholders interest etc.

The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors were carried out by the Independent Directors.

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

C. Stakeholder's Relationship Committee:

In compliance with the provisions of Section 178 of the Companies Act, 2013 and the Listing Agreement, the Board has renamed the existing "Shareholders'/Investors' Grievance Committee" as the "Stakeholders' Relationship Committee. The company has revised the terms of reference of its Stakeholder relationship Committee in its Board

meeting held on 28.04.2014. Further the company dissolved its share transfer committee in its meeting held on 12th July 2014 and accordingly the terms of reference of Stakeholder Relationship committee was revised in the board meeting held on 12th July 2014. Due to unwillingness of Mr Ashok Kr Agarwal to continue as member of the committee w.e.f. 01.01.2015, the committee was reconstituted in the meeting held on 30th January 2015. The committee consists of the non executive directors as members : Mr. R.S Agarwal, Mr Kashi Prasad Khandelwal and Mr K.K.Saraf. The meetings of the committee are held to consider and resolve the grievances of Security Holders of the company. The Committee met as and when required during the year. The review of activities of Share Transfer Agent is undertaken quarterly by the Company Secretary. The terms of reference of the committee :

- Consider & Resolve the Grievances of Security holders including complaints related to transfer of shares, non receipt of balance sheet, non receipt of declared dividends
- Transfer & transmission of shares
- Issue of duplicate shares
- Exchange of new design share certificates
- Recording dematerialization & rematerialization of shares & related matters.

Chairman: Mr. R.S. Agarwal, non Executive Independent Directors of the company is the Chairman of the Stakeholder's Grievance Committee.

Compliance Officer: Ms Anju Mundhra, the Company secretary of the company is the Compliance Officer of the Company.

Grievances Details :

Particulars	2014-2015
Number of Shareholder's Complaints received so far	Nil
Number of complaint not solved to the satisfaction of shareholders	Nil
Number of pending complaints	Nil

D. Risk Management:

The company is not required to formulate the Risk management committee but pursuant to revised clause 49 of Listing agreement the company has laid down a well defined risk management mechanism covering the risk analysis, risk exposure and risk mitigation process. The company has already in place its the Risk management policy, which carries out to identify, evaluate, manage and monitor the business and non business risk. The board periodically reviews the risk and suggests steps to be taken

to control and mitigate the same. The policy identifies and assesses the key risk area, monitor and report compliance and effectiveness of the policy and procedure. The purpose of this policy is to address unanticipated and unintended losses to the human resources, financial assets and property of the Organization without unnecessarily limiting the activities that advance the Organization's mission and goals. The following broad categories of risks have been considered in our risk management framework:

- i. To continuously thrive for available risks in the Organization which directly or indirectly effect the functioning of the organization.
- ii. To ensure the protection of rights & values of Shareholders by establishing a well organized Risk Management Framework.
- iii. Selecting, maintaining and enhancing the risk management tools used by the Program to provide analyses that inform and support the investment actions of the entire Organization.

Market Risk: Risks emanating out of the choices we make on markets, resources and delivery model that can potentially impact our long-term competitive advantage.

Operational Risk: Risks inherent to business operations including those relating to client acquisition, service delivery to clients, business support activities, information security, physical security and business activity disruptions.

Interest Risk: Interest rate risk is the risk where changes in market interest rates might adversely affect an NBFC's financial condition.

Credit Risk : Ownership structure could have a key influence on an NBFC's credit profile in that a strong promoter and strategic fit with the promoter can benefit an NBFC's earning, liquidity and capitalization, and hence its credit profile.

Liquidity Risk: Measuring and managing liquidity needs are vital for effective operation of company. The importance of liquidity transcends individual institutions, as liquidity shortfall in one institution can have repercussions on the entire system.

Human Resource Risk: ACCL Human Resource adds value to the entire company by ensuring that the right person is assigned to the right job and that they grow and contribute towards organizational excellence.

Regulations and compliance: The Company is exposed to risk attached to various statutes and regulations.

6. GENERAL BODY MEETINGS :

Location and time, where last AGMs held:

The general meetings of the Company were held as per details given below:

Year	Year	Venue	Time	Number of Special resolutions passed
2013-14	2nd September, 2014	" TRINITY ", 226/1 A.J.C. Bose Road, 7th Floor Kolkata-700020	11.30 A.M	Yes (Five)
2012 - 13	26th July,2013	" TRINITY ", 226/1 A.J.C. Bose Road, 7th Floor Kolkata-700020	10.00 A.M	Nil
2011-12	27th July, 2012	" TRINITY ", 226/1 A.J.C. Bose Road, 7th Floor Kolkata-700020	10.00 A.M.	Nil

During the period under review the company has not conducted any Extra ordinary general Meeting and also has not passed any special resolution through postal ballot.

None of the businesses proposed to be transacted in the ensuing Annual General Meeting require passing a Resolution through Postal Ballot.

7. DISCLOSURES :

a) Related Party transaction :

All transactions entered into with Related Parties as defined under the Companies Act, 2013 and Clause 49 of the Listing Agreement during the financial year were in the ordinary course of business and on an arms length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant transactions with related parties viz. Promoters, Directors or the Management, or their relatives during the financial year that had potential conflict with the Company's interest. Suitable disclosure as required by the Accounting Standards (AS18) has been made in the notes to the Financial Statements. The Board has approved a policy for related party transactions which has been uploaded on the Company's website (http://www.ashikagroup.com/PDF/RELATED_PARTY_POLICY.pdf).

There are no pecuniary relationships or transactions of Non-Executive Directors vis-à-vis the Company which has potential conflict with the interests of the Company at large.

b) Strictures & Penalties:

No penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter related to capital markets during the last three years.

c) Compliance With Accounting standards:

The Company has followed all relevant Accounting Standards notified by the Companies (Accounting Standards) Rules, 2006 while preparing Financial Statements

d) Whistle blower policy and its affirmation:

The Board and Audit committee in their meeting held on 28.04.2014 has duly established, reviewed & approved a mechanism for employees & directors to report concerns about unethical behavior, actual or suspected fraud, or violation of our code of conduct. It also provides for adequate safeguards against victimization of employees & directors who avail of the mechanism, and also allows direct access to the Chairperson of the audit committee in exceptional cases. The company has framed a Whistle Blower Policy / Vigil mechanism to deal with instances of fraud and mismanagement, if any. We affirm that no employee of the Company was denied access to the Audit Committee. The said Whistle-Blower Policy has been hosted on the website of the Company (http://www.ashikagroup.com/PDF/VIGIL_MECHANISM.pdf).

As per the requirement of the clause, Mr. Pawan Jain, CEO & Managing Director and Mr. Sagar Jain Chairman of Audit Committee has affirmed that there stood no complaint in regard to the said clause..

e) The Independent Directors have confirmed that they meet the criteria of 'Independence' as stipulated under Clause 49 of the Listing Agreement

f) Business risk evaluation and management is an ongoing process within the company. The company has been addressing various risks impacting the company and the policy of the company on risk management is provided elsewhere in this annual report.

g) During the year ended 31st March, 2015, the Company does not have any material listed/unlisted subsidiary companies as defined in Clause 49 of the Listing Agreement.

h) CEO & MD/CFO Certification:

The CEO & MD and Chief Financial Officer (CFO) certification have issued certificate pursuant to the provisions of Clause 49 of the Listing Agreement certifying that the financial

statements do not contain any untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of the Annual Report

i) Compliance with Mandatory requirements and adoption of the non –mandatory requirements of this clause:

Pursuant to said clause, all mandatory requirements are disclosed herein the report further board has also fulfilled the non mandatory requirement in connection with the following:

- The Auditors have expressed no qualification in their report for the year ended 31st March 2015
- The Internal auditor reports to the Audit Committee.

j) Policy against Sexual and Workplace Harassment

The Company values the dignity of individuals and strives to provide a safe and respectable work environment to all its employees. The Company believes to protect the integrity and dignity of its employees and also to avoid conflicts and disruptions in the work environment due to such cases.

The Company has put in place a 'Policy on Sexual Harassment' as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("Sexual Harassment Act"). As per the policy, any employee may report his / her complaint to the Redressal Committee formed for this purpose. We affirm that adequate access was provided to any complainant who wished to register a complaint under the policy, during the year. There has no case placed before the committee. The said policy is hosted on the website of the company (<http://www.ashikagroup.com/PDF/sexual%20harassment%20policy-ACCL..pdf>)

k) Familiarisation program for Independent Directors

The Board members are provided with necessary documents/ brochures, reports and internal policies to enable them to familiarise with the Company's procedures and practices. The Company has conducted the Familiarisation program for Independent Directors appointed during the year. The Program aims to provide insights into the Company to enable the Independent Directors to understand its business, its strategies, industry dynamics and its growth plan and to assist them in performing their role, responsibilities & duties as Independent Directors of the Company. The Company's Policy of conducting the Familiarisation Program has been disclosed on the website of the Company at ([http://www.ashikagroup.com/PDF/Details_of_Familiarisation_Programme_\(2\)_new.pdf](http://www.ashikagroup.com/PDF/Details_of_Familiarisation_Programme_(2)_new.pdf))

l) Reconciliation of Share Capital Audit:

- Pursuant to Clause 47(c) of the Listing Agreement with the Stock Exchanges, certificates, on half-yearly basis, have been issued by a Company Secretary-in-Practice for due compliance of share transfer formalities by the Company.
- The Company Secretary-in-Practice carried out a Reconciliation of Share Capital Audit to reconcile the total admitted equity share capital with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) and the total issued and listed equity share capital. The audit report confirms that the total issued/paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

8. MEANS OF COMMUNICATION :

- The unaudited quarterly / half yearly results are announced within forty-five days of the close of the quarter. The audited annual results are announced within sixty days from the close of the financial year as per the requirements of the Listing Agreement with the Stock Exchanges. The aforesaid results are sent to the stock exchanges where the company shares are listed and traded as soon as approved by board.
- The Company also informs by way of intimation to exchanges where the shares of the company are listed and traded all price sensitive matters or such other matters, which in its opinion are material and of relevance to the members.
- The quarterly, half yearly and Annual Financial Results of the company are published in the newspaper in India which includes Business Standards (English) – All India Edition and in Arthik Lipi, vernacular newspaper (Bengali) and posted on the website of the company www.ashikagroup.com. The quarterly, half yearly, Annual Financial Results and other statutory filings are submitted with Stock Exchanges in accordance with the Listing Agreement and also posted with the Stock Exchanges through their online filing system.
- New and press release as available are posted on the website of the company, during the year under review there were no such new release.
- As the company does not have any institutional investors and angel investors, so the said clause is not applicable and will be complied if in the course of action it attracts.

- The Annual Report is circulated to all members, and is also available on the Company's website. The Annual Report of the Company for the financial year ended on 31st March 2015 shall be emailed to the members whose email addresses are available with the depositories or are obtained directly from the members, as per section 136 of the Companies Act, 2013 and Rule 11 of the Company (Accounts) Rules, 2014. For other members, who have not registered their email addresses, the Annual Report shall be sent at their registered address. If any member wishes to get a duly printed copy of the Annual Report, the Company will send the same, free of cost, upon receipt of request from the member.
- The Management Discussion and Analysis Report forms a part of the Annual Report.
- In case of appointment or re-appointment of a Director, members are provided a brief resume of the Director, the

nature of his / her expertise in specific functional areas, the names of companies in which he / she holds Directorship, and membership of committees of the Board. As required under Clause 49 IV(G)(i), particulars of Directors seeking appointment /reappointment are given in the Explanatory Statements to the Notice of the ensuing Annual General Meeting.

- The Auditors' Certificate of Corporate Governance is annexed with the Directors' Report and shall be sent to the stock exchange along with the Annual Report filed by the Company.
- The Company has registered itself on SCORES and endeavours to resolve all investor complaints received through SCORES or otherwise within 15 days of the receipt of the complaint. During the year, the Company has not received any investor complaints through SCORES.

9. GENERAL SHAREHOLDER INFORMATION :

- ▶ **AGM Date, time and venue** : 31st July 2015, Friday, 11.30 A.M., Trinity, 226/1, A.J.C.Bose Road, Kolkata - 700020

- ▶ **Financial year** :
The company follows the period from 1st April to 31st March as financial year

Financial reporting	Tentative Board Meeting schedule (subject to change)
First Quarterly results	July 2015
Second Quarterly results	October 2015
Third Quarterly results	January 2016
Fourth and Annual Results	May 2016

- ▶ **Date of book Closure** : 25th July 2015 to 31st July, 2015 (both days inclusive)
- ▶ **Dividend Payment Date** : The board has not recommended any dividend for the year under review.

▶ **Listing on Stock Exchange** :

Sl No.	Name of Stock Exchange	Scrip Code /Symbol
1	The Calcutta Stock Exchange Limited	11591 & 10011591
2	Metropolitan Stock Exchange Limited	ASHIKA
3	Bombay Stock Exchange Ltd (traded under permitted securities category)	590122

- ▶ **Listing Fees to Stock Exchanges** : The Annual Listing Fees for the year 2014-15 have been paid to all the stock Exchanges where company is listed.
- ▶ **Annual Custody Fees to Depositories** : The Company has paid Annual Custody Fees for the year 2014-15 to both the depositories namely National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

- ▶ **International Securities Identification Number (ISIN) of the Company** : The International Securities Identification Number (ISIN) of the Company's shares in the dematerialized mode, as allotted by NSDL and CDSL is INE094B01013.
- ▶ **Corporate Identification Number (CIN)** : L67120WB1994PLC062159
- ▶ **Registered office address** : Trinity, 7th Floor, 226/1, A.J.C. Bose Road, Kolkata – 700020
Tel : (033) 40102500/22839952
Fax : (033) 22891555
Website : www.ashikagroup.com
Email : ashika@ashikagroup.com

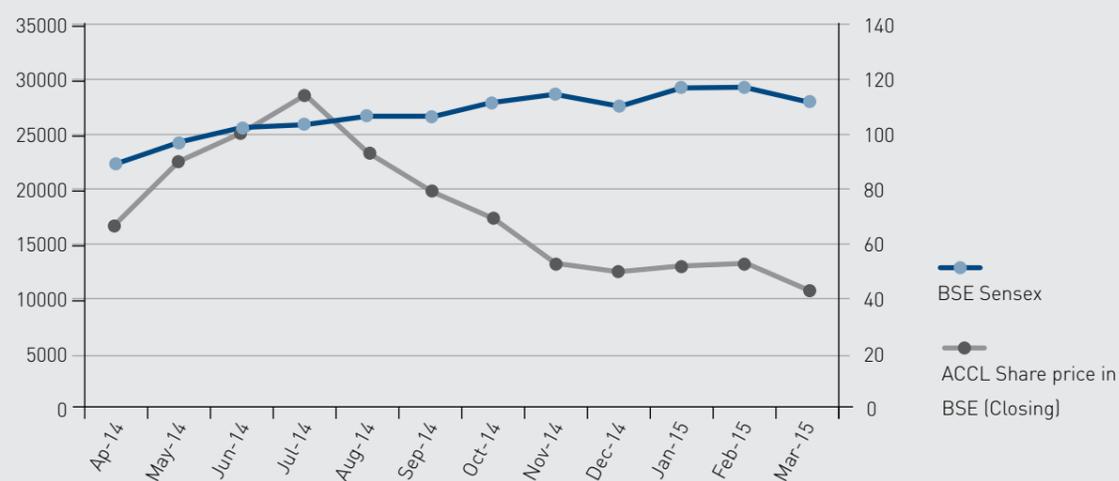
▶ **Market Price data**

The high / low market price of the shares during the year 2014-2015 at the exchanges were as under:

Month	CSE		MCX-SX		BSE	
	High	Low	High	Low	High	Low
April, 2014	-	-	-	-	71.00	61.00
May, 2014	-	-	-	-	89.80	65.05
June, 2014	-	-	-	-	100.00	94.25
July, 2014	-	-	-	-	114.45	99.00
August, 2014	-	-	-	-	123.00	93.70
September, 2014	-	-	-	-	94.00	74.15
October, 2014	-	-	-	-	82.00	53.50
November, 2014	-	-	-	-	72.90	46.15
December, 2014	-	-	-	-	60.00	45.00
January, 2015	-	-	-	-	58.95	40.30
February, 2015	-	-	-	-	54.95	41.15
March, 2015	-	-	-	-	62.50	32.70

Note : The company got listed with MCX Stock Exchange Ltd w.e.f. 3rd November 2014.

Performance comparison Chart with BSE- SENSEX



- ▶ **Registrar and Transfer agents** : Maheswari Datamatics Pvt Ltd (MDPL)
6, Mangoe Lane, 2nd Floor, Kolkata – 700001.
Tel: 91-33-22482248, 22435029/ 5809
Fax no: 91-33-2248 4787
Email:mdpldc@yahoo.com.

▶ **Share Transfer System**

a) **Share Transfer:** Approx 97 % of the equity shares of the Company are in electronic form. Transfer of these shares is done through the depositories with no involvement of the Company. As regards transfer of shares held in physical form the transfer documents can be lodged with MDPL at the above mentioned addresses. Transfer of shares in physical form is normally processed within ten to twelve days from the date of receipt, if the documents are complete in all respects. The transfer of share is approved by the Committee, which are noted at subsequent board meetings.

Members who hold shares in dematerialized form should correspond with the Depository participant with whom they maintain Demat Account/s, for their queries relating to shareholding, change of address, credit of dividend through NECS. However, queries relating to non-receipt of dividend, non-receipt of annual reports, or on matters relating to the working of the Company should be sent to the Company or Share Transfer Agent.

Members are requested to indicate their DP ID & Client ID/ Ledger Folio number in their correspondence with the Company and also to provide their Email addresses and telephone numbers/FAX numbers to facilitate prompt response from the Company.

b) **Furnish copies of Permanent Account Number (PAN)** : The members are requested to furnish their PAN which will help us to strengthen compliance with KYC norms and provisions of Prevention of Money Laundering Act, 2002 For transfer of shares in physical form, SEBI has made it mandatory to the transferee to submit a copy of PAN card to the Company.

c) **Nomination facility for shareholding:** As per the provisions of the Companies Act, 2013, facility for making nomination is available for Members in respect of shares held by them. Members holding shares in physical form may obtain nomination form, from the Share Department of the Company or download the same from the Company's website. Members holding shares in dematerialized form should contact their Depository Participants (DP) in this regard.

▶ **Address for correspondence**

Company Address:	Registrar and Share Transfer Agent:
Ms. Anju Mundhra Executive Director (legal) & Company Secretary "Trinity", 7th floor, 226/1, A.J.C. Bose Road, Kolkata – 700 020. Tel No. (033) 40102500 Fax No. (033) 2289-1555 Email : anjulohia@ashikagroup.com	Maheswari Datamatics Private Limited 6, Mangoe Lane, 2nd Floor, Kolkata – 700001 Tel no: 91-33-2243 5029/5809, 2248 2248 Fax no: 91-33-2248 4787 Email: mdpldc@yahoo.com

- ▶ **Investor Complaints to be addressed to** : Registrars and Share Transfer Agents or to the Company Secretary, at the above mentioned addresses
- ▶ **Email id of grievance redressal division** : investorservices@ashikagroup.com

CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

► **Category-wise shareholding pattern as on March 31, 2015 :**

Sr. No.	Category	No. of shares	% holding
1	Promoter & promoter Group	1855900	26.5325
2	Institution – Public	Nil	Nil
3	Body Corporate - Public	4622527	66.0850
4	Individual - Public	514749	7.3590
5	Clearing member	1500	0.0214
6	Non Resident Individual	150	0.0021
	Total	6994826	100.00

► **Distribution of Shareholding :**

Slab of shareholding	Number of Shareholders	% to total no of shareholders	Number of Shares	% to total no of shares
1-500	592	79.0387	23201	0.3317
501-1000	24	3.2043	21035	0.3007
1001-2000	31	4.1389	56957	0.8143
2001-3000	7	0.9346	18700	0.2673
3001-4000	9	1.2016	34331	0.4908
4001-20,000	6	0.8011	29116	0.4163
5001-10000	16	2.1362	137362	1.9638
10001 and above	64	8.5447	6674124	95.4152
Total	749	100	6994826	100

- d) Dematerialization of Shares and liquidity : The Company's shares are available for trading in the depository system of both NSDL and CDSL.
- e) Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity : None
- f) Plant Location : None

For, **Ashika Credit Capital Limited**

(Pawan Jain)
Chairman Cum Managing Director

Din : 00038076

Place: Kolkata
Date: 01.05.2015

We, Pawan Jain, Chief Executive Officer and Managing Director and Amit Jain, Chief Financial Officer, to the best of our knowledge and belief certify that:

- We have reviewed the Balance sheet as at 31st March, 2015 and Statement of Profit and Loss Account for the year ended 31st March 2015, and all its schedules and notes on accounts as well as the Cash Flow Statements and the Director's Report;
- Based on our knowledge and information, these statements do not contain any untrue statement of material fact or omits to state a material fact or does not contain any statement that might be misleading;
- Based on our knowledge and information the financial statements and other financial information included in this report present in all material respects a true and fair view of the company affairs, the financial condition, results of operations and cash flows of the company as of, and for, the periods presented in this report, and are in compliance with the existing Accounting Standards notified under companies Act 1956 read with General Circular no 15/2013 dated 13.09.2013, issued by MCA, in respect of section 133 of Companies Act 2013,
- To the best of our knowledge and belief no transactions entered into by the company during the aforesaid period are fraudulent or illegal of the company's code of conduct;
- We are responsible for establishing and maintaining disclosure, controls and procedures and internal controls over financial reporting for the company and we have:
 - Evaluated the effectiveness of the company's disclosure, controls and procedures over financial reporting and
 - Disclose in this report any change in the company's internal control over financial reporting that occurred during the company's most recent fiscal year that has materially affected, or is reasonably likely to materially affect, the company's internal control over financial reporting;
- We have disclosed based on our most recent evaluation, wherever applicable, to the Company's Auditor and the Audit Committee of the Company's Board of Director's;
 - All deficiencies in the design or operation of internal controls, which could adversely affect the company's ability to record, process, summarise and report financial data and have identified for the company's Auditors, any material weakness in internal control over financial reporting including any corrective actions with regard to deficiencies;
 - Significant Changes in internal controls during the period covered by this report, if any;
 - All significant changes in Accounting Policies during the year, if any, and the same have been disclosed in the notes to the financial statements;
 - Instances of significant fraud of which we are aware that involves management or other employees who have a significant role in the company's internal control system;
- We affirm that we have not denied any personnel, access to the Audit Committee of the company (in respect of matters involving alleged misconduct).

Place : Kolkata
Date: 01/05/2015

Pawan Jain
CEO & Managing Director
(Din: 00038076)

Amit Jain
Chief Financial Officer
(Din : 00040222)

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members,
Ashika Credit Capital Limited

We have examined the compliance of conditions of Corporate Governance by Ashika Credit Capital Limited for the year ended on 31st March, 2015, as stipulated in Clause 49 of the Listing Agreement of the said Company with the stock exchanges in India.

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

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

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

For, **P. K. SAH & ASSOCIATES**
Chartered Accountants
Firm Registration No. 322271E

(P. K. Sah, FCA)
Partner
Membership No. 056216

Place : Kolkata
Date : 1st May, 2015

Independent Auditors' Report

To
The Members of
Ashika Credit Capital Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Ashika Credit Capital Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2015, the Statement of Profit and Loss, the 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

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 the preparation and presentation 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 principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements 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 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 have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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 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

judgement, 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 financial control relevant to the Company's preparation of the financial statements that give 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 the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, 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 financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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, 2015;
- b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the 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 Government of 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 paragraphs 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 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 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 written representations received from the directors as on 31 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 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 – refer note no.-21 to the financial statements;

- ii) The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;
- iii) There were no amounts which required to be transferred to the Investor Education and Protection Fund by the Company.

For **P. K. SAH & ASSOCIATES**
Chartered Accountants
Firm Registration No. 322271E

Place : Kolkata
Date : 1st May, 2015

(P. K. Sah, FCA)
Partner
Membership No. 056216

Annexure to the Independent Auditor's Report

Referred to in Paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of Ashika Credit Capital Limited.

- (i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) As per the information and explanations given to us fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification;
- (ii) Since the Company does not hold any physical inventory, sub clauses (a) to (c) of the clause (ii) of the said Order are not applicable.
- (iii) The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act.
- (iv) In our opinion and according to the information and explanations given to us there is an adequate internal control system commensurate with the size of the company and the nature of its business for the sale of services. During the year, the company does not have any purchase of inventory and fixed assets. During the course of our audit, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in the internal control system of the Company.
- (v) The Company has not accepted any deposits from the public.

(vi) Being a Non- Banking Financial Company, the provisions of clause (vi) of the said Order as regard to maintenance of cost records are not applicable to the Company.

(vii) (a) According to the records of the company and explanations given to us, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues, whatever applicable to it, have been regularly deposited during the year by the Company with the appropriate authorities;

According to the information and explanations given to us, there is no undisputed amount payable in respect of such statutory dues, which were in arrears as at the Balance Sheet date for a period of more than six months from the date become payable;

(b) According to the information and explanations given to us, there are no material dues of sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess have not been deposited on account of any dispute. However, according to the information and explanations given to us the following dues of income tax has not been deposited by the Company on account of dispute:

Name of Statute	Nature of Dues	Amount (Rs.)	Period to which amount relates	Forum where the dispute is pending
Income Tax	Income Tax	3,14,820/- #	Fin. Yr. 2010-11	CIT Appeals, Kolkata

Net of amount paid under protest

- (c) There were no amounts which required to be transferred to the investor education and protection fund by the Company.
- (viii) The accumulated losses of the Company at the end of the financial year are less than fifty percentage of its net worth. The Company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (ix) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to banks. During the year, the Company has not borrowed from financial institutions or by issue of debentures.
- (x) In our opinion and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xi) In our opinion and according to the information and

explanations given to us, the Company has neither obtained nor applied any term loans during the year.

(xii) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year nor we have been informed of any such cases by the management.

For **P. K. SAH & ASSOCIATES**
Chartered Accountants
Firm Registration No. 322271E

Place : Kolkata
Date : 1st May, 2015

(P. K. Sah, FCA)
Partner
Membership No. 056216

Balance Sheet as at 31st March, 2015

Amount in (Rs.)			
	Note	As at 31st March, 2015	As at 31st March, 2014
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	69,964,955	69,964,955
Reserves and Surplus	3	205,708,183	196,498,505
		275,673,138	266,463,460
Non-Current Liabilities			
Long Term Provisions	4	20,677,520	20,273,410
Current Liabilities			
Short Term Borrowings	5	-	75,130,691
Trade Payables	6	125,020	165,044
Other Current Liabilities	7	741,262	805,606
Short Term Provisions	4	258,680	355,926
		1,124,962	76,457,267
Total		297,475,620	363,194,137
ASSETS			
Non-Current Assets			
Fixed Assets			
- Tangible Assets	8	1,950,955	2,112,440
Non-Current Investments	9	32,201,450	468,000
Deferred Tax Assets (Net)	10	7,951,513	9,450,858
Long Term Loans & Advances	11	4,557,958	15,457,958
Other Non-Current Assets	12	12,300	12,300
		46,674,176	27,501,556
Current Assets			
Cash & Bank Balances	13	63,119,954	101,884,391
Short Term Loans & Advances	11	187,681,490	222,513,985
Other Current Assets	12	-	11,294,205
		250,801,444	335,692,581
Total		297,475,620	363,194,137
Significant Accounting Policies	1.1		
The accompanying notes 1 to 28 are an integral part of the Financial Statements			

As per our report of even date attached

For and on behalf of the Board

For **P. K. SAH & ASSOCIATES**
Chartered Accountants
Firm Registration No. 322271E

(P. K. Sah, FCA)
Partner
Membership No. 056216

Place : Kolkata
Date : 1st May, 2015

Pawan Jain
(Managing Director & CEO)

Anju Mundhra
(Executive Director-Legal
& Company Secretary)

Sagar Jain
(Director)

Amit Jain
(Chief Financial Officer)

Statement of Profit and Loss for the year ended on 31st March, 2015

Amount in (Rs.)			
	Note	Year ended 31st March, 2015	Year ended 31st March, 2014
INCOME			
Revenue From Operations	14	31,157,087	63,569,854
Other Income	15	123,318	611,958
Total Revenue		31,280,405	64,181,812
EXPENSES			
Loss on Sale/Redemption of Non-Current Investments		-	20,110,700
Loss from Trading in Derivatives in Equity, Currency etc.		10,908,482	10,860,858
Finance Costs	16	1,963,827	21,481,281
Employee Benefit Expenses	17	4,347,570	4,922,439
Depreciation	8	34,488	145,270
Other Expenses	18	3,200,488	3,472,547
Provisions for Non Performing Assets		-	20,153,410
Total Expenses		20,454,855	81,146,505
Profit / (Loss) Before Tax		10,825,550	(16,964,693)
Less : Tax Expenses			
- Current Tax		2,069,948	492,951
- MAT Credit Entitlement		(2,069,948)	(492,951)
- Deferred Tax Liabilities		1,538,587	1,089,589
- Tax relating to earlier year		(10,470)	-
Profit / (Loss) for the Year		9,297,433	(18,054,282)
Earnings per Equity Share of Rs. 10/- each (Basic and Diluted)	19	1.33	(2.58)
Significant Accounting Policies	1.1		
The accompanying notes 1 to 28 are an integral part of the Financial Statements			

As per our report of even date attached

For and on behalf of the Board

For **P. K. SAH & ASSOCIATES**
Chartered Accountants
Firm Registration No. 322271E

(P. K. Sah, FCA)
Partner
Membership No. 056216

Place : Kolkata
Date : 1st May, 2015

Pawan Jain
(Managing Director & CEO)

Anju Mundhra
(Executive Director-Legal
& Company Secretary)

Sagar Jain
(Director)

Amit Jain
(Chief Financial Officer)

Cash Flow Statement for the year ended on 31st March, 2015

Amount in (Rs.)

	Year ended 31st March, 2015	Year ended 31st March, 2014
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit Before Tax	10,825,550	(16,964,693)
Adjustments for :		
Depreciation on Fixed Assets	34,488	145,270
Actuarial (Gain) / Provision for Gratuity	403,125	(121,342)
Provision for Sick Leave no longer required written back	-	(1,136)
Provision for Privilege Leave	25,402	11,999
Provision for Non-Performing Assets	-	20,153,410
Contingent Provision against Standard Assets written back	(121,663)	(387,775)
(Profit) / Loss on sale / redemption of Non- Current Investments	(2,723,516)	20,110,700
Irrecoverable Advances written off	-	43,379
Loss on Sale of Fixed Assets	-	437,043
Finance Costs	1,963,827	21,481,281
Operating Profit Before Working Capital Changes	10,407,213	44,908,136
Adjustments for :		
Increase / (Decrease) in Trade Payables	(40,024)	39,359
Increase / (Decrease) in Other Current Liabilities	(64,344)	(7,335,408)
(Increase) / Decrease in Long Term Loans & Advances	10,900,000	9,100,000
(Increase) / Decrease in Short Term Loans & Advances	37,554,539	85,412,142
(Increase) / Decrease in Other Non-Current Assets	-	3,088,331
(Increase) / Decrease in Other Current Assets	11,294,205	(8,621,259)
Cash Generated From Operations	70,051,589	126,591,301
Adjustments for :		
Finance Costs	(1,963,827)	(21,481,281)
Direct Tax Paid	(2,711,574)	(6,472,238)
Net Cash Generated from / (Used in) Operating Activities	65,376,188	98,637,782
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Add / (Less) :		
Proceeds from Sale of Fixed Assets	-	100,000
Proceeds from Sale of Non-Current Investments	284,486,916	159,338,949
Purchase of Non- Current Investments	(313,496,850)	(23,006,181)
Decrease in Fixed Deposits	100,000,000	-
Net Cash Generated from / (Used in) Investing Activities	70,990,066	136,432,768
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Add / (Less) :		
Decrease in Short Term Borrowings	(75,130,691)	(236,530,985)
Net Cash Generated from / (Used in) Financing Activities	(75,130,691)	(236,530,985)
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	61,235,563	(1,460,435)
Cash and Cash Equivalents at the Beginning of the Year	1,884,391	3,344,826
Cash and Cash Equivalents at the End of the Year	63,119,954	1,884,391

Notes : Previous year's figures have been regrouped/rearranged wherever necessary to confirm to the current year's classification.

As per our report of even date attached

For and on behalf of the Board

For **P. K. SAH & ASSOCIATES**

Chartered Accountants

Firm Registration No. 322271E

(P. K. Sah, FCA)

Partner

Membership No. 056216

Pawan Jain

(Managing Director & CEO)

Sagar Jain

(Director)

Anju Mundhra

(Executive Director-Legal
& Company Secretary)

Amit Jain

(Chief Financial Officer)

Place : Kolkata

Date : 1st May, 2015

Notes to Financial Statements as at and for the year ended on 31st March, 2015

1. Company Information

Ashika Credit Capital Limited (the Company) is a public limited company domiciled in India and incorporated under the Companies Act, 1956. It's shares are listed on The Calcutta Stock Exchange Limited since 20th September, 2000 and MCX Stock Exchange Ltd. w.e.f 3rd November, 2014 & also traded under the "permitted securities" category at the nationwide platform of BSE Ltd. since 11th November, 2011. The Company is a RBI registered Non-Deposit taking Non Banking Financial Company, carrying on NBFI activities. It is mainly engaged in the business of financing, providing loans and advances, ICD and investment & trading in shares and securities.

1.1 Significant Accounting Policies

(i) Basis of Accounting

- The financial statements have been prepared to comply in all material aspects with the Accounting Standards specified under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 and the provisions of the Act.
- The Company follows the directives prescribed by the Reserve Bank of India for Non Banking Financial Companies.
- The financial statements have been prepared under the historical cost convention on an accrual basis. However, income is not recognized and also provision is made in respect of non-performing assets as per the guidelines for prudential norms prescribed by the Reserve Bank of India. Except otherwise mentioned, the accounting policies applied by the Company are consistent with those used in the previous year.

(ii) Use of Estimates

The preparation of financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities as at the date of financial statements and the reported amounts of revenues and expense during the reported period. Although these estimates are based on the management's best knowledge of current events and actions, actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in current and future period.

(iii) Revenue Recognition

- Revenue from trading in securities / intraday transactions is accounted for on trade date basis.
- Interest Income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.
- Dividend income is recognized when the company's right to receive payment is established by the reporting date.
- All other Incomes are accounted for on accrual basis.

(iv) Fixed Assets

Tangible Fixed Assets are stated at cost, less accumulated depreciation and impairment loss thereon, if any. Cost comprises of purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

(v) Depreciation on Fixed Assets

Depreciation has been provided on the straight line method based on life assigned to each asset in accordance with Schedule II of the Companies Act, 2013.

(vi) Impairment of Fixed Assets

The carrying amounts of the assets are reviewed at each balance sheet date to ascertain if there is any indication of impairment based on external or internal factors. An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount which is the greater of the assets' net selling price and value in use. An impairment loss is charged to the statement of profit and loss in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting period, if any, is reversed if there has been a change in the estimate of the recoverable amount.

(vii) Investments

Non-Current / Long term investments, those are intended to be held for a period of more than a year are considered at 'cost' on individual investment basis, unless there is a decline in the value other than temporary, in which case adequate provision is made against the diminution in the value of such investments.

Notes to Financial Statements as at and for the year ended on 31st March, 2015

(viii) Derivative Instruments

In accordance with the ICAI announcements, derivative contracts (other than foreign currency forward contracts covered under AS 11) is done based on the 'marked to market' principle, on a portfolio basis, and the net loss, if any, after considering the offsetting effect of underlying hedged items, is charged to the statement of profit and loss. Net gain, if any, after considering the offsetting effect of loss on the underlying hedged item, is ignored as a matter of prudence.

(ix) Earnings per Share

Basic Earnings per Share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

Diluted Earnings per Share is calculated by adjustment of all the effects of dilutive potential equity shares from the net profit or loss for the period attributed to equity shareholders and the weighted average numbers of shares outstanding during the period.

(x) Taxation

Tax expenses comprises of current tax (net of Minimum Alternate Tax credit entitlement) and deferred tax.

Current tax is determined as the amount of tax payable in respect of taxable income for the period under the provisions of the Income Tax Act 1961.

Deferred tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversible in one or more subsequent periods. Deferred tax assets are recognized and carried forward only to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax asset item will be realized. If the company has carry forward unabsorbed depreciation and tax losses, deferred tax assets are recognized only to the extent there is virtual certainty supported by convincing evidence that sufficient taxable income will be available against which such deferred tax assets can be realized.

(xi) Retirement Benefits

- Employment benefits in the form of Provident Fund and Employee State Insurance are defined contribution plans and the Company's contribution, paid or payable during the reported period, are charged to the statement of profit and loss.
- Gratuity liability is a defined benefit plan and is provided for on the basis of actuarial valuation on projected units credit method at the Balance Sheet date.
- Long Term compensated leave are provided for based on actuarial valuation as per projected unit credit method at the Balance Sheet date.
- Actuarial gain / losses are charged to the statement of profit and loss and are not deferred.

(xii) Segment Reporting

Based on the risks and returns associated with business operations and in terms of Accounting Standard -17 (Segment Reporting), the Company is predominantly engaged in a single reportable segment of 'Financial Services'.

(xiii) Provisions, Contingent Liabilities & Contingent Assets

A provision is recognized when the company has present obligation as a result of past event and it is probable that outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognized but are disclosed in the notes to the financial statements. Contingent assets are neither recognized nor disclosed in the financial statements.

Notes to Financial Statements as at and for the year ended on 31st March, 2015

2 : Share Capital

	Amount in (Rs.)	
	As at 31st March, 2015	As at 31st March, 2014
Authorised		
20,250,000 Equity Shares of Rs.10/- each	202,500,000	202,500,000
Issued & Subscribed		
7,001,000 Equity Shares of Rs.10/- each	70,010,000	70,010,000
Fully Paid Up		
6,994,826 Equity Shares of Rs.10/- each	69,948,260	69,948,260
Add : 6,174 Forfeited Equity Shares	16,695	16,695
	69,964,955	69,964,955

a) Reconciliation of Equity Shares outstanding

Equity Shares	As at 31st March, 2015		As at 31st March, 2014	
	Nos.	Rs.	Nos.	Rs.
At the beginning of the year	6,994,826	69,948,260	6,994,826	69,948,260
Add : Issued during the year	-	-	-	-
At the end of the year	6,994,826	69,948,260	6,994,826	69,948,260

b) Terms / rights attached to Equity Shares

The Company has only one class of equity shares having par value of Rs.10/- per share. All these shares have the same right with respect to payment of dividend, repayment of capital and voting. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to the number of equity shares held by them.

c) Details of shareholders holding more than 5% shares in the Company

Name of the Shareholder	As at 31st March, 2015		As at 31st March, 2014	
	Nos.	% holding in the class	Nos.	% holding in the class
Equity Shares of Rs.10/- each fully paid up				
Pawan Jain (HUF)	789,000	11.28	789,000	11.28
Ashika Hedge Fund Pvt. Ltd.	566,900	8.10	566,900	8.10
Ashika Share Trading Pvt. Ltd.	500,000	7.15	500,000	7.15

Notes to Financial Statements as at and for the year ended on 31st March, 2015

3 : Reserves and Surplus

Amount in (Rs.)			
		As at 31st March, 2015	As at 31st March, 2014
Securities Premium Account			
Balance as per last financial statements	(A)	209,187,000	209,187,000
Statutory Reserves U/S 45IC of the RBI Act, 1934			
Balance as per last financial statements		7,268,111	7,268,111
Add : Transferred from surplus in the statement of Profit and Loss		1,859,487	-
	(B)	9,127,598	7,268,111
Surplus / (Deficit) in the Statement of Profit and Loss			
Balance as per last financial statements		(19,956,606)	(1,902,324)
Add : Profit / (Loss) for the year		9,297,433	(18,054,282)
Less : Transferred to Statutory Reserves U/S 45IC of the RBI Act, 1934		1,859,487	-
Less : Transitional effect of depreciation on fixed assets as per Companies Act, 2013 as on 1st April, 2014. (net of deferred tax)		87,755	-
	(C)	(12,606,415)	(19,956,606)
	(A+B+C)	205,708,183	196,498,505

4 : Provisions

Amount in (Rs.)					
	Long-Term		Short-Term		
	As at 31st March, 2015	As at 31st March, 2014	As at 31st March, 2015	As at 31st March, 2014	
Provision for Employees Benefits					
Gratuity	478,559	81,296	26,567	20,705	
Privilege Leave	45,551	11,454	3,638	12,333	
	(A)	92,750	30,205	33,038	
Others					
Provision for Non Performing Assets	20,153,410	20,153,410	-	-	
Contingent Provision against Standard Assets	-	27,250	228,475	322,888	
	(B)	20,153,410	228,475	322,888	
	(A+B)	20,677,520	258,680	355,926	

Nature of certain provisions and their movement

Provision for non-performing assets (NPAs) is made in the financial statements according to the Prudential Norms prescribed by RBI for NBFCs. The Company creates a general provision at 0.25% of the standard assets outstanding on the balance sheet date, as per the RBI Prudential Norms.

The following table sets forth the movement of aforesaid Provisions

	Provisions for NPAs		Contingent Provision against Standard Assets	
	Year ended 31st March, 2015	Year ended 31st March, 2014	Year ended 31st March, 2015	Year ended 31st March, 2014
Opening Balance	20,153,410	-	350,138	737,913
Provisions/(Reversals) during the year	-	20,153,410	(121,663)	(387,775)
Closing Balance	20,153,410	20,153,410	228,475	350,138

Notes to Financial Statements as at and for the year ended on 31st March, 2015

5 : Short Term Borrowings

Amount in (Rs.)		
	As at 31st March, 2015	As at 31st March, 2014
Secured, repayable on demand		
Credit Facilities from Bank	-	75,130,691
	-	75,130,691

6 : Trade Payables

Amount in (Rs.)		
	As at 31st March, 2015	As at 31st March, 2014
- Due to Micro Enterprises & Small Enterprises *	-	-
- Due to Others	125,020	165,044
	125,020	165,044

* Based on the information/ documents available with the Company, no creditor is covered under Micro, Small and Medium Enterprise Development Act, 2006. As a result, no interest provisions/ payments have been made by the Company to such creditors and no disclosures thereof are made in these financial statements.

7 : Other Current Liabilities

Amount in (Rs.)		
	As at 31st March, 2015	As at 31st March, 2014
Statutory Dues	42,043	78,746
Payable to Employees	195,392	223,033
Other Liabilities	503,827	503,827
	741,262	805,606

8 : Fixed Assets

Particulars	Gross Block (at cost)				Depreciation				Net Block		
	As at 1st April, 2014	Additions/ Adjustments	Withdrawals Adjustments	As at 31st March, 2015	As at 1st April, 2014	For the Year	Deduction / Adjustments	Transitional effect as per Companies Act, 2013 as on 1st April, 2014	As at 31st March, 2015	As at 31st March, 2015	As at 31st March, 2014
TANGIBLE ASSETS											
Buildings	2,188,504	-	-	2,188,504	252,051	34,488	-	-	286,539	1,901,965	1,936,453
Plant & Equipments											
Computers & Printers	979,795	-	-	979,795	803,808	-	-	126,997	930,805	48,990	175,987
Total	3,168,299	-	-	3,168,299	1,055,859	34,488	-	126,997	1,217,344	1,950,955	2,112,440
Total of Previous Year	4,241,519	-	1,073,220	3,168,299	1,446,766	145,270	536,177	-	1,055,859	2,112,440	2,794,753

Notes : (i) Building includes premises with gross value of Rs. 15,62,394/- (P.Y. Rs. 15,62,394/-), in respect of which conveyance is pending.

(ii) None of the Company's fixed assets are considered impaired as on the balance sheet date.

Notes to Financial Statements as at and for the year ended on 31st March, 2015

9 : Non-Current Investments

	Amount in (Rs.)	
	As at 31st March, 2015	As at 31st March, 2014
Other Investments-At Cost		
Investments in Equity Instruments		
Shares at Rs. 10/- each fully paid up (Quoted)		
4,298 (P.Y. Nil) Inox Wind Ltd. #	(A) 1,396,850	-
Investment in Government Securities (Unquoted)		
12.3% Government of India Stocks (Face Value Rs. 4,00,000/-)	(B) 468,000	468,000
Investments in Units of Mutual Funds (Unquoted)		
1,052,191.925 (P.Y. Nil) HDFC Cash Management Fund	(C) 30,336,600	-
	(A+B+C) 32,201,450	468,000
# Acquired through IPO, listed after balance sheet date.		
Aggregate Amount of Quoted Non- Current Investments - At Cost	1,396,850	-
- At Market value	1,396,850	-
Aggregate Amount of Unquoted Non-Current Investments- At Cost	30,804,600	468,000

10 : Deferred Tax Assets (Net)

	Amount in (Rs.)	
	As at 31st March, 2015	As at 31st March, 2014
Deferred Tax Assets		
Carried Forward Business Loss	1,135,458	3,690,161
Carried Forward Unabsorbed Depreciation	38,050	36,238
Provision of Gratuity	163,888	31,518
Provision for Privilege Leave	15,959	7,350
Contingent Provision against Standard Assets	74,129	108,193
Provision for Non-Performing Assets	6,538,774	6,227,404
	(A) 7,966,258	10,100,864
Deferred Tax Liabilities		
Difference between tax depreciation and book depreciation on Fixed assets	(B) 14,745	650,006
	(A-B) 7,951,513	9,450,858

Notes to Financial Statements as at and for the year ended on 31st March, 2015

11 : Loans & Advances

	Amount in (Rs.)			
	Long-Term		Short-Term	
	As at 31st March, 2015	As at 31st March, 2014	As at 31st March, 2015	As at 31st March, 2014
Considered good, unless otherwise stated				
Capital Advances, Unsecured	4,492,515	4,492,515	-	-
Security Deposits, Unsecured	65,443	65,443	-	-
Loans				
- Secured	-	-	20,000,000	51,198,356
- Unsecured	-	10,900,000	152,003,737	158,570,397
Margin Deposits with Related Party, Unsecured	-	-	200,000	-
Other Loans & Advances, Unsecured				
Balance with Government Authorities				
- Income Tax Payment (net of provisions)	-	-	12,902,910	12,250,814
MAT Credit Entitlement	-	-	2,562,899	492,951
Prepaid Expenses	-	-	11,944	1,467
	4,557,958	15,457,958	187,681,490	222,513,985

Note : (a) Secured Loans are secured by pledge of equity shares of the borrowers.

(b) Unsecured Loans includes Non-Performing Assets of Rs. 80,613,640/- (Previous year-Rs. 80,613,640/-).

(c) Margin Deposits with related party represents due from Ashika Stock Broking Ltd.

12 : Other Assets

	Amount in (Rs.)			
	Non-Current Assets		Current Assets	
	As at 31st March, 2015	As at 31st March, 2014	As at 31st March, 2015	As at 31st March, 2014
Unsecured, considered good				
Interest Accrued but not due :				
On Govt. Securities	12,300	12,300	-	-
On Fixed Deposits	-	-	-	11,294,205
	12,300	12,300	-	11,294,205

13 : Cash & Bank Balances

	Amount in (Rs.)	
	As at 31st March, 2015	As at 31st March, 2014
Cash and Cash Equivalents		
Balances with Banks in Current Accounts	62,771,108	902,096
Cheques in hand	-	780,905
Cash in hand	348,846	201,390
	(A) 63,119,954	1,884,391
Other Bank Balances		
Fixed Deposits with original maturity more than twelve months	(B) -	100,000,000
	(A+B) 63,119,954	101,884,391

Note : The balances that meet the definition of Cash and Cash Equivalents as per AS -3 (Cash Flow Statement) is Rs. 63,119,954/- (P.Y. Rs. 1,884,391/-).

Notes to Financial Statements as at and for the year ended on 31st March, 2015

14 : Revenue from Operations

	Amount in (Rs.)	
	Year ended 31st March, 2015	Year ended 31st March, 2014
Interest Income		
- On Loans Granted	26,567,092	53,221,746
- On Deposits with Banks	1,817,279	9,881,930
- On Margin Money Deposits	-	416,868
- On Investment in Govt. Securities	49,200	49,200
- On Investment in Bonds	-	110
Income from Other Financial Services		
- Profit on Redemption of Non-Current Investments	2,723,516	-
	31,157,087	63,569,854

15 : Other Income

	Amount in (Rs.)	
	Year ended 31st March, 2015	Year ended 31st March, 2014
Rent Income	-	80,000
Actuarial Gain on Gratuity	-	121,342
Provision for Sick Leave no longer required written back	-	1,136
Contingent Provision against Standard Assets written back	121,663	387,775
Other Non-Operating Income	1,655	21,705
	123,318	611,958

16 : Finance Costs

	Amount in (Rs.)	
	Year ended 31st March, 2015	Year ended 31st March, 2014
Interest on Credit Facilities from Bank	1,296,430	3,820,474
Interest on Short Term Borrowings	667,397	17,660,807
	1,963,827	21,481,281

17 : Employee Benefit Expenses

	Amount in (Rs.)	
	Year ended 31st March, 2015	Year ended 31st March, 2014
Salary & Other Allowances	3,362,002	4,471,561
Bonus	365,156	151,679
Contribution to Provident Fund / ESI	138,516	216,491
Gratuity	403,125	-
Privilege Leave	25,402	11,999
Staff Welfare Expenses	53,369	70,709
	4,347,570	4,922,439

Notes to Financial Statements as at and for the year ended on 31st March, 2015

18 : Other Expenses

	Amount in (Rs.)	
	Year ended 31st March, 2015	Year ended 31st March, 2014
Rent & Maintenance	25,644	82,164
Electricity Charges	8,568	7,788
Insurance Charges	-	17,055
Rates & Taxes	26,363	24,003
Advertisement	149,951	149,012
Travelling & Conveyance	1,219,783	1,607,472
Postage & Courier	31,571	46,944
Motor Vehicles Expenses	-	62,328
Telephone / Mobile Expenses	30,539	34,848
Printing & Stationary	110,964	127,461
Professional Fees	168,568	119,735
Fees & Subscriptions	374,377	111,373
Directors' Sitting Fees	127,000	100,000
Auditors' Remuneration (see note-20)	150,002	152,249
Loss on Sale of Fixed Assets	-	437,043
Business Promotion Expenses	678,279	173,768
Irrecoverable Advances Written Off	-	43,379
Miscellaneous Expenses	98,879	175,925
	3,200,488	3,472,547

19 : Earnings Per Share (EPS)

	Amount in (Rs.)	
	Year ended 31st March, 2015	Year ended 31st March, 2014
Profit / (Loss) after Tax (Rs.)	9,297,433	(18,054,282)
Weighted average number of Equity Shares (Nos.)	6,994,826	6,994,826
Nominal value of Equity Shares (Rs.)	10	10
Basic and Diluted Earnings per Share (Rs.)	1.33	(2.58)

Note: Earnings per share are done in accordance with the Accounting Standard (AS)-20 issued by ICAI

20 : Auditors' Remuneration

	Amount in (Rs.)	
	Year ended 31st March, 2015	Year ended 31st March, 2014
Statutory Audit	89,888	89,888
Tax Audit	22,472	22,472
Other Services	37,642	39,889
	150,002	152,249

Notes to Financial Statements as at and for the year ended on 31st March, 2015

21. Contingent Liabilities :

Income Tax dispute under Appeal (net of payment) Rs. 314,820/- (P.Y. 442,030/-).

22. There are no outstanding derivatives contracts as on the balance sheet date (P.Y. Nil).

23. Pursuant to the Companies Act, 2013 becoming effective from 1st April, 2014, the Company has recomputed the depreciation based on the useful life of the assets as prescribed in Schedule II of the Act. As per the transitional provision, the carrying value of the assets as on 1st April, 2014 is reduced by Rs. 1,26,997/- and the amount (net of deferred tax of Rs. 39,242/-) is adjusted in the opening balance of retained earnings. Had the Company continued with the previously adopted policy, the depreciation for the year ended on 31st March, 2015 would have been higher by Rs. 57,290/-

24. Employee Benefits

(a) Defined Contribution Plan Amount in (Rs.)

Particulars	Amount in (Rs.)	
	Year ended 31st March, 2015	Year ended 31st March, 2014
Contribution to Provident Fund	1,33,842	2,09,888
Contribution to Employee State Insurance	4,674	6,603
Total	1,38,516	2,16,491

(b) Defined Benefit Plan

The Company has provided for gratuity & privilege leave benefits liability based on actuarial valuation done as per the projected unit credit method. The scheme is unfunded.

The following tables summarize the components of net benefit expenses recognized in the Statement of Profit and Loss and amounts recognized in the balance sheet for the respective plan.

Particulars	Amount in (Rs.)			
	Gratuity		Privilege/Sick leave	
	As at 31st March, 2015	As at 31st March, 2014	As at 31st March, 2015	As at 31st March, 2014
(i) Reconciliation of Opening and Closing balances of Present Value of Obligation:				
Present Value of Obligation at the Beginning	1,02,001	2,23,343	23,787	12,924
Current service cost	85,135	48,319	15,593	2,287
Interest Cost	24,285	14,640	2,919	1,601
Benefits paid	-	-	-	-
Actuarial (gains)/losses on obligation	293,705	(1,84,301)	6,890	8,111
Present Value of Obligation at the End	505,126	1,02,001	49,189	23,787*
(ii) Net Liability recognized in the Balance Sheet :				
Present Value of Obligation	505,126	1,02,001	49,189	23,787
Fair value of Plan Assets	-	-	-	-
Net Liability - Non-Current	(478,559)	(81,296)	(3,638)	(11,454)
- Current	(26,567)	(20,705)	(45,551)	(12,333)
(iii) Expenses recognized in the Statement of Profit and Loss :				
Current service cost	85,135	48,319	15,593	2,287
Interest cost	24,285	14,640	2,919	1,601
Expected return on plan assets	-	-	-	-
Net Actuarial (gain) /loss recognized in the year	293,705	(1,84,301)	6,890	8,111
Net benefit expenses	403,125	(1,21,342)	25,402	11,999

Notes to Financial Statements as at and for the year ended on 31st March, 2015

Employee Benefits (contd.)

(iv) The Principal actuarial assumptions are as follows: Amount in (Rs.)

Particulars	As at	As at
	31st March, 2015	31st March, 2014
Discount rate (per annum)	8.00%	8.25%
Salary growth rate (per annum)	5.00%	5.00%
Withdrawal rates based on age (per annum)	Varying between 8% and 1% per annum depending upon the duration and age of the employees.	
Mortality	India Assured Lives Mortality (2006-2008) ultimate	India Assured Lives Mortality (2006-2008) ultimate

(v) Other Disclosures : Amount in (Rs.)

Particulars	Gratuity					Privilege/Sick leave			
	2014-15	2013-14	2012-13	2011-12	2010-11	2014-15	2013-14	2012-13	2011-12
Present Value of Obligation at the End	505,126	1,02,001	2,23,343	1,82,529	71,921	49,189	23,787	12,924	11,757
Fair Value of Plan Assets	-	-	-	-	-	-	-	-	-
Net assets (liability) recognised in balance sheet	(505,126)	(1,02,001)	(2,23,343)	(1,82,529)	(71,921)	(49,189)	(23,787)	(12,924)	(11,757)
Experience adjustments on plan liabilities Gain / (Loss)	(12,108)	1,84,301	39,465	(73,789)	31,899	1,193	(8,111)	5,676	(6,286)
Experience adjustments on plan assets Gain / (Loss)	-	-	-	-	-	-	-	-	-

* Adjusted for Rs. 1,136/- in the previous year being the opening sick leave obligation no longer required as there is no outstanding sick leave as on the balance sheet ended on 31st March, 2014

25. Related Parties Disclosures

Related parties disclosures, as stipulated by Accounting Standard-18 'Related Party Disclosures', issued by ICAI, are given below:

a) List of Related Parties:

i) Key Management Personnel:

Pawan Jain, Managing Director & CEO.
Amit Jain, Chief Financial Officer
Anju Mundhra, Executive Director-Legal & Company Secretary (Director w.e.f 1st February 2015)

ii) Relatives of Key Management Personnel

Kanchan Devi Jain

iii) Enterprises in which Key Management Personnel & their Relatives having Significant Influence:

Ashika Stock Broking Ltd.
Ashika Global Securities Pvt. Ltd. (formerly, Ashika Global Securities Ltd)
Ashika Capital Ltd.
Ashika Commodities & Derivatives Pvt. Ltd.
Ashika Global Finance Pvt. Ltd.
Ashika Logistics Pvt. Ltd.
Ashika Venture Capital Pvt. Ltd.
Ashika Business Pvt. Ltd.
Ashika Share Trading Pvt. Ltd.
Ashika Hedge Fund Pvt. Ltd.

Notes to Financial Statements as at and for the year ended on 31st March, 2015

Related Parties Disclosures (contd.)

Ashika Properties Pvt. Ltd.
Ashika Technology Pvt. Ltd.
Ashika Minerals India Pvt. Ltd.
Puja Sales Promotion Pvt. Ltd.
Pawan Jain (HUF)
Daulat Jain (HUF)
Puranmal Jain & Sons (HUF)

b) Transactions with Related Parties:

Aggregate Related Party Transactions as at and for the year ended on 31st March, 2015 (Transactions have been taken place on arm's length basis.)

(Amount in Rs.)

Particulars	Key Management Personnel		Relatives of Key Management Personnel		Enterprises in which Key Management Personnel & their Relatives having Significant Influence		Total	
	Transaction Value	Balance Outstanding as on 31.03.2015	Transaction Value	Balance Outstanding as on 31.03.2015	Transaction Value	Balance Outstanding as on 31.03.2015	Transaction Value	Balance Outstanding as on 31.03.2015
Loans Taken								
Ashika Business Pvt. Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(1,50,000)	(-)	(1,50,000)	(-)
Ashika Hedge Fund Pvt. Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(4,50,000)	(-)	(4,50,000)	(-)
Ashika Logistics Pvt. Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(2,50,000)	(-)	(2,50,000)	(-)
Ashika Properties Pvt. Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(1,00,000)	(-)	(1,00,000)	(-)
Margin Money Paid								
Ashika Commodities & Derivatives Pvt. Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(16,00,000)	(-)	(16,00,000)	(-)
Ashika Stock Broking Ltd.	-	-	-	-	2,27,25,000	2,00,000	2,27,25,000	2,00,000
	(-)	(-)	(-)	(-)	(1,82,24,147)	(-)	(1,82,24,147)	(-)
Advances Taken								
Daulat Jain (HUF)	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(1,00,00,000)	(-)	(1,00,00,000)	(-)
Kanchan Devi Jain	-	-	-	-	-	-	-	-
	(-)	(-)	(20,00,000)	(-)	(-)	(-)	(20,00,000)	(-)
Pawan Jain (HUF)	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(1,00,00,000)	(-)	(1,00,00,000)	(-)
Puranmal Jain & Sons (HUF)	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(20,00,000)	(-)	(20,00,000)	(-)
Sale of Long Term Investments								
Daulat Jain (HUF)	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(5,49,35,000)	(-)	(5,49,35,000)	(-)
Kanchan Devi Jain	-	-	-	-	-	-	-	-
	(-)	(-)	(1,00,00,000)	(-)	(-)	(-)	(1,00,00,000)	(-)
Pawan Jain (HUF)	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(5,00,00,000)	(-)	(5,00,00,000)	(-)
Puranmal Jain & Sons (HUF)	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(1,00,00,000)	(-)	(1,00,00,000)	(-)

Notes to Financial Statements as at and for the year ended on 31st March, 2015

(Amount in Rs.)

Particulars	Key Management Personnel		Relatives of Key Management Personnel		Enterprises in which Key Management Personnel & their Relatives having Significant Influence		Total	
	Transaction Value	Balance Outstanding as on 31.03.2015	Transaction Value	Balance Outstanding as on 31.03.2015	Transaction Value	Balance Outstanding as on 31.03.2015	Transaction Value	Balance Outstanding as on 31.03.2015
Reimbursement of Expenses								
Ashika Stock Broking Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(627)	(-)	(627)	(-)
Pawan Jain	-	-	-	-	-	-	-	-
	(4049)	(-)	(-)	(-)	(-)	(-)	(4049)	(-)
Advance License Fees Received								
Ashika Stock Broking Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(10,000)	(-)	(10,000)	(-)
Ashika Global Securities Pvt. Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(10,000)	(-)	(10,000)	(-)
Ashika Capital Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(10,000)	(-)	(10,000)	(-)
Ashika Commodities & Derivatives Pvt. Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(10,000)	(-)	(10,000)	(-)
Interest on Margin Money Received								
Ashika Stock Broking Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(4,16,868)	(-)	(4,16,868)	(-)
Rent Received								
Ashika Stock Broking Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(80,000)	(-)	(80,000)	(-)
License Fee Received								
Ashika Stock Broking Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(3,336)	(-)	(3,336)	(-)
Ashika Global Securities Pvt. Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(3,336)	(-)	(3,336)	(-)
Ashika Capital Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(3,336)	(-)	(3,336)	(-)
Ashika Commodities & Derivatives Pvt. Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(3,336)	(-)	(3,336)	(-)
Others	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(6,033)	(-)	(6,033)	(-)
Interest on Loans Paid								
Ashika Business Pvt. Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(189,830)	(-)	(189,830)	(-)
Ashika Global Securities Pvt. Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(1,456,438)	(-)	(1,456,438)	(-)
Ashika Hedge Fund Pvt. Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(1,51,956)	(-)	(1,51,956)	(-)
Ashika Logistics Pvt. Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(3,69,140)	(-)	(3,69,140)	(-)
Ashika Properties Pvt. Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(2,46,247)	(-)	(2,46,247)	(-)
Brokerage Paid								
Ashika Stock Broking Ltd.	-	-	-	-	591,250	-	591,250	-
	(-)	(-)	(-)	(-)	(114,748)	(-)	(114,748)	(-)

Notes to Financial Statements as at and for the year ended on 31st March, 2015

(Amount in Rs.)

Particulars	Key Management Personnel		Relatives of Key Management Personnel		Enterprises in which Key Management Personnel & their Relatives having Significant Influence		Total	
	Transaction Value	Balance Outstanding as on 31.03.2015	Transaction Value	Balance Outstanding as on 31.03.2015	Transaction Value	Balance Outstanding as on 31.03.2015	Transaction Value	Balance Outstanding as on 31.03.2015
Ashika Commodities & Derivatives Pvt. Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(2,41,207)	(-)	(2,41,207)	(-)
Rent Paid								
Puja Sales Promotion Pvt. Ltd.	-	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(34,000)	(-)	(34,000)	(-)
Salary, Bonus & Other Allowances								
Pawan Jain	15,00,000	-	-	-	-	-	15,00,000	-
	(15,00,000)	(-)	(-)	(-)	(-)	(-)	(15,00,000)	(-)
Amit Jain	706,137	53,529	-	-	-	-	706,137	53,529
	(699,052)	(51,667)	(-)	(-)	(-)	(-)	(699,052)	(51,667)
Anju Mundhra	778,507	64,842	-	-	-	-	778,507	64,842
	(598,847)	(46,800)	(-)	(-)	(-)	(-)	(598,847)	(46,800)
Directors Sitting Fees								
Daulat Jain	-	-	-	-	-	-	-	-
	(5,000)	(-)	(-)	(-)	(-)	(-)	(5,000)	(-)
Demat Charges Paid								
Ashika Stock Broking Ltd.	-	-	-	-	1,070	-	1,070	-
	(-)	(-)	(-)	(-)	(2,574)	(-)	(2,574)	(-)

Note : Figures in bracket represent figures relating to previous year.

26. Foreign Currency Transactions : Nil (P.Y. Nil)

27. Schedule in terms of Paragraph 13 of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 is annexed hereto separately.

28. Previous year's figures have been regrouped/ reclassified wherever necessary to correspond with the current year's classification / disclosure.

Signature to notes 1 to 28

As per our report of even date attached

For and on behalf of the Board

For **P. K. SAH & ASSOCIATES**

Chartered Accountants

Firm Registration No. 322271E

(P. K. Sah, FCA)

Partner

Membership No. 056216

Pawan Jain

(Managing Director & CEO)

Sagar Jain

(Director)

Anju Mundhra

(Executive Director-Legal
& Company Secretary)

Amit Jain

(Chief Financial Officer)

Place : Kolkata

Date : 1st May, 2015

Schedule to the Balance Sheet of Non-Deposit Taking Non-Banking Financial Company

(as required in terms of paragraph 13 of

Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007)

Amount in (Rs. Lacs)

Particulars	Amount outstanding	Amount overdue
Liabilities Side :		
(1) Loans and advances availed by the non-banking financial company inclusive of Interest accrued thereon but not paid :		
(a) Debentures : Secured	-	-
Unsecured	-	-
(other than falling within the Meaning of public deposits)	-	-
(b) Deferred Credits	-	-
(c) Term Loans	-	-
(d) Inter-corporate loans and borrowing	-	-
(e) Commercial Paper	-	-
(f) Other Loans (Working Capital Facility)	-	-
Particulars		Amount outstanding
Assets Side :		
(2) Break-up of Loans and Advance including bills Receivables [other than those included in (4) below]		
(a) Secured		200
(b) Unsecured		1,520
(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:		
(a) Financial Lease		-
(b) Operating Lease		-
(ii) Stock on hire including hire charges under Sundry debtors:		
(a) Assets on hire		-
(b) Repossessed Assets		-
(iii) Other loans counting towards AFC activities		
(a) Loans where assets have been repossessed		-
(b) Loans other than (a) above		-
(4) Break-up of Investments		
Current Investments		
1. Quoted :		
(i) Shares : (a) Equity		-
(b) Preference		-
(ii) Debentures and Bonds		-
(iii) Units of Mutual Funds		-
(iv) Government Securities		-
(v) Others (Please Specify)		-
2. Unquoted :		
(i) Shares : (a) Equity		-
(b) Preference		-
(ii) Debentures and Bonds		-
(iii) Units of Mutual Funds		-
(iv) Government Securities		-
(v) Others (please specify)		-
Long Term Investments :		
1. Quoted :		
(i) Shares : (a) Equity		14
(b) Preference		-
(ii) Debentures and Bonds		-

Particulars	Amount in (Rs. Lacs)	
		Amount outstanding
(iii) Units of Mutual Funds		-
(iv) Government Securities		-
(v) Others (please specify)		-
2. Unquoted :		
(i) Shares : (a) Equity		-
(b) Preference		-
(ii) Debentures and Bonds		-
(iii) Units of Mutual Funds		303
(iv) Government Securities		5
(v) Others (Immovable Property)		-

(5) Borrower group-wise classification of assets financed as in (2) and (3) above

Category	Amount Net of Provisions		
	Secured	Unsecured	Total
1. Related Parties			
(a) Subsidiaries	-	-	-
(b) Companies in the same group	-	-	-
(c) Other related parties	-	-	-
2. Other than related parties	200	1,319	1,519
Total	200	1,319	1,519

(6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted)

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	-	-
2. Other than related parties	326	322
Total	326	322

(7) Other Information

Particulars	Amount in (Rs.)
(i) Gross Non-Performing Assets	
(a) Related Parties	-
(b) Other than related parties	806
(ii) Net Non-Performing Assets	
(a) Related Parties	-
(b) Other than related parties	604
(iii) Assets acquired in satisfaction of debt	-

For and on behalf of the Board

Pawan Jain
(Managing Director & CEO)

Sagar Jain
(Director)

Anju Mundhra
(Executive Director-Legal
& Company Secretary)

Amit Jain
(Chief Financial Officer)

Place : Kolkata
Date : 1st May, 2015

CORPORATE INFORMATION

BOARD OF DIRECTORS

Sri Pawan Jain, *Chairman-cum-Managing Director & CEO*
Ms Anju Mundhra, *Executive Director – Legal & Company Secretary (Director w.e.f. 01.02.2015)*
Sri Kashi Prasad Khandelwal, *Independent Director*
Sri Sagar Jain, *Independent Director*
Sri R.S.Agarwal, *Independent Director*
Sri K.K.Saraf, *Non-Executive Director*

CHIEF FINANCIAL OFFICER

Mr. Amit Jain

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Anju Mundhra

STATUTORY AUDITORS

P.K.Sah & Associates
Chartered Accountants
58/D, Netaji Subhash Road,
3rd Floor, Room No.316,
Kolkata – 700 001

INTERNAL AUDITOR

Shyamsukha Amit & Associates
Chartered Accountants
19, Ganesh Chandra Avenue,
Premier House, 2nd Floor, Suit no 7
Kolkata – 700013

SECRETARIAL AUDITOR

MR & Associates
Company Secretaries
46, B. B. Ganguly Street,
Kolkata- 700012

REGISTERED OFFICE

'Trinity' 226/1 A. J. C. Bose Road,
7th Floor, Kolkata – 700 020
Tel : (033) 40102500/22839952
Fax : (033) 22891555
Email : investorservices@ashikagroup.com
ashika@ashikagroup.com
Website : www.ashikagroup.com

CIN NO. : L67120WB1994PLC062159

REGISTRAR & SHARE TRANSFER AGENT

Maheshwari Datamatics Pvt. Ltd.
6, Mangoe Lane, 2nd Floor, Kolkata 700 001

AUDIT COMMITTEE

Mr. Sagar Jain, Chairman
Mr Kashi Prasad Khandelwal
Mr. R.S. Agarwal
Mr. K.K. Saraf

NOMINATION & REMUNERATION COMMITTEE

Mr. Kashi Prasad Khandelwal, Chairman
Mr. K.K.Saraf
Mr Sagar Jain
Mr. R.S. Agarwal

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. R.S. Agarwal, Chairman
Mr K.K.Saraf
Mr. Kashi Prasad Khandelwal

PRINCIPAL BANKER

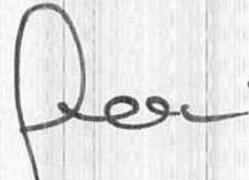
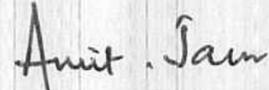
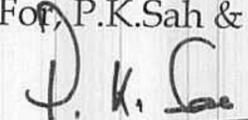
HDFC Bank Ltd.



Trinity, 226/1, A.J.C.Bose Road, 7th floor, Kolkata – 700020
Phone: (033) 22839952/40102500, Fax: (033) 22891555
Email: ashika@ashikagroup.com
Website: www.ashikagroup.com

FORM A

Format for Covering letter of the Annual Audit Report to be filed with the Stock Exchanges

1.	Name of the Company	Ashika Credit Capital Limited
2.	Annual financial statements for the year ended	31 st March, 2015
3.	Type of Audit observation	Un-qualified
4.	Frequency of observation	Not Applicable
5.	To be signed by - <ul style="list-style-type: none"> • Managing Director & CEO Mr. Pawan Jain • CFO- Mr. Amit Jain • Auditor of the company- M/s P.K.Sah & Associates • Audit Committee Chairman - Mr. Sagar Jain 	  For P.K.Sah & Associates  (P.K.Sah, FCA) Partner 