



SAVANI FINANCIALS LIMITED

31st Annual Report 2014-15

BOARD OF DIRECTORS	MRS. DEEPA TRACY (M.D.) MR. MANISH CHAUDHARI MR. SAMIR MEHTA MR. SURESH MHATRE
AUDITORS	SCA AND ASSOCIATES <i>Chartered Accountants</i>
BANKERS	BANK OF INDIA
REGISTERED OFFICE	91, MANTRA HOUSE, MAROL CO-OP INDUSTRIAL ESTATE, M. V. ROAD, ANDHERI (EAST), MUMBAI – 400 059. MAHARASHTRA, INDIA TEL: 67604100
REGISTRAR AND SHARE TRANSFER AGENT	BIGSHARE SERVICES PRIVATE LIMITED E-2/3, ANSA INDUSTRIAL ESTATE, SAKI VIHAR ROAD, ANDHERI (E), MUMBAI – 400 072. MAHARASHTRA, INDIA TEL: 40430200
COMPANY SECRETARY & COMPLIANCE OFFICER	PRAFUL SHETH
CIN NO.	L67120MH1983PLC031614
E-MAIL	info@savanifinancials.co.in
WEBSITE	www.savanifinancials.co.in

NOTICE

Notice is hereby given that the Thirty-First Annual General Meeting of the members of Savani Financials Limited will be held on Monday, the 28th September, 2015 at 11.15 am at 21, Marol Co-Op. Industrial Estate, M.V. Road, Andheri (East), Mumbai – 400059.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2015, including the Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Mr. Manish Chaudhari (DIN:00516641), who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify the appointment of auditors of the Company, and to fix their remuneration and to pass the following resolution as an ordinary resolution thereof :

“Resolved that, pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder as amended from time to time the Company hereby ratifies the appointment of M/s. SCA and Associates, Chartered Accountants (Reg No.101174W) as the auditors of the Company to hold office from the conclusion of this AGM till the conclusion of the AGM to be held in the calendar year 2016 to examine and audit the accounts of the Company for the Financial year 2015-16 at such remuneration plus service tax, out of pocket expenses etc as may be mutually agreed between the auditors and the Board of Directors.”

By Order of the Board
For Savani Financials Limited

DEEPA TRACY
Managing Director

(DIN: 00516615)

23, Exotic Palace, Off Yari Road,
Andheri (West), Mumbai 400 061.

Place: Mumbai

Date: 6th August 2015

Registered Office:

91, Mantra House,
Marol Co-Op Industrial Estate,
M. V. Road, Andheri (East),
Mumbai – 400 059.

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

The instrument(s) appointing the proxy, if any, shall be deposited at the Registered Office of the Company at 91, Mantra House, Marol Co-Op. Industrial Estate, M.V. Road, Andheri (East), Mumbai – 400059, not less than Forty Eight (48) hours before the commencement of the meeting and in default, the instrument of proxy shall be treated as invalid. Proxies shall not have any right to speak at the meeting.

A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than ten percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

2. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the board resolution to the company, authorizing their representatives to attend and vote on their behalf at the meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 21st September, 2015 to 28th September, 2015 (both days inclusive) in connection with the Annual General Meeting.
4. Members are requested to intimate the Registrar and Share Transfer Agent of the Company- Bigshare Services Private Limited, E-2/3, Ansa Industrial Estate, Sakivihar Road, Sakinaka, Andheri(E), Mumbai- 400072, immediately of any change in their address in respect of Equity Shares held in physical mode and to their Depository Participants (DP's) in respect of Equity Shares held in Dematerialised Form.
5. Members holding share certificates under different folio numbers but in the same order of name are requested to apply for Consolidation of such folios and send relevant share certificates to the Registrars and Share Transfer Agent of the Company.
6. Electronic copy of the Annual Report for FY 2014-15 is being sent to all members whose email IDs are registered with the Company/ Depository Participant(s) for communication purposes unless any member requests for a physical copy of the same. For members who have not registered their email address, physical copies of Annual Report for FY 2014-15 are being sent through permitted mode. Members may also note that the Annual Report for FY 2014-15 will also be available for download on Company's website www.savanifinancials.co.in.
7. In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed there under, Members have been provided with the facility to cast their vote electronically, through the E-voting services provided by Central Depository Services (India) Limited (CDSL), on all resolutions set forth in this Notice.

Notice of the Thirty-First Annual General Meeting of the Company, inter alia, indicating the process and manner of E-voting is being sent to all the members whose email IDs are registered with the Company/ Depository Participant(s) for communication purposes through electronic mode unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the Notice of the Thirty-First Annual General Meeting of the Company, inter alia, indicating the process and manner of E-voting is being sent through the permitted mode.

8. The instructions for shareholders voting electronically are as under:
 - (i) The shareholders should log on to the e-voting website www.evotingindia.com.
 - (ii) Click on Shareholders.
 - (iii) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - (iv) Next enter the Image Verification as displayed and Click on Login.
 - (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 - (vi) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form

 - Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
 - Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the folio/client id number in the PAN field.
 - In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 1 then enter RA00000001 in the PAN field.

- DOB - Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
 - Please enter the DOB in order to login. If the details are not recorded with the depository or company please enter the number of shares in the Dividend Bank details field.
- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN - SAVANI FINANCIALS LIMITED
- (xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvi) If Demat account holder has forgotten the password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
 - After receiving the login details they have to create a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
(i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- (xviii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
9. The E-voting portal will be open for voting from 25th September, 2015 at 9 a.m. to 27th September, 2015 at 5.00 p.m. During this period, Members of this Company, holding shares either in physical form or in dematerialized form, as on 21st September, 2015, may cast their vote electronically. The E-voting module shall be disabled by

- Bigshare Services Private Limited for voting thereafter. Once the vote on a Resolution is cast by a Member, he shall not be allowed to change it subsequently.
10. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the company as on 21st September, 2015.
 11. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the vote cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make, not later than three days of conclusion of the meeting, a consolidated scrutiniser's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same.
 12. In case of any queries, you may refer the Frequently Asked Question (FAQ's) for shareholders and E-voting user manual for shareholders available at the download section of www.evotingindia.com or write an email to helpdesk.evoting@cdisindia.com
 13. It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
 14. The results of E-voting will be placed by the Company on its website: savanifinancials.co.in within two days of the AGM and also communicated to the Stock Exchanges, where the shares of the Company are listed.
 15. The Resolutions proposed will be deemed to have been passed on the date of AGM subject to the receipt of the requisite number of the votes in favour of the Resolutions.
 16. Ms. Prabha Sharma, Practicing Company Secretary (Membership Number – FCS 3695) has been appointed as a scrutinizer to scrutinize the E-voting Process.
 17. In terms of clause 35B of the Listing Agreement, those Members, who do not have access to E-voting facility, may send their assent/dissent in writing on the ballot form sent along with this AGM notice so as to reach the Scrutinizer at the address Ms. Prabha Sharma Practicing Company Secretary, (Membership Number – FCS 3695) C/o Bigshare Services Private Limited, Unit- Savani Financials Limited Office 91, Mantra House, Marol Co-Op. Industrial Estate, M.V. Road, Andheri (East), Mumbai – 400059 on or before 27th September, 2015. Any ballot form received after this date will be treated as if the reply from the member has not been received.
 18. All the Documents referred to in the accompanying notice are open for inspection at the Company's Registered Office at 91, Mantra House, Marol Co-Op. Industrial Estate, M.V. Road, Andheri (East), Mumbai – 400059 on all working days of the company between 9.30 a.m. to 11.30 a.m. upto the date of the Annual General Meeting.
 19. Members or Proxies are requested to bring their attendance slip duly filled in along with their copy of Annual Report to the Meeting.

By Order of the Board
For Savani Financials Limited
DEEPA TRACY
Managing Director
(DIN: 00516615)
23, Exotic Palace, Off Yari Road,
Andheri (West), Mumbai 400 061.

Place: Mumbai

Date: 6th August, 2015

Registered Office:

91, Mantra House,
Marol Co-Op Industrial Estate,
M. V. Road, Andheri (East),

DIRECTORS' REPORT

The Members

SAVANI FINANCIALS LIMITED

Your Directors have pleasure in presenting the Thirty-First Annual Report on the business and operations of the Company and the audited accounts for the financial year ended March 31, 2015.

1. FINANCIAL SUMMARY

	2014-2015	2013-2014
		(Rs. in lacs)
Income	16.30	14.61
Operating Profit (PBIDTA)	7.12	9.98
Depreciation	-	-
Tax (Excess provision for Earlier years)	-	(1.46)
Profit after tax	7.12	11.44
Balance brought forward from previous year	(558.85)	(570.29)
Available for appropriation	(551.73)	(558.85)
Appropriations	-	-
Balance carried to Balance Sheet	(551.73)	(558.85)

2. DIVIDEND

In view of accumulated losses your Directors do not propose any dividend for the year ended 31st March, 2015.

3. RESERVES

The management has decided to plough back the profits earned during the year back into the company.

4. BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/STATE OF COMPANY'S AFFAIR

During the year, the Company has earned interest income on its investments aggregating to Rs. 16.30 lacs (Previous Year Rs. 14.61 lacs). The Company has registered net profit after tax of Rs. 7.12 lacs (Previous Year Rs. 11.44 lacs). The management is looking for opportunities to identify niche segments in which the Company can look for better business possibilities. The management is also exploring possibility of identifying new business opportunities to augment its resources.

The company is engaged only in the business of providing financial services and accordingly there are no separate reportable segments as per Accounting Standard-17 dealing with segment reporting.

5. CHANGE IN THE NATURE OF BUSINESS, IF ANY

There has been no change in nature of business.

6. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND DATE OF THE REPORT.

There has been no material changes and commitments that have occurred at end of the 31st March, 2015 up to the date of directors' report.

7. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE.

There are no significant and material orders passed by the regulators or courts or tribunals that will impact the going concern status of the company.

8. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

Your company has adequate internal control procedures commensurate with the size of the company and the nature of its business.

9. DETAILS OF SUBSIDIARY COMPANY

The Company does not have any subsidiary company.

10. PERFORMANCE AND FINANCIAL POSITION OF EACH OF THE SUBSIDIARIES, ASSOCIATED AND JOINT VENTURE COMPANIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENT:

There are no subsidiaries, associated and joint venture companies, hence the above clause does not apply to the company.

11. DEPOSITS

The Company is a non deposit accepting company, hence the above clause does not apply to the company.

12. AUDITORS

Statutory Auditor:

At the 30th Annual General Meeting (AGM) held on 29th September, 2014, the shareholders had approved the appointment of M/s SCA and Associates, Chartered Accountants as Statutory Auditors of the Company to audit the accounts of the Company for three consecutive financial years, between 2014-15 and 2016-17, subject to ratification at every AGM. The approval of members' is being sought for ratification of appointment of M/s SCA and Associates as Statutory Auditors from the conclusion of the 31st AGM till the conclusion of the 32nd AGM to be held in 2016, to examine and audit the accounts of the Company for the financial year 2015-16.

Secretarial Auditor:

Ms. Prabha Sharma, a Practicing Company Secretary was appointed as Secretarial Auditor to undertake Secretarial Audit of the Company for the year 2014-15. The Secretarial Audit Report, in prescribed Form No. MR-3, is annexed to the Directors Report.

13. THE EXPLANATIONS OF THE BOARD ON EVERY QUALIFICATION/RESERVATION/ADVERSE REMARK/DISCLAIMER MADE BY THE SECRETARIAL AUDITOR IN HER REPORT.

With regard to registering the Company with at least one credit information Company as required with Reserve Bank of India, we have been advised that since the Company is a non-deposit accepting Company and has neither lending portfolio nor does it intend to do so in the coming financial year, the provisions of circular DNBS.(PD).CC.No.200/03.10.001/2010-11 dated September 17, 2010 is currently not applicable to the company and hence the company has not registered itself with any Credit Information Company.

Considering the current scale of operations of the Company and since it does not have any other income apart from interest earned on fixed deposits, it does not presently have a Chief Financial Officer and an Internal Auditor as required under the Companies Act 2013.

14. SHARE CAPITAL

The paid up Equity Share Capital as on March 31, 2015 was Rs.4,00,00,000/- During the year under review, the Company has not issued shares with differential voting rights nor granted stock options nor sweat equity.

As on March 31, 2015, Mrs. Deepa Tracy, Managing Director and Mr. Manish Chaudhari, Director hold 10,45,525 shares each of the Company respectively.

15. EXTRACT OF THE ANNUAL RETURN

The extract of the annual return in Form No. MGT – 9 is annexed to the Directors' Report

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

The provisions relating to the disclosure of particulars relating to conservation of energy and technology absorption do not apply to your Company since it is engaged in the business of financial services. The Company had no foreign exchange earnings and outgo during the year.

17. CORPORATE SOCIAL RESPONSIBILITY

The provisions of Section 135 relating to Corporate Social Responsibility is presently not applicable to your company.

18. DIRECTORS

A) Change in directors and key managerial personnel

1. Mrs. Deepa Tracy has been appointed as a Managing Director of the Company for the period of five years with effect from 14th August, 2014
2. Mr. Manish Chaudhari retires by rotation and offers himself for re-appointment.
3. Mr. Samir Mehta and Mr. Suresh Mhatre were appointed as Independent Directors of the Company for a period of five years till 31st March, 2019.

The Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013.

B) Formal Annual evaluation

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

19. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS AND COMMITTEE MEETINGS:

During the year six Board Meetings and five Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

20. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

The company has a viigil mechanism in place for directors and employees to report genuine concerns.

21. NOMINATION AND REMUNERATION COMMITTEE

The Company has a Nomination and Remuneration Committee. However no remuneration has been paid to the Directors during the year under review.

22. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Company does not have any loan and it has not given any guarantee and does not have any investments under section 186 during the year under review.

23. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The Company does not have any material related party transactions as per Accounting Standard -18 "Related Party Disclosures", during the year.

24. MANAGERIAL REMUNERATION

No remuneration has been paid to the Directors during the year under review. Hence, the above clause is not applicable to the company.

25. MANAGEMENT'S DISCUSSION AND ANALYSIS & CORPORATE GOVERNANCE REPORT

The Securities and Exchange Board of India (SEBI) has issued a circular vide CIR/CFD/POLICY CELL/7/2014 dated September 15, 2014 in respect with the applicability and compliances of the Clause 49 of the Listing Agreement. As per the circular compliance with the provisions of the Clause 49 is not mandatory for the time being, in respect of the following class of the Companies:

- a. Companies having paid up equity share capital not exceeding Rs.10 Crore and Net Worth not exceeding Rs.25 Crore, as on the last day of the previous financial year;

Provided that where the provisions of Clause 49 becomes applicable to a company at a later date, such Company shall comply with the requirements of clause 49 within six months from the date of which the provisions become applicable to the company.

- b. Companies whose equity share capital is listed exclusively on the SME and SME-ITP Platforms.

As per the circular your Company is within the ambit and exempted on the basis of the conditions prescribed in the circular and therefore compliances with the Clause 49 of the Listing Agreement is not applicable to the Company for the time being.

As a consequence, Management's Discussion & Analysis report and Corporate Governance Report under Clause 49 of the Listing Agreement does not form part of the Annual Report for the Financial Year 2014-15.

26. RISK MANAGEMENT POLICY

Your Company has constituted a Risk Management Committee to identify and mitigate material risks faced by the company from time to time.

27. DIRECTOR RESPONSIBILITY STATEMENT

Pursuant to the requirement under section 134(3)(c) of the Companies Act, 2013 the Directors confirm that:

- (i) In preparation of the annual accounts for the financial year ended March 31, 2015, the applicable accounting standards have been followed.
- (ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year.
- (iii) The Directors have taken proper and sufficient care towards the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) The Directors have prepared the annual accounts on a going concern basis.
- (v) The Directors have laid down internal financial controls, which are adequate and are operating effectively.
- (vi) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

28. ACKNOWLEDGEMENT

An Acknowledgement to all with whose help, cooperation and hard work the company is able to achieve the results.

For and on behalf of the Board

Deepa Tracy
Managing Director
(Din 00516615)
23, Exotic Palace,
Off Yari Road,
Versova,
Andheri West
Mumbai-400061

Manish Chaudhari
Director
(Din 00516641)
601 Bianca B wing,
Off Yari Road,
Panch Marg,
Andheri West
Mumbai-400057

Place : Mumbai
Date : 6th August, 2015

Form No. MGT-9**EXTRACT OF ANNUAL RETURN****As on the financial year ended on March 31, 2015**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I REGISTRATION AND OTHER DETAILS:

i) CIN	L67120MH1983PLC031614
ii) Registration Date	21 st December 1983
iii) Name of the Company	SAVANI FINANCIALS LIMITED
iv) Category / Sub-Category of the Company	Company limited by shares
v) Address of the Registered office and contact details	91, Mantra House, Marol Co-Op. Industrial Estate Mv Road, Andheri (East), Mumbai - 400059.
vi) Whether listed company	Yes
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Private Limited E-2/3, Ansa Industrial Estate, Saki Vihar Road, Andheri (E), Mumbai – 400 072, Maharashtra, India TEL: 40430200

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	Not Applicable	—	—

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares Held	Applicable Section
1	Not Applicable	---	---	---	---

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1) Indian									
a) Individual/HUF	20,91,050	0	20,91,050	52.28	20,91,050	0	20,91,050	52.28	Nil
b) Central Govt									
c) State Govt (s)									
d) Bodies Corp.	—	—	—	—	—	—	—	—	—
e) Banks / FI									
f) Any Other....									
Sub-total (A) (1)	20,91,050	0	20,91,050	52.28	20,91,050	0	20,91,050	52.28	Nil
2) Foreign									
a) NRIs – Individuals									
b) Other – Individuals									
c) Bodies Corp.									
d) Banks / FI									
e) Any Other....									
Sub-total (A) (2)	—	—	—	—	—	—	—	—	—
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	20,91,050	0	20,91,050	52.28	20,91,050	0	20,91,050	52.28	Nil
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	—	—	—	—	—	—	—	—	—
b) Banks / FI	—	—	—	—	—	—	—	—	—
c) Central Govt	—	—	—	—	—	—	—	—	—
d) State Govt(s)	—	—	—	—	—	—	—	—	—
e) Venture Capital Funds	—	—	—	—	—	—	—	—	—
f) Insurance Companies	—	—	—	—	—	—	—	—	—

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
g) FIs	—	—	—	—	—	—	—	—	—
h) Foreign Venture Capital Funds	—	—	—	—	—	—	—	—	—
i) Others (specify)	—	—	—	—	—	—	—	—	—
Sub-total (B)(1):-									
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	14,251	8,200	22,451	0.56	13,951	8,100	22,051	0.55	0.01
ii) Overseas	—	—	—	—	—	—	—	—	—
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	3,29,330	12,49,769	15,79,099	39.48	3,21,891	12,55,150	15,77,041	39.43	0.05
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	99,719	64,881	1,64,600	4.12	1,12,958	55,000	1,67,958	4.20	(0.08)
c) Others(specify)	21,400	1,21,400	1,42,800	3.57	21,500	1,20,400	1,41,900	3.55	0.02
Sub-total (B)(2):-									
Total Public Shareholding (B)= (B)(1)+ (B)(2)	4,64,700	14,44,250	19,08,950	47.72	470300	14,38,650	19,08,950	47.72	0.00
C) Shares held by Custodian for GDRs & ADRs	—	—	—	—	—	—	—	—	—
Grand Total (A+B+C)	25,55,750	14,44,250	40,00,000	100.00	25,61,350	14,38,650	40,00,000	100.00	0.00

ii. Shareholding of Promoters

Sl. No.	Shareholders Name	Shareholding at the beginning of the year			Share holding at the end of the year			% Change during the year
		No. of Shares	% of total shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1.	Deepa Kishor Tracy	10,45,525	26.14	0%	10,45,525	26.14	0%	0%
2.	Manish Jagdish Chaudhari	10,45,525	26.14	0%	10,45,525	26.14	0%	0%

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

Sl.		Shareholding at the beginning of the year		Cumulative Share holding of the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of Company
1.	At the beginning of the year	20,91,050	52.28%	20,91,050	52.28%
2.	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/Decrease (e.g.allotment/ transfer / bonus/ sweat equity etc.):	Nil		Nil	
3.	At the End of the year	20,91,050	52.28%	20,91,050	52.28%

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

For Each of the Top 10 Shareholders	At beginning of the Year		At the end of the Year	
	No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1. Chandrakant M Shah	44,000	1.1000	44,000	1.1000
2. Rahul Anantrai Mehta	22,100	0.5525	25,458	0.6365
3. Pramodbhai B. Goradia	20,000	0.5000	20,000	0.5000
4. Harshadbai P. Goradia	20,000	0.5000	20,000	0.5000
5. Nainaben P. Goradia	17,500	0.4375	17,500	0.4375
6. Kiranbhai H. Goradia	17,500	0.4375	17,500	0.4375
7. Jitesh Shah	12,500	0.3125	12,500	0.3125
8. Nilesh Mohanbhai Patel	12,500	0.3125	12,500	0.3125
9. Chandrakant M Shah	11,000	0.2750	11,000	0.2750
10. Kalpana Rajnikant Shah	10,000	0.2500	10,000	0.2500

V. Shareholding of Directors and Key Managerial Personnel :

Sl.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Share holding of the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of Company
1.	Deepa Kishor Tracy				
	At the beginning of the year	10,45,525	26.14	10,45,525	26.14
	Date wise Increase /Decrease in Promoters Shareholding during the year specifying the reasons for increase / Decrease (e.g.allotment / transfer / bonus/ sweat equity etc.)	Nil		Nil	
	At the End of the year	10,45,525	26.14	10,45,525	26.14
2.	Manish Jagdish Chaudhari				
	At the beginning of the year	10,45,525	26.14	10,45,525	26.14
	Date wise Increase /Decrease in Promoters Shareholding during the year specifying the reasons for increase / Decrease (e.g.allotment / transfer / bonus/ sweat equity etc.)	Nil		Nil	
	At the End of the year	10,45,525	26.14	10,45,525	26.14

None of the other Directors and Key Managerial Personnel of the company were / are holding any shares in the company. Hence their names have not been included in the above table.

V. INDEBTEDNESS

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

The Company has no amounts outstanding / accrued in respect of Principal / Interest during the year under review.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Company has not paid any remuneration to its Managing Director, Whole-Time Directors and/or Manager, Other Directors and key managerial personnel other than MD/Manager/WTD.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

There have been no penalties/punishments/compounding of offences under Companies Act, 2013.

For and on behalf of the Board of Directors

Deepa Tracy
Managing Director
DIN: 00516615
23, Exotic Palace,
Off Yari Road,
Versova, Andheri (W)
Mumbai - 400061.

Manish Chaudhari
Director
DIN: 00516641
601, Bianca B wing,
Off Yari Road,
Panch Marg, Andheri (W)
Mumbai, 400057.

Place: Mumbai

Date: 6th August, 2015

Form No. MR -3

SECRETARIAL AUDIT REPORT

For the Company's Financial Year from 1st April 2014 to 31st March 2015.

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

To
The Members
Savani Financials Limited
91, Mantra House,
Marol Co-Op. Industrial Estate, M.V Road,
Andheri (East), Mumbai – 400059.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Savani Financials Limited (here in after called as the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts /statutory compliance and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit , I hereby report that in my opinion, the Company has during the audit period covering the financial year ended 31 March 2015 complied with the applicable statutory provision listed hereunder and also that the Company has proper board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made here in after.

I have examined the books, papers, minute book, forms and returns filed and other records maintained by the Company for the financial year ended 31 March 2015, according to the provisions of:

- i) The Companies Act 2013 (the act) and the rules made there under ;
- ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the Rules made there under;
- iii) The Depositories Act, 1996 and the Regulations and bye – laws framed there under;
- iv) Foreign Exchange Management Act 1999 and the rules and Regulations made there under to the extent applicable for Foreign Direct Investment;
- v) The following Regulations and guidelines prescribed under the Securities and Exchange Board of India Act 1992 (SEBI Act) to the extend applicable :-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure requirements) Regulations, 2009;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

- f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and
- g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.
- vi) Rules, Regulations, Guidelines and directions issued by the Reserve Bank of India as are applicable to Non deposit taking NBFC, which are specifically applicable to the Company.

I have also examined compliance with the applicable clauses of the listing agreements entered into by the Company with the Stock Exchanges.

During the period under review the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards etc. mentioned above to the extent applicable except :

- a) The company is yet to register with at least one Credit Information Company as mandated in circular DNBS(PD).CC. No 200 /03.10.001/2010-11 dated September 17, 2010 read with circulars DNBS (PD).CC. No 407/03.10.01/2014-15 dated August 20, 2014 and DNBR(PD).CC.No 019/03.10.01/2014-15 dated February 06, 2015.
- b) The Company does not have a Chief Financial Officer as mandated under Section 203 of the Companies Act 2013.
- c) The Company does not have an Internal Auditor as mandated under Section 138 of the Companies Act 2013.

I further report that the Board of directors of the Company is duly constituted with the proper balance of Executive Director, Non-Executive Director and Independent Directors. The composition of the Board of Directors is in compliance with the provisions of the act.

Adequate notice is given to all Directors to schedule the Board meetings, including committees thereof, along with the agenda at least seven day in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting by the Directors.

I further report that during the audit period there was no other event/action having major bearing on the Company's affairs.

Prabha Sharma
Practicing Company Secretary
606, 'Eureka'
Hiranandani Estate
Thane (West) 400 607.

FCS No. 3695
COP No. 2603

Thane, 6th August, 2015

Note:

This report is to be read with Annexure – A and forms an integral part of this report.

ANNEXURE - A

To

The Members
Savani Financials Limited
91, Mantra House,
Marol Co-Op. Industrial Estate, M.V Road,
Andheri (East), Mumbai – 400059.

Our report is to be read along with this Annexure:

1. Maintenance of secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records. We believe that the processes and practices, we followed provided a reasonable basis on our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required, we have obtained the management representation about the compliance of Laws, Rules and Regulations and happening of event etc.
5. The compliance of the provisions of corporate and other applicable Laws, Rules, Regulation, Standards, is the responsibility of the management. Our examination was limited to the verification of procedures on the test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the company.

Prabha Sharma
Practicing Company Secretary
606, 'Eureka'
Hiranandani Estate
Thane (West) 400 607.
FCS No. 3695
COP No. 2603

Thane, 6th August, 2015

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF
SAVANI FINANCIALS LIMITED

Report on the Standalone Financial Statements

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

Management's Responsibility for the Standalone Financial Statements.

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

3. Our responsibility is to express an opinion on these standalone financial statements based on our audit.
4. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.
5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the 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 the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

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

Report on Other Legal and Regulatory Requirements

9. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act we give in the annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
10. As required by Section 143 (3) of the Act, we report that:
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has no pending litigations as at 31st March, 2015;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For SCA AND ASSOCIATES
Chartered Accountants
Firm Regn. No. 101174W**

Samir Gaglani

Partner

(Membership No.117496)

Place : Mumbai

Date : 19th May, 2015

Annexure to the Independent Auditors' Report

(Referred to in our report of even date to the members of SAVANI FINANCIALS LIMITED as at and for the year ended 31st March, 2015).

- i) The company has no Fixed Assets during the year hence; the requirements of clause 3(i) are not applicable to the company.
- ii) In respect of its inventories:

The company has not carried any inventory during the year. Accordingly clauses 3(ii) (a) to (c) of the Order are not applicable.
- iii) According to the information and explanations given to us, the company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act. Accordingly the clauses 3(iii) (a) & (b) of the Order are not applicable;

- iv) In our opinion there are adequate internal control procedures commensurate with the size of the company and the nature of its business. During the course of our audit, no major weakness has been noticed in internal control system, in respect of these areas.
- v) The Company has not accepted any deposit from public. We are informed by the management that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other Tribunal.
- vi) We are informed that the Central Government has not prescribed the maintenance of Cost records pursuant to the rules made under section 148 (1) of the Act, 2013.
- vii) a) The company is regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Sales-Tax, Wealth Tax, Service Tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with appropriate authorities, where applicable. According to the information and explanations given to us, there are no undisputed amounts payable in respect of such statutory dues which have remained outstanding as at 31st March, 2015 for a period of more than six months from the date they became payable.
 - b) According to the records of the company, there are no dues outstanding in respect of income-tax, sales-tax, wealth-tax, service tax, duty of customs, duty of excise, value added tax and cess on account of any dispute.
 - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company in accordance with the provisions of the Companies Act, 1956.
- viii) The accumulated losses of the Company at the end of the financial year exceed fifty percent of its net worth. However, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.
- ix) The company does not have any borrowings from Financial Institutions or by way of debentures.
- x) According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks and financial institutions.
- xi) The Company has not obtained any term loans. Accordingly, clause 3 (xi) of the Order is not applicable.
- xii) On the basis of our examination and according to the information and explanations given to us, no fraud on or by the company, has been noticed or reported during the year.

For SCA AND ASSOCIATES
Chartered Accountants
Firm Regn. No. 101174W

(Samir Gaglani)
Partner
Mem. No. 117496

Place : Mumbai
Date : 19th May, 2015

BALANCE SHEET AS AT 31ST MARCH, 2015

		Rupees	
	Note No.	March 31, 2015	March 31, 2014
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	40,000,000	40,000,000
Reserves & Surplus	3	(21,314,765)	(22,026,680)
		18,685,235	17,973,320
Current Liabilities			
Other Current Liabilities	4	35,773	139,747
Total		18,721,008	18,113,067
ASSETS			
Non -Current Assets			
Long Term Loans and Advances	5	157,506	296,850
Current Assets			
Cash and Bank Balances	6	18,359,125	17,591,899
Other Current Assets	7	204,377	224,317
		18,563,502	17,816,217
Total		18,721,008	18,113,067

See Accompanying Notes to the Financial Statements

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

For SCA and Associates
Chartered Accountants

(SAMIR GAGLANI)
Partner

Mumbai, Dated 19th May, 2015

Deepa Tracy
Managing Director

Mumbai, Dated 19th May, 2015

Manish Chaudhari
Director

Praful Sheth
Company Secretary

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2015

		Rupees	
	Note No.	2014-2015	2013-2014
INCOME			
Revenue from Operations	8	1,575,056	1,459,474
Other Income	9	55,223	1,981
Total Revenue		1,630,279	1,461,455
EXPENSES			
Other Expenses	10	918,364	463,069
Total Expenses		918,364	463,069
PROFIT BEFORE TAXATION		711,915	998,386
Tax Expense:			
Current Tax		-	-
Excess Provision of Earlier Years		-	(146,000)
		-	(146,000)
PROFIT FOR THE YEAR		711,915	1,144,386
Earnings Per Equity Share in Rupees			
Basic and Diluted		0.18	0.29
See Accompanying Notes to the Financial Statements			

This is the Statement of Profit and Loss referred to in our report of even date

For SCA and Associates
Chartered Accountants

(SAMIR GAGLANI)
Partner

Mumbai, Dated 19th May, 2015

Deepa Tracy
Managing Director

Mumbai, Dated 19th May, 2015

Manish Chaudhari
Director

Praful Sheth
Company Secretary

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

	Rupees	
	2014-2015	2013-2014
A. CASH FLOW FROM OPERATING ACTIVITIES		
NET PROFIT BEFORE TAX	711,915	998,386
Adjustments for :		
Trade and Other Receivables	19,940	11,514
Trade and Other Payables	<u>(103,973)</u>	<u>(11,500)</u>
	(84,033)	14
	627,882	998,400
Less: Direct Taxes paid	139,344	(109,783)
CASH GENERATED FROM OPERATIONS	767,226	888,617
B. CASH FLOW FROM INVESTING ACTIVITIES	-	-
C. CASH FLOW FROM FINANCIAL ACTIVITIES	-	-
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	767,226	888,617
CASH AND CASH EQUIVALENTS AT THE CLOSE OF THE YEAR	18,359,125	17,591,899
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	17,591,899	16,703,282
	767,226	888,617

This is the Cash Flow statement referred to in our report of even date

For SCA and Associates
Chartered Accountants

(SAMIR GAGLANI)
Partner

Mumbai, Dated 19th May, 2015

Deepa Tracy
Managing Director

Mumbai, Dated 19th May, 2015

Manish Chaudhari
Director

Praful Sheth
Company Secretary

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2015

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The Financial Statements are prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, on an accrual basis, in accordance with applicable Accounting Standards and the relevant provisions of the Companies Act, 2013.

All assets and liabilities have been classified as current or non-current as per criteria set out in the Schedule III to the Companies Act, 2013.

Use of Estimates

The presentation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of financial statements and reported amount of revenues and expenses during the reporting period. Differences between the actual results and estimates are recognised in the period in which the results are known / materialised.

Revenue Recognition

- a) Lease Rentals and Lease Management Fees arising out of Lease Agreements and Hire Charges and Documentation Fees arising out of the Hire Purchase Agreements are recognized as income in accordance with the terms of the agreements entered into with the lessees / hirers or as rescheduled from time to time.

Lease rental income on Lease Agreements executed on or after 1st April, 1995 is recognized on the basis of the implicit rate of return, the difference between the capital recovery and the depreciation being accounted as Lease Adjustment Account.

However, income on non-performing assets identified in accordance with the guidelines issued by the Reserve Bank of India is recognized on realization in cash or in kind.

- b) Delayed payment charges are recognised on realisation.
- c) Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.
- d) All other incomes and expenditures are accounted on accrual basis.

Fixed Assets

Tangible Fixed Assets are stated at cost or revalued amounts, as the case may be, less accumulated depreciation, lease adjustment account and provision for impairment, if any. The cost includes expenditure incurred in the acquisition and construction / installation and other related expenses in bringing the asset to working condition for its intended use. In respect of qualifying assets, related pre operational expenses including borrowing costs are also capitalised. In case of revaluation of fixed assets, the original cost as written up by the valuer, is considered in the account and the differential amount is transferred to revaluation reserve.

Depreciation

Depreciation on Tangible Fixed Assets has been provided on Straight Line Method based on the revised useful life of the asset at the rates and in the manner prescribed in Schedule II to the Companies Act, 2013 on prorata basis from the date of additions and/or disposal.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2015

Investments

Investments that are readily realisable 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 lower of cost or fair value. Long-term investments are carried at cost. However, provision for diminution is made to recognise a decline, other than temporary, in the value of the investments, such reduction being determined and made for each investment individually.

Provision for Doubtful Debts

All receivables, loans and advances including assets under lease/hire purchase agreements are classified and provision for doubtful debts is made in accordance with the guidelines issued by the Reserve Bank of India.

Income Taxes

Tax expense comprises both current and deferred taxes. Current Tax is provided on the taxable income using the applicable tax rates and tax laws. Deferred tax assets and liabilities arising on account of timing difference and which are capable of reversal in subsequent periods are recognised using the tax rates and tax laws that have been enacted or substantively enacted. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. If the company has carry forward unabsorbed depreciation and tax losses, deferred Tax assets are recognised only to the extent there is a virtual certainty supported by convincing evidence that sufficient taxable income will be available against which such deferred tax assets can be realised.

Minimum Alternative Tax credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period.

Provisions and Contingent Liabilities

The Company recognises a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2015

	Rupees	
	March 31, 2015	March 31, 2014
NOTE 2: SHARE CAPITAL		
Authorised		
1,00,00,000 Equity Shares of Rs.10 each	100,000,000	100,000,000
25,00,000 Redeemable Preference Shares of Rs.10 each	25,000,000	25,000,000
	125,000,000	125,000,000
Issued, Subscribed and Fully Paid-up		
40,00,000 Equity Shares of Rs.10 each, fully paid up	40,000,000	40,000,000
	40,000,000	40,000,000
Reconciliation of Equity shares outstanding as at the end of the year;	No. of shares	No. of shares
As at the beginning of the year	4,000,000	4,000,000
As at the end of the year	4,000,000	4,000,000
Terms/ Rights attached to the Share Capital;		
The company has one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.		
Details of Shareholders holding more than 5 percent of the shares;		
In respect of Equity Shares;	March 31, 2015	March 31, 2014
Name of the Shareholder	No. of Shares held	No. of Shares held
Mrs. Deepa Tracy	1,045,525	1,045,525
Mr. Manish Chaudhari	1,045,525	1,045,525
NOTE 3: RESERVES AND SURPLUS		
Share Premium Account		
As per last Account	33,208,100	33,208,100
Special Reserve (under Section 45 - IC of the Reserve Bank of India Act, 1934)		
As per last Account	650,000	650,000
Surplus / (Deficit) in the Statement of Profit & Loss		
As per last Account	(55,884,780)	(57,029,166)
Profit/(Loss) for the year	711,915	1,144,386
Net surplus/deficit in the Statement of Profit & Loss	(55,172,865)	(55,884,780)
	(21,314,765)	(22,026,680)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2015

	Rupees	
	March 31, 2015	March 31, 2014
NOTE 4: OTHER CURRENT LIABILITIES		
Other Payables:		
Sundry Creditors For Expenses	28,310	135,484
Withholding taxes	7,463	4,263
(There are no amounts due and payable to the Investor Education and Protection Fund)	<u>35,773</u>	<u>139,747</u>
NOTE 5: LONG TERM LOANS AND ADVANCES		
Income-tax (Net of Provision)	157,506	296,850
	<u>157,506</u>	<u>296,850</u>
NOTE 6: CASH AND BANK BALANCES		
Cash and Cash Equivalentents		
Cash on hand	47,252	117,665
Balances with Bank		
In Current Accounts	1,511,873	461,578
	<u>1,559,125</u>	<u>579,243</u>
Other Bank Balances:		
In Deposit Accounts	16,800,000	17,012,656
	<u>18,359,125</u>	<u>17,591,899</u>
NOTE 7 : OTHER CURRENT ASSETS		
(Unsecured - Considered Good)		
Prepaid Expenses	8,561	1,161
Advances recoverable in cash or kind	-	14,646
Accrued Interest on Fixed Deposits	195,816	208,510
	<u>204,377</u>	<u>224,317</u>

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2015

	Rupees	
	2014-15	2013-2014
NOTE 8: REVENUE FROM OPERATIONS		
Interest on Bank Deposits	1,575,056	1,459,474
	<u>1,575,056</u>	<u>1,459,474</u>
NOTE 9: OTHER INCOME		
Interest on Income Tax Refund	17,160	1,981
Sundry balances written back	38,063	–
	<u>55,223</u>	<u>1,981</u>
NOTE 10: OTHER EXPENSES		
Rates and Taxes	120	120
Printing and stationery	105,374	71,128
Travelling and conveyance	6,135	6,096
Advertisement	83,376	64,199
Communication expenses	288,871	52,786
Listing and Registration Fees	185,999	62,311
Demat charges	365	162
Membership and Subscription	20,773	13,482
Legal & Professional Charges	127,236	146,517
Filing fees	23,400	2,000
Auditors' Remuneration:		
Audit fee	22,472	22,472
Other Services (certification fees)	5,618	5,618
	<u>28,090</u>	<u>28,090</u>
Miscellaneous Expenses	48,625	16,179
	<u>918,364</u>	<u>463,069</u>

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2015**NOTE 11: OTHER ADDITIONAL NOTES / INFORMATION**

A The Company has unabsorbed depreciation and carried forward losses under tax laws. In absence of virtual certainty of sufficient future taxable income, net deferred tax asset has not been recognized by way of prudence in accordance with Accounting Standard (AS – 22) “Accounting for Taxes on Income” issued by Institute of Chartered Accountants of India.

		Rupees	
		March 31, 2015	March 31, 2014
B Earnings Per Share:			
Profit after taxation, refund of income tax and before Exceptional Item	(Rs.)	711,915	1,144,386
Profit after taxation, refund of income tax and Exceptional Item	(Rs.)	711,915	1,144,386
Number of Equity Shares (Face Value Rs.10/-)		4,000,000	4,000,000
Earning Per Share in Rupees - Basic and Diluted			
Before Exceptional Item		0.18	0.29
After Exceptional Item		0.18	0.29

C The Company does not have any foreign currency exposures

D In the opinion of the management the company is engaged only in the business of providing financials services and accordingly there are no separate reportable segments as per Accounting Standard-17 dealing with segment reporting.

E The Company did not have any material related party transactions as per the Accounting Standard-18 ‘Related Party Disclosures’ during the year.

F Previous years figures have been regrouped/ reclassified wherever necessary to conform to the current years’ presentation.

Signatures to the Notes to the Financial Statements which form an integral part of the Financial Statements.

As per our attached Report of even date

For SCA and Associates
Chartered Accountants

(SAMIR GAGLANI)
Partner

Mumbai, Dated 19th May, 2015

Deepa Tracy
Managing Director

Mumbai, Dated 19th May, 2015

Manish Chaudhari
Director

Praful Sheth
Company Secretary

Schedule to the Balance Sheet of a Non-Banking Financial Company
(as required in terms of Paragraph 9BB of Non-Banking Financial Companies
Prudential Norms (Reserve Bank) Directions, 1998)

Rs. in Lacs

Particulars	Amount Outstanding	Amount Overdue
LIABILITIES SIDE:		
1) Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid :		
(a) Debentures : Secured	-	-
: Unsecured (Other than falling within the meaning of public deposits*)	-	-
(b) Deferred Credits	-	-
(c) Term Loans <i>from Banks</i> #	-	-
(d) Inter-corporate loans and borrowing	-	-
(e) Commercial Paper	-	-
(f) Public Deposits*	-	-
(g) Other Loans (specify nature)		
Security Deposits Against Lease/Hire Purchase Agreements	-	-
* please see Note 1 below		
2) Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):		
(a) In the form of Unsecured debentures	-	-
(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security.	-	-
(c) Other public deposits	-	-
* please see Note 1 below		
ASSETS SIDE :		
	Amount Outstanding	
3) Break-up of Loans and Advances including bill receivables (other than those included in (4) below):		
(a) Secured	-	
(b) UnSecured	-	

Schedule to the Balance Sheet of a Non-Banking Financial Company
(as required in terms of Paragraph 9BB of Non-Banking Financial Companies
Prudential Norms (Reserve Bank) Directions, 1998)

	Amount Outstanding
4) Break-up of Leased Assets and stock on hire and hypothecation loans counting towards EL/HP activities	
(i) Lease assets including lease rentals under sundry debtors:	
(a) Financial lease	-
(b) Operating lease	-
(ii) Stock on hire including hire charges under sundry debtors:	
(a) Assets on hire	-
(b) Repossessed Assets	-
(iii) Hypothecation loans counting towards EL/HP activities :	
(a) Loans where assets have been repossessed	-
(b) Loans other than (a) above	-
5) Break-up of Investments :	
<i>Current Investments :</i>	
(i) Quoted :	
(i) Shares : (a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government securities	-
(v) Others (please specify)	-
(ii) Unquoted :	
(i) Shares : (a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government securities	-
(v) Others (please specify)	-

Schedule to the Balance Sheet of a Non-Banking Financial Company
(as required in terms of Paragraph 9BB of Non-Banking Financial Companies
Prudential Norms (Reserve Bank) Directions, 1998)

	Amount Outstanding
<i>Long Term Investments :</i>	
(i) Quoted :	
(i) Shares : (a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government securities	-
(v) Others (please specify)	-
(ii) Unquoted :	
(i) Shares : (a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government securities	-
(v) Others (please specify)	-

6) Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances :
Please see Note 2 below

Category	Amount net of provisions		
	Secured	Unsecured	Total
1. Related Parties **			
(a) Subsidiaries	-	-	-
(b) Companies in the same group	-	-	-
(c) other related parties	-	-	-
2. Other than Related Parties	-	-	-
Total	-	-	-

Schedule to the Balance Sheet of a Non-Banking Financial Company
(as required in terms of Paragraph 9BB of Non-Banking Financial Companies
Prudential Norms (Reserve Bank) Directions, 1998)

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

Please see Note 3 below

Category	Market value/Break-up or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties **		
(a) Subsidiaries	-	-
(b) Companies in the same group	-	-
(c) other related parties	-	-
2. Other than Related Parties		
Total	-	-

8) Other information

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

Notes:

- As defined in Paragraph 2(1) (xii) of the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998.
- Provisioning norms shall be applicable as prescribed in the Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998.
- All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, market value in respect of quoted investments and break up/fair value/NAV in respect of unquoted investments should be disclosed irrespective of whether they are classified as long term or current in column (5) above.

For and on behalf of the Board of Directors

Deepa Tracy
Managing Director

Manish Chaudhari
Director

Praful Sheth
Company Secretary

Mumbai, Dated 19th May, 2015



SAVANI FINANCIALS LIMITED

Corporate Identification No. (CIN) - L67120MH1983PLC031614

Registered Office: 91, Mantra House, Marol Co-Op. Industrial Estate M.V. Road, Andheri (E), Mumbai-400 059.
Tel: 67604100 • Fax : 28561540 • Email :info@savanifinancials.co.in • www.savanifinancials.co.in

ATTENDANCE SLIP

Regd. Folio No. _____

**D.P. I.D. _____

**Client I.D. _____

THIRTY-FIRST ANNUAL GENERAL MEETING - 28TH SEPTEMBER, 2015

I certify that I am a member/proxy for the member of the Company.

I hereby record my presence at the Thirty First Annual General Meeting of the Company held on Monday, 28th September, 2015 at 11.15 a.m. at 21, Marol Co-Op. Industrial Estate, M.V. Road, Andheri (East), Mumbai – 400059.

*Member's/Proxy's Name in Block Letter

Member's/Proxy's Signature

Note:

- 1. Member/Proxy must bring the Attendance Slip to the Meeting and hand it over, duly signed, at the registration counter.
- 2. The Copy of the Notice may please be brought to the Meeting Hall.

* **Strike out whichever is not applicable.**

** **Applicable only in case of investors holding shares in Electronic form.**



SAVANI FINANCIALS LIMITED

Corporate Identification No. (CIN) - L67120MH1983PLC031614

Registered Office: 91, Mantra House, Marol Co-Op. Industrial Estate M.V. Road, Andheri (E), Mumbai-400 059
Tel: 67604100 • Fax : 28561540 • Email :info@savanifinancials.co.in • www.savanifinancials.co.in

PROXY

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Member(s) : _____

Registered address : _____

Email ID : _____ Folio No. /Client ID no. : _____ D.P. ID No. _____

I/We being a member(s) of _____ (no. of shares) shares of Savani Financials Limited, hereby appoint:

1. Name : _____ Email Id : _____

Address: _____

Signature: _____

Or failing him

2. Name : _____ Email Id : _____

Address: _____

Signature: _____

Or failing him

3. Name : _____ Email Id : _____

Address: _____

Signature: _____

As my/our Proxy to attend and vote (on a poll) for me/us as on my/our behalf at the **Thirty First Annual General Meeting** of the Company to be held on Monday, 28th September 2015, at 11.15 a.m. at 21, Marol Co-operative Industrial Estate, M.V. Road, Andheri (East), Mumbai 400 059 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolu- tion No.	Resolution	For	Against
1.	Ordinary Business Adoption of Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2015, including the Audited Balance Sheet as at 31 st March, 2015 and the Statement of Profit and Loss for the year ended on the date and the Reports of the Board of Directors and the Auditors thereon.		
2.	To appoint a director in place of Mr. Manish Chaudhari (DIN 00516641), who retires by rotation and being eligible, offers himself for re-appointment.		
3.	Ratifying appointment of M/S. SCA and Associates, Chartered Accountants as Statutory Auditors.		

Signed this _____ day of _____ 2015

Note:

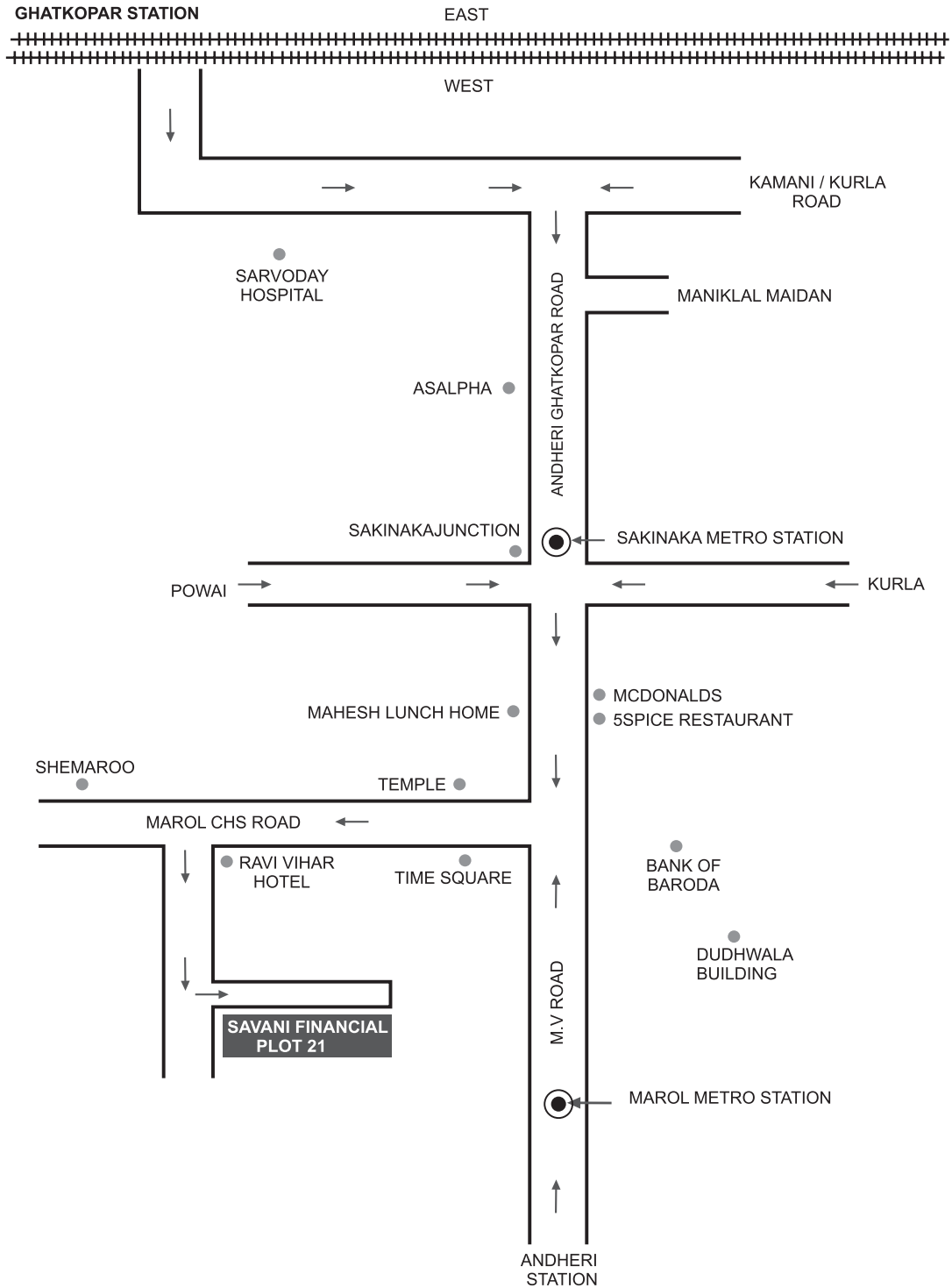
1. Appointing Proxy does not prevent a member from attending in person if he so wishes.
2. Proxy form, complete in all respects, should reach the Company's Registered Office at 91, Mantra House, Marol Co. Op Industrial Estate M.V. Road, Andheri(E), Mumbai – 400059, not less than 48 hours before the scheduled time of the meeting.
3. This is only optional. Please put '✓' in the appropriate column against the resolutions indicated in the box. If you leave the For or Against column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. In case of jointholders, the signature of any one holder will be sufficient, but names of all the jointholders should be stated.

Affix
Revenue
Stamp

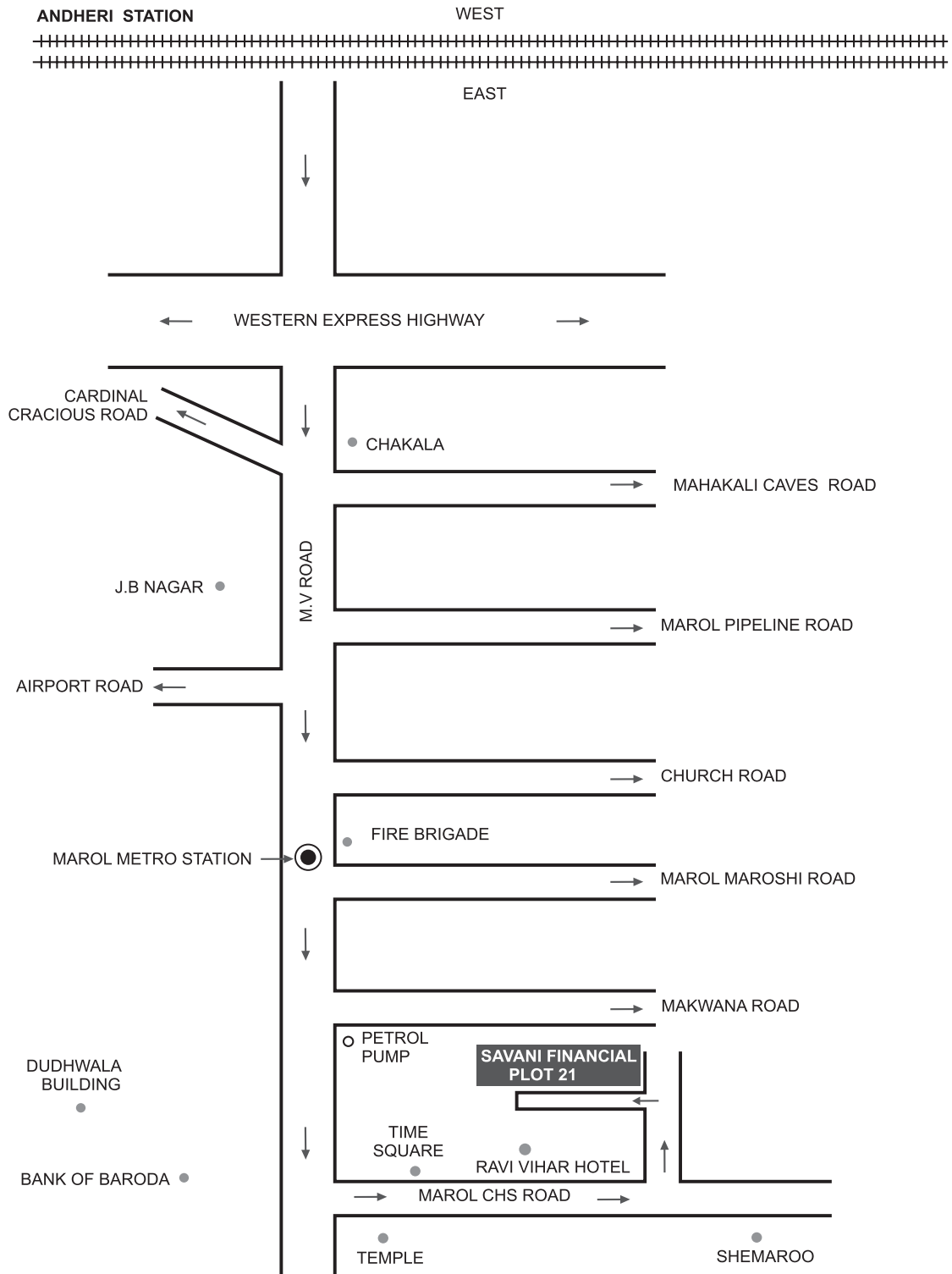
Signature of
Shareholder

** Applicable only in case of investors holding shares in Electronic form.

ROAD MAP TO REACH THE VENUE OF AGM



ROAD MAP TO REACH THE VENUE OF AGM



FORM A

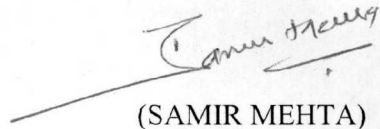
(Clause 31(a) of Listing Agreement)

Covering letter of the Annual Audit Report

1	Name of the Company	Savani Financials Limited
2	Annual financial statements for the year ended	31 st March, 2015
3	Type of Audit observation	None
4	Frequency of observation	Not Applicable

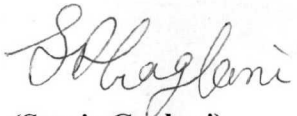


(DEEPA TRACY)
MANAGING DIRECTOR



(SAMIR MEHTA)
AUDIT COMMITTEE CHAIRMAN

For **SCA and Associates**
Chartered Accountants
Firm Regn. No.101174W



(Samir Gaglani)
Partner
Membership No.117496

Mumbai,
Dated: 3rd September, 2015