





**FORM A**

**FORMAT OF COVERING LETTER OF THE ANNUAL AUDIT REPORT TO BE FILED WITH THE STOCK EXCHANGE**

1.	Name of the Company	M/s. Finkurve Financial Services Limited
2.	Annual Financial Statement for the year ended	31 <sup>st</sup> March, 2014
3.	Type of Audit Observation	There are no observations in the Audit Report
4.	Frequency of Observation	Not Applicable
5.	To be signed by-	
	CEO / Managing Director	 Sachin Kothari Executive Director
	CFO	 Santosh Dakare
	Auditor of Company	 Ajay Singhal
	Audit Committee Chairman	 Kamlesh Jain







# **Finkurve**

## **Financial Services Limited**

CIN: L65990MH1984PLC032403

**30<sup>th</sup> ANNUAL REPORT**

**2013 - 2014**

**BOARD OF DIRECTORS**

Mr. Ketan Kothari	- Chairman
Mr. Sachin Kothari	- Executive Director
Mr. Kamlesh Jain	- Independent Director
Mrs. Riddhi Tilwani	- Independent Director

**AUDITORS**

M/s. Ladha Singhal & Associates,  
Chartered Accountants,  
Mumbai

**BANKERS**

AXIS Bank  
Union Bank of India

**REGISTERED OFFICE**

Office No. 114, 11<sup>th</sup> Floor, Mittal Chambers,  
Opposite INOX Theatre,  
Nariman Point,  
Mumbai-400021

**CORPORATE OFFICE**

3rd Floor, Bullion House,  
115, Tambakatta Lane, Zaveri Bazar,  
Mumbai - 400003

**REGISTRAR & SHARE TRANSFER AGENTS**

Sharex Dynamic (India) Private Limited  
Unit-1, Luthra Industrial Premises,  
Safed Pool, Andheri Kurla Road,  
Andheri (East),  
Mumbai – 400072

**INDEX**

<b>PARTICULARS</b>	<b>PAGE NO.</b>
Notice	1
Directors' Report	5
Management Discussion and Analysis	9
Corporate Governance Report	10
Auditor's Certificate under Clause 49	18
MD/CFO Certification	19
Auditors' Report on Financial Statements of the Company	20
Financial Statements of the Company	24
Auditors' Report on Consolidated Financial Statements of the Company	39
Consolidated Financial Statements of the Company	40
Attendance Slip and Proxy Form	

**NOTICE**

Notice is hereby given that the 30<sup>th</sup> Annual General Meeting of the Members of Finkurve Financial Services Limited will be held on Monday the 15<sup>th</sup> day of September, 2014 at 12.30 P. M. at the Corporate Office of the Company at 3<sup>rd</sup> Floor, Bullion House, 115 Tambakatta Lane, Zaveri Bazar, Mumbai-400003 to transact the following businesses:

**ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2014 and the Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors' and Auditors' thereon.
2. To appoint a director in place of Mr. Ketan Kothari, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors of the Company and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as **Ordinary Resolution**:

**“RESOLVED THAT** M/s. Ladha Singhal & Associates, Chartered Accounts, Mumbai (having FRN: 120241W) be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and on such remuneration as shall be fixed by the Board of Directors.”

**SPECIAL BUSINESS**

4. **Appointment of Mrs. Riddhi Tilwani (DIN: 06910038) as Independent Director**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mrs. Riddhi Tilwani (DIN: 06910038) who was appointed as Additional (Independent) Director pursuant to provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years commencing from 15<sup>th</sup> September, 2014”

5. **Appointment of Mr. Kamlesh Jain (DIN: 01588994) as Independent Director**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Kamlesh Jain (DIN: 01588994) who was appointed as a Director and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years commencing from 15<sup>th</sup> September, 2014”

**By order of the Board of Directors  
For Finkurve Financial Services Limited**

Place: Mumbai  
Date: 11<sup>th</sup> August, 2014

**Sd/-  
Ketan B. Kothari  
Chairman**

**NOTES:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF ON POLL ONLY AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or Shareholder.

2. Corporate Members are requested to send a duly certified copy of the Board resolution authorizing their representative to attend and vote at the Annual General Meeting or any adjournment thereof.
3. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 is annexed hereto and forms part of the notice.
4. The Register of Member and the Share Transfer Books of the Company will remain closed from Tuesday, 9<sup>th</sup> day of September, 2014 to Monday, 15<sup>th</sup> day of September, 2014 (both days inclusive).
5. Members desirous of seeking information about the accounts of the Company are requested to send their queries atleast ten days before the meeting at the Company's Registered Office, so that the information required can be made readily available at the meeting.
6. Members are requested to intimate change in their address immediately to Registrar and Share Transfer Agents of the Company, Sharex Dynamic (India) Private Limited, Unit-1, Luthra Industrial Premises, Safed Pool, Andheri Kurla Road, Andheri (East), Mumbai-400072. Members holding shares in electronic form may update such details with their respective Depository Participants.
7. Members are requested to bring their copies of Annual Report at the Annual General Meeting.
8. The Members / Proxies should bring the attendance slip duly filed in and signed for attending the meeting.
9. Members are requested to quote Folio Number/Client Id. /DP Id. in their all correspondence.
10. Members are requested to bring their original photo ID (like PAN Card, Aadhar Card, Voting Card, etc, having photo identity) while attending the meeting.
11. Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Monday, 8<sup>th</sup> September, 2014, i.e. the date prior to the commencement of book closure date are entitled to vote on the Resolutions set forth in this notice. Members who have acquired shares after the despatch of the Annual Report and before the book closure may approach the Company for issuance of the User ID and Password for exercising their right to vote by electronic means. **The E-voting period will commence at 9.00 a.m. on Tuesday, 9<sup>th</sup> September, 2014 and will end at 5.00 p.m. on Thursday, 11<sup>th</sup> September, 2014.** The Company has appointed Mr. Kaushal Doshi of M/s. Kaushal Doshi & Associates, Company Secretaries in whole time practice, to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on E-voting given hereinafter.

**PROCEDURE FOR E-VOTING****1. Voting through electronic means**

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through E-voting services provided by National Securities Depository Limited (NSDL):

The instructions for E-voting are as under:

- (i) The Notice of the 30<sup>th</sup> AGM of the Company inter alia indicating the process and manner of E-voting process along with printed Attendance Slip and Proxy Form is being dispatched to all the Members.

**EVEN (E-voting Event Number) USER ID PASSWORD/PIN**

- (ii) NSDL shall also be sending the User-ID and Password, to those Members whose shareholding is in the dematerialized format and whose email addresses are registered with the Company/Depository Participants(s).
  - (iii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
  - (iv) Click on Shareholder – Login.
  - (v) Put user ID and password as initial password noted in step (i) above. Click Login.
  - (vi) Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - (vii) Home page of E-voting opens. Click on E-voting: Active Voting Cycles.
  - (viii) Select “EVEN” of Finkurve Financial Services Limited.
  - (ix) Now you are ready for E-voting as Cast Vote page opens.
  - (x) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
  - (xi) Upon confirmation, the message “Vote cast successfully” will be displayed.
  - (xii) Once you have voted on the resolution, you will not be allowed to modify your vote.
  - (xiii) Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail **[caskaushaldoshi@gmail.com](mailto:caskaushaldoshi@gmail.com)** or **[finkurvefinancial@gmail.com](mailto:finkurvefinancial@gmail.com)** with a copy marked to **[evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)**
    - I. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and E-voting user manual for Shareholders available at the Downloads section of **[www.evoting.nsdl.com](http://www.evoting.nsdl.com)**.
    - II. If you are already registered with NSDL for E-voting then you can use your existing user ID and password for casting your vote.
    - III. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
    - IV. The E-voting period commences on Tuesday 9<sup>th</sup> September, 2014 (9:00 am) and ends on Thursday 11<sup>th</sup> September, 2014 (5:00 pm). During this period Shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday 8<sup>th</sup> August, 2014, may cast their vote electronically. The E-voting module shall also be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Shareholder, the shareholder shall not be allowed to change it subsequently.
    - V. The voting rights of Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on, Friday, 8<sup>th</sup> August, 2014.
    - VI. Since the Company is required to provide Members facility to exercise their right to vote by electronic means, Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday 8<sup>th</sup> August, 2014 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
    - VII. The Scrutinizer shall within a period of not exceeding three(3) working days from the conclusion of the E-voting period unlock the votes in the presence of atleast two(2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
    - VIII. The Results shall be declared on or after the 30<sup>th</sup> Annual General Meeting of the Company. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website [www.finkurve.com](http://www.finkurve.com) and on the website of NSDL within two(2) days of passing of the resolutions at the 30<sup>th</sup> Annual General Meeting of the Company on 15<sup>th</sup> September, 2014 and communicated to the BSE Limited.
2. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Corporate Office of the Company during office hours on all working days except Saturdays between 11.00 a.m. to 4.00 p.m. up to the date of declaration of the result of the 30<sup>th</sup> Annual General Meeting of the Company.

**Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013****Item No. 4:**

The Board of Directors of the Company appointed, pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company, Mrs. Riddhi Tilwani as an Additional Director of the Company with effect from 1<sup>st</sup> July, 2014 to hold office up to the date of the ensuing Annual General Meeting. The Company has received a notice in writing from a Member alongwith the deposit of requisite amount under Section 160 of the Companies Act, 2013 proposing the candidature of Mrs. Riddhi Tilwani for the office of Director of the Company. Mrs. Riddhi Tilwani is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director.

Section 149 of the Act inter alia stipulates the criteria of independence should a Company propose to appoint an Independent Director on its Board. As per the said Section 149, an Independent Director can hold office for a term up to 5 (five) consecutive years on the Board of a Company and she shall not be included in the total number of directors for retirement by rotation.

The Company has received a declaration from Mrs. Riddhi Tilwani that she meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

Mrs. Riddhi Tilwani possesses appropriate skills, experience and knowledge; inter alia, in the field of Company Law. In the opinion of the Board, Mrs. Riddhi Tilwani fulfils the conditions for her appointment as an Independent Director as specified in the Act and the Listing Agreement. Mrs. Riddhi Tilwani is independent of the management.

Keeping in view her expertise and knowledge, it will be in the interest of the Company that Mrs. Riddhi Tilwani is appointed as an Independent Director. This statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchange. Save and except Mrs. Riddhi Tilwani and her relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item no. 4 of the notice.

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Shareholders.

**Item No. 5:**

The Company had, pursuant to Clause 49 of the Listing Agreement, appointed Mr. Kamlesh Jain as Independent Director of the Company w.e.f. 07.10.2008. It is proposed to appoint Mr. Kamlesh Jain as Independent Director under Section 149 of the Companies Act, 2013 and amended Clause 49 of the Listing Agreement.

The Company has received a notice in writing from a Member alongwith the deposit of requisite amount under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Kamlesh Jain for the office of Director of the Company. Mr. Kamlesh Jain is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

The Company has received a declaration from Mr. Kamlesh Jain that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

Mr. Kamlesh Jain possesses appropriate skills, experience and knowledge; inter alia, in real estate sector. In the opinion of the Board, Mr. Kamlesh Jain fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Agreement. Mr. Kamlesh Jain is independent of the management.

Keeping in view his vast expertise and knowledge, it will be in the interest of the Company that Mr. Kamlesh Jain is appointed as an Independent Director. This statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchange. Save and except Mr. Kamlesh Jain and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board commends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the Shareholders.

**DIRECTORS' REPORT**

To,  
The Members,

Your Directors have pleasure in presenting the 30<sup>th</sup> Annual Report of your Company together with the Audited Financial Statements of Accounts for the year ended 31<sup>st</sup> March 2014.

**FINANCIAL RESULTS:**

(₹ in Lacs)

Particulars	Year Ended	Year Ended
	31 <sup>st</sup> March, 2014	31 <sup>st</sup> March, 2013
Total Revenue	30.40	5.53
Less : Total Expenses	67.17	35.07
Profit / (Loss) before tax	(36.77)	(29.54)
Less : Provision for Taxation		
- Income Tax	Nil	Nil
- Deferred Tax(Asset)/ Liability	(9.96)	(9.08)
Profit / (Loss) After tax	(26.81)	(20.45)
Balance of Profit/(Loss) as per last Balance Sheet	56.19	76.65
Balance of Profit/(Loss) carried to Balance Sheet	29.39	56.19

**OPERATIONS:**

During the year under review, the Company earned total revenue of ₹ 30.40 Lacs as against ₹ 5.53 Lacs in the previous year. The Loss before tax was ₹ 36.77 Lacs as against ₹ 29.54 Lacs in previous year. The Loss after tax was ₹ 26.81 Lacs as against ₹ 20.45 Lacs in the previous year. Your Directors expect better performance and recovery of losses in the coming years.

**DIVIDEND:**

In view of the loss incurred during the year, the Board of Directors do not recommend any payment of dividend for the year under review.

**DIRECTORS:**

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Ketan Kothari, Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment and your Board recommends for his re-appointment.

Mrs. Riddhi Tilwani (DIN : 06910038) was appointed as Additional Independent Director on the Board of the Company on 01.07.2014, pursuant to the Articles of Association of the Company and Section 161 of the Companies Act, 2013.

As per the provisions of the Companies Act, 2013, Independent Directors are required to be appointed for a term of five consecutive years and shall not be liable to retire by rotation. Accordingly, resolutions proposing appointment of Mrs. Riddhi Tilwani (DIN:06910038) and Mr. Kamlesh Jain (DIN:01588994) as Independent Directors form part of the Notice of the Annual General Meeting.

The Company has received notices under Section 160 of the Companies Act, 2013 from Members signifying their intention to propose Mrs. Riddhi Tilwani and Mr. Kamlesh Jain as candidates for the office of Independent Director at the ensuing Annual General Meeting. The Company has also received the requisite disclosures/declarations from Mrs. Riddhi Tilwani and Mr. Kamlesh Jain as required under Section 149 and other applicable provisions of the Companies Act, 2013. Requisite approval for their appointment is being sought at the ensuing Annual General Meeting.

**CORPORATE GOVERNANCE:**

The Company has complied with all the requirements regarding Corporate Governance as required under the revised Clause 49 of the Listing Agreement with the Stock Exchange(s). The report on Corporate Governance, Management Discussion and Analysis, as well as the Auditors Certificate on the compliance of Corporate Governance form part of the Annual Report.



**DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to the requirements under Section 217 (2AA) of the Companies Act 1956, your Directors hereby state and confirm that:

1. In the preparation of the Annual Accounts for the year ended 31<sup>st</sup> March, 2014, the applicable Accounting Standards have been followed and no material departures have been made from the same;
2. 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 31<sup>st</sup> March, 2014 and loss of the Company for the year ended on that date;
3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company for preventing and detecting fraud and other irregularities;
4. The Directors have prepared the accounts for the financial year ended 31<sup>st</sup> March, 2014 on a "Going Concern" basis.

**SUBSIDIARY COMPANIES:**

RSBL Commodities Private Limited (RCPL) is engaged in the business of Bullion trading and Arbitrageurs in Agricultural products, metals and other commodities and securities. It is one of the largest delivery participants across major Indian commodity exchanges and is awarded PREMIER TRADING HOUSE status under the EXIM policy of India. RCPL is one of the few nominated agencies for import of bullion in India and also one of the only four Indian companies to be associated with the London Bullion Market Association (LBMA).

Supama Forex Private Limited (SFPL) is engaged in foreign exchange business. It is an Authorized Money Changer (AMC) grade license holder issued by the Reserve Bank of India (RBI) under the Foreign Exchange Management (FEMA) Act, 1999 and has been successfully catered to wholesale, retail, travel and commercial foreign exchange requirements of corporates, travel agents and individual private clients.

**CONSOLIDATED FINANCIAL STATEMENTS:**

The Ministry of Corporate Affairs (MCA) vide General Circular No.2/2011 No. 51/12/2007-CL-III dated 8<sup>th</sup> February 2011 read with General Circular No.3/2011 No. 5/12/2007-CL-III dated 21<sup>st</sup> February 2011 has granted a general exemption from attaching the Balance Sheet of subsidiary companies with holding Company's Balance Sheet, if the holding Company presents in its Annual Report Consolidated Financial Statements duly audited by its Statutory Auditors. The Company is publishing Consolidated Financial Statements in the Annual Report and accordingly the Company is not attaching the Balance Sheets of the Subsidiary Companies with its Balance Sheet. Further, as required under the said circular, a statement of financial information of the subsidiary companies viz. RSBL Commodities Private Limited and Supama Forex Private Limited is given in Annexure attached to this report.

The Annual Accounts of the above referred subsidiary companies are available on the Company's website [www.finkurve.com](http://www.finkurve.com) and shall be made available to the shareholders of the Company and of the subsidiary companies on request and will also be kept for inspection at the Registered Office of the Company and of the subsidiary companies during the office hours on all working days and during the Annual General Meeting of the Company.

**AUDITORS:**

M/s. Ladha Singhal & Associates, Chartered Accountants, Mumbai, (FRN: 120241W) the Statutory Auditors of the Company hold office upto the conclusion of the ensuing Annual General Meeting of the Company. The Company has received a letter from them to the effect that their re-appointment, if made, would be in conformity with the provisions of Section 139 of the Companies Act, 2013.

The Board recommends the re-appointment of M/s. Ladha Singhal & Associates, Chartered Accountants, as Statutory Auditors of the Company to hold office from the conclusion of ensuing Annual General Meeting upto the conclusion of next Annual General Meeting of the Company.

**PUBLIC DEPOSITS:**

Your Company has neither accepted nor renewed any deposit within the meaning of Section 58A and 58AA of the Companies Act, 1956 and rules made there under during the year ended 31<sup>st</sup> March, 2014.

**LISTING OF SHARES :**

The Equity Shares of the Company are listed with BSE Limited and the Company has paid the listing fees for the financial year 2014-2015.

**STATUTORY INFORMATION:****a) Particulars of Employees:**

No employees were in receipt of remuneration exceeding the limits as prescribed under the provisions of Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975, as amended, hence no such particulars are furnished.

**b) Particulars regarding conservation of energy, technology absorption and foreign exchange earnings and outgo:**

Considering the nature of business activities carried out by the Company, your directors have nothing to report regarding conservation of energy, research and development and technology absorption as required under Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988. However, the Company makes its best possible efforts for conservation of energy.

There were no Foreign Exchange earnings /outgoings during the year under review.

**ACKNOWLEDGMENT**

Your Directors take this opportunity to place on record their sincere appreciation and acknowledge with gratitude the assistance, co-operation and support extended to your Company by bankers, clients, employees as well as the investing community and look forward to their continued support.

**For and on behalf of the Board of Directors**

Place : Mumbai  
Date: 1<sup>st</sup> July, 2014

**Sd/-**  
**Ketan B. Kothari**  
Chairman

**ANNEXURE TO DIRECTORS' REPORT**

Information as required under General Circular No. No.2/2011 No. 51/12/2007-CL-III dated 8<sup>th</sup> February 2011 issued by the Ministry of Corporate Affairs (MCA) relating to subsidiary companies for the year ended 31<sup>st</sup> March, 2014:

(₹ in Lacs)

Sr. No.	Particulars	RSBL Commodities Private Limited (RCPL)	Supama Forex Private Limited (SFPL)
1	Financial year ended on	31 <sup>st</sup> March, 2014	31 <sup>st</sup> March, 2014
2	Share Capital	2.50	875.00
3	Reserve & Surplus	94.90	244.45
4	Total Assets	103.29	1186.42
5	Total Liabilities	5.88	66.97
6	Investments (excluding investments in subsidiary companies)	NIL	46.96
7	Turnover and Other Receipt	26.16	41405.03
8	Profit/(Loss) before Taxation	(46.68)	56.35
9	Provision for Taxation	(1.84)	18.02
10	Profit/(Loss) after Taxation	(44.83)	38.32
11	Proposed Dividend	--	--

For and on behalf of the Board of Directors

Place: Mumbai  
Date: 1<sup>st</sup> July, 2014

Sd/-  
Ketan Kothari  
Chairman



**MANAGEMENT DISCUSSION AND ANALYSIS REPORT****1. INDUSTRY STRUCTURE AND DEVELOPMENT**

The Company is mainly in the finance leasing business. There is stiff competition amongst major NBFC companies as of today, but the history & background of your Company has helped in retaining old clients and securing new ones. Despite the adverse market conditions, the Company has managed to maintain its stability, which is due to timely adoption of prudent business strategies, measures taken to reduce cost of funds and cost of operations, improved fund management and effective steps taken to maintain the level of the Company.

**2. OPPORTUNITIES, RISKS AND CONCERNS**

According to the management, the Company has been financing reliable & loyal clients who have good potential to generate returns. There is a general concern regarding the interest rate fluctuations, fiscal & monetary policies, which might affect the profitability of the Company. However your company remains upbeat about the Indian economic growth, especially the finance sector. The Company will anticipate & counter the economic fluctuations to the best of its capacity. The Company in such a business always faces the risk of default or non-payment. The Company so far has managed to keep its NPA at zero, and will work to keep it that way. Your Company will continue to adopt strategies to register significant increase in business volumes.

**3. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

To provide reasonable assurance that the assets are safeguarded against loss or damage and that the accounting records are reliable for preparing the financial statements, the Company has a proper and adequate system of internal controls. The Company has in place well structured systems and procedures in line with the best of practices and well defined roles and responsibilities for people in all functions at various levels.

**4. HUMAN RESOURCES**

The Company regards its employees as valuable asset and continuously reviews and evolves policies and procedures to attract and retain its pool of technical and managerial personnel through a conducive work environment.

**5. CAUTIONARY STATEMENT**

The Management Discussion and Analysis Report may contain statements that might be considered forward looking. These statements are subject to certain risks and uncertainties. Actual results may differ materially from those expressed in the statement as important factors could influence the company's operations such as Government policies, local, political and economic development, risk inherent to the Company's growth and such other factors.

**For and on behalf of the Board  
For Finkurve Financial Services Limited**

**Sd/-  
Ketan Kothari  
Chairman**

**REPORT ON CORPORATE GOVERNANCE****1. COMPANY'S PHILOSOPHY ON CODE OF CONDUCT:**

The Company is committed to benchmarking itself with the best in all areas including Corporate Governance. The Company's philosophy of Corporate Governance is aimed at strengthening the confidence among Shareholders, customers, employees and ensuring a long – term relationship of trust by maintaining transparency and disclosures. The Company believes in maintaining highest standards of quality and ethical conduct, in all the activities of the Company.

**2. BOARD OF DIRECTORS:****a) Composition:**

The Board of Directors provides strategic direction and thrust to the operations of the Company. As on 31<sup>st</sup> March, 2014, the Board of Directors of the Company had an optimum combination of Executive and Non-Executive Directors. The Company complies with the norms prescribed under Clause 49 of the Listing Agreement for constitution of Board of Directors.

None of the Independent Directors has any other material pecuniary relationship or transaction with the Company, its Promoters, its Directors, its senior management, which would affect their independence.

Further, none of the Directors on the Board is a member of more than 10 Committees and Chairman in more than 5 Committees, across all companies in which they are director.

**b) Board Procedure:**

The agenda is prepared in consultation with the Chairman of the Board and the Chairman of the other committees. The agenda for the meetings of the Board and its committees, together with the appropriate supporting documents, are circulated well in advance of the meeting.

Matters discussed at Board Meeting generally relates to Company's performance, quarterly /half yearly results of the Company, review of the reports of the Internal Auditors, Audit Committee and compliances with their recommendations, suggestions, non compliance of any regulatory, statutory or listing requirements etc.

**c) Attendance at the Board Meetings and the last Annual General Meeting:**

The Board Meeting dates are decided well in advance and communicated to Directors to enable them to plan for their schedule in order to attend the meetings.

During the year under review, the Board of Directors met 10 (Ten) times viz. 6<sup>th</sup> April, 2013, 28<sup>th</sup> May, 2013, 3<sup>rd</sup> July, 2013, 8<sup>th</sup> August, 2013, 9<sup>th</sup> August, 2013, 27<sup>th</sup> August, 2013, 11<sup>th</sup> November, 2013, 8<sup>th</sup> January, 2014, 6<sup>th</sup> February, 2014 and 13<sup>th</sup> February, 2014.

The details of composition and category of Directors, their attendance at each Board meeting held during the financial year 2013-2014 and at the last Annual General Meeting, their directorships in other companies and membership / chairmanship in committees are as follows:

Name	Category	Attendance at Board Meetings		Directorships in other Public Limited Companies Director	Membership / Chairmanship of Committees* (including Company)		Attendance at A.G.M. held on 16 <sup>th</sup> September, 2013
		Held	Attended		Chairman	Member	
Mr. Ketan Kothari	Non-Executive & Non Independent	10	10	2	1	NIL	Yes
Mr. Sachin Kothari	Executive & Non Independent	10	10	NIL	NIL	1	Yes
Mr. Kamlesh Jain*	Non-Executive & Independent	10	6	NIL	1	1	Yes
Mr. Mukesh Shah*	Non-Executive & Independent	10	5	2	1	1	No
Mr. Kishor Sangani*	Non-Executive & Independent	10	7	NIL	NIL	2	Yes

\* Mr. Mukesh Shah resigned from directorship of the Company w.e.f. 17<sup>th</sup> August, 2013 and consequently from the chairmanship and membership of Audit Committee and Investor Grievance Committee respectively. He also resigned from the directorship of other 2 Public Limited Companies w.e.f. 24<sup>th</sup> September, 2013.

\* Mr. Kishor Sangani resigned from directorship of the Company w.e.f. 01<sup>st</sup> July, 2014 and consequently from membership of Audit Committee and Investor Grievance Committee.

\* Mr. Kamlesh Jain was elected as the chairman of the Audit Committee w.e.f. 27<sup>th</sup> August, 2013. He was a member of the Audit Committee before 27<sup>th</sup> August, 2013.

\* Membership/Chairmanship of only the Audit Committee and Investor Grievance Committee of all Public Limited Companies have been considered.

**Information regarding Directors seeking Appointment/Re-appointment in ensuing Annual General Meeting**

Name of Director	Mr. Ketan Kothari	Mrs. Riddhi Tilwani	Mr. Kamlesh Jain
Designation	Chairman and Non-Executive Director	Independent Director	Independent Director
Date of Birth	04 <sup>th</sup> June, 1981	20 <sup>th</sup> February, 1985	20 <sup>th</sup> June, 1977
Date of Appointment	10 <sup>th</sup> December, 2010	01 <sup>st</sup> July, 2014	07 <sup>th</sup> October, 2008
Qualifications	MA (Finance & Investments)	Company Secretary	Higher Secondary
Expertise in Specific Functional Areas	Business Management	Company Law	Business Management
Shareholding in Finkurve Financial Services Limited	5,34,51,230 shares	NIL	3,50,000 shares
Directorships held in other companies	12	NIL	6
Membership/Chairmanship of Committees of other Public Companies	NIL	NIL	NIL

**Remuneration Paid to Directors:**

Sr. No.	Name of Director	Designation	Salary Per Annum
1.	Mr. Sachin Kothari	Executive Director	₹ 6,00,000

**3. AUDIT COMMITTEE:**

As on 31<sup>st</sup> March, 2014, the Committee comprised of two independent Directors having financial background and knowledge in the business of the Company.

The Audit Committee met four times viz. 28<sup>th</sup> May, 2013, 8<sup>th</sup> August, 2013, 11<sup>th</sup> November, 2013, 6<sup>th</sup> February, 2014 during the year under review and the number of meetings attended by each member during the year ended 31<sup>st</sup> March, 2014 is as follows:

Name of the Member	Designation	No. of Meetings	
		Held	Attended
Mr. Mukesh Shah*	Chairman	4	2
Mr. Kishor Sangani	Member	4	3
Mr. Sachin Kothari	Member	4	4
Mr. Kamlesh Jain*	Member / Chairman	4	3

\* Mr. Mukesh Shah resigned from directorship and as chairman of the Audit committee w.e.f. 17<sup>th</sup> August, 2013.

\* Mr. Kamlesh Jain was elected as the chairman of the Audit Committee w.e.f. 27<sup>th</sup> August, 2013. He was a member of the committee before 27<sup>th</sup> August, 2013.

Mr. Sunny Parekh (Company Secretary & Compliance Officer) of the Company acts as Secretary to the Committee.

The terms of reference of this Committee are wide. Besides having access to all the required information from within the Company, the Committee acts as a link between the Statutory and Internal Auditors and the Board of Directors of the Company. The brief description of terms of reference are as follows:

- Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Reviewing with management, the annual financial statements before submission to the Board for approval with particular reference to:
  - Matters required to be included in the Directors' Responsibility Statement are included in the Directors' Report in terms of Clause (2AA) of Section 217 of the Companies Act, 1956.
  - Changes, if any, in accounting policies and practices and reasons for the same.
  - Major accounting entries involving estimates based on the exercise of judgement by the 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 related party transactions.
- Qualifications in draft Audit Report.
- Review with management quarterly/half yearly/yearly financial statements before submission to the Board for approval.
- Recommending the appointment/re-appointment/removal of Statutory Auditors, fixation of audit fees and also approval of payments for any other services.
- Reviewing with management, Statutory and Internal Auditor's adequacy of the internal control systems.
- Discussing with Internal and Statutory Auditors of any significant findings and follow-up thereon and reviewing the reports furnished by them.
- Reviewing the Company's financial and risk management policies.
- Compliance with the Stock Exchanges and legal requirements concerning financial statements.
- Carrying out such other function as may be specifically referred to the Committee by the Board of Directors and/ or other Committees of Directors of the Company.

**4. REMUNERATION COMMITTEE (NOW KNOWN AS NOMINATION AND REMUNERATION COMMITTEE) :**

The broad terms of reference of the Remuneration Committee are to recommend the Company's policy on remuneration packages for the Managing Director / Executive Directors, reviewing the structures, design and implementation of remuneration policy in respect of key management personnel.

During the financial year 2013-14, no Remuneration Committee meeting was held.

The Remuneration Committee comprises as follows:

<b>Name of the Member</b>	<b>Designation</b>
Mr. Kishor Sangani*	Chairman
Mr. Kamlesh Jain	Member / Chairman
Mr. Sachin Kothari	Member

Mr. Sunny Parekh, Company Secretary & Compliance Officer of the Company acts as Secretary to the Committee.

None of the Non - Executive Directors are being paid any remuneration or sitting fees during the year ended 31<sup>st</sup> March, 2014

**5. INVESTOR GRIEVANCE COMMITTEE (NOW KNOWN AS STAKEHOLDERS RELATIONSHIP COMMITTEE):**

The Investor Grievance Committee met four times viz. 28<sup>th</sup> May, 2013, 8<sup>th</sup> August, 2013, 11<sup>th</sup> November, 2013, 6<sup>th</sup> February, 2014 during the year under review. The composition of the Investor Grievance Committee as on 31<sup>st</sup> March, 2014 and the number of meetings attended by each member during the year ended on that date is as follows:

<b>Name of the Member</b>	<b>Designation</b>	<b>No. of Meetings</b>	
		<b>Held</b>	<b>Attended</b>
Mr. Ketan Kothari	Chairman	4	4
Mr. Mukesh Shah*	Member	4	2
Mr. Kishor Sangani	Member	4	4
Mr. Kamlesh Jain*	Member	4	2

\* Mr. Mukesh Shah resigned from directorship and consequently as member of the Investor Grievance Committee w.e.f. 17<sup>th</sup> August, 2013.

\* Mr. Kamlesh Jain was elected as a member of the Investor Grievance Committee w.e.f. 27<sup>th</sup> August, 2013.

Mr. Sunny Parekh (Company Secretary & Compliance Officer) of the Company acts as Secretary to the Committee.

The Committee meets as and when required to deal with the matters relating to monitoring and redressal of complaints from Shareholders relating to transfer, non -receipt of Annual Report, etc.

The Committee is also empowered to consider and approve the physical transfers, transmissions, transposition, issue of duplicate certificates, consolidation / split / renewal of share certificates etc.

<b>At the beginning of the year</b>	<b>Received during the year</b>	<b>Resolved during the year</b>	<b>Pending</b>
-	-	-	-

**6. GENERAL BODY MEETINGS:**

The details of last three Annual General Meetings are given below:

Financial Year	Date of AGM	Time	Location of the meeting	No. of Special Resolutions
2012-2013	16 <sup>th</sup> September, 2013	12.30 P.M.	Office No. 114, 11 <sup>th</sup> Floor, Mittal Chambers, Opposite INOX Theatre, Nariman Point, Mumbai - 400021	NIL
2011-2012	21 <sup>st</sup> September, 2012	12.30 P.M.	Office No. 114, 11 <sup>th</sup> Floor, Mittal Chambers, Opposite INOX Theatre, Nariman Point, Mumbai - 400021	NIL
2010-2011	30 <sup>th</sup> September, 2011	12.00 P.M.	Office No. 114, 11 <sup>th</sup> Floor, Mittal Chambers, Opposite INOX Theatre, Nariman Point, Mumbai - 400021	1

**No Extra-Ordinary General Meeting was held during the Financial Year under review.**

**Details of Special Resolutions passed in last three Annual General Meetings:**

**1. Adoption of new set of Articles of Association of the Company.**

**Details of Special Resolution passed through Postal Ballot during the financial year 2013-14:**

- Special Resolution u/s 17 of the Companies Act, 1956 to alter Main Objects clause of the Memorandum of Association of the Company.
- Special Resolution for the issue of Bonus Shares in proportion of 6 (Six) new fully paid up Equity Shares of ₹ 10/- (Rupee Ten Only) each for every 1 (One) Equity Share of ₹ 10/- (Rupee Ten Only) each held as on the record date.
- Special Resolution u/s 31 of the Companies Act, 1956, to alter Article No. 5 of the Articles of Association of the Company.
- Special Resolution under Foreign Exchange Management Act, 1999 to increase the limits of investment in the Company by NRI's and FII's.
- Special Resolution under Foreign Exchange Management Act, 1999 for fixation of investment limit in the securities of the Company by Non-Resident Indians (NRI's) upto 24% of the paid-up Equity Share Capital / value of each series of Convertible Debentures.

None of the business proposed to be transacted in the ensuing Annual General Meeting require a special resolution passing through Postal Ballot.

**7. DISCLOSURES:****RELATED PARTY TRANSACTIONS:**

Related party transactions are defined as transactions of the Company of material nature had with promoters, directors or with their relatives etc.

The transactions with the related parties, as per the requirements of the Accounting Standard 18, are disclosed in Notes to Accounts, forming part of the Annual Report.

None of the transactions with any of the related parties were in conflict with the interest of the Company.

**MEANS OF COMMUNICATION:**

The Company's quarterly / half yearly/Annual results are published in news papers viz. Business Standard (English) and Mahanayak (Marathi) and are also notified to the Stock Exchange as required under Listing Agreement to enable the Stock Exchange to upload on their website. Half yearly reports are not being sent to each household of Shareholders. These results are displayed on the Company's website: [www.finkurve.com](http://www.finkurve.com) under investor section.

**GENERAL SHAREHOLDERS' INFORMATION****1) Annual General Meeting:**

Date : 15<sup>th</sup> September, 2014

Time : 12.30 P.M.

Venue : 3<sup>rd</sup> Floor, Bullion House, 115 Tambakatta Lane, Zaveri Bazar, Mumbai – 400003.

**2) Financial Calender:**1<sup>st</sup> day of April, 2014 to 31<sup>st</sup> day of March, 2015

Adoption of Quarterly Results Ended	In the month of (tentative)
30 <sup>th</sup> June, 2014	11 <sup>th</sup> August, 2014
30 <sup>th</sup> September, 2014	November, 2014 (2 <sup>nd</sup> week)
31 <sup>st</sup> December, 2014	February, 2015 (2 <sup>nd</sup> week)
31 <sup>st</sup> March, 2015	May, 2015

**3) Date of Book Closure:**From Tuesday, 9<sup>th</sup> September, 2014 to Monday 15<sup>th</sup> September, 2014 (both days inclusive)**4) Listing on Stock Exchanges:**

Your Company's shares are listed at BSE Limited. The Company has paid the requisite annual listing fees to stock exchange for the financial year 2014-15.

**5) Stock Code:**

BSE Limited – 508954

ISIN No. IN NSDL &amp; CDSL - INE734I01027

**6) Market Price Data:**

2013-14	BSE Limited		
	High Price [₹]	Low Price [₹]	Traded Quantity
Apr-13	252	250	900
May-13	264.60	264.60	500
Jun-13	N.A.	N.A.	N.A.
Jul-13	521.35	277.80	3225
Aug-13	425.80	370	177
Sep-13	52.65	52.65	150
Oct-13	52.50	52.50	25
Nov-13	73.65	55.10	336
Dec-13	130.20	77	4369
Jan-14	166	129.80	3806
Feb-14	159	14.35	281
Mar-14	19.05	14.31	12602

\*Source: www.bseindia.com

**7) Registrars and Share Transfer Agents**

Sharex Dynamic (India) Private Limited

Safed Pool, Andheri Kurla Road,

Andheri East, Mumbai – 400072

Tel: 91-22-2851 5644/ 5606

Fax: 91-22-2851 2885

E-mail: sharexindia@vsnl.com

Website: www.sharexindia.com

**8) Share Transfer System**

The Company has constituted a Stakeholders Relationship Committee of its Directors to approve the transfer, transmission, issue of duplicate share certificates and allied matters. The Company's Share Transfer Agents viz., Sharex Dynamic (India) Private Limited have adequate infrastructure to process the matters referred above.



9) Category wise distribution of Equity shareholding as at 31<sup>st</sup> March, 2014:

	Category	Number of shares held	Percentage of Shareholding (%)
<b>(A)</b>	<b>Shareholding of Promoter and Promoter Group</b>		
(1)	Indian		
(a)	Individuals/ Hindu Undivided Family	7,06,30,700	73.12
(b)	Central Government/ State Government(s)	0	0
(c)	Bodies Corporate	0	0
(d)	Financial Institutions/ Banks	0	0
(e)	Any Other (specify)Trust	0	0
	<b>Sub-Total (A)(1)</b>	<b>7,06,30,700</b>	<b>73.12</b>
<b>(2)</b>	<b>Foreign</b>		
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)	0	0
(b)	Bodies Corporate	0	0
(c)	Institutions	0	0
(d)	Any Other (specify)	0	0
	<b>Sub-Total (A)(2)</b>	<b>0</b>	<b>0</b>
	<b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b>	<b>7,06,30,700</b>	<b>73.12</b>
<b>(B)</b>	<b>Public shareholding</b>		
(1)	Institutions	0	0
	Sub-Total (B)(1)	0	0
(2)	Non-institutions		
(a)	Bodies Corporate	6,84,346	0.71
(b)	Individuals -		
	i. Individual shareholders holding nominal share capital up to Rs.1 lakh.	3,27,765	0.34
	ii. Individual shareholders holding nominal share capital in excess of ₹ 1 lakh.	2,49,57,189	25.83
(c)	Non Resident Indians	0	0
(d)	Foreign Corporate Bodies	0	0
	Sub-Total (B)(2)	2,59,69,300	26.88
	Total Public Shareholding (B)= (B)(1) +(B)(2)	2,59,69,300	26.88
	<b>TOTAL (A)+(B)</b>	<b>9,66,00,000</b>	<b>100</b>
<b>(C)</b>	<b>Shares held by Custodians and against which Depository Receipts have been issued</b>	<b>0</b>	<b>0</b>
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>9,66,00,000</b>	<b>100</b>

10) Distribution of shareholding as on 31<sup>st</sup> March, 2014:

Shares From	To	Number of shareholders	% of total number of shareholders	Total Number of Shares	% of Total Number of Shares
1	to 500	55	19.58	6,809	0.01
501	to 1000	10	3.56	7,827	0.01
1001	to 5000	37	13.16	91,376	0.10
5001	to 10000	27	9.60	1,93,680	0.20
10001	& above	152	54.10	9,63,00,308	99.68
	<b>Total</b>	<b>281</b>	<b>100</b>	<b>9,66,00,000</b>	<b>100</b>

\* The total number of Shareholders, i.e., 281 also includes the Shareholders with more than 1 Folio / Client ID.

## 11) Dematerialization of shares and Liquidity:

About 96.87% shares have been dematerialized as on 31<sup>st</sup> March, 2014. The Equity Shares of the Company are traded on BSE Limited.

**12) Disclosure of Accounting treatment:**

In the preparation of the financial statement the Company has followed Accounting Standards issued by Institute of the Chartered Accountants of India to the extent applicable.

**13) Disclosure of Risk management:**

The Company has initiated the risk assessment and minimization procedure.

**14) Outstanding ADRS, GDRS, Warrants or any convertible instruments, conversion date and impact on Equity:**

Your Company has not issued any ADRs, GDRs, warrants or any convertible instruments during the financial year ended 31<sup>st</sup> March, 2014.

**15) Address for Investors' Correspondence:**

For any assistance regarding dematerialization of shares, share transfers, transmissions, change of address, non-receipt of dividend or any address, non-receipt of dividend or any other query relating to shares, please write to:

**Mr. Sunny Parekh**

Company Secretary & Compliance Officer  
Finkurve Financial Services Limited

**Corporate Office :**

3<sup>rd</sup> Floor, Bullion House,  
115, Tambakatta Lane, Zaveri Bazar,  
Mumbai – 400003



**DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT UNDER CLAUSE 49 (I)(D)(ii) OF THE LISTING AGREEMENT**

The Shareholders,

I, Sachin Kothari, Executive Director of the Company, do hereby declare that all the Board Members and senior management personnel have affirmed compliance with the Code of Conduct adopted by the Board of Directors and Senior Management of the Company. The same has been made available on the website of the Company i.e., [www.finkurve.com](http://www.finkurve.com).

**For and on behalf of the Board  
For Finkurve Financial Services Limited**

Sd/-

**Sachin Kothari**  
Executive Director

Place: Mumbai

Date: 11<sup>th</sup> August, 2014

**CERTIFICATE ON COMPLIANCE OF CORPORATE GOVERNANCE AS STIPULATED IN CLAUSE 49 OF THE LISTING AGREEMENT**

**To  
The Members of  
Finkurve Financial Services Limited**

We have examined the compliance of conditions of Corporate Governance by Finkurve Financial Services Limited (“the Company”), for the financial year ended on 31st March, 2014, as stipulated in Clause 49 of the Listing Agreement entered into with the Stock Exchange. The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of 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, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

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

**For Manish Ghia & Associates**  
Companies Secretaries

Sd/-  
**Manish L. Ghia**  
Partner  
M. No. 6252 C.P. No. 3531

Place: Mumbai  
Date: 11<sup>th</sup> August, 2014





**MD/CFO CERTIFICATION**

**To  
The Board of Directors  
Finkurve Financial Services Limited**

We, the undersigned, in our respective capacities as the Executive Director and Chief Financial Officer of Finkurve Financial Services Limited ("the Company"), to the best of our knowledge and belief, hereby certify that:

- (a) We have reviewed financial statements and the Cash Flow statement for the year ended 31<sup>st</sup> March, 2014 and based on our knowledge and belief, state that:
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with the existing Accounting Standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and for evaluating the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies
- (d) We have indicated to the Auditors and the Audit Committee that:
  - (i) there has been no significant changes in internal control over financial reporting during the year under reference;
  - (ii) there has not been any significant changes in accounting policies during the year which need to be disclosed in the notes to the financial statements; and
  - (iii) we are not aware of any material instances of significant fraud during the year and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For and on behalf of the Board  
For Finkurve Financial Services Limited**

Sd/-  
**Sachin Kothari**  
Executive Director



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## **INDEPENDENT AUDITORS' REPORT**

To The Members of  
**Finkurve Financial Services Limited**

### **Report on the Financial Statements**

We have audited the accompanying financial statements of **Finkurve Financial Services Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### **Management's Responsibility for the Financial Statements**

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditor's Responsibility**

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### **Opinion**

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

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- (b) in the case of the Statement of Profit and Loss, of the loss 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, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
  - a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
  - c. the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;



- d. in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
- e. on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
- f. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

**For LADHA SINGHAL & ASSOCIATES**

Chartered Accountants  
(Firm Registration No. 120241W)

Place: Mumbai  
Dated: 29<sup>th</sup> May, 2014

Sd/-  
**Ajay Singhal**  
(Partner)  
M. No. 104451

**ANNEXURE TO THE AUDITORS' REPORT**

Re: Finkurve Financial Services Limited  
Referred to in paragraph 1 of our report of even date,

- (i) (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) All the assets have been physically verified by the management during the year under a regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No discrepancies were noticed on such verification.
- (c) During the year, the company has not disposed any of its assets and thus the going concern status of the company is not affected.
- (ii) The Company does not have any inventory; hence, the provisions of the clause 4(ii) (a) to (c) of the Companies (Auditors' Report) Order, 2003 are not applicable to the company.
- (iii) (a) According to the information and explanation given to us and on the basis of records furnished before us, the company has granted unsecured loan to one Company and two other parties covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was ₹ 442 Lacs and the year end balance of the unsecured loan granted to such company and other parties was ₹ 257.14 Lacs.
- (b) In our opinion, rate of interest and other terms and conditions of the above unsecured loans given by the Company are not, prima facie, prejudicial to the interest of the company.
- (c) The repayment of principle and interest for such unsecured loan granted to such company and other parties are regular.
- (d) There are no overdue amount of more than ₹ 1 lakh in respect of the loan granted to a Company and other parties listed in the register maintained under section 301 of the Companies Act, 1956.
- (e) The company has not taken any loan, secured or unsecured from any companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Therefore, the provisions of clause 4(iii) (e) to (g) of the Companies (Auditors' Report) Order, 2003 are not applicable to the company.
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchase of fixed assets and for the sale of services. The activity of the Company does not involve purchase of inventory and sale of goods. During the course of our audit, no major weaknesses have been noticed in the internal control system.
- (v) (a) According to the information and explanation given to us, the transaction that needs to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.
- (b) In our opinion and according to the information and explanation given to us, during the year, the company have not entered into any transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of rupees five lakhs in respect of each party.
- (vi) In our opinion and according to the information explanations given to us, the company has not accepted deposits from public and hence compliance with the provisions of sections 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public is not applicable.
- (vii) In our opinion, the company has an internal audit system commensurate with the size of the Company and nature of its business.
- (viii) According to the information and explanation given to us, the central government has not prescribed maintenance of cost records under section 209 (1) (d) of the Act for this company.
- (ix) (a) The company is regular in depositing with appropriate authorities applicable undisputed statutory dues such as income tax, profession tax, cess etc. According to the information and explanation given to us, no undisputed





amounts payable in respect of income tax / Profession Tax / cess etc were in arrears as at 31<sup>st</sup> March, 2014 for a period of more than six months from the date they became payable.

- (b) According to the information and explanation given to us, there are no dues to income tax / Profession Tax / cess etc which have not been deposited on account of any dispute.
- (x) The company does not have accumulated losses as at 31<sup>st</sup> March, 2014. However, the company has incurred cash losses in the financial year ended on the date and in the immediately preceding financial year.
- (xi) In our opinion and according to the information and explanation given to us, the company has not availed any loan from the financial institutions or banks; hence clause 4(xi) of the Companies (Auditors' Report) Order, 2003 is not applicable to the Company.
- (xii) According to information and explanation given to us, the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion, the company is not a chit fund or nidhi/mutual benefit fund/society. Therefore, the provision of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xiv) The company has maintained proper records of the transactions and contracts in shares and securities and timely entries have been made therein. All the investments of the Company in shares are held in its own name.
- (xv) To the best of our knowledge and belief and according to information and explanation given to us, the company has not given any guarantees for loans taken by others from banks or financial institutions.
- (xvi) The company has, during the year not availed any term loans from bank or financial Institutions.
- (xvii) According to the information and explanation given to us and on an overall examination of the balance sheet of the company, we report that the no funds raised on short-terms basis have been used for long-terms investment.
- (xviii) The company has not made any preferential allotments of equity shares during the year to the parties covered in the register maintained under section 301 of the Companies Act, 1956. Therefore, the provision of clause 4(xviii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xix) According to the information and explanation given to us, during the period covered by our audit report, the company has not issued any debenture and hence no any securities or charge is required to be created.
- (xx) The company has not raised any money by public issue during the year.
- (xxi) According to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

**For LADHA SINGHAL & ASSOCIATES**  
Chartered Accountants  
(Firm Registration No. 120241W)

Place: Mumbai  
Dated: 29<sup>th</sup> May, 2014

Sd/-  
**(Ajay Singhal)**  
Partner  
M. No. 104451

BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2014

(Amount in ₹)

Particulars	Note No.	As at 31 <sup>st</sup> March, 2014	As at 31 <sup>st</sup> March, 2013
<b>I EQUITY AND LIABILITIES</b>			
<b>1. Shareholders' funds</b>			
(a) Share Capital	2	96,600,000	13,800,000
(b) Reserves and Surplus	3	5,717,085	91,197,642
		<b>102,317,085</b>	<b>104,997,642</b>
<b>2. Non - Current Liabilities</b>			
(a) Long Term Borrowings	4	38,226,747	-
<b>3. Current Liabilities</b>			
(a) Trade Payables	5	314,063	311,964
(b) Other Current Liabilities	6	390,608	297,223
		704,671	609,187
<b>TOTAL</b>		<b>141,248,503</b>	<b>105,606,830</b>
<b>II ASSETS</b>			
<b>1. Non - Current Assets</b>			
(a) Fixed Assets (Net Block)	7		
(i) Tangible Assets		45,864	62,692
(b) Non - Current Investments	8	98,155,000	98,145,000
(c) Deferred Tax Assets (Net)	9	3,472,707	2,476,267
(d) Long - Term Loans and Advances	10	7,500	9,500
(e) Other Non-Current Assets	11	459,190	-
		102,140,261	100,693,459
<b>2. Current Assets</b>			
(a) Current Investments	12	-	4,454,172
(b) Cash and Cash Equivalents	13	3,329,641	299,743
(c) Short Term Loans and Advances	14	35,778,602	159,456
		<b>39,108,243</b>	<b>4,913,371</b>
<b>TOTAL</b>		<b>141,248,503</b>	<b>105,606,830</b>
Significant Accounting Policies	1		
Notes forming part of the financial statements	20 to 26		

As per our report of even date

**For LADHA SINGHAL & ASSOCIATES**

Chartered Accountants

(Firm Registration No : 120241W)

For and on behalf of Board of Directors

**For Finkurve Financial Services Limited**

Sd/-  
**Ajay Singhal**  
Partner  
M. No. 104451

Sd/-  
**Ketan Kothari**  
Director

Sd/-  
**Sachin Kothari**  
Executive Director

Place : Mumbai  
Date : 29<sup>th</sup> May, 2014

Sd/-  
**Sunny Parekh**  
Company Secretary

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014

(Amount in ₹)

Particulars	Note No.	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
<b>A CONTINUING OPERATIONS</b>			
I Revenue from Operations (gross)	15	3,032,969	553,045
II Other Income	16	7,316	-
<b>III Total Revenue (I + II)</b>		<b>3,040,285</b>	<b>553,045</b>
<b>IV Expenses</b>			
Employee Benefits Expenses	17	1,580,937	1,967,250
Depreciation and Amortization Expenses	7	16,828	21,432
Other Expenses	18	1,534,243	1,517,870
Financial Expenses	19	3,585,274	-
<b>Total Expenses</b>		<b>6,717,282</b>	<b>3,506,552</b>
V Profit / (Loss) before Exceptional and Extraordinary Items and Tax (III-IV)		(3,676,997)	(2,953,506)
VI Exceptional Items / Extraordinary Items		-	-
VII. Profit / (Loss) Before Tax (V-VI)		(3,676,997)	(2,953,506)
VIII. Tax Expense:			
(a) Current Tax		-	-
(b) Deferred Tax (Asset) / Liability	9	(996,440)	(908,065)
		<b>(996,440)</b>	<b>(908,065)</b>
<b>IX. Profit / (Loss) from Continuing operations (VII-VIII)</b>		<b>(2,680,557)</b>	<b>(2,045,441)</b>
<b>B DISCONTINUING OPERATIONS</b>			
X. Profit/(Loss) for the Year from Discontinuing Operations		-	-
<b>C TOTAL OPERATIONS</b>			
<b>XI. Profit / (Loss) for the Year (IX + X)</b>		<b>(2,680,557)</b>	<b>(2,045,441)</b>
XII. Earnings Per Sub-Divided Eq. Share of ₹1/- each: Weighted average no. of shares (Basic & Diluted)		96,600,000	13,800,000
(1) Basic Earning Per Share (₹)		(0.03)	(0.15)
(2) Diluted Earning Per Share (₹)		(0.03)	(0.15)
<b>Significant Accounting Policies</b>	1		
<b>Notes forming part of the financial statements</b>	20 to 26		

As per our report of even date

**For LADHA SINGHAL & ASSOCIATES**

Chartered Accountants

(Firm Registration No : 120241W)

For and on behalf of Board of Directors

**For Finkurve Financial Services Limited**

Sd/-  
**Ajay Singhal**  
Partner  
M. No. 104451

Sd/-  
**Ketan Kothari**  
Director

Sd/-  
**Sachin Kothari**  
Executive Director

Place : Mumbai  
Date : 29<sup>th</sup> May, 2014

Sd/-  
**Sunny Parekh**  
Company Secretary

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014**

(Amount in ₹)

Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) before tax and Extraordinary Items	(3,676,997)	(2,953,506)
<b>Adjustments for</b>		
Depreciation	16,828	21,432
Deferred Revenue Expenditure incurred	(459,190)	-
Interest paid on Long Term Borrowings	3,585,274	-
<b>Operating Loss Before Working Capital Adjustments</b>	<b>(534,085)</b>	<b>(2,932,074)</b>
<b>Adjustments for changes in working capital</b>		
Long Term Loans and Advances	2,000	101,938,779
Trade Receivables	-	-
Short Term Loans and Advances	(35,456,571)	1,200
Trade Payables	2,099	24,116
Other Payables	93,385	233,182
<b>Cash generated from operations</b>	<b>(35,893,172)</b>	<b>99,265,203</b>
Direct Tax Paid (Refund) [Net]	162,575	53,492
<b>Net Cash from Operating Activities</b>	<b>(36,055,747)</b>	<b>99,211,711</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Sale / (Purchase) of Investment		
Purchase of Non-Current Investments - of Associates	(10,000)	(4,500,000)
Purchase of Non-Current Investments - of Subsidiaries	-	(93,610,000)
Sales (Purchase) of Current Investments	4,454,172	(4,454,172)
Capital Expenditure on Fixed Assets	-	(20,500)
<b>Net Cash from Investing Activities</b>	<b>4,444,172</b>	<b>(102,584,672)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from issue of Equity Shares	-	-
Proceeds/(Repayment) from/of borrowings (Net) - Long Term	38,226,747	-
Interest Paid on Borrowings	(3,585,274)	-
Excess share application money pending for refund	-	(2,724,250)
<b>Net Cash from Financing Activities</b>	<b>34,641,473</b>	<b>(2,724,250)</b>
Net increase in cash and cash equivalents (A+B+C)	3,029,898	(6,097,211)
Opening Balance of Cash and Cash Equivalents	299,743	6,396,954
<b>Closing Balance of Cash and Cash Equivalents</b>	<b>3,329,641</b>	<b>299,743</b>

**NOTES:**

- 1 The Cash Flow Statement has been prepared as per Indirect Method
- 2 Cash & Cash Equivalents represent Cash & Bank Balance

As per our report of even date  
**For LADHA SINGHAL & ASSOCIATES**  
Chartered Accountants  
(Firm Registration No : 120241W)

For and on behalf of Board of Directors  
**For Finkurve Financial Services Limited**

Sd/-  
**Ajay Singhal**  
Partner  
M. No. 104451

Sd/-  
**Ketan Kothari**  
Director

Sd/-  
**Sachin Kothari**  
Executive Director

Place : Mumbai  
Date : 29<sup>th</sup> May, 2014

Sd/-  
**Sunny Parekh**  
Company Secretary



**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014****NOTE : 1****A. BACKGROUND**

The company Finkurve Financial Services Limited, formerly known as Sanjay Leasing Limited had changed its name during the previous financial year by passing the necessary resolution and other compliances and have been issued new certificate of incorporation by the registrar of companies, Maharashtra, Mumbai on 28<sup>th</sup> March, 2012.

The Company is a registered Non Banking Financial Company (NBFC) and is carrying on the business activity of NBFC.

**B. SIGNIFICANT ACCOUNTING POLICIES****a. Basis Of Preparation**

The financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India under the historical cost convention. The Company follows Mercantile System of Accounting and income and expenditure are recognised on accrual basis of accounting. The accounting policies have been consistently applied by the Company unless otherwise stated.

**b. Use of estimates**

The preparation of financial statements in conformity with accounting standards requires the management to make estimates and assumptions that affect the reported amounts of assets, liabilities and disclosure relating to contingent liability at the date of the financial statements and the reported amounts of revenues and expenses during the reported period. Actual results could differ from those estimates. Any revision to such estimates is recognised in the period the same is determined.

**c. Revenue Recognition**

The Company follows Mercantile System of Accounting and Income and expenditure are recognised on accrual basis.

**d. Fixed Assets**

All Fixed Assets are stated at cost of acquisition less accumulated depreciation. All cost relating to the acquisition and installation of the fixed assets are capitalised and includes financing costs relating to borrowed fund attributable to the acquisition of fixed assets up to the date the fixed assets is put to use.

**e. Depreciation**

Depreciation has been provided on Written Down Value Method at the rates and in the manner prescribed in Schedule XIV to the Companies Act.

Depreciation on Additions/Deletions during the year has been provided on pro rata basis.

**f. Investments:**

Long-term Investments are valued at cost less provision for diminution, other than temporary, if any. The cost is determined by taking purchase price and other direct expenses related to acquisition.

**g. Taxes on Income:**

Current Tax is measured at the amount expected to be paid to the taxation authorities, using the applicable tax rates and tax laws.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been announced upto the balance sheet date. Deferred Tax assets and liabilities are recognised for the future tax consequences attributable to timing differences between the taxable income and accounting income. The effect of tax rate change is considered in



the Statement of Profit and Loss of the respective year of change. Deferred Tax Assets on unabsorbed depreciation & tax losses is recognised, subject to the consideration of prudence, only if there is virtual certainty that such deferred tax asset can be realised against future taxable profits.

**h. Impairment of Assets:**

The carrying amount of Company's assets including intangible assets are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated, as the higher of the net selling price and the value in use. Any impairment loss is recognised whenever the carrying amount of the asset exceeds its recoverable amount.

**i. Earnings Per Share:**

Basic earnings per share are calculated by dividing the net profit / (loss) for the period attributable to equity shareholders (after deducting attributable taxes) by weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earning per share, the net profit or loss for the period attributable to equity shareholders and the average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**j. Provisions, Contingent Liabilities And Contingent Assets:**

Provisions are recognized in the accounts in respect of present probable obligations arising as a result of past events and it is probable that there will be an outflow of resources, the amount of which can be reliably estimated.

Contingent liabilities are disclosed in respect of possible obligation that arises from past events but their existence is confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company.

Contingent Assets are neither recognized nor disclosed in the financial statements.



(Amount in ₹)

<b>Note 2 : Share Capital</b>				
<b>Particulars</b>		<b>As at 31<sup>st</sup> March, 2014</b>		<b>As at 31<sup>st</sup> March, 2013</b>
<b>Authorised:</b> 9,70,00,000 (P.Yr. 15,00,000) equity shares of ₹ 1/- each (P.Yr. ₹ 10/- each) with voting rights		97,000,000		15,000,000
<b>TOTAL</b>		<u>97,000,000</u>		<u>15,000,000</u>
<b>Issued, Subscribed and Paid up:</b> 9,66,00,000 (P.Yr. 13,80,000) equity shares of ₹ 1/- each (P.Yr. ₹ 10/- each) with voting rights, fully paid up		96,600,000		13,800,000
<b>TOTAL</b>		<u>96,600,000</u>		<u>13,800,000</u>
<b>(i) Reconciliation of Number of Shares outstanding at the beginning and at the end of the reporting period</b>				
<b>Particulars</b>		<b>As at 31<sup>st</sup> March, 2014</b>		<b>As at 31<sup>st</sup> March, 2013</b>
Number of sub-divided equity shares at the beginning of the year		13,800,000		13,800,000
Add: Equity Shares allotted as fully paid-up bonus shares		82,800,000		-
Number of sub-divided equity shares at the end of the year		<u>96,600,000</u>		<u>13,800,000</u>
Note:- During the year, the Company have sub-divided it's every equity shares of face value of ₹ 10/- each into 10 equity shares of ₹ 1/- each. Hence, the numbers of equity shares, including the previous years have been stated considering such sub-division of equity shares of Company.				
<b>(ii) Terms/Rights attached to Equity Shares</b>				
The Company has only one class of equity shares having a par value of ₹1 per share. 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 remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the Shareholders.				
<b>(iii) Details of shareholder holding more than 5% shares in the Company</b>				
<b>Name of Share Holder</b>	<b>As at 31<sup>st</sup> March, 2014</b>		<b>As at 31<sup>st</sup> March, 2013</b>	
	<b>No. of Shares</b>	<b>% of Holding</b>	<b>No. of Shares</b>	<b>% of Holding</b>
Kalawati Kothari	8,272,600	8.56%	1,181,800	8.56%
Ketan Kothari	53,451,230	55.33%	7,635,890	55.33%
Mohinidevi Kothari	7,635,600	7.90%	1,090,800	7.90%
<b>(iv) Aggregate number of bonus shares issued during the period of five years immediately preceding the reporting date</b>				
<b>Particulars</b>		<b>As at 31<sup>st</sup> March, 2014</b>		<b>As at 31<sup>st</sup> March, 2013</b>
Equity Shares allotted as fully paid-up bonus shares		82,800,000		-



(Amount in ₹)

<b>Note 3 : Reserves &amp; Surplus</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
<b>a) Securities Premium Account</b>		
Opening Balance	85,500,000	85,500,000
Add: Received during the year on issue of equity shares	-	-
Less: Utilisation for issue of Bonus Shares	82,800,000	-
Closing Balance	<u>2,700,000</u>	<u>85,500,000</u>
<b>b) General Reserve</b>		
Opening Balance	78,481	78,481
Less: Utilisation / transfers during the year	-	-
Closing Balance	<u>78,481</u>	<u>78,481</u>
<b>c) Surplus / (Deficit) in Statement of Profit and Loss</b>		
Opening Balance	5,619,161	7,664,602
Add/(Less): profit/(loss) for the year	(2,680,557)	(2,045,441)
Less: Utilisation / transfers to reserves	-	-
Closing Balance	<u>2,938,604</u>	<u>5,619,161</u>
<b>TOTAL</b>	<u><b>5,717,085</b></u>	<u><b>91,197,642</b></u>
<b>Note 4 : Long Term Borrowings</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
Loan from Body Corporates	38,226,747	-
<b>TOTAL</b>	<u><b>38,226,747</b></u>	<u>-</u>
<b>Note 5 : Trade Payables</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
For Services & Expenses - Other than Acceptance	314,063	311,964
<b>TOTAL</b>	<u><b>314,063</b></u>	<u><b>311,964</b></u>
Based on the information available with the Company and verbal confirmation obtained from the suppliers, there are no dues to micro, small and medium enterprises as defined under "The Micro, Small and Medium Enterprises Development Act, 2006" as on 31 <sup>st</sup> March, 2014.		
<b>Note 6 : Other Current Liabilities</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
Other Payables		
Withholding Taxes Payable	390,208	16,423
Profession Tax Payable	400	800
Bank overdrawn Balance	-	280,000
<b>TOTAL</b>	<u><b>390,608</b></u>	<u><b>297,223</b></u>



(Amount in ₹)

<b>Note 7 : Fixed Assets</b>										
Description	Gross Block				Accumulated Depreciation				Net Block	
	Balance as at 31 <sup>st</sup> March 2013	Additions during the Year	Deductions / Adjustments	Balance as at 31 <sup>st</sup> March 2014	Balance as at 31 <sup>st</sup> March 2013	Depreciation For the Year	Deductions / Adjustments	Balance as at 31 <sup>st</sup> March 2014	Balance as at 31 <sup>st</sup> March 2014	Balance as at 31 <sup>st</sup> March 2013
TANGIBLE ASSETS - OWNED										
Vehicles	56,000	-	-	56,000	23,742	8,352	-	32,094	23,906	32,258
Computers	353,757	-	-	353,757	337,500	6,504	-	344,004	9,753	16,257
Office Equipments	15,000	-	-	15,000	823	1,972	-	2,795	12,205	14,177
<b>TOTAL</b>	<b>424,757</b>	<b>-</b>	<b>-</b>	<b>424,757</b>	<b>362,065</b>	<b>16,828</b>	<b>-</b>	<b>378,893</b>	<b>45,864</b>	<b>62,692</b>
PREVIOUS YEAR	404,257	20,500	-	424,757	340,633	21,432	-	362,065	62,692	63,624
<b>Note 8 : Non-Current Investments</b>										
<b>Particulars</b>		<b>As at 31<sup>st</sup> March, 2014</b>		<b>As at 31<sup>st</sup> March, 2013</b>						
<b>Other than Trade Investment in equity instruments - Unquoted, fully paid up</b>										
(i) of associates (at Cost) - 94,500 (93,500) equity shares of ₹ 10/- each of Finkurve Bullion Pvt. Ltd.		4,545,000		4,535,000						
(ii) of wholly owned subsidiary (at Cost) - 25,015 (25,015) equity shares of ₹ 10/- each of RSBL Commodities Pvt. Ltd.		8,330,000		8,330,000						
(iii) of subsidiary (at Cost) - 2,08,000 (2,08,000) equity shares of ₹ 100/- each of Supama Forex Pvt. Ltd.		85,280,000		85,280,000						
<b>TOTAL</b>		<b>98,155,000</b>		<b>98,145,000</b>						
Aggregate amount of unquoted investments		98,155,000		98,145,000						
Aggregate provision for diminution in value of investments		-		-						
<b>Note 9 : Deferred Tax Assets (Net)</b>										
<b>Particulars</b>		<b>As at 31<sup>st</sup> March, 2014</b>		<b>As at 31<sup>st</sup> March, 2013</b>						
<b>Deferred Tax Assets</b>										
Tax Effect of item constituting deferred tax liability - Depreciation		-		(1,283)						
Tax Effect of item constituting deferred tax Assets - Depreciation		619		-						
- Unabsorbed Depreciation		87,761		84,463						
- Brought Forward Losses		3,384,327		2,393,087						
<b>TOTAL</b>		<b>3,472,707</b>		<b>2,476,267</b>						
The Company has recognised deferred tax assets on unabsorbed depreciation and brought forward business losses based on the Management's estimates of future activity and profits of the Company and based on virtual certainty that the assets will be realised in future.										
<b>Note 10 : Long-Term Loans and Advances</b>										
<b>Particulars</b>		<b>As at 31<sup>st</sup> March, 2014</b>		<b>As at 31<sup>st</sup> March, 2013</b>						
Unsecured, Considered good Security Deposits		1,500		1,500						
Other Loan and Advances - Prepaid Expenses		6,000		8,000						
<b>TOTAL</b>		<b>7,500</b>		<b>9,500</b>						





(Amount in ₹)

<b>Note 11 : Other Non-Current Assets</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
<b>Unamortized Expenses</b> (To the extent not written off or adjusted) Deffered Revenue Expenses		
As per Last Balance Sheet	-	-
Add:- Incurred During the Year	574,000	
Less:- Written off during the year	114,810	
<b>TOTAL</b>	<b>459,190</b>	
<b>Note 12 : Current Investments</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
<b>Investment in Mutual Funds - Quoted</b>		
215.67 units of Axis Liquid Fund-Daily Divd. Reinvestment(CFDD)	-	216,163
2.61 units of Axis Liquid Fund-Retail Daily Divd.Reinvest(CFRD)	-	2,618
1304.12 units of Axis Liquid Fund-Daily Divd. Reinvestment (TADD)	-	1,305,391
540.57 units of Axis Treasury Advantage Fund-Growth(TAPG)	-	700,000
23926.52 units of HDFC Cash Mngt Fund-TRE Adtg Plan-Retail-Gr	-	595,000
627.88 units of Reliance Money Manager Fund-Growth Option-Gr	-	1,000,000
29.80 units Reliance Money Manager Fund-Retail Option-Growth	-	45,000
41770.14 units of Religare Credit Opportunities Fund-Institutional Gr	-	550,000
3205.57 units of Religare Credit Opportunities Fund-Regular Growth	-	40,000
<b>TOTAL</b>		<b>4,454,172</b>
Agregate market value of quoted investments	-	4,477,202
Agregate provision for diminution in value of investments	-	-
<b>Note 13 : Cash and Cash Equivalents</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
Cash on Hand	41,181	81,359
Balance with Banks		
- In Current Accounts	3,288,460	218,383
<b>TOTAL</b>	<b>3,329,641</b>	<b>299,743</b>
<b>Note 14 : Short Term Loans and Advances</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
Loans to Related Parties (Unsecured, Considered Good)	25,713,834	-
Other Loan and Advances (Unsecured, Considered Good)		
- Loans Given	9,739,868	-
- Advances recoverable in cash or in kind or for value to be received	4,329	1,460
Balance with Government Authorities		
- Advance Income Tax & Tax Deducted at Source	320,571	157,996
<b>TOTAL</b>	<b>35,778,602</b>	<b>159,456</b>



(Amount in ₹)

<b>Note 15 : Revenue from Operations</b>		
<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2014</b>	<b>For the year ended 31<sup>st</sup> March, 2013</b>
Interest	2,670,781	528,673
Dividend from Mutual Funds	248,339	24,372
Profit on Redemption on Mutual Fund	113,849	-
<b>TOTAL</b>	<b>3,032,969</b>	<b>553,045</b>
<b>Note 16 : Other Income</b>		
<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2014</b>	<b>For the year ended 31<sup>st</sup> March, 2013</b>
Interest on Income Tax Refund	7,316	-
<b>TOTAL</b>	<b>7,316</b>	<b>-</b>
<b>Note 17 : Employes Benefits Expenses</b>		
<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2014</b>	<b>For the year ended 31<sup>st</sup> March, 2013</b>
Salaries and Wages	940,281	1,355,969
Director Remuneration	600,000	600,000
Staff Welfare Expenses	40,656	11,281
<b>TOTAL</b>	<b>1,580,937</b>	<b>1,967,250</b>
<b>Note 18 : Other Expenses</b>		
<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2014</b>	<b>For the year ended 31<sup>st</sup> March, 2013</b>
<b>Administrative and General Expenses</b>		
Stock exchange, depository & RTA fees and charges	163,766	101,570
Legal and Professional Fees	725,547	865,163
Payment to Auditors (including service tax)		
Statutory Audit Fees	78,652	44,944
Income Tax Matters	11,236	11,236
Certification	11,236	11,236
other services	33,708	33,708
Rates & Taxes	82,055	99,000
Telephone & Cummunication Expenses	130,629	76,525
Advertisement and Publishing expenses	101,866	205,609
Deferred Revenue Expenses written off	114,810	-
Miscellaneous Expenses	80,737	68,879
<b>TOTAL</b>	<b>1,534,243</b>	<b>1,517,870</b>
<b>Note 19 : Financial Expenses</b>		
<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2014</b>	<b>For the year ended 31<sup>st</sup> March, 2013</b>
Interest paid on Loan	3,585,274	-
<b>TOTAL</b>	<b>3,585,274</b>	<b>-</b>

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014

## ADDITIONAL INFORMATION TO THE FINANCIAL STATEMENTS

**20. Contingent Liabilities, commitments and event occurring after the Balance Sheet date:**

The management of Company does not anticipate any contingent liability or commitments having material effect on the position stated in the Balance Sheet at the year-end.

To the best of knowledge of the management, there are no events occurring after the Balance Sheet date that provide additional information materially affecting the determination of the amount relating to the conditions existing at the Balance Sheet date that requires adjustment to the Assets or Liabilities of the Company.

**21.** The information as required to be disclosed in accordance with the provisions of Schedule VI of the Companies Act, 1956 have been disclosed to the extent applicable to the Company. In view of the nature of business activity of the Company being of Non Banking Financial Company, other information as required under Schedule VI of Companies Act, 1956 are either nil or not applicable to the Company for the period under consideration.

## DISCLOSURES UNDER ACCOUNTING STANDARDS

**22. Segment Information:**

The Company has only one reportable business segment, i.e., Financing and other related Activities therefore, no separate disclosure is required in accordance with Accounting Standard [AS]-17 on 'Segment Reporting' notified by Companies [Accounting Standards] Rules, 2006.

**23. Related Party Disclosure:**

a) List of Related Parties & Relationship where control exists:

NAMES OF THE RELATED PARTY	NATURE OF RELATIONSHIP
<b>Key Management Personnel</b>	
Mr. Kamlesh B. Jain	Director
Mr. Ketan Kothari	Director
Mr. Mukesh Shah	Director
Mr. Kishor Sangani	Director
Mr. Sachin Kothari	Director

**Company owned or controlled by KMP/Relatives**

Kshir Sagar Construction Co. Private Limited	Director is Director
Vardhan Bafna Construction Co. Private Limited	Director is Director
N Babulal & Co Private Limited	Director is Director
Saylee Realtors Private Limited	Director is Director
Osiyan Mobile Private Limited	Director is Director
House of Clocks & Watches Private Limited	Director is Director
Supama Financial Services Limited	Director is Director
Treelife Consultancy Services Private Limited	Director is Director
Fetise Fashion Pvt Ltd(Till 15.10.2012)	Director is Director
Vishwas Broking Services Private Limited	Director is Director
Dynacons Systems And Solutions Limited	Director is Director
Dynacons Technologies Limited	Director is Director
Lambodhar Shares And Securities Private Limited	Director is Director
LT Commodity Brokers Private Limited	Director is Director
Abans Finance Limited(till 27.11.2012)	Director is Director
RSBL Spot Trading Private Limited	Relative is Director
Riddi-Siddhi Bullions Limited	Relative is Director
BSK Realtors LLP	Director is Partner
Supama Realtros LLP	Director is Partner
<b>Associates</b>	Finkurve Bullion Private Limited
<b>Subsidiary</b>	Supama Forex Private Limited RSBL Commodities Private Limited

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014

b) Transactions with Related Parties during the year

(Amount in ₹)

Sr. No	NATURE OF TRANSACTIONS AND NAME OF THE RELATED PARTY	KEY MANAGEMENT PERSONNEL	ENTERPRISES OWNED OR CONTROLLED BY K.M.P. OR RELATIVES	ASSOCIATES	SUBSIDIARY	GRAND TOTAL
1	Interest Income	-	16,82,038	-	-	16,82,038
2	Director Remuneration	6,00,000	-	-	-	6,00,000
3	Investment Purchased	-	-	10,000	-	10,000
4	Loans Given	-	4,42,00,000	-	-	4,42,00,000
5	Loan Received Back	-	2,00,00,000	-	-	2,00,00,000
	<b>BALANCE OUTSTANDING</b>					
1	Trade Payable	44,200	-	-	-	44,200
2	Investments	-	-	45,45,000	9,36,10,000	9,81,55,000
3	Loans Given	-	2,57,13,834	-	-	2,57,13,834

24. In the opinion of the management, the current assets and loans and advances are not less than as stated, if realised in the ordinary course of business.
25. The Company has followed the guidelines of RBI for Prudential norms wherever applicable.
26. Previous year's figure have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

Signature to Notes 1 to 26

As per our report of even date  
**For LADHA SINGHAL & ASSOCIATES**  
Chartered Accountants  
(Firm Registration No : 120241W)

For and on behalf of Board of Directors  
**For Finkurve Financial Services Limited**

Sd/-  
**Ajay Singhal**  
Partner  
M. No. 104451  
Place : Mumbai  
Date : 29<sup>th</sup> May, 2014

Sd/-  
**Ketan Kothari**  
Director

Sd/-  
**Sachin Kothari**  
Executive Director

Sd/-  
**Sunny Parekh**  
Company Secretary



Disclosure of details as required in terms of Paragraph 13 of Non-Banking Financial Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007)

Particulars		(₹ in Thousands)	
<b>Liability Side:</b>			
		<b>Amount Out-standing</b>	<b>Amount Overdue</b>
1)	<b>Loans and Advances availed by the NBFC's inclusive of interest accrued thereon but not paid</b>	38,226.75	Nil
2)	<b>Break-up (1)(f) above (Outstanding Public deposits inclusive of interest accrued thereon but not paid):</b>	Nil	Nil
<b>Asset side:</b>		<b>Amount Outstanding</b>	
3)	<b>Break-up value of Loans and Advances including bills receivables [Other than those included in (4) below]:</b>		
	(a) Secured	Nil	Nil
	(b) Unsecured	35,453.70	Nil
4)	<b>Break-up of Leased Assets and stock on hire and hypothecation loans counting towards EL/HP activities</b>	Nil	Nil
5)	<b>Break-up of Investments:</b>		
	<b>Current Investments:</b>		
	1. Quoted :		
	(i) Shares : (a) Equity		Nil
	(b) Preference		Nil
	(ii) Debentures and Bonds		Nil
	(iii) Units of mutual funds		Nil
	(iv) Government Securities		Nil
	(v) Others (please specify)		Nil
	2. Unquoted:		
	(i) Shares : (a) Equity		Nil
	(b) Preference		Nil
	(ii) Debentures and Bonds		Nil
	(iii) Units of mutual funds		Nil
	(iv) Government Securities		Nil
	(v) Others (please specify)		Nil
	<b>Long Term Investments</b>		
	1. Quoted :		
	(i) Shares : (a) Equity		Nil
	(b) Preference		Nil
	(ii) Debentures and Bonds		Nil
	(iii) Units of mutual funds		Nil
	(iv) Government Securities		Nil
	(v) Others (please specify)		Nil
	2. Unquoted:		
	(i) Shares : (a) Equity		98,155.00
	(b) Preference		Nil
	(ii) Debentures and Bonds		Nil
	(iii) Units of mutual funds		Nil
	(iv) Government Securities		Nil
	(v) Others (please specify)		Nil





6) Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances:			
Category	Amount net of provisions		
	Secured	Unsecured	Total
1. Related Parties			
(a) Subsidiaries	Nil	Nil	Nil
(b) Companies in the same group	Nil	Nil	Nil
(c) Other related parties	Nil	Nil	Nil
2. Other than related parties.	Nil	38226.75	38226.75
Total	Nil	38226.75	38226.75
7) 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-unquoted	Nil	93,610.00	
(b) Companies in the same group-unquoted	Nil	4,545.00	
(c) Other related parties	Nil	Nil	
2. Other than related parties	Nil	Nil	
Total	Nil	98,155.00	
8) Other Information			
Particulars	Amount		
(I) Gross Non-Performing Assets			
(a) Related parties	Nil		
(b) Other than related parties	Nil		
(ii) Net Non-Performing Assets			
(a) Related parties	Nil		
(b) Other than related parties	Nil		
(iii) Assets acquired in satisfaction of debts	Nil		
For and on behalf of Board of Directors <b>For Finkurve Financial Services Limited</b>			
Place : Mumbai	Sd/- <b>Ketan Kothari</b> Chairman	Sd/- <b>Sachin Kothari</b> Executive Director	
Date : 29 <sup>th</sup> May, 2014			



# Consolidated Balance Sheet



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**INDEPENDENT AUDITORS' REPORT**

To  
The Board of Directors  
**Finkurve Financial Services Limited**

We have audited the accompanying consolidated financial statements of **Finkurve Financial Services Limited** ("the Company") and its subsidiaries, Supama Forex Private Limited and RSBL Commodities Private Limited which comprise the consolidated Balance Sheet as at March 31, 2014, and the consolidated Statement of Profit and Loss and the consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Consolidated Financial Statements**

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated 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 consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and presentation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**Opinion**

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

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

**For Ladha Singhal & Associates**

Chartered Accountants  
(Firm Registration No. 120241W)

**Ajay Singhal**

Partner  
M. No. 104451

Place: Mumbai  
Date: 29<sup>th</sup> May, 2014

CONSOLIDATED BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2014

(Amount in ₹)

Particulars	Note No.	As at 31 <sup>st</sup> March, 2014	As at 31 <sup>st</sup> March, 2013
<b>I EQUITY AND LIABILITIES</b>			
<b>1. Shareholders' funds</b>			
(a) Share Capital	2	96,600,000	13,800,000
(b) Reserves and Surplus	3	14,986,185	102,029,612
		<b>111,586,185</b>	<b>115,829,612</b>
<b>2. Minority Interest</b>		18,806,768	18,216,936
<b>3. Non-Current Liabilities</b>			
(a) Long Term Borrowings	4	38,226,747	-
		<b>38,226,747</b>	-
<b>4. Current Liabilities</b>			
(a) Short Term Borrowings	5	5,885,557	143,636,743
(b) Trade Payables	6	955,542	612,576
(c) Other Current Liabilities	7	708,609	22,290,491
(d) Short Term Provisions	8	415,731	-
		<b>7,965,439</b>	<b>166,539,810</b>
<b>TOTAL</b>		<b>176,585,138</b>	<b>300,586,358</b>
<b>II ASSETS</b>			
<b>1. Non - Current Assets</b>			
(a) Fixed Assets (Net Block)	9		
(i) Tangible Assets		3,808,093	3,973,778
(ii) In-Tangible Assets		32,567	38,881
(b) Non - Current Investments	10	9,241,454	9,548,364
(c) Deferred Tax Assets (Net)	11	3,536,426	2,409,221
(d) Long - Term Loans and Advances	12	14,382,500	31,234,500
(e) Other Non Current Assets	13	18,618,941	11,426,652
		<b>49,619,981</b>	<b>58,631,396</b>
<b>2. Current Assets</b>			
(a) Current Investments	14	-	4,454,172
(b) Inventories	15	25,788,524	38,670,359
(c) Trade Receivable	16	1,395,381	2,384,386
(d) Cash and Cash Equivalents	17	44,666,870	22,587,115
(e) Short Term Loans and Advances	18	55,114,382	173,852,659
(f) Other Current Assets	19	-	6,271
		<b>126,965,157</b>	<b>241,954,962</b>
<b>TOTAL</b>		<b>176,585,138</b>	<b>300,586,358</b>
<b>Significant Accounting Policies</b>	1		
<b>Notes forming part of the financial statements</b>	27 to 29		

As per our report of even date  
**For LADHA SINGHAL & ASSOCIATES**  
Chartered Accountants  
(Firm Registration No : 120241W)

For and on behalf of Board of Directors  
**For Finkurve Financial Services Limited**

Sd/-  
**Ajay Singhal**  
Partner  
M. No. 104451

Sd/-  
**Ketan Kothari**  
Director

Sd/-  
**Sachin Kothari**  
Executive Director

Place : Mumbai  
Date : 29<sup>th</sup> May, 2014

Sd/-  
**Sunny Parekh**  
Company Secretary



**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014**  
(Amount in ₹)

Particulars	Note No.	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
<b>A CONTINUING OPERATIONS</b>			
I Revenue from Operations (gross)	20	4,142,684,984	3,909,832,864
II Other Income	21	3,474,857	9,594,180
<b>III Total Revenue (I + II)</b>		<b>4,146,159,841</b>	<b>3,919,427,044</b>
<b>IV Expenses</b>			
Purchase	22	4,104,091,922	3,899,348,809
Change in Inventory	23	12,881,835	(30,816,574)
Employee Benefits Expense	24	11,019,221	11,312,541
Finance Cost	25	6,843,497	16,463,807
Depreciation and Amortization Expense	9	938,575	994,437
Other Expenses	26	13,095,223	16,091,597
<b>Total Expenses</b>		<b>4,148,870,273</b>	<b>3,913,394,616</b>
V Profit / (Loss) before Exceptional and Extraordinary Items and Tax (III-IV)		<b>(2,710,432)</b>	<b>6,032,427</b>
VI Exceptional Item - Excess Depreciation Written Back		-	1,269,333
VII. Profit / (Loss) Before Tax (V-VI)		<b>(2,710,432)</b>	<b>7,301,760</b>
VIII. Tax Expense:			
(a) Current Tax		1,762,178	2,620,595
(b) Short Provision for Tax for Earlier Years		308,191	
(c) Deferred Tax (Asset) / Liability	11	(1,127,206)	(431,983)
		<b>943,164</b>	<b>2,188,612</b>
IX. Profit / (Loss) from Continuing operations (VII-VIII)		<b>(3,653,595)</b>	<b>5,113,148</b>
Less: - Minority Interest		589,832	571,963
XI. Profit / (Loss) for the Year (IX + X)		<b>(4,243,428)</b>	<b>4,541,185</b>
XII. <b>Earnings Per Equity Share of Rs.1/- each :</b>			
Weighted average no. of shares (Basic & Diluted)		96,600,000	96,600,000
(1) Basic Earning Per Share (₹)		(0.04)	0.05
(2) Diluted Earning Per Share (₹)		(0.04)	0.05
<b>Significant Accounting Policies</b>	1		
<b>Notes forming part of the financial statements</b>	27 to 29		

As per our report of even date  
**For LADHA SINGHAL & ASSOCIATES**  
Chartered Accountants  
(Firm Registration No : 120241W)

For and on behalf of Board of Directors  
**For Finkurve Financial Services Limited**

Sd/-  
**Ajay Singhal**  
Partner  
M. No. 104451

Sd/-  
**Ketan Kothari**  
Director

Sd/-  
**Sachin Kothari**  
Executive Director

Place : Mumbai  
Date : 29<sup>th</sup> May, 2014

Sd/-  
**Sunny Parekh**  
Company Secretary



CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014

(Amount in ₹)

Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) before tax and Exceptional Items	(2,710,432)	6,032,427
<b>Adjustments for</b>		
Interest Expensed	6,843,497	1,166,331
Depreciation	938,575	994,437
Interest Earned	(3,231,973)	(824,033)
Dividend Received	(51,937)	(26,100)
(Profit)/Loss on fixed assets sold/discarded	23,329	-
Deferred Revenue Expenditure incurred	(459,190)	-
Provision for diminution in investment	381,910	-
Provision for Payment of Gratuity	415,731	-
Profit on Sale of Investments	(135,803)	(604,841)
<b>Operating Loss Before Working Capital Adjustments</b>	<b>2,013,708</b>	<b>6,738,220</b>
<b>Adjustments for changes in working capital</b>		
Long Term Loans and Advances	2,000	23,613,779
Other Non current Assets		(8,092,745)
Inventories	12,881,835	(30,816,574)
Trade Receivables	989,005	24,811,068
Short Term Loans and Advances	(35,456,571)	(3,250,116)
Other Current Assets	163,958,606	3,618,947
Trade Payables	(118)	(1,912,275)
Other Current Liabilities	(21,238,798)	2,010,742
<b>Cash generated from operations</b>	<b>123,149,666</b>	<b>16,721,046</b>
Direct Tax Paid (Refund) [Net]	(1,710,955)	(2,564,519)
<b>Net Cash from Operating Activities</b>	<b>121,438,711</b>	<b>14,156,527</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Non-Current Investments	60,803	(7,515,521)
Purchase of Current Investments	4,454,172	(4,454,172)
Capital Expenditure on Fixed Assets	(789,905)	(1,150,180)
Interest Earned	3,231,973	824,033
Dividend Received	51,937	26,100
Profit on Sale of Investments	-	604,841
<b>Net Cash from Investing Activities</b>	<b>7,008,980</b>	<b>(11,664,899)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds/(Repayment) from/of borrowings (Net)	(99,524,439)	(14,199,058)
Interest paid on Borrowings	(6,843,497)	(1,166,331)
<b>Net Cash from Financing Activities</b>	<b>(106,367,937)</b>	<b>(15,365,389)</b>
Net increase in cash and cash equivalents (A+B+C)	22,079,755	(12,873,761)
Opening Balance of Cash and Cash Equivalents	22,587,115	35,460,876
<b>Closing Balance of Cash and Cash Equivalents</b>	<b>44,666,870</b>	<b>22,587,115</b>

## NOTES:

- The Cash Flow Statement has been prepared as per Indirect Method
- Cash & Cash Equivalents represent Cash & Bank Balance

As per our report of even date  
**For LADHA SINGHAL & ASSOCIATES**  
Chartered Accountants  
(Firm Registration No : 120241W)

For and on behalf of Board of Directors  
**For Finkurve Financial Services Limited**

Sd/-  
**Ajay Singhal**  
Partner  
M. No. 104451

Sd/-  
**Ketan Kothari**  
Director

Sd/-  
**Sachin Kothari**  
Executive Director

Place : Mumbai  
Date : 29<sup>th</sup> May, 2014

Sd/-  
**Sunny Parekh**  
Company Secretary



**NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014**

**NOTE – 1**

**SIGNIFICANT ACCOUNTING POLICIES**

**a. Basis Of Preparation**

The Consolidated financial statements of the group have been prepared and presented in accordance with the Generally Accepted accounting Principles in India under the historical cost convention. These statements have been prepared in accordance with Accounting Standard 21- “Consolidated Financial Statements” and relevant presentational requirements of the Companies Act, 1956

**b. Use of estimates**

The preparation of financial statements in conformity with accounting standards requires the management to make estimates and assumptions that affect the reported amounts of assets, liabilities and disclosure relating to contingent liability at the date of the financial statements and the reported amounts of revenues and expenses during the reported period. Actual results could differ from those estimates. Any revision to such estimates is recognised in the period the same is determined.

**c Revenue Recognition**

- i. The group follows Mercantile System of Accounting and Income and expenditure are recognised on accrual basis;
- ii. Sales are accounted for excluding tax and on the basis of goods acknowledged to have been received by customers before the year end;
- iii. Income/Loss on derivative contracts which have matured during the year have been accounted for as income/loss for the year. Unexpired derivative contracts are carried forward to next financial year;
- iv. Dividend are accounted when the right to receive is established;
- v. Interest income is recognised on accrual basis.

**d. Principles of Consolidation**

The Consolidated financial statements relate to the company and its subsidiary companies. The consolidated financial statements have been prepared on the following basis:

- I. The financial statement of the company and its subsidiaries are combined on a line by – line basis by adding together the book values of likes items of assets, liabilities, income and expenses after fully eliminating intra-group balances and intra-group transaction resulting in unrealized profit or losses in accordance with Accounting Standard (AS) - 21 – “Consolidated Financial Statement”.
- II. The excess of the Company's portion of the equity of the subsidiaries calculated on the basis of financial statements of subsidiaries ending as at 31<sup>st</sup> March 2012 in accordance with Accounting Standard (AS) - 21 – “Consolidated Financial Statement”, over the cost to the Company of its investment in subsidiary is recognised in the financial statements as capital reserve.
- III. As far as possible, the consolidated financial statement are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the company's separate financial statement.
- IV. Notes on these consolidated financial statements are intended to serve as a means of informative disclosure and a guide to better understanding of the consolidated positions of the group. Recognising this purpose, the company has disclosed only such notes from the individual financial statements, which fairly present the needed disclosures.
- V. The list of subsidiaries considered in these consolidated financial statements with percentage holding is summarized below:

<b>Name of Subsidiaries</b>	<b>Country of Incorporation</b>	<b>Proportion of ownership interest</b>
Supama Forex Private Limited	India	83.20%
RSBL Commodities Private Limited	India	100.00%

**e. Fixed Assets**

All Fixed Assets are stated at cost of acquisition less accumulated depreciation. All cost relating to the acquisition and installation of the fixed assets are capitalised and includes financing costs relating to borrowed fund attributable to the acquisition of fixed assets up to the date the fixed assets is put to use.

**f. Depreciation**

Depreciation has been provided on Written Down Value Method at the rates and in the manner prescribed in Schedule XIV to the Companies Act, 1956.

Depreciation on Additions/Deletions during the year has been provided on pro rata basis.

**g. Inventories Valuation**

Inventory consisting of Currencies are valued at cost or market value whichever is lower.

**h. Investments:**

Investments that are readily realizable and are intended to be held for not more than one year from the date, on which such investments are made, are classified as current investments. All other investments are classified as long term investments. Current investments are carried at cost or fair value, whichever is lower. Long-term investments are carried at cost. However, provision for diminution is made to recognize a decline, other than temporary, in the value of the investments, such reduction being determined and made for each investment individually.

**i. Taxes On Income**

Current Tax is measured at the amount expected to be paid to the taxation authorities, using the applicable tax rates and tax laws.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been announced upto the balance sheet date. Deferred Tax assets and liabilities are recognised for the future tax consequences attributable to timing differences between the taxable income and accounting income. The effect of tax rate change is considered in the Statement of Profit and Loss of the respective year of change. Deferred Tax Assets on unabsorbed depreciation & tax losses is recognised, subject to the consideration of prudence, only if there is virtual certainty that such deferred tax asset can be realised against future taxable profits.

**j. Intangible Assets**

Intangible assets are recognised only if it is probable that the future economic benefits that are attributable to the assets will flow to the enterprise and the cost of the assets can be measured reliably. Intangible Assets are stated at cost of acquisition less accumulated amortization and impairment loss, if any.

**k. Earnings Per Share**

Basic earnings per share are calculated by dividing the net profit / (loss) for the period attributable to equity shareholders (after deducting attributable taxes) by weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earning per share, the net profit or loss for the period attributable to equity shareholders and the average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**l. Provisions, Contingent Liabilities And Contingent Assets**

Provisions are recognized in the accounts in respect of present probable obligations arising as a result of past events and it is probable that there will be an outflow of resources, the amount of which can be reliably estimated.

Contingent liabilities are disclosed in respect of possible obligation that arises from past events but their existence is confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company.

Contingent Assets are neither recognized nor disclosed in the financial statements.



(Amount in ₹)

<b>Note 2 : Share Capital</b>				
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>		<b>As at 31<sup>st</sup> March, 2013</b>	
<b>Authorised:</b> 9,70,00,000 (P.Yr. 15,00,000) Equity Shares of ₹ 1/- each (P.Yr. ₹ 10/- each) with voting rights	97,000,000		15,000,000	
<b>TOTAL</b>	<b>97,000,000</b>		<b>15,000,000</b>	
<b>Issued, Subscribed and Paid up:</b> 9,66,00,000 (P.Yr. 13,80,000) Equity Shares of ₹ 1/- each (P.Yr. ₹10/- each) with voting rights, fully paid up	96,600,000		13,800,000	
<b>TOTAL</b>	<b>96,600,000</b>		<b>13,800,000</b>	
<b>(i) Reconciliation of Number of Shares outstanding at the beginning and at the end of the reporting period</b>				
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>		<b>As at 31<sup>st</sup> March, 2013</b>	
Number of sub-divided equity shares at the beginning of the year	13,800,000		13,800,000	
Add: Equity Shares allotted as fully paid-up bonus shares	82,800,000		-	
Number of sub-divided equity shares at the end of the year	<b>96,600,000</b>		<b>13,800,000</b>	
Note:- During the year, the Company have sub-divided it's every equity shares of face value of ₹ 10/- each into 10 equity shares of ₹ 1/- each. Hence, the numbers of equity shares, including the previous years have been stated considering such sub-division of equity shares of Company.				
<b>(ii) Terms/Rights attached to Equity Shares</b>				
The Company has only one class of equity shares having a par value of ₹1/- per share. 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 remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholder.				
<b>(iii) Details of shareholder holding more than 5% shares in the Company</b>				
<b>Name of Share Holder</b>	<b>As at 31<sup>st</sup> March, 2014</b>		<b>As at 31<sup>st</sup> March, 2013</b>	
	<b>No. of Shares</b>	<b>% of Holding</b>	<b>No. of Shares</b>	<b>% of Holding</b>
Kalawati Kothari	8,272,600	8.56%	1,181,800	8.56%
Ketan Kothari	53,451,230	55.33%	7,635,890	55.33%
Mohinidevi Kothari	7,635,600	7.90%	1,090,800	7.90%
<b>(iv) Aggregate number of bonus shares issued during the period of five years immediately preceding the reporting date</b>				
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>		<b>As at 31<sup>st</sup> March, 2013</b>	
Equity Shares allotted as fully paid-up bonus shares	82,800,000		-	



(Amount in ₹)

<b>Note 3 : Reserves &amp; Surplus</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
<b>Securities Premium Account</b>		
Opening Balance	85,500,000	-
Add: Received during the year on issue of Equity Shares	-	85,500,000
Less: Utilisation / transfers during the year	82,800,000	-
Closing Balance	<u>2,700,000</u>	<u>85,500,000</u>
<b>General Reserve</b>		
Opening Balance	78,481	78,481
Less: Utilisation / transfers during the year	-	-
Closing Balance	<u>78,481</u>	<u>78,481</u>
<b>Capital Reserve (on Consolidation)</b>		
Opening Balance	4,245,343	-
Add: - Reserve Created on Consolidation	-	4,245,343
Closing Balance	<u>4,245,343</u>	<u>4,245,343</u>
<b>Surplus / (Deficit) in Statement of Profit and Loss</b>		
Opening Balance	12,205,788	7,664,602
Add/(Less): profit/(loss) for the year	(4,243,428)	4,541,185
Less: Utilisation / transfers to reserves	-	-
Closing Balance	<u>7,962,360</u>	<u>12,205,788</u>
<b>TOTAL</b>	<u><b>14,986,185</b></u>	<u><b>102,029,612</b></u>
<b>Note 4 : Long Term Borrowings</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
Loan from Body Corporates	38,226,747	-
<b>TOTAL</b>	<u><b>38,226,747</b></u>	<u><b>-</b></u>
<b>Note 5 : Short Term Borrowings</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
Unsecured Debenture	-	138,100,000
Unsecured Loan		
- From Others	5,885,557	5,536,743
<b>TOTAL</b>	<u><b>5,885,557</b></u>	<u><b>143,636,743</b></u>
<b>Note 6 : Trade Payables</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
<b>Trade Payables</b>		
For Services & Expenses - Other than Acceptance	955,542	612,576
<b>TOTAL</b>	<u><b>955,542</b></u>	<u><b>612,576</b></u>
Based on the information available with the company and verbal confirmation obtained from the suppliers, there are no dues to micro, small and medium enterprises as defined under "The Micro, Small and Medium Enterprises Development Act, 2006" as on 31 <sup>st</sup> March, 2014.		



(Amount in ₹)

<b>Note 7 : Other Current Liabilities</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
Other Payables		
Withholding Taxes Payable	403,567	1,578,354
Profession Tax Payable	34,502	136,635
Service Tax Payable	28,321	-
Interest Accrued and due on Debenture	-	13,766,865
Bank overdrawn Balance	180,904	6,747,322
Other	61,315	61,315
<b>TOTAL</b>	<b>708,609</b>	<b>22,290,491</b>

<b>Note 8 : Short Term Provisions</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
<b>Other Provisions</b>		
Provision for gratuity	415,731	-
<b>TOTAL</b>	<b>415,731</b>	<b>-</b>

<b>Note 9 : Fixed Assets</b>										
<b>(Amount in ₹)</b>										
Description	Gross Block				Accumulated Depreciation				Net Block	
	Balance as at 31 <sup>st</sup> March 2013	Additions during the Year	Deductions / Adjustments	Balance as at 31 <sup>st</sup> March 2014	Balance as at 31 <sup>st</sup> March 2013	Depreciation For the Year	Deductions / Adjustments	Balance as at 31 <sup>st</sup> March 2014	Balance as at 31 <sup>st</sup> March 2014	Balance as at 31 <sup>st</sup> March 2013
<b>TANGIBLE ASSETS - OWNED</b>										
Vehicles	5,132,174	494,825	-	5,626,999	3,366,857	484,016	-	3,850,873	1,776,126	1,765,317
Computers	2,444,847	153,980	-	2,598,827	2,181,262	145,859	-	2,327,121	271,706	263,585
Furniture & Fixture	3,281,887	9,000	-	3,290,887	1,818,484	204,201	-	2,022,685	1,268,202	1,463,403
Office Equipments	1,229,915	78,600	-	1,308,515	748,442	68,015	-	816,457	492,059	481,473
	12,088,823	736,405	-	12,825,228	8,115,045	902,090	-	9,017,135	3,808,093	3,973,778
<b>IN-TANGIBLE ASSETS - OWNED</b>										
Software	66,180	53,500	66,180	53,500	27,299	36,485	42,851	20,933	32,567	38,881
	66,180	53,500	66,180	53,500	27,299	36,485	42,851	20,933	32,567	38,881
<b>TOTAL</b>	<b>12,155,003</b>	<b>789,905</b>	<b>66,180</b>	<b>12,878,728</b>	<b>8,142,344</b>	<b>938,575</b>	<b>42,851</b>	<b>9,038,068</b>	<b>3,840,660</b>	<b>4,012,659</b>
Previous Year	11,004,823	1,150,180	-	12,155,003	8,417,240	994,437	1,269,333	8,142,344	4,012,659	6,992,164





(Amount in ₹)

## Note 10 : Non-Current Investments

Particulars	As at 31 <sup>st</sup> March, 2014	As at 31 <sup>st</sup> March, 2013
<b>Other than Trade</b>		
<b>Unquoted Equity Shares, fully paid up - At Cost Associates</b>		
of associates (at Cost) - 94,500 (93,500) equity shares of ₹ 10/- each of Finkurve Bullion Pvt Ltd.	4,545,000	4,535,000
<b>Others</b>		
38,191 equity shares of ₹ 10/- each of Indian Bullion Market Ltd	381,910	381,910
Less:- Provision for diminution in investment	(381,910)	
100 equity shares of ₹ 10/- each of Rupee Co-op. Bank Limited	1,000	1,000
<b>Quoted Equity Shares, fully paid up - At Cost</b>		
<b>Others</b>		
500 equity shares of ₹ 10/- each of Blue Star Info Limited	58,955	58,955
1000 equity shares of ₹ 10/- each of DB Realty Limited	95,272	95,272
8000 equity shares of ₹ 1/- each of Delta Corporation Limited	671,458	671,458
400 equity shares of ₹ 10/- each of Gandhimathi Appliances Limited	151,449	151,449
15000 equity shares of ₹ 1/- each of HCC Limited	551,427	551,427
16000 equity shares of ₹ 10/- each of IFCI Limited	709,801	709,801
1000 equity shares of ₹ 10/- each of ITI Limited	43,208	43,208
5000 equity shares of ₹ 2/- each of IVRCI Limited	147,943	147,943
5000 equity shares of ₹ 10/- each of Lloyd Steel Limited	98,043	98,043
1000 equity shares of ₹ 10/- each of Mangalam Drugs Limited	18,083	18,083
1239 equity shares of ₹. 10/- each of Mawana Sugars Limited	296,386	296,386
5000 equity shares of ₹ 10/- each of Mahanagar Telephone Nigam Limited	111,483	111,483
5000 equity shares of ₹ 10/- each of Nirlon Limited	290,350	290,350
2000 equity shares of ₹ 10/- each of Onward Technology Limited	138,984	138,984
45 equity shares of ₹ 10/- each of Orbit Corporation Limited	2,383	2,383
2000 equity shares of ₹ 5/- each of Reliance Communication Limited	280,929	280,929
1500 equity shares of ₹ 10/- each of Royal Cushion Limited	44,775	44,775
100 equity shares of ₹ 10/- each of Sahara Housing Limited	63,973	63,973
117 (Pr.Yr.1000) equity shares of ₹ 2/- each of Tech Mahindra Ltd (formerly Satyam Computers Limited)	73,227	73,227
1000 equity shares of ₹ 10/- each of Shilpi Cable Technologies Limited	47,141	47,141
2125 (P Yr 500) equity shares of ₹ 5/- each of Reliance Media Works Limited	545,017	480,017
1500 equity shares of ₹ 5/- each of Reliance Broadcast Networks Limited	87,706	87,706
875 equity shares of ₹ 10/- each of Reliance Power Limited	80,961	80,961
5000 equity shares of ₹ 10/- each of Zenith Birla India Limited	86,500	86,500
<b>TOTAL</b>	<b>9,241,454</b>	<b>9,548,364</b>
Agregate amount of unquoted investments	98,156,000	4,917,910
Agregate Market Value of quoted investments	3,180,011	2,134,398
Agregate provision for diminution in value of investments	381,910	-



(Amount in ₹)

<b>Note 11 : Deferred Tax Assets (Net)</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
<b>Deferred Tax Assets</b>		
Tax Effect of item constituting deferred tax liability		
- Depreciation	(153,597)	(68,329)
Tax Effect of item constituting deferred tax Assets		
- Depreciation	89,474	-
- Provision for Gratuity	128,461	-
- Unabsorbed Depreciation	87,761	84,463
- Brought Forward Losses	3,384,327	2,393,087
<b>TOTAL</b>	<b>3,536,426</b>	<b>2,409,221</b>
The Company has recognised deferred tax assets on unabsorbed depreciation and brought forward business losses based on the Management's estimates of future activity and profits of the Company and based on virtual certainty that the assets will be realised in future.		
<b>Note 12 : Long-Term Loans and Advances</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
<b>Unsecured, Considered good</b>		
Capital Advances	14,350,000	31,200,000
Security Deposits	26,500	26,500
Other Loan and Advances		
- Prepaid Expenses	6,000	8,000
<b>TOTAL</b>	<b>14,382,500</b>	<b>31,234,500</b>
<b>Note 13 : Other Non Current Assets</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
Fixed Deposits with Bank with more than 12 months maturity	18,159,751	11,226,652
<b>Unsecured, Considered good</b>		
Insurance Claim	-	200,000
<b>Unamortized Expenses</b>		
(To the extent not written off or adjusted)		
Deffered Revenue Expenses		
As per Last Balance Sheet	-	-
Add:- Incurred During the Year	574,000	-
Less:- Written off during the year	114,810	-
<b>TOTAL</b>	<b>18,618,941</b>	<b>11,426,652</b>



(Amount in ₹)

<b>Note 14 : Current Investments</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
<b>Investment in Mutual Funds - Quoted</b>		
215.67 units of Axis Liquid Fund-Daily Divd. Reinvestment(CFDD)	-	216,163
2.61 units of Axis Liquid Fund-Retail Daily Divd.Reinvest(CFRD)	-	2,618
1304.12 units of Axis Liquid Fund-Daily Divd. Reinvestment (TADD)	-	1,305,391
540.57 units of Axis Treasury Advantage Fund-Growth(TAPG)	-	700,000
23926.52 units of HDFC Cash Mngt Fund-TRE Adtg Plan-Retail-Gr	-	595,000
627.88 units of Reliance Money Manager Fund-Growth Option-Gr	-	1,000,000
29.80 units Reliance Money Manager Fund-Retail Option-Growth	-	45,000
41770.14 units of Religare Credit Opportunities Fund-Institutional Gr	-	550,000
3205.57 units of Religare Credit Opportunities Fund-Regular Growth	-	40,000
<b>TOTAL</b>	-	<b>4,454,172</b>
Agregate market value of quoted investments	-	4,477,202
Agregate provision for diminution in value of investments	-	-
<b>Note 15 : Inventories</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
Inventory of Shares and Securities (Valued at Cost or market value whichever is lower)	25,788,524	38,670,359
<b>TOTAL</b>	<b>25,788,524</b>	<b>38,670,359</b>
<b>Note 16 : Trade Receivables</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
<b>Unsecured, Considered good</b>		
Outstanding for a period exceeding six month from the date they are due for payment	1,395,381	574,863
Other Trade Receivables	-	1,809,523
<b>TOTAL</b>	<b>1,395,381</b>	<b>2,384,386</b>
<b>Note 17 : Cash and Cash Equivalents</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2014</b>	<b>As at 31<sup>st</sup> March, 2013</b>
Cash on Hand	12,043,731	9,597,626
Balance with Banks		
- In Current Accounts	32,623,139	12,989,489
- In Fixed Deposits Account		
- with original maturity of more than 12 months	-	11,226,652
Less: - Amount disclosed under other non current assets	-	(11,226,652)
<b>TOTAL</b>	<b>44,666,870</b>	<b>22,587,115</b>



(Amount in ₹)

**Note 18 : Short Term Loans and Advances**

Particulars	As at 31 <sup>st</sup> March, 2014	As at 31 <sup>st</sup> March, 2013
Security and Other Deposits	1,803,989	1,610,423
Advances to Employees	483,100	524,500
Loans to Related Parties (Unsecured, Considered Good)	25,713,834	-
Other Loan and Advances (Unsecured, Considered Good)		
- Advances recoverable in cash or in kind or for value to be received	4,329	439,672
- Loans Given	19,464,308	6,323,440
- Margin Money	7,000,000	164,410,690
Prepaid expenses	460,302	-
Balance with Government Authorities		
- Advance Income Tax & Tax Deducted at Source (Net of Provision)	184,520	543,934
<b>TOTAL</b>	<b>55,114,382</b>	<b>173,852,659</b>

**Note 19 : Other Current Assets**

Particulars	As at 31 <sup>st</sup> March, 2014	As at 31 <sup>st</sup> March, 2013
<b>Unsecured, Considered good</b>		
Service Tax Cenvat Credit	-	6,271
<b>TOTAL</b>	<b>-</b>	<b>6,271</b>

**Note 20 : Revenue from Operations**

Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
Sales	4,141,022,112	3,890,596,844
Income / (Loss) from Derivatives Trading	(1,370,097)	18,643,560
Interest on Loans	2,670,781	528,673
Management Fees	-	39,415
Dividend	248,339	24,372
Profit on Redemption on Mutual Fund	113,849	-
<b>TOTAL</b>	<b>4,142,684,984</b>	<b>3,909,832,864</b>

**Note 21 : Other Income**

Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
Interest on Fixed Deposit with Bank	1,346,083	658,607
Interest - Other	1,893,206	6,781,864
Dividend	51,937	45,196
Net gain on Sale of Investments	135,803	604,841
Forward Contract profit / ( loss )	(629,418)	916,549
Other	677,247	587,123
<b>TOTAL</b>	<b>3,474,857</b>	<b>9,594,180</b>

**Note 22 : Purchases**

Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
Purchases	4,104,091,922	3,899,348,809
<b>TOTAL</b>	<b>4,104,091,922</b>	<b>3,899,348,809</b>



(Amount in ₹)

**Note 23 : Change in Inventories**

Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
Inventory as at the beginning of the year	38,670,359	7,853,785
Inventory as at the end of the year	(25,788,524)	(38,670,359)
<b>TOTAL</b>	<b>12,881,835</b>	<b>(30,816,574)</b>

**Note 24 : Employees Benefits Expenses**

Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
Salaries, Wages and Incentives	7,434,819	8,812,870
Gratuity	415,731	-
Director Remuneration	1,925,000	1,445,000
Staff Welfare Expenses	1,243,671	1,054,671
<b>TOTAL</b>	<b>11,019,221</b>	<b>11,312,541</b>

**Note 25 : Finance Cost**

Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
Interest paid to others	6,687,248	16,270,119
Interest paid to Bank	156,249	-
<b>TOTAL</b>	<b>6,843,497</b>	<b>16,463,807</b>



(Amount in ₹)

## Note 26 : Other Expenses

Particulars	For the year ended 31 <sup>st</sup> March, 2014	For the year ended 31 <sup>st</sup> March, 2013
<b>Administrative and General Expenses</b>		
Clearing and Forwarding Charges	916,907	1,554,298
Exchange Dues	175,035	-
Export Expenses	542,380	760,130
Inland Export Expenses	1,495,102	1,535,296
Electricity Expenses	1,088,808	1,016,343
Repairs & Maintenance Expenses - Other	566,299	520,586
Legal and Professional Fees	1,131,492	1,591,910
Insurance	639,997	654,260
Export Insurance	235,828	476,077
Insurance Claim Written Off	200,000	1,450,000
Commission	99,485	126,251
Printing & Stationary	215,964	188,743
Postage & Courier Charges	335,592	324,467
Conveyance	333,525	308,589
<b>Payment to Auditors</b>		
Statutory Audit Fees	197,978	186,742
Tax Audit Fees	20,000	-
Income Tax Matters	51,236	31,236
Certification	11,236	11,236
Other services	33,708	33,708
Rent	977,932	830,495
Travelling	342,162	338,563
Rates & Taxes	447,257	441,536
Telehphone & Cummunication Expenses	689,849	693,849
Advertisement and Publishing expenses	158,056	652,776
Deferred Revenue Expenses written off	114,810	-
Vehical Running Expenses	430,623	428,879
Software Expenses	95,266	149,484
Loss on Sale / Disposal of Assets	23,329	-
Diminution in value of Investment	381,910	-
Miscellaneous Expenses	1,143,457	1,786,143
<b>TOTAL</b>	<b>13,095,223</b>	<b>16,091,597</b>



NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014**27. Contingent liabilities, commitments and event occurring after the balance sheet date:**

The management of Company does not anticipate any contingent liability or commitments having material effect on the position stated in the balance sheet at the year-end.

To the best of knowledge of the management, there are no events occurring after the Balance sheet date that provide additional information materially affecting the determination of the amount relating to the conditions existing at the Balance Sheet date that requires adjustment to the Assets or Liabilities of the Company.

**DISCLOSURES UNDER ACCOUNTING STANDARDS****28. Segment Information:**

- i. The Company and its subsidiaries, on individual standalone basis, operates in single and separate business segments. The Group has mainly three business segments which have been identified taking into account the nature of business, differing risk and return.
- ii. Composition of the business segments: - The different business segments identified by the company with nature of activity are as follows:-
  - a) Non-Banking Finance (NBFC) Activity: - Parent company, a registered NBFC is carrying on the business activity of Non Banking Finance Company;
  - b) Foreign Exchange Trading: - Subsidiary, Supama Forex Private Limited is carrying on the business activity of dealing / buying and selling of foreign exchange as "Full Fledge Money Changer" (FFMC); and
  - c) Commodities Trading: - Subsidiary, RSBL commodities Private Limited is carrying on the business activity of trading in commodities through market and recognised stock exchange.

**iii. Information about segment are as follows:-**

(₹ in Lacs )

Particulars	NBFC Activity	Foreign Exchange Trading	Commodities Trading	Total Consolidated
<b>REVENUE</b>				
Operational Income	30.33	41385.32	11.20	41426.85
Other Income	0.07	19.72	14.96	34.75
Total Revenue	30.40	41405.04	26.16	41461.60
<b>RESULT</b>				
Operating Profit/(Loss) before Interest, Depreciation and Tax	(0.75)	68.68	(17.21)	50.72
Interest Expenses	35.85	6.91	25.67	68.43
Depreciation	0.17	5.41	3.81	9.39
Tax Expenses (Including Deferred) – Liability / (Assets)	(9.96)	21.24	(1.85)	9.43
<b>Profit / (Loss) from Ordinary Activity</b>	<b>(26.81)</b>	<b>35.11</b>	<b>(44.84)</b>	<b>(36.54)</b>
Add: - Exceptional Item	-	-	-	-
<b>Net Profit / (Loss)</b> (before Minority Interest)	<b>(26.81)</b>	<b>35.11</b>	<b>(44.84)</b>	<b>(36.54)</b>
Minority Interest	0.00	5.90	0.00	5.90
<b>Net Profit / (Loss)</b>	<b>(26.81)</b>	<b>29.21</b>	<b>(44.84)</b>	<b>(42.43)</b>
<b>OTHER INFORMATION</b>				
Segment Assets/ Total Assets	476.39	1186.43	103.04	1765.85
Segment Liability	389.31	66.98	5.63	461.92
Minority Interest	-	188.07	-	188.07
Total Liability	389.31	255.04	5.63	649.99
Capital Employed	87.07	1119.45	97.41	1303.93

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014

## 29. Related Party Disclosure:

## a) List of Related Parties &amp; Relationship where control exists:

NAMES OF THE RELATED PARTY	NATURE OF RELATIONSHIP
<b>Key Management Personnel</b>	
Mr. Kamlesh B. Jain	Director
Mr. Ketan Kothari	Director
Mr. Mukesh Shah	Director
Mr. Kishor Sangani	Director
Mr. Sachin Kothari	Director
Mr. Rakesh Kothari	Director
Mr. Bharat Vardhan	Director
Mr. Prithviraj Kothari	Director
Mr. Bhawarlal Kothari	Director (Till 22.03.2013)
<b>Relatives of Key Management Personnel (K.M.P.)</b>	
Silky Kothari	Relative of Director
<b>Company owned or controlled by KMP/Relatives</b>	
Kshir Sagar Construction Co. Private Limited	Director is Director
Vardhan Bafna Construction Co. Private Limited	Director is Director
N Babulal & Co. Private Limited	Director is Director
Saylee Realtors Private Limited	Director is Director
Osiyan Mobile Private Limited	Director is Director
House of Clocks & Watches Private Limited	Director is Director
Supama Financial Services Limited	Director is Director
Treelife Consultancy Services Private Limited	Director is Director
Fetise Fashion Pvt Ltd(Till 15.10.2012)	Director is Director
Vishwas Broking Services Private Limited	Director is Director
Dynacons Systems And Solutions Limited	Director is Director
Dynacons Technologies Limited	Director is Director
Lambodhar Shares And Securities Private Limited	Director is Director
LT Commodity Brokers Private Limited	Director is Director
Abans Finance Limited(till 27.11.2012)	Director is Director
RSBL Spot Trading Private Limited	Relative is Director
Riddi-Siddhi Bullions Limited	Relative is Director
BSK Realtors LLP	Director is Partner
Supama Realtors LLP	Director is Partner
<b>Associates</b>	Finkurve Bullion Private Limited

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014

## b) Transactions with Related Parties during the year:

(Amount in ₹)

Sr. No	NATURE OF TRANSACTIONS AND NAME OF THE RELATED PARTY	KEY MANAGEMENT PERSONNEL	RELATIVES OF KEY MANAGEMENT PERSONNEL	ENTERPRISES OWNED OR CONTROLLED BY K.M.P. OR RELATIVES	ASSOCIATES	GRAND TOTAL
1	Interest Income	-	-	3177928	-	3177928
2	Interest Paid	-	39208	-	-	39208
3	Brokerage Paid	-	-	22570	-	22570
4	Director Remuneration	19,25,000	-	-	-	1925000
5	Forward Contract Sold	-	-	202700323	-	202700323
6	Forward Contract Purchased	-	-	201552544	-	201552544
7	Investment Purchased	-	-	-	10000	10000
8	Margin Money Given During the Year	-	-	24500000	-	24500000
9	Margin Money received back During the Year	-	-	181910690	-	181910690
10	Debenture redeemed During the Year	-	2100000	-	-	2100000
11	Loans Given	-	-	4,42,00,000	-	4,42,00,000
12	Loan Received Back	-	-	2,00,00,000	-	2,00,00,000
	<b>BALANCE OUTSTANDING</b>					
1	Trade Payable	44200	-	-	-	44200
2	Investments	-	-	-	4545000	4545000
3	Margin Money given & Outstanding	-	-	7000000	-	7000000
4	Loans Given	-	-	2,57,13,834	-	2,57,13,834

## Signature to Notes 1 to 29

As per our report of even date  
**For LADHA SINGHAL & ASSOCIATES**  
Chartered Accountants  
(Firm Registration No : 120241W)

For and on behalf of Board of Directors  
**For Finkurve Financial Services Limited**

Sd/-  
**Ajay Singhal**  
Partner  
M. No. 104451

Sd/-  
**Ketan Kothari**  
Director

Sd/-  
**Sachin Kothari**  
Executive Director

Place : Mumbai  
Date : 29<sup>th</sup> May, 2014

Sd/-  
**Sunny Parekh**  
Company Secretary







# FINKURVE FINANCIAL SERVICES LIMITED

CIN:L65990MH1984PLC032403

Regd. Off.: Office No. 114, 11<sup>th</sup> Floor, Mittal Chambers, Opposite INOX Theatre, Nariman Point, Mumbai-400021.

Corporate Off.: 3<sup>rd</sup> Floor, Bullion House, 115 Tambakatta Lane, Zaveri Bazar, Mumbai - 400003

Website: www.finkurve.com, E-mail id: finkurvefinancial@gmail.com

## ATTENDANCE SLIP

30<sup>th</sup> Annual General Meeting - 15<sup>th</sup> September, 2014

Regd. Folio No. ....

Client ID / DP ID: .....

No. of Shares held .....

I, ..... (Name in Block Letter) hereby record my presence at the **30<sup>th</sup> Annual General Meeting** of the Company being held on Monday, 15<sup>th</sup> day of September, 2014 at 12.30p.m at 3<sup>rd</sup> Floor, Bullion House, 115 Tambakatta Lane, Zaveri Bazar, Mumbai – 400003.

Date: \_\_\_\_\_, 2014

\_\_\_\_\_  
Members'/Proxy Signature

Note: Please fill in this attendance slip and hand it over at the entrance of the meeting hall.



# FINKURVE FINANCIAL SERVICES LIMITED

CIN:L65990MH1984PLC032403

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Website: www.finkurve.com, E-mail id: finkurvefinancial@gmail.com

## PROXY FORM

30<sup>th</sup> Annual General Meeting – 15<sup>th</sup> September, 2014

Registered Folio No: .....

Client ID/D.P. ID.....

No. of Shares held: .....

I/We, ..... of ..... in the District of

..... being a Member/Members of **Finkurve Financial Services Limited** hereby appoint

.....of.....in the District of

.....or.....failing him/her of .....as my/our

proxy to vote for me /us on my / our behalf at the **30<sup>th</sup> ANNUAL GENERAL MEETING** of the Company to be held on Monday, 15<sup>th</sup> day of September, 2014at 12.30 p.m. at 3rd Floor, Bullion House, 115 Tambakatta Lane, Zaveri Bazar, Mumbai – 400003 or at any adjournment thereof.

Place: .....

Date: .....

Revenue  
Stamp of  
Re. 0.15

\_\_\_\_\_  
Member's Signature

**Note: This proxy form must be deposited at the Corporate Office of the Company at 3<sup>rd</sup> Floor, Bullion House, 115 Tambakatta Lane, Zaveri Bazar, Mumbai – 400003 not less than 48 hours before the time of the meeting.**







*If undelivered please return to:*

**FINKURVE FINANCIAL SERVICES LIMITED**

Registered Office : Office No. 114,  
11<sup>th</sup> Floor, Mittal Chambers,  
Opposite INOX Theatre,  
Nariman Point, Mumbai-400021.