



SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

SIXTEENTH ANNUAL REPORT

2009 - 2010

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

REGISTERED OFFICE

117 / 118, 'B' WING
DALAMAL TOWERS,
NARIMAN POINT,
MUMBAI - 400 021.
TEL NO.: +91-22-22842508

**CORPORATE OFFICE &
CORRESPONDENCE**

106, SHIV CHAMBERS, 'B' WING,
1ST FLOOR, SECTOR - 11,
C.B.D. BELAPUR, NAVI MUMBAI - 400 614.
TEL NO.: +91-22-27577556 / 27579301
TELEFAX NO.: +91-22-27566634
Website : www.shriramamc.com

BOARD OF DIRECTORS

MR. R. NARAYANAN - Chairman
MR. R. SUNDARA RAJAN - Managing Director
MR. S. RAJARATNAM
MR. LALIT P. MEHTA
MR. S. BAPU

COMPANY SECRETARY

MS. REENA YADAV

AUDITORS

M/S. K. S. AIYAR & CO.
CHARTERED ACCOUNTANTS
F-7, LAXMI MILLS, SHAKTI MILLS LANE,
(OFF. DOCTOR E-MOSES ROAD)
MAHALAXMI, MUMBAI - 400 011.

SHARE TRANSFER AGENTS

PURVA SHAREGISTRY (INDIA) PVT. LTD.
9, SHIV SHAKTI INDUSTRIAL ESTATE,
GROUND FLOOR, SITARAM MILLS COMPOUND,
J. R. BORICHA MARG, MUMBAI - 400 011.
TEL. NO.: +91-22-23016761
TELEFAX NO.: +91-22-23012517

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

Registered Office : 117/118, Dalamal Towers, Nariman Point, Mumbai - 400 021.

NOTICE

NOTICE is hereby given that the SIXTEENTH Annual General Meeting of the Members of Shriram Asset Management Company Limited will be held at Hotel Parle International, Agarwal Market, Vile Parle (East), Mumbai 400 057 on 21.09.2010 at 2.30 P.M. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31.03.2010 and the Profit and Loss Account for the year ended on that date together with the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Lalit P. Mehta, who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint a Director in place of Mr. S. Babu, who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint Auditors and fix their remuneration.

By order of the Board of Directors

Place: Chennai
Date: 22.04.2010

Reena Yadav
Company Secretary

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

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 AND THE PROXY NEED NOT BE A MEMBER. THE PROXY TO BE VALID MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE TIME FOR COMMENCEMENT OF THE MEETING.
2. The Register of Members and the Share Transfer Books of the Company will remain closed on 16.09.2010 to 21.09.2010 (both days inclusive).
3. Members seeking any information with regards to Accounts are requested to write to the Corporate Office of the Company atleast 15 days in advance so as to keep the information ready at the Meeting.
4. Members/ Proxies are requested to produce at the entrance, the attached admission slip for admission to the meeting hall. Duplicate admission slips will not be provided at the hall. Members who hold shares in dematerialized form are requested to bring their client ID and DP ID nos for easy identifications for attendance at the meeting.
5. Members are informed that in case of joint holders attending the meeting, only such joint holders who is higher in order of the names will be entitled to vote.
6. Members are requested to bring with them a copy of Annual Accounts dispatched to them by the Company.
7. Members are requested to notify change in address, if any, in case of shares held in electronic form to the concerned depository participants quoting their Client ID no. and in case of physical shares, to their Share Transfer Agents quoting their Folio Numbers.
8. As per the provisions of the Companies Act, 1956, facility for making nominations is available to the Members in respect of the shares held by them in physical form. Nomination forms can be obtained from the Share Transfer Agents of the Company. Members holding shares in dematerialized form may approach their respective Depository Participants to avail and / or effect any change to the nomination facility.
9. Members holding shares in physical form under multiple folios are requested to consolidate their holdings in a single folio so as to enable us to serve them in a better, most efficient and effective manner.

By order of the Board of Directors

Place: Chennai
Date: 22.04.2010

Reena Yadav
Company Secretary

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

DIRECTORS' REPORT

Dear Members,

Your Directors present their Sixteenth Annual Report together with the Audited Statements of Accounts for the year ended 31.03.2010

Financial High Lights:

Particulars	Year Ended 31.03.2010 (Rs.)	Nine Months Ended 31.03.2009 (Rs.)
Gross Income for the year	13,850,332	4,928,736
Total Expenditure before Depreciation & Tax	12,767,158	7,090,146
Profit before Depreciation and Tax	1,083,174	(2,161,410)
Less : Depreciation	286,692	168,951
Less: Provision for Tax	2,655,311	2,133,343
Profit after Depreciation and Tax	(1,858,829)	(4,463,704)
Balance brought forward from previous year	5,677,075	10,140,779
Profit available for Appropriation	3,818,246	5,677,075
APPROPRIATIONS		
Balance carried to Balance Sheet	3,818,246	5,677,075

Dividend:

With a view to augment the funds and to conserve the resources, your Directors have decided not to recommend any dividend for the Financial Year ended 2009-10.

Operations and Outlook:

During the year under report, your Company did not launch any new scheme on behalf of Shriram Mutual Fund. As there were no Mutual Fund Schemes under the management of the Company, the activities of the Company were limited only to attending to the outstanding unclaimed redemption amounts of the Schemes wound up. However, the Company was able to generate income out of its own investments.

Corporate Governance:

The Report on Corporate Governance forms part of the Directors' Report and is annexed herewith.

As required by the Listing Agreement, Auditor's Report on Corporate Governance and a declaration by the Managing Director with regard to Code of Conduct are attached to the said Report.

The Management Discussion and Analysis is given as a separate statement forming part of the Annual Report.

As required under Clause 49 of the Listing Agreement, a certificate, duly signed by the Managing Director on the financial statements of the Company for the year ended 31.03.2010 was submitted to the Board of Directors at their Meeting held on 22.04.2010. The certificate is attached to the Report on Corporate Governance.

Directors' Responsibility Statement:

Pursuant to the provision of the Companies Act, 1956, the Directors confirm that to the best of their knowledge and belief:

- In the preparation of Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures.
- That such accounting policies as mentioned in schedule K(1) have been selected and applied consistently, and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31.03.2010 and of the loss of the Company for the year ended on that date.
- That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- The Annual Accounts have been prepared on an ongoing concern basis.

Cash Flow Statement:

The cash flow statement for the year 2009-10 is attached to the Balance Sheet.

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

Directorate:

As per Section 256 of the Companies Act, 1956, Mr. Lalit P. Mehta and Mr. S. Bapu would retire by rotation and being eligible, offer themselves for reappointment. Mr. K. R. Rajagopalan, Director of the Company passed away on 02.07.2009. His rich contributions for the overall growth of the Company will always be remembered.

Fixed Deposits:

During the year under review, your Company has not accepted any fixed deposits.

Personnel:

During the year under report, your Company has not employed any person who was in receipt of remuneration in excess of the limits specified under Section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975.

Information pursuant to the requirement under Section 217 (1) (e) read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988.

1. Conservation of Energy

The Company has no activity involving Conservation of Energy.

2. Technology Absorption

The Company has no activity involving Technology Absorption.

3. Foreign Exchange earning and outgo

The Company does not have any foreign exchange earnings or outgo during the year under review.

Auditors:

M/s. K.S.Aiyar and Co; the Statutory Auditors of the Company, retire at the conclusion of the ensuing Annual General Meeting and are eligible for reappointment. Certificate has been received from them to the effect that their reappointment as Auditor of the Company, if made, would be within the limits prescribed under Section 224 (1B) of the Companies Act, 1956.

Acknowledgement:

The Board of Directors take this opportunity to express their sincere appreciation for the excellent support and co-operation received from the Company's Bankers, Securities and Exchange Board of India, Stock Exchange Authorities and for the continued enthusiasm, total commitment, dedication and efforts of the employees of the Company at all levels. We are also deeply grateful for the continued confidence, and the faith reposed on us by the Shareholders.

By Order of the Board
for **Shriram Asset Management Company Ltd.**

Place: Chennai
Date: 22.04.2010

R. Sundara Rajan
Managing Director

Lalit P. Mehta
Director

Group coming within the definition of Group as defined in the Monopolies and Restrictive Trade Practices Act, 1969 (54 of 1969)

The following persons constitute the Group coming within the definition of group as defined in the Monopolies and Restrictive Trade Practices Act, 1969 (54 of 1969).

Mr. R. Thyagarajan, Shriram Ownership Trust, Shriram City Union Finance Limited, Shriram Transport Finance Company Limited, Shriram Motor Finance, S R Real Estate Finance, Shriram Chits (Karnataka) Private Limited, Shriram Chits Private Limited, Shriram Chits Tamilnadu Private Limited, Shriram Capital Limited (formerly known as Shriram Financial Services Holdings Private Limited), and its subsidiaries namely Shriram Holdings (Madras) Private Limited, Shriram Enterprise Holdings Private Limited, Shriram Credit Company Limited, Shriram Retail Holdings Private Limited, Shriram Life Insurance Company Limited; Shriram General Insurance Company Limited, any other company, firm or trust promoted or controlled by the above.

The above disclosure has been made; inter alia, for the purpose of Regulation 3(1) (e) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997.

MANAGEMENT DISCUSSION AND ANALYSIS

Business Environment:

The Mutual Fund industry during the financial year 2009-10 has posted about 47% growth as compared to previous year. The positive growth compared to previous year's negative growth is the result of various stimulus packages announced by governments all over the world. The Average Assets Under Management as on 31.03.2010 stood at Rs.6.13 lakh crores as against Rs.4.17 lakh crores at the end of the previous year registering a growth of 47% over the year.

The performance of the Company for year ended 31.03.2010 is given in brief below:-

Particulars	Year Ended 31.03.2010 (Rs.)	Nine months Ended 31.03.2009 (Rs.)
Total income	13,850,332	4,928,736
Total expenditure	13,053,850	7,259,097
Profit before tax	<u>796,482</u>	<u>(2,330,361)</u>
Profit after tax	(1,858,829)	(4,463,704)
Balance brought forward from Previous year	<u>5,677,075</u>	<u>10,140,779</u>
Balance carried to balance sheet	<u><u>3,818,246</u></u>	<u><u>5,677,075</u></u>

Though during the year under report, the Company was not engaged in the management of Mutual Fund schemes, it was able to generate income from its own investments. The income out of the management of Mutual Fund schemes would depend on the decision of the Trustees of the Shriram Mutual Fund regarding launching of new schemes in future.

Risks and concern:

As our Company is an Asset Management Company, the future income generation from asset management business will depend upon the decision of the Trustees of Shriram Mutual Fund to float new schemes and the capital market conditions prevalent at the relevant time.

Internal control system:

The Company has adequate system of internal controls commensurate with its size and level of operations to ensure that all assets of the Company are safeguarded and protected and that transaction of the Company are authorised, recorded and reported correctly.

The internal control systems are supplemented by internal audit and reviews by management. The internal control systems are designed to ensure that the financial and other records are reliable for preparing financial statements and other data, and for maintaining accountability of assets.

Human Resources:

The Human resources available with the Company are sufficient to take care of the present level of operations. As and when the operations are enlarged, appropriate personnel will be inducted to deal with the size of operations.

During the financial year ended 31.03.2010, there has been no material development in the human resources aspect including number of people employed.

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED 31.03.2010

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's philosophy on Corporate Governance is aimed at:

- (a) Enhancing long term shareholder value by
 - Taking sound business decisions; and
 - Adopting and implementing prudent risk management techniques and thereby safeguarding the interest of shareholders, creditors, investors and employees at large.
- (b) Thriving to optimise transparency and professionalism in all decisions and activities of the Company.
- (c) Achieving excellence in Corporate Governance by
 - Conforming to the prevalent guidelines on Corporate Governance, and excelling in, wherever possible.
 - Reviewing periodically the existing systems, procedures and controls for further improvements.

BOARD OF DIRECTORS

Composition

The Board of Directors of the Company consists of 5 Directors from varied disciplines. The Company has a Managing Director, who manages the day-to-day affairs of the Company under the guidance and overall supervision of the Board of Directors. The Board meets regularly to discuss, review and decide upon the matters such as policy formulation, setting up of goals and appraisal of management performances with the goals and control functions, etc. Some of the powers of the Board have also been delegated to Committee/s of Directors. The Board thus exercises effective control over the overall functioning of the Company with a view to enhance the shareholder value.

During the year under review, six meetings of the Board of Directors were held on 09.04.2009, 11.06.2009, 09.07.2009, 23.07.2009, 27.10.2009, 28.01.2010. The Fifteenth Annual General Meeting was held on 10.09.2009.

The composition of the Board, category of Directors, attendance at Board Meetings, last Annual General Meeting (AGM), and number of Memberships/Chairmanships of Directors in other Boards and Board Committees are as follows:

Name of the Director	No. of Board Meetings attended	Whether attended the last AGM	Total no. of Directorships	Total no. of Memberships of the Committees of Board		Total no. of Chairmanships of the Committees of Board	
				Membership in Audit / Investors Grievance Committees	Membership in Other Committees	Chairmanship in Audit / Investors Grievance Committees	Chairmanship in Other Committees
Mr. R. Narayanan -Chairman Non- Executive and Independent	3	No	11	2	1	4	3
Mr. R. Sundara Rajan - Managing Director Executive	6	Yes	15	5	6	3	Nil
Mr. S. Rajaratnam - Non- Executive and Independent	5	No	6	1	1	Nil	Nil
Mr. Lalit P. Mehta - Non- Executive and Independent	1	Yes	4	2	Nil	Nil	Nil
* Mr. K. R. Rajagopalan - Non- Executive and Independent	1	No	N.A.	Nil	Nil	Nil	Nil
Mr. S. Bapu - Non- Executive and Independent	5	No	Nil	Nil	Nil	Nil	Nil

* Mr. K. R. Rajagopalan passed away on 02.07.2009.

Notes:

1. While considering the total number of Directorships, Directorships in Private Companies, Section 25 Companies and Foreign Companies, if any, have been included and that in the Company has been excluded.
2. The Memberships and Chairmanships of Directors in Committees do not include their Memberships and Chairmanships in the Company.

AUDIT COMMITTEE

Terms of Reference

The role of Audit Committee includes:-

- Overseeing the financial reporting process.
- To ensure proper disclosure in the quarterly, half yearly and audited financial statements.
- To recommend appointment of Auditors and their remuneration.
- Reviewing, with the management, the Financial Statements before submission to the Board.
- Reviewing, with the management, performance of Statutory and Internal Auditors, adequacy of internal control systems.
- Discussing with Internal Auditors on any significant findings and follow up thereon.
- Reviewing the findings of any internal examinations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Discussing with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post audit discussions to ascertain any area of concern.
- To discuss with management, the internal auditors and the Statutory Auditor/s the Company's major risk exposures and guidelines and policies to govern the processes by which risk assessment and risk management is undertaken by the Company, including discussing the Company's major financial risk exposures and steps taken by management to monitor and mitigate such exposures and from time to time conferring with another Committee/s of the Board about risk exposures and policies within the scope of such other Committee's oversight.
- To look into the reasons for substantial defaults in the payment to the shareholders (in case of non payment of declared dividends) and creditors, if any.
- To review the functioning of the Whistle Blower Mechanism, if any.
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

During the year under review, four meetings were held on 05.06.2009, 23.07.2009, 27.10.2009 and 28.01.2010.

Composition

Names of Members	No. of Meetings Attended
Mr. Lalit P. Mehta - Chairman	1
Mr. K. R. Rajagopalan	1
Mr. S. Bapu	3
Mr. S. Rajaratnam	3

REMUNERATION /COMPENSATION COMMITTEE

Terms of Reference

Executive Remuneration

The Committee is responsible for assisting the Board of Directors in the Board's overall responsibilities relating to determination on their behalf and on behalf of the shareholders with agreed terms of reference, the Company's policy on specific remuneration packages and any compensation payment for the Managing Director/Whole-time Directors and Executive Directors. The role of the Committee includes;

- To provide independent oversight of and to consult with Company management regarding the Company's compensation, bonus, pension, and other benefit plans, policies and practices applicable to the Company's executive management.
- To develop guidelines for and annually review and approve (a) the annual basic salary, (b) the annual incentive and bonus, including the specific goals and amount.

During the year, the Committee met on 30.03.2010.

Composition

Names of Members	No. of Meetings Attended
Mr. Lalit P. Mehta - Chairman	1
Mr. S. Bapu	1
Mr. S. Rajaratnam	1

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

Remuneration Policy of the Company

for Managing Director

Mr. R. Sundara Rajan has been appointed as the Managing Director without any remuneration for a term of 2 years from 01.04.2009.

for Non-executive Independent Directors

The Company is paying sitting fees of Rs. 5000/- to Non- executive Independent Directors per meeting of the Board of Directors, Rs. 2500/- per meeting of Audit Committee and Rs.1000/- per meeting of other committees plus reimbursement of out-of-pocket expenses incurred, wherever applicable for attending such meetings.

The details of sitting fees/remuneration paid to the Directors during the year 2009-10, are as under:

Sr. No.	Name of the Director	Sitting fees for attending Board Meeting (Rs.)	Salary Perquisites (Rs.)	Commission (Rs.)	Total (Rs.)
1	Mr. R. Narayanan - Chairman	15000	Nil	Nil	15000
2	Mr. R. Sundara Rajan - Managing Director*	Nil	Nil	Nil	Nil
3	Mr. Lalit P. Mehta	5000	Nil	Nil	5000
4	Mr. S. Rajaratnam	25000	Nil	Nil	25000
5	Mr. K. R. Rajagopalan	5000	Nil	Nil	5000
6	Mr. S. Babu	25000	Nil	Nil	25000

* The Managing Director was not paid any remuneration during the year 2009-10.

Details of shares held by the Directors as on 31.03.2010 are as below:

Name of the Directors	Share holdings
Mr. R. Narayanan – Chairman	3,000
Mr. R. Sundara Rajan - Managing Director	38,696
Mr. S. Rajaratnam	1,010
Mr. Lalit P. Mehta	500
Mr. S. Babu	Nil

The Company does not have any outstanding ADRs/GDRs/Warrants or other convertible instruments.

SHAREHOLDERS'/ INVESTORS' GRIEVANCE COMMITTEE

Terms of reference

The Committee is responsible for assisting the Board of Directors in the Board's overall responsibilities relating to attending to and redressal of the grievances of the shareholders and the investors of the Company.

Composition

Names of Members	No. of Meetings attended
Mr. Lalit P. Mehta - Chairman	5
Mr. K. R. Rajagopalan	1
Mr. S. Babu	4
Mr. S. Rajaratnam	4

The status of investor grievances is monitored by the Committee periodically and the reports of the Committee are made available to the Board. During the year under review, the Committee met five times on 09.04.2009, 09.07.2009, 05.10.2009, 09.12.2009 and 16.01.2010.

The shareholders'/investors' complaints are reviewed and they are replied to, by the Company/ Share Transfer Agents regularly. The status of the pending complaints as well as the system of redressal mechanism is reviewed by the Committee periodically.

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

The investors' grievances are attended to, by Ms. Reena Yadav, who is the Compliance Officer of the Company.

No complaints were received during the year and there were no complaints pending for redressal at the beginning of the year 2009-2010.

GENERAL BODY MEETINGS

Details of location and time of holding the last three AGMs:

Year	AGM	Location	Date	Time
2006-2007	13 th	Hotel Parle International, Mumbai – 400 057	21.12.2007	3.30 P.M.
2007-2008	14 th	Hotel Parle International, Mumbai – 400 057	29.09.2008	3.30 P.M.
2008-2009	15 th	Hotel Parle International, Mumbai – 400 057	10.09.2009	3.30 P.M.

- A) At the 13th AGM held on 21.12.2007 - 1) Special Resolution was passed for appointment of Mr. R. Sundara Rajan as the Managing Director of the Company effective April 1, 2007, without any remuneration payable to him. The resolution was put to vote by show of hands and it was passed unanimously. 2) Special Resolution pursuant to Section 372A of the Companies Act, 1956, to invest in excess of the limits specified under aforesaid section subject to a maximum investment of Rs. 900 lacs at any given time. The resolution was put to vote by show of hands and it was passed unanimously.
- B) At the 14th AGM held on 29.09.2008 -1) Special Resolution pursuant to Section 372A of the Companies Act, 1956, to invest in excess of the limits specified under aforesaid section subject to a maximum investment of Rs. 15 Crores at any given time. The resolution was put to vote by show of hands and it was passed unanimously.
- C) At 15th AGM held on 10.09.2009 - 1) Special Resolution was passed pursuant to Section 260 appointing Mr. S. Bapu as a Director of the Company, who was appointed as an Additional Director by the Board of Directors on 22.01.2009. The resolution was put to vote by show of hands and it was passed unanimously. 2) Special Resolution was passed for appointment of Mr. R. Sundara Rajan as the Managing Director of the Company effective 01.04.2009, without any remuneration payable to him. The resolution was put to vote by show of hands and it was passed unanimously.
- D) Postal Ballot - During the year 2009-10, no resolution was passed through postal ballot. At the ensuing Annual General Meeting also, there is no resolution proposed to be passed through postal ballot.

Subsidiary Company

The Company does not have any subsidiary.

DISCLOSURES

There are no materially significant related party transactions with the Company's Promoters, Directors, Key Managerial Personnel or their relatives, which may have potential conflict with the interest of the Company at large.

Disclosures on transactions with related parties as required under Accounting Standard 18 have been incorporated in the Notes to the Accounts.

There are no instances of non-compliance by the Company, penalties or strictures imposed by the Stock Exchanges and SEBI on any matter related to capital markets during the last three years.

The Company has adopted a Whistle Blower Policy and has established the necessary mechanism in line with Clause 7 of Annexure I D to Clause 49 of the Listing Agreement with the Stock Exchanges, for employees to report concerns about unethical behaviour. No person has been denied access to the Audit Committee.

The Company has fulfilled the following non-mandatory requirements as prescribed in Annexure I D to Clause 49 of the Listing Agreement with the Stock Exchanges.

- The Company has set up a Remuneration Committee. Please see the para on Remuneration/Compensation Committee for details.
- The Company has adopted the Whistle Blower Policy.

RISK MANAGEMENT

The Company has in place a Risk Management Policy commensurate with its size of operations, which lays down a process for identification and mitigation of risks that could materially impact its performance. The Audit Committee reviews the risk management and mitigation plan from time to time.

CODE OF CONDUCT FOR THE DIRECTORS AND SENIOR MANAGEMENT PERSONNEL

The Company has adopted Code of Conduct ("Code") for the members of the Board and Senior Management Personnel as required under Clause 49 of the Listing Agreement. All the Board members and the Senior Management Personnel have affirmed compliance of the Code. The Annual Report of the Company contains a declaration to this effect signed by the Managing Director.

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

CERTIFICATION BY THE MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER

Certification by the Managing Director in his capacity as such and heading the finance function of the Company is provided elsewhere in the Annual Report.

MEANS OF COMMUNICATION

The audited financial results, quarterly results and half-yearly results of the Company are published in one English (Free Press Journal, Mumbai) and one Marathi newspaper (Navashakti, Mumbai).

16th Annual General Meeting

a. Date and Time	21.09.2010 at 2:30 p.m.
b. Venue	Hotel Parle International, Agarwal Market, VileParle (East), Mumbai - 400 057
c. Book Closure Date	From 16.09.2010 to 21.09.2010 (both days inclusive)
d. Dividend	The Board of Directors has not recommended any dividend for the year 2009-10
e. Financial Calendar	2010-2011
Annual General Meeting	September 2010
Unaudited results for the quarter ending June 30, 2010	Last week of July 2010
Unaudited results for the quarter/ half - year ending September 30, 2010	Last week of October 2010
Unaudited results for the quarter ending December 31, 2010	Last week of January 2011
Audited results for the year ending March 31, 2011	May 2011
f. Stock Code	
Trading Symbol at Madras Stock Exchange Limited	SSMN
Bombay Stock Exchange Limited	531359
Demat ISIN in NSDL & CDSL	INE777G01012

The Management Discussion & Analysis Report is forming part of the Directors' Report.

GENERAL SHAREHOLDER INFORMATION

g. Stock Market Data

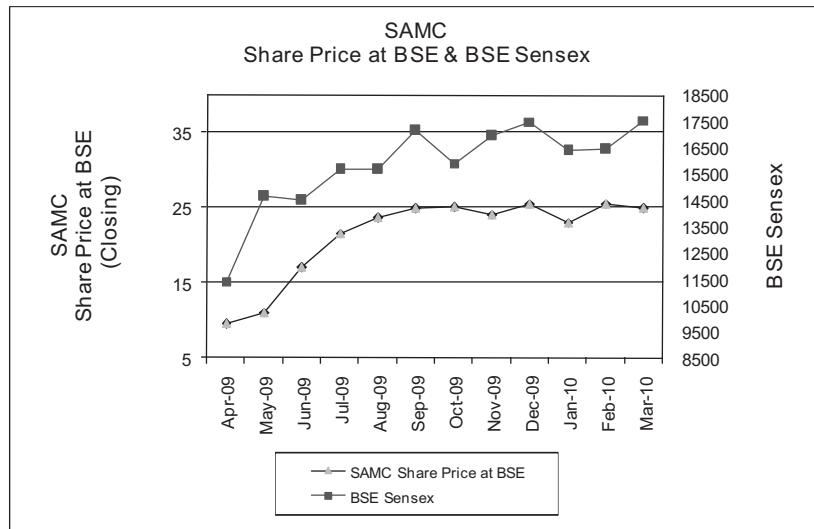
The high and low market price and volume of shares traded during each month of the financial year ended 31.03.2010 are given below:

Month	Bombay Stock Exchange		
	High (Rs.)	Low (Rs.)	Volume
Apr-09	11.23	9.52	654
May-09	11.05	9.11	4012
Jun-09	19.95	11.60	26247
Jul-09	21.60	16.25	31637
Aug-09	23.65	19.80	6434
Sep-09	26.00	24.80	1082
Oct-09	26.30	22.80	9762
Nov-09	26.95	21.55	14921
Dec-09	25.85	21.25	22680
Jan-10	27.50	22.15	18605
Feb-10	26.45	22.15	16140
Mar-10	26.25	21.75	18117

There was no trading in the equity shares of the Company in Madras Stock Exchange Ltd. for the year ended 31.03.2010.

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

h. Share Price performance in comparison to BSE Sensex



i. Registrar and Share Transfer Agents

The Registrar and Share Transfer Agents of the Company are:

Purva Sharegistry (India) Pvt. Ltd.

9, Shiv Shakti Industrial Estate, Ground floor, Sitaram Mills Compound,
J. R. Boricha Marg, Mumbai – 400 011.
Telephone: +91-22-23016761, Fax : +91-22-23012517

j. Share Transfer System

The authority to approve share transfers/transmissions has been delegated by the Board of Directors to the Shareholders'/ Investor Grievance Committee. Requests received for transfer of shares are processed within 30 days of receipt.

k. Distribution of shareholding as on 31.03.2010

No. of equity shares	No. Of Holders	% of Holders	No. of shares	% of shareholding
Upto 5000	658	59.93	167897	2.80
5001-10000	255	23.22	224472	3.74
10001-20000	74	6.74	116722	1.95
20001-30000	24	2.19	60251	1.00
30001- 40000	11	1.00	40025	0.67
40001- 50000	18	1.64	83699	1.39
50001- 100000	17	1.55	133231	2.22
100001and above	41	3.73	5173703	86.23
Total	1098	100.00	6,000,000	100.00

l. Dematerialisation of shares and liquidity

The Company's scrip forms part of the compulsory demat segment for all investors effective 20.01.2005. To facilitate investors in having an easy access to the demat system, the Company has signed up with both National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The connectivity has been established through Purva Sharegistry (India) Pvt. Ltd. As on 31.03.2010 total of 2480420 equity shares constituting 57.33% of the paid up capital have been dematerialised.

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

m. Address for correspondence

Registered Office : 117/118, B-Wing, Dalamal Towers, Nariman Point, Mumbai – 400 021.
Telephone no.: +91-22-22842508

Corporate Office : 106, B-Wing, Shiv Chambers, Sector 11, CBD Belapur, Navi Mumbai- 400614.
Telephone no.: +91-22-27577556 – Telefax no.: +91-22-27566634

PROFILE OF DIRECTORS BEING APPOINTED / RE-APPOINTED AT THE ENSUING ANNUAL GENERAL MEETING

1. Mr. LALIT P. MEHTA

Mr. Lalit P. Mehta is associated with the Company since 2000. He is an Inter Arts. He is into insurance business since 1972 and was the Manager with United India General Insurance Company Limited and has also served New India Assurance Co. Ltd. He retired from General Insurance Corporation (GIC) after holding the position of Deputy General Manager. He has wide experience in rural insurance, non-traditional business and crop insurance. He also worked with projects relating to publicity, training, and implementation of official language. He is on the boards of Shripet Cyber Systems Ltd., Shriram Chits (Maharashtra) Ltd., Zenith Securities & Investment Ltd., Southern Gas Ltd.

2. Mr. S. BAPU

Mr. S. BAPU is associated with the Company since January 2009. He has done Master Degree in Mathematics. He was with the Income Tax Department as Chief Commissioner from April 1996 to April 1999; he was a Member, Central Administrative Tribunal from April 1999 to July 2002 ; he is working as advisor of Shriram Group Companies from October 2002 onwards. He has expertise in dealing with issues raised concerning Chit Laws, NBFC Regulations, Taxation Laws etc.

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

CEO (MANAGING DIRECTOR) AND CFO CERTIFICATION

I, R. Sundara Rajan in my capacity as the Managing Director and heading the finance function, to the best of my knowledge and belief, certify that:

- a) I have reviewed the financial statements and the cash flow statements for the year ended 31.03.2010 and that to the best of my knowledge and belief;
 - 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 existing accounting standards, applicable laws and regulations.
- b) There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c) I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and I have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.
- d) I have indicated to the Auditors and the Audit Committee
 - i. significant changes in internal control over financial reporting during the year;
 - ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. instances of significant fraud of which I have become aware and the involvement there in, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

R. Sundara Rajan
Managing Director

Place: Chennai
Date: 22.04.2010

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

The Board of Directors of Shriram Asset Management Co. Ltd. at its meeting held on 30.09.2006, adopted Code of Conduct to be followed by all Members of the Board and Senior Management Personnel of the Company respectively in compliance with the revised Clause 49 of the Listing Agreement with the Stock Exchanges, where the shares of the Company are listed.

As provided under Clause 49 of the Listing Agreement executed with the Stock Exchanges, all Board Members and Senior Management Personnel have affirmed Compliance with the Code of Conduct for the year ended 31.03.2010

R. Sundara Rajan
Managing Director

Place: Chennai
Date: 22.04.2010

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

**To,
The Members of
Shriram Asset Management Company Limited**

We have examined the compliance of conditions of Corporate Governance by **Shriram Asset Management Company Limited** for the financial year ended 31.03.2010, as stipulated in Clause 49 of the Listing Agreement of the said Company with the stock exchange(s).

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

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

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

For K. S. AIYAR & CO.
Chartered Accountants
Firm Registration No. 100186W

Place : Mumbai
Date : 23.04.2010

Satish Kelkar
Partner
Membership No.38934

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

AUDITORS' REPORT

To
The Members of
Shriram Asset Management Company Limited

Report on the accounts for the year ended on 31.03.2010 in compliance with Section 227(2) of the Companies Act, 1956.

We have audited the attached Balance Sheet of Shriram Asset Management Company Limited, as at 31.03.2010 and also the Profit and Loss Account for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

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

1. As required by the Companies (Auditors' Report) Order, 2003, as amended by (Amendment) Order, 2004 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
2. Further to our comments in the Annexure referred to above, 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 purposes of our audit;
 - (b) In our opinion, proper books of accounts as required by law have been kept by the Company so far as appears from our examination of those books;
 - (c) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of accounts;
 - (d) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956, to the extent applicable.
 - (e) On the basis of written representations received from the directors as on 31.03.2010, and taken on record by the Board of Directors, we report that none of the directors are disqualified as on 31.03.2010 from being appointed as a director in terms of Clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956;
 - (f) Attention is invited to Note No. 3 of Schedule K of financial statements for the year ended 31.03.2010, regarding appropriateness of going concern assumption, Note No.7 regarding investment in "Subordinate Debt Certificate" and interest thereon not reflected in financial statements and Note No. 9 regarding recovery of dues from the broker.
 - (g) Subject to para (f) above, in our opinion and to the best of our information and according to the explanations given to us, the said Accounts read together with all the notes thereon give the information required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - (i) In the case of the Balance Sheet, of the state of affairs of the Company as at 31.03.2010, and;
 - (ii) In the case of the Profit and Loss Account, of the loss of the Company for the year ended on that date.
 - (iii) In the case of the cash flow statement of the cash flows for the year ended on that date.

For K. S. AIYAR & CO.
Chartered Accountants
Firm Registration No. 100186W

Satish Kelkar
Partner
Membership No.38934

Place : Mumbai
Date : 23.04.2010

ANNEXURE TO THE AUDITORS' REPORT

Referred to in paragraph 1 of our Report of even date on the Accounts for the year ended 31.03.2010 of Shriram Asset Management Company Limited.

- i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
(b) A substantial portion of the fixed assets have been physically verified by the management during the year. In our opinion the frequency of physical verification of fixed assets is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
(c) No substantial fixed assets have been disposed off during the year.
- ii) The Company does not have any inventory. Hence Clause No. 4 (ii)(b)& 4 (ii)(c) of the Companies (Auditor's Report) Order, 2003 (As Amended) are not applicable to the Company.
- iii) (a) The Company has granted loan in the form of Inter-Corporate Deposits to one Company covered in the Register maintained under Section 301 of the Companies Act, 1956. The maximum amount involved is Rs. 6 crores and the balance at the year end is Rs.6 crores.
(b) In our opinion, the rate of interest and other terms and conditions of the loan given are not prima facie prejudicial to the interest of the Company.
(c) The repayment of principal and interest is as stipulated and there are no overdue amounts.
(d) The Company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956.
- 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 for the purchase and sale of fixed assets. During the course of our audit, no major weakness has been noticed in the internal control system.
- v) In our opinion and according to the information and explanations given to us, the contracts to be entered in Register maintained under Section 301 of the Companies Act, 1956, have been so entered. The transactions made in pursuance of such contracts or arrangements have been made at prices which are reasonable with regard to prevailing market rates.
- vi) In our opinion and according to the information and explanations given to us, the Company has not taken any deposits from the public under the provisions of Sections 58A and 58AA or any other relevant provisions of the Companies Act, 1956 Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from public. No order has been passed by the Company Law Board or National Law Tribunal or Reserve Bank of India or any court or any other Tribunal.
- vii) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- viii) The Central Government has not prescribed the maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956.
- ix) (a) According to the records of the Company, the Company is regular in depositing with the appropriate authorities undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Customs Duty, Excise Duty, Service Tax, Cess and any other statutory dues applicable to it. Based on our audit procedures and according to the information and explanations given to us, there are no arrears of undisputed statutory dues which remained outstanding as at 31.03.2010 for a period of more than six months from the date they became payable.
(b) According to the information and explanations given to us and from the records of the Company, there are no dues of Income tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Cess which have not been deposited on account of any dispute.

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

- x) The Company does not have any accumulated losses at the end of the financial year and has not incurred any cash losses during the financial year covered by our audit and in the immediate preceding financial year.
- xi) There are no borrowings from financial institution, bank or debenture holders. Therefore, the provisions of the Clause (xi) of the Companies (Auditor's Report) Order, 2003, (As Amended) are not applicable to the Company.
- xii) Based on our examination of the records and according to information and explanations given to us, the Company has not granted any 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 a nidhi / mutual benefit fund /society. Therefore, the provisions of Clause 4 (xiii) of the Companies (Auditor's Report) Order, 2003 (As Amended) are not applicable to the Company.
- xiv) In our opinion and according to the information and explanations given to us, the Company has purchased and sold investments on short term basis, which in view of the Company, does not amount to dealing or trading in shares, securities, debentures and other investments, as the same is done with a view to invest surplus funds held by the Company. Accordingly the provisions of Clause 4 (xiv) of the Order, are not applicable to the Company.
- xv) 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.
- xvi) The Company has not taken any term loans from banks or financial institutions.
- xvii) According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that no funds raised on short term basis have been used for long term investment.
- xviii) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956.
- xix) The Company has not issued any secured debentures during the financial year. Accordingly, the provisions of Clause (xix) of the Order are not applicable to the Company.
- xx) The Company has not raised any money by public issues 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 K. S. AIYAR & CO.
Chartered Accountants
Firm Registration No. 100186W

Satish Kelkar
Partner
Membership No.38934

Place : Mumbai
Date : 23.04.2010

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

BALANCE SHEET

	SCHEDULE	AS AT 31.03.2010 Rs.	AS AT 31.03.2009 Rs.
SOURCES OF FUNDS			
SHARE HOLDERS' FUND			
Share Capital	A	60,000,000	60,000,000
Reserves and Surplus	B	43,818,246	45,677,075
DEFERRED TAX LIABILITY		-	424,689
TOTAL		<u><u>103,818,246</u></u>	<u><u>106,101,764</u></u>
APPLICATION OF FUNDS			
FIXED ASSETS			
	C		
(a) Gross Block		8,548,048	8,565,494
(b) Less : Depreciation		<u>4,948,672</u>	<u>4,688,440</u>
(c) Net Block		3,599,376	3,877,054
INVESTMENTS	D	650,329	34,929,899
CURRENT ASSETS, LOANS & ADVANCES			
Cash & Bank Balances	E	31,298,780	239,806
Other Current Assets	F	9,736,532	8,486,307
Loans & Advances	G	<u>69,909,683</u>	<u>69,331,338</u>
		110,944,995	78,057,451
LESS : CURRENT LIABILITIES & PROVISIONS	H	<u>11,376,454</u>	<u>10,762,640</u>
NET CURRENT ASSETS		99,568,541	67,294,811
TOTAL		<u><u>103,818,246</u></u>	<u><u>106,101,764</u></u>

As per our report of even date attached

**FOR K.S.AIYAR & CO;
CHARTERED ACCOUNTANTS**

SATISH KELKAR
PARTNER
MEMBERSHIP NO.38934
Firm Registration No. 100186W

MUMBAI
Date : 23.04.2010

FOR SHRIRAM ASSET MANAGEMENT COMPANY LTD

R.SUNDARA RAJAN
MANAGING DIRECTOR

LALIT P.MEHTA
DIRECTOR

REENA YADAV
COMPANY SECRETARY

CHENNAI
Date : 22.04.2010

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31.03.2010

	SCHEDULE	FOR THE YEAR ENDED 31.03.2010	PREVIOUS YEAR (PERIOD OF NINE MONTHS) ENDED 31.03.2009
		Rs.	Rs.
INCOME			
Interest Income (TDS Rs.7,69,165/-)		6,085,682	3,840,269
Dividend Income - Equity		202,119	209,114
Dividend Income - Preference		-	305,517
Provision for diminution in value of current investments written back		1,278,083	-
Profit on sale of Shares		6,123,487	347,102
Profit on sale of fixed assets		-	9,925
Other Income	I	160,961	216,809
TOTAL INCOME		13,850,332	4,928,736
EXPENDITURE			
Administrative & Other Expenses (Including provision for diminution in value of long term investment)	J	8,657,534	5,402,669
Interest on Loan		-	39,258
Loss on sale of Shares		4,108,334	1,648,219
Loss on sale of Fixed Assets		1,290	-
Depreciation		286,692	168,951
TOTAL EXPENDITURE		13,053,850	7,259,097
PROFIT / (LOSS) BEFORE TAX		796,482	(2,330,361)
PROVISION FOR INCOME TAX (Refer Note No.8)		3,080,000	1,800,000
DEFERRED TAX		(424,689)	287,933
FRINGE BENEFIT TAX		-	45,410
PROFIT AFTER TAX		(1,858,829)	(4,463,704)
BALANCE BROUGHT FORWARD FROM PREVIOUS YEAR		5,677,075	10,140,779
PROFIT AVAILABLE FOR APPROPRIATION		3,818,246	5,677,075
APPROPRIATIONS			
BALANCE CARRIED TO BALANCE SHEET		3,818,246	5,677,075
		3,818,246	5,677,075
Basic and Diluted earnings per share (Rupees) (Refer Note no.16 under Schedule K)		(0.31)	(0.74)
Diluted earning per share (Rupees)		(0.31)	(0.74)
Face Value per Equity Shares (Rupees)		10.00	10.00

As per our report of even date attached

**FOR K.S.AIYAR & CO;
CHARTERED ACCOUNTANTS**

SATISH KELKAR
PARTNER
MEMBERSHIP NO.38934
Firm Registration No. 100186W
MUMBAI
Date : 23.04.2010

FOR SHRIRAM ASSET MANAGEMENT COMPANY LTD

R.SUNDARA RAJAN
MANAGING DIRECTOR

CHENNAI
Date : 22.04.2010

LALIT P.MEHTA
DIRECTOR

REENA YADAV
COMPANY SECRETARY

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

SCHEDULES TO BALANCE SHEET

	AS AT 31.03.2010 Rs.	AS AT 31.03.2009 Rs.
SCHEDULE A		
SHARE CAPITAL		
AUTHORISED :		
60,00,000 (P.Y.60,00,000) Equity shares of Rs.10/- each	60,000,000	60,000,000
4,00,000 (P.Y.4,00,000) 12.5% Optionally convertible preference shares of Rs. 100/- each	40,000,000	40,000,000
10,00,000 (P.Y. 10,00,000) Unclassified shares of Rs. 10/- each	10,000,000	10,000,000
4,00,000 (P. Y. 4,00,000) 9% Non convertible Cumulative preference shares of Rs. 100/- each	40,000,000	40,000,000
TOTAL	<u>150,000,000</u>	<u>150,000,000</u>
 ISSUED, SUBSCRIBED AND PAID UP :		
60,00,000 (P.Y.60,00,000) - Equity shares of Rs. 10/- each fully paid up.	60,000,000	60,000,000
TOTAL	<u>60,000,000</u>	<u>60,000,000</u>
 SCHEDULE B		
RESERVES & SURPLUS		
Capital Redemption Reserve	40,000,000	40,000,000
Surplus in Profit & Loss account c/fd from Balance Sheet	3,818,246	5,677,075
TOTAL	<u>43,818,246</u>	<u>45,677,075</u>

SCHEDULES TO BALANCE SHEET FOR THE YEAR ENDED 31.03.2010

SCHEDULE C
FIXED ASSETS

DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	BALANCE AS ON 01.04.09 (Rs.)	ADDITIONS FOR THE YEAR (Rs.)	SALE DURING THE YEAR (Rs.)	BALANCE AS ON 31.03.10 (Rs.)	BALANCE AS ON 01.04.09 (Rs.)	FOR THE YEAR (Rs.)	SALE / TRANSFER (Rs.)	BALANCE AS ON 31.03.10 (Rs.)	BALANCE AS ON 31.03.09 (Rs.)	
Office premises	4,573,907	-	-	4,573,907	1,284,304	164,480	-	3,125,123	3,289,603	
Air conditioner	430,175	-	-	430,175	348,224	11,400	-	70,551	81,951	
Computers	771,385	11,054	28,500	753,939	668,388	42,675	26,460	69,336	102,997	
Electrical fitting and Installations	444,607	-	-	444,607	356,360	12,275	-	75,972	88,247	
Office equipments	50,163	-	-	50,163	25,860	3,381	-	20,922	24,303	
Furniture and fixtures	2,295,257	-	-	2,295,257	2,005,304	52,481	-	237,472	289,953	
TOTAL	8,565,494	11,054	28,500	8,548,048	4,688,440	286,692	26,460	3,599,376	3,877,054	
AS ON 31.03.09	6,725,515	2,026,307	186,328	8,565,494	4,655,742	168,951	136,253	3,877,054	-	

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

SCHEDULES TO BALANCE SHEET

	AS AT 31.03.2010 Rs.	AS AT 31.03.2009 Rs.
SCHEDULE D		
INVESTMENTS (AT COST)		
<u>Long Term Investments in shares, debentures and bonds</u>		
<u>Unquoted</u>		
Trade :		
Fully paid equity shares of Rs.10/- each 600,000 (600,000) Equity Shares of Ceylinco Shriram Capital Management Services Co.(Pvt.) Ltd.	3,878,332	3,878,332
1,000 (1,000) Equity Shares of Rs.10 each of The Saraswat Co-Op.Bank Ltd.	10,000	10,000
Sub Total	A	3,888,332
<u>Long Term Investments in shares</u>		
<u>Quoted</u>		
(Fully paid equity shares of Rs.10/- each except otherwise stated)		
Nil (50) Equity Shares of Re.1 each of Adani Enterprises Ltd	-	41,081
Nil (1750) Equity Shares of Ashiana Housing Ltd	-	217,182
Nil (3103) Equity Shares of Rs.2 each of ABB Ltd.	-	2,456,262
Nil (275) Equity Shares of Associated Cement Companies Ltd.	-	172,494
Nil (100) Equity Shares of BGR Energy Systems Ltd.	-	69,712
Nil (100) Equity Shares of Rs.5 each of Biocon Ltd.	-	26,060
Nil (740) Equity Shares of Bharat Heavy Electricals Ltd.	-	1,570,951
Nil (2350) Equity Shares of Rs.2 each of DLF Ltd.	-	1,068,736
Nil (4815) Equity Shares of Rs.2 each of Elecon Engineering Company Ltd.	-	442,017
Nil (1013) Equity Shares of Gail India Ltd.	-	284,150
Nil (50) Equity Shares of Grasim Industries Ltd.	-	170,827
Nil (50) Equity Shares of Re.1 each of Glenmark Pharmaceuticals Ltd.	-	35,285
Nil (280) Equity Shares of Gujarat NRE Coke Ltd.	-	31,665
Nil (25) Equity Shares of HDFC Bank Ltd.	-	35,360
Nil (200) Equity Shares of Rs.2 each of Hind Rectifiers Ltd.	-	17,642
Nil (2587) Equity Shares of Re.1 each of Indian Hotels Company Ltd.	-	307,706
Nil (225) Equity Shares of Re.1 each of Jindal Steel & Power Ltd.	-	707,452
Nil (5000) Equity Shares of Re.1 each of JM Financial Ltd.	-	342,160
Nil (510) Equity Shares of Kotak Mahindra Bank Ltd.	-	507,113
Nil (2000) Equity Shares of Rs.2 each of Larsen & Toubro Ltd.	-	3,371,380
Nil (535) Equity Shares of Mundra Port & SEZ Ltd.	-	400,131
Nil (1000) Equity Shares of Nagarjuna Fertilisers Ltd.	-	52,220
Nil (50) Equity Shares of National Aluminium Company Ltd.	-	27,363
Nil (460) Equity Shares of Oil & Natural Gas Corporation Ltd.	-	500,239
Nil (440) Equity Shares of Parle Software Ltd.	-	180,118
Nil (1450) Equity Shares of Power Grid Corporation Ltd.	-	162,965
Nil (162) Equity Shares of Rs.5 each of Ranbaxy Laboratories Ltd.	-	91,309
Nil (310) Equity Shares of Reliance Capital Ltd.	-	353,601

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

SCHEDULES TO BALANCE SHEET

	AS AT 31.03.2010 Rs.	AS AT 31.03.2009 Rs.
Nil (275) Equity Shares of Reliance Infrastructure Ltd.	-	440,042
Nil (450) Equity Shares of Reliance Petroleum Ltd.	-	84,602
Nil (4854) Equity Shares of Reliance Power Ltd.	-	1,732,662
Nil (1093) Equity Shares of Rural Electrification Corporation Ltd.	-	114,765
Nil (2100) Equity Shares of State Bank of India	-	3,343,871
Nil (1200) Equity Shares of Re.1 each of Sesa Goa Ltd	-	232,451
Nil (125) Equity Shares of South Indian Bank Ltd.	-	13,106
Nil (350) Equity Shares of Sundaram Finance Ltd.	-	109,241
Nil (150) Equity Shares of Rs.2 each of Suzlon Energy Ltd.	-	56,461
Nil (3675) Equity Shares of Rs.2 each of Siemens Ltd.	-	2,005,840
Nil (50) Equity Shares of Tata Steel Ltd.	-	42,339
Nil (750) Equity Shares of Rs.2 each of Unitech Ltd.	-	221,633
Nil (200) Equity Shares of Vaibhav Gems Ltd.	-	15,566
Nil (2600) Equity Shares of Vijaya Bank	-	118,166
Nil (2600) Equity Shares of Rs.2 each of Walchandnagar Industries Ltd.	-	1,579,930
Nil (825) Equity Shares of Rs.2 each of Wipro Ltd.	-	288,008
Sub Total	B	24,041,867
Current investments in shares		
(Fully paid equity shares of Rs.10/- each except otherwise stated)		
Nil (100) Equity Shares of Rs.2 each of Aban Offshore Ltd.	-	258,363
50 (Nil) Equity Shares of Rs.2 each of ABB Ltd	39,186	-
50 (Nil) Equity Shares of ACC Ltd	47,175	-
Nil (375) Equity Shares of Rs.2 each of Areva T&D India Ltd	-	153,739
50 (960) Equity Shares of Bharat Heavy Electricals Ltd.	117,937	1,220,224
100 (Nil) Equity Shares of Rs.5 each of Bharti Airtel Ltd.	29,232	-
200 (Nil) Equity Shares of Crompton Greaves Ltd.	50,471	-
500 (Nil) Equity Shares of Rs.2 each of Elecon Engineering Ltd.	36,565	-
Nil (412) Equity Shares of Gail India Ltd.	-	60,945
100 (Nil) Equity Shares of Havell's India Ltd.	58,560	-
Nil (2300) Equity Shares of Re.1 each of ITC Ltd.	-	304,397
Nil (1325) Equity Shares of Idea Cellular Ltd.	-	122,412
200 (Nil) Equity Shares of IDFC Ltd.	31,087	-
Nil (900) Equity Shares of Rs.5 each of Infosys Technologies Ltd.	-	1,337,761
Nil (100) Equity Shares of Kotak Mahindra Bank Ltd.	-	35,285
50 (Nil) Equity Shares of Rs.5 each of Mahindra & Mahindra Ltd.	55,440	-
Nil (1120) Equity Shares of Rs.2 each of Larsen & Toubro Ltd.	-	1,227,004
Nil (250) Equity Shares of Oil & Natural Gas Corporation Ltd.	-	162,951
Nil (1535) Equity Shares of Rs.5 each of Reliance Communications Ltd.	-	571,892
50 (1200) Equity Shares of Reliance Industries Ltd.	50,269	1,902,577
150 (Nil) Equity Shares of Rs.2 each of Sterlite Industries Ltd.	124,406	-
Nil (200) Equity Shares of Rs.2 each of Satyam Computers Ltd	-	35,310
Nil (300) Equity Shares of Tata Steel Ltd	-	69,939
Nil (900) Equity Shares of Re.1 each of Tata Consultancy Services Ltd.	-	814,982
Sub Total	C	8,277,783

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

SCHEDULES TO BALANCE SHEET

	AS AT 31.03.2010 Rs.	AS AT 31.03.2009 Rs.
Grand Total (A+B+C)	4,528,661	36,207,982
Less : Provision for diminution in value of Investments	(3,878,332)	(1,278,083)
	650,329	34,929,899
Aggregate Value of Quoted Investments	640,329	32,319,650
Market value of Quoted Investments	655,508	18,147,606
Aggregate Value of Unquoted Investments(at cost)	3,888,332	3,888,332
SCHEDULE E		
CASH & BANK BALANCES		
Cash in hand	13,042	16,368
Bank Balances		
In Current Accounts with Scheduled Banks	1,005,252	223,438
In Fixed Deposits with Scheduled Banks	30,280,486	-
TOTAL	31,298,780	239,806
SCHEDULE F		
OTHER CURRENT ASSETS		
A) Receivable from broker (Refer Note No.9)	7,210,351	7,061,349
B) Accrued interest - FD & Bonds	2,526,181	1,422,208
C) Dividend Receivable	-	2,750
TOTAL	9,736,532	8,486,307
SCHEDULE G		
LOANS & ADVANCES		
(Unsecured considered good except otherwise stated)		
A) Advances receivable in cash or in kind for value to be received	81,661	709,498
B) TDS Receivable & Advance tax	9,766,637	8,560,455
C) Other Deposits	60,061,385	60,061,385
TOTAL	69,909,683	69,331,338
SCHEDULE H		
CURRENT LIABILITIES & PROVISIONS		
A) CURRENT LIABILITIES		
Sundry Creditors	503,137	2,215,688
Others	11,002	13,974
	514,139	2,229,662
B) PROVISIONS		
For Taxation	10,751,466	8,447,351
For Gratuity	80,203	59,772
For Leave Encashment	30,646	25,855
	10,862,315	8,532,978
TOTAL	11,376,454	10,762,640

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

SCHEDULES TO PROFIT & LOSS ACCOUNT

	FOR THE YEAR ENDED	PREVIOUS YEAR (PERIOD OF NINE MONTHS) ENDED
	31.03.2010	31.03.2009
	Rs.	Rs.
SCHEDULE I		
OTHER INCOME		
Rent received (Banglore property)	150,000	67,500
Excess Provision Written Back	9,570	-
Other Income	-	149,055
Miscellaneous Income	1,391	254
TOTAL	160,961	216,809
 SCHEDULE J		
ADMINISTRATIVE & OTHER EXPENSES		
<u>Employee's Salaries and Benefits:</u>		
Salaries wages and Bonus	1,191,826	667,881
Contribution to Provident and Other Funds	74,802	37,693
Advertisement Expenses	122,280	81,376
Annual Custodial Fee	33,090	16,854
Provision for diminuation in value of investments	3,878,332	2,441,714
Auditors' Remuneration	378,045	230,970
Board and General Meeting expenses	20,579	25,745
Depository fees	52,980	39,623
Directors Sitting Fees	112,000	66,500
Telephone, Courier and Postage Expenses	127,017	62,986
Electricity Expenses	300,000	225,000
Insurance Premium	1,724	-
Interest on excess income tax refund received	8,338	25,059
Legal and Professional Charges	546,289	224,389
Listing Fees	26,582	20,209
Share issue exps.written off	-	16,406
Mutual Fund Expenses	598,112	291,232
Printing & Stationery	221,709	136,680
Sundry Expenses	366,314	110,744
Trustee Meeting Fees	2,500	5,000
Travelling, Hotel, Conveyance and Car Expenses	304,270	415,992
<u>Repairs & Maintenance :</u>		
Buildings	-	40,000
Others	30,936	34,066
<u>Rent, Rates & Taxes :</u>		
Rent	240,000	180,000
Rates & Taxes	19,809	6,550
TOTAL	8,657,534	5,402,669

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

SCHEDULE K: NOTES TO ACCOUNTS

1. Significant accounting policies

a. The accounts have been prepared primarily on historical cost convention and on accrual basis.

b. Fixed assets and depreciation:

Fixed assets are stated at cost of acquisition less accumulated depreciation. Depreciation is provided on Written Down Value method in the manner and at the rates specified in Schedule XIV to the Companies Act, 1956.

c. Investments that are intended to be held for not more than a year are classified as current investments and all other investments as long term investments. "Current investments are carried at lower of cost and fair value computed category wise". Long term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in nature in value of such investments.

d. Preliminary expenses and share issue expenses are being written off over a period of 10 years.

e. Employee Benefits

i) Company's contributions to Provident Fund are charged to Profit and Loss Account.

ii) The provision for leave encashment and provision for gratuity is made on actuarial valuation.

f. Dividend income on investments is accounted for when the right to receive the payment is established.

2. The Scheme Risk Guardian'95 has been wound up effective 07.07.2000 and the three tax saving schemes Tax Guardian'95, Tax Guardian'96, Tax Guardian'97 have been wound up effective 30.04.2001 and Interval Fund 97 effective 01.12.2001. The assets appearing in Schedule F (A) to the accounts represents assets taken over from / relating to the schemes which have been wound up.

3. Though all the schemes of Shriram Mutual Fund have been wound up and no new schemes have been launched during the year, the Company has continued to maintain its status as an Asset Management Company for Mutual Fund. Accordingly, the financial statements of the Company have been prepared on going concern basis.

4. As the unclaimed redemption money being managed by the Company is very small, it has been decided not to charge asset management fees from 01.04.2004 to Shriram Mutual Fund.

5. Payment to the auditors:

Particulars	For the year ended 31.03.2010	For the period of nine months ended 31.03.2009
Audit Fees	100,000	75,000
Audit Fees for Limited Reviews	60,000	80,000
Tax Audit Fees	51,846	51,250
Corporate Governance Certification	15,000	-
Other services	90,000	-
Out of pocket expenses (Including Service Tax Rs.32,638/- on audit fees)	61,199	24,720
Total	378,045	230,970

6. Contingent Liabilities

a) An appeal is pending before CIT (A) for the A.Y.2006-07, wherein the disallowance made under Section 14A of the Income Tax Act, 1961, of Rs.2,79,520/- calculated as per Rule 8D, is disputed by the Company.

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

- b) As regards A.Y. 2007-08, the Company has filed appeal before CIT (A) against disallowance of Rs. 2,96,560/- under the provisions of Section 14A of the Income Tax Act, 1961 and also against disallowance of Rs. 27,10,000/- written off as bad debts in respect of Ahmedabad Urban Co-operative Bank Ltd.
7. A sum of Rs. 41,340,000/- as on 01.04.2009 (P.Y. Rs. 41,340,000/-) represents disputed redemption amount which is held by the Company in trust which is to be paid to the rightful owner when the dispute is settled by an appropriate court / forum. An equivalent amount is invested in subordinate debt certificate. Accordingly, this amount and interest earned thereon of Rs. 54,22,948/- (TDS Rs. 5,42,294/-) during the year ended 31.03.2010 are not reflected in the Balance Sheet and Profit and Loss account of the Company.
8. Provision for tax has been worked out after considering interest income on subordinated bonds.
- The tax payments on this account will be claimed at the time of interest payments to the rightful owner in the event of settlement of dispute as stated in Note No.7 above.
9. Other Current Assets includes:
- Rs. 7,210,351/- (P.Y. Rs. 7,061,349/-) is receivable from a broker and taken over by the Company from mutual fund. In the arbitral reference filed by the Company, the broker has entered into consent terms with the Company and consequently, the High Court of Judicature at Mumbai allowed the parties to re-agitate the issues freshly before the Arbitration Panel of stock exchange. On reference to the Arbitration panel of Bombay Stock Exchange, Company's claim for principal amount of Rs. 72.10 lakhs has been allowed. Company has preferred further appeal for interest on delayed payments which is pending before the Hon'ble Appeal Bench of the Bombay Stock Exchange Ltd.
10. Income Tax assessment has been completed up to and including the Assessment Year 2007-08
11. The Deferred Tax Assets & Liabilities arising on account of timing difference are recognized in the Profit & Loss account. Deferred tax assets have been recognized only to the extent there is virtual certainty that the assets would be realized in future.
12. The components of Deferred Tax Liability and Assets as at 31.03.2010 are as under:

Particulars	For the year ended 31.03.2010	For the period of nine months ended 31.03.2009
Deferred tax liability :		
(i) On fiscal allowances on fixed assets	(7,36,528)	(8,88,214)
	(7,36,528)	(8,88,214)
Deferred tax assets :		
(i) Provision for Gratuity & Leave encashment	34,253	29,105
(ii) Diminution in value of investments	7,98,936	4,34,420
	8,33,189	4,63,525
Net Deferred Tax Asset/(Liability)	# 96,661	(4,24,689)

Not recognized in the accounts on the basis of prudence

13. The Company operates in only one segment.
14. Related party disclosure as required by Accounting Standard (AS)-18 "Related Party Disclosure" issued by the Institute of Chartered Accountants of India

Name	Relationship
a) Shriram Transport Finance Co. Ltd. (STFC)	Associate Co.
b) Ceylinco Shriram Capital Management Services Co. Pvt. Ltd.	Associate Co.
c) Shriram Capital Ltd.	Associate Co.
d) Mr.R.Sundara Rajan (M.D)	Key Managerial personnel

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

The following transactions were carried out with the related parties in the ordinary course of business.

	Associates #		Key Managerial Personnel		Total	
	31.03.2010	31.03.2009 (Nine months)	31.03.2010	31.03.2009 (Nine months)	31.03.2010	31.03.2009 (Nine months)
Payments						
Rent Paid	240,000	180,000	—	—	240,000	180,000
Electricity	300,000	225,000	—	—	300,000	225,000
Charges for bus for staff	60,000	45,000	—	—	60,000	45,000
Investment in subordinate bonds	—	27,500,000	—	—	—	27,500,000
Investment in ICD	—	60,000,000	—	—	—	60,000,000
Receipts						
Rent Received	150,000	67,500	—	—	150,000	67,500
Redemption of subordinate bonds	—	27,500,000	—	—	—	27,500,000
Interest on subordinate bonds	—	1,791,389	—	—	—	1,791,389
Interest on ICD given	5,400,000	1,838,903	—	—	5,400,000	1,838,903
Balance outstanding						
Investment in equity shares	3,878,332	3,878,332	—	—	3,878,332	3,878,332
Accrued interest on ICD (Net of TDS)	2,423,342	1,422,208	—	—	2,423,342	1,422,208
Investment in ICD	60,000,000	60,000,000	—	—	60,000,000	60,000,000

Transaction during the year with STFC and Shriram Capital only.

15. Disclosure as per Revised Accounting Standard (AS-15) :

I. Table showing change in Benefit Obligation:	Gratuity non-funded As at 31.03.2010	Gratuity non-funded As at 31.03.2009
Liability at the beginning of the year	59,772	46,146
Current Service Cost	10,060	5,282
Interest Cost	5,412	3,086
Actuarial (gain) / loss on obligations	8,008	5,259
Liability at the end	83,252	59,772
II. Recognition of Transitional Liability:	Gratuity non-funded As at 31.03.2010	Gratuity non-funded As at 31.03.2009
Transition Liability at start	—	—
Transition Liability Recognised during the year	—	—
Transition Liability at end	—	—
III. Amount Recognised in the Balance Sheet:	Gratuity non-funded As at 31.03.2010	Gratuity non-funded As at 31.03.2009
Liability at the end of the year	83,252	59,772
Fair Value of Plan Assets at the end of the year	—	—
Difference	(83,252)	(59,772)

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

Unrecognised Past Service Cost	—	—
Unrecognised Transition Liability	—	—
Amount Recognised in the Balance Sheet	(83,252)	(59,772)
IV. Expenses Recognised in the Income Statement:	Gratuity non-funded As at 31.03.2010	Gratuity non-funded As at 31.03.2009
Current Service Cost	10,060	5,282
Interest Cost	5,412	3,086
Expected Return on Plan Assets	—	—
Past Service Cost (Non Vested Benefits) Recognised	—	—
Past Service Cost (Vested Benefits) Recognised	—	—
Recognition of Transition Liability	—	—
Actuarial (Gain) or Loss	8,008	5,259
Expenses Recognised in P & L	23,480	13,626
V. Balance Sheet Reconciliation:	Gratuity non-funded As at 31.03.2010	Gratuity non-funded As at 31.03.2009
Opening Net Liability	59,772	46,146
Expense as above	23,480	13,626
Employers' Contribution	—	—
Amount Recognised in Balance Sheet	83,252	59,772
VI. Other Details:	Gratuity non-funded As at 31.03.2010	Gratuity non-funded As at 31.03.2009
Gratuity payable at the rate of 15 days Salary for each year of Service subject to Maximum of Rs. 3,50,000/-	—	—
Salary escalation is considered as advised by the Company which is in line with the Industry practice considering promotion and demand and supply of the employees	—	—
No. of Members	5	5
Salary p.m.	33,510	31,810
Contribution for next year	—	—
VII. Assumptions:	Gratuity non-funded As at 31.03.2010	Gratuity non-funded As at 31.03.2009
Discount Rate Previous	7.75%	8.00%
Rate of Return on Plan Assets Previous	0.00%	0.00%
Salary Escalation Previous	5.00%	5.00%
Attrition rate previous year	2.00%	0.00%
Discount Rate Current	8.00%	7.75%
Rate of Return on Plan Assets Current	0.00%	0.00%
Salary Escalation Current	5.00%	5.00%
Attrition rate Current year	2.00%	0.00%

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

VIII. Tables of Fair value of Plan Assets:	Gratuity non-funded As at 31.03.2010	Gratuity non-funded As at 31.03.2009
Fair value of plan assets at the beginning of the year	—	—
Expected return on plan assets	—	—
Contributions	—	—
Transfer from other company	—	—
Transfer to other company	—	—
Benefit paid	—	—
Actuarial gain/(loss) on Plan Assets	—	—
Fair value of plan assets at the end of the year	—	—
Total Actuarial Gain / (Loss) to be recognised	—	—

IX. Actual Return on Plan Assets:	Gratuity non-funded As at 31.03.2010	Gratuity non-funded As at 31.03.2009
Expected Return on Plan Assets	—	—
Actuarial gain/(loss) on Plan Assets	—	—
Actuarial Return on Plan Assets	—	—

X. Experience Adjustment:	Gratuity non-funded As at 31.03.2010	Gratuity non-funded As at 31.03.2009
On Plan Liability (gain)/Loss	4,959	—

16. Earning per share (EPS) computed in accordance with Accounting Standard 20 “ Earning per Share”

Basic Particulars		31.03.2010 Rs.	31.03.2009 Rs.
Profit after tax as per accounts (Rs.)		(1,858,829)	(4,463,704)
Add/(Less) : Prior Period Adjustment/ (Excess provision w/back)		—	—
Profit attributable to Equity share holders	(A)	(1,858,829)	(4,463,704)
Number of shares issued	(B)	6,000,000	6,000,000
Basic EPS (Rupees) (Face value Rs.10 each)	(A)/(B)	(0.31)	(0.74)

Diluted Particulars		31.03.2010 Rs.	31.03.2009 Rs.
Profit after tax as per accounts (Rs.)		(1,858,829)	(4,463,704)
Add/(Less) : Prior Period Adjustment/ (Excess provision w/back)		—	—
Profit attributable to Equity share holders		(1,858,829)	(4,463,704)
Total number of equity shares	(C)	6,000,000	6,000,000
Diluted EPS (Face value Rs.10 each)	(A)/(C)	(0.31)	(0.74)

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

17. Following quoted investments were acquired and fully sold during the year:

Particulars	Face Value	No. of shares	Purchase cost (Rs.)
Non -Trade			
LONG TERM			
ABB LTD.	2	3,103	2,456,262
ASSOCIATED CEMENT COMPANIES LTD.	10	275	172,494
ADANI ENTERPRISES LTD.	1	50	41,081
ASHIANA HOUSING LTD.	10	1,750	217,182
BGR ENERGY SYSTEMS LTD.	10	100	69,712
BHARAT HEAVY ELECTRICALS LTD.	10	740	1,570,951
BIOCON LTD.	5	100	26,060
DLF LTD.	2	2,350	1,068,736
ELECON ENGINEERING COMPANY LTD.	2	4,815	442,017
GAIL INDIA LTD.	10	1,013	284,150
GLENMARK PHARMACEUTICALS LTD.	1	50	35,285
GRASIM INDUSTRIES LTD.	10	50	170,827
GUJARAT NRE COKE LTD.	10	280	31,665
HDFC BANK LTD.	10	25	35,360
HIND RECTIFIERS LTD.	2	200	17,642
INDIAN HOTELS COMPANY LTD.	1	2,587	307,706
JINDAL STEEL & POWER LTD.	1	1,350	707,452
J M FINANCIAL LTD.	1	5,000	342,160
KOTAK MAHINDRA BANK LTD.	10	510	507,113
LARSEN & TOUBRO LTD.	2	2,000	3,371,380
MUNDRA PORT & SEZ LTD.	10	535	400,131
NAGARJUNA FERTILISERS LTD.	10	1,000	52,220
NATIONAL ALUMINIUM COMPANY LTD.	10	50	27,363
OIL & NATURAL GAS CORPORATION LTD.	10	460	500,239
PARLE SOFTWARE LTD.	10	440	180,118
POWER GRID CORPORATION LTD.	10	1,450	162,965
RANBAXY LABORATORIES LTD.	5	162	91,309
RELIANCE CAPITAL LTD.	10	310	353,601
RELIANCE INFRASTRUCTURE LTD.	10	275	440,042
RELIANCE PETROLEUM LTD.	10	450	84,602
RELIANCE POWER LTD.	10	4,854	1,732,662
RURAL ELECTRIFICATION CORPORATION LTD.	10	1,093	114,765
STATE BANK OF INDIA	10	2,100	3,343,871
SESA GOA LTD.	1	1,200	232,451
SIEMENS LTD.	2	3,675	2,005,841
SOUTH INDIAN BANK LTD.	10	125	13,106
SUNDARAM FINANCE LTD.	10	350	109,241
SUZLON ENERGY LTD.	2	150	56,461
TATA STEEL LTD.	10	50	42,339
UNITECH LTD.	2	750	221,633
VAIBHAV GEMS LTD.	10	200	15,566
VIJAYA BANK	10	2,600	118,166
WALCHANDNAGAR INDUSTRIES LTD.	2	2,600	1,579,930
WIPRO LTD.	2	825	288,008
			24,041,865

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

CURRENT TERM

ABAN OFFSHORE LTD.	2	150	340,347
AREVA T&D INDIA LTD.	2	475	177,427
BANK OF BARODA	10	100	46,570
BANK OF INDIA	10	100	34,877
CAIRN INDIA LTD.	10	500	110,796
EDUCOMP SOLUTIONS LTD.	2	100	70,222
GAIL INDIA LTD.	10	412	60,945
HERO HONDA MOTORS LTD.	2	50	78,841
IDEA CELLULAR LTD.	10	1,325	122,413
INFOSYS TECHNOLOGIES LTD.	5	900	1,337,761
ITC LTD.	1	2,300	304,397
JAIPRAKASH ASSOCIATES LTD.	2	500	70,324
KALINDEE RAIL NIRMAN LTD.	10	200	46,066
KOTAK MAHINDRA BANK LTD.	10	100	35,285
LIC HOUSING FINANCE LTD.	10	100	69,049
LARSEN & TOUBRO LTD.	2	1,220	1,374,486
LUPIN LTD.	10	50	74,845
MUNDRA PORT & SEZ LTD.	10	100	37,800
NAGARJUNA FERTILISERS LTD.	10	500	20,110
OIL & NATURAL GAS CORPORATION LTD.	10	300	207,052
ORIENTAL BANK OF COMMERCE	10	100	27,115
RELIANCE COMMUNICATIONS LTD.	5	1,835	645,097
RELIANCE INFRASTRUCTURE LTD.	10	50	57,708
SATYAM COMPUTERS LTD.	2	400	46,155
STATE BANK OF INDIA	10	250	457,571
SESA GOA LTD.	1	100	37,276
SIEMENS LTD.	2	100	29,918
TATA MOTORS LTD.	10	100	44,504
TATA STEEL LTD.	10	750	262,024
TATA CONSULTANCY SERVICES LTD.	1	2,000	927,790
TOTAL			<u>7,154,771</u>

18. The Company does not have 'suppliers' registered under the "The Micro, Small and Medium Enterprises Development ("MSMED") Act, 2006. Accordingly, no disclosures relating to amounts unpaid as at the year end and together with interest paid / payable are required to be furnished.

19. Previous year's figures have been re-grouped and re-arranged, wherever considered necessary.

As per our report of even date attached

FOR K.S.AIYAR & CO;
CHARTERED ACCOUNTANTS

FOR SHRIRAM ASSET MANAGEMENT COMPANY LTD

SATISH KELKAR
PARTNER
MEMBERSHIP NO.38934
Firm Registration No. 100186W

R.SUNDARA RAJAN
MANAGING DIRECTOR

LALIT P.MEHTA
DIRECTOR

REENA YADAV
COMPANY SECRETARY

MUMBAI
Date : 23.04.2010

CHENNAI
Date : 22.04.2010

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2010

DESCRIPTION	FOR THE YEAR ENDED		PREVIOUS YEAR (PERIOD OF NINE MONTHS) ENDED	
	31.03.2010		31.03.2009	
	Rs.	Rs.	Rs.	Rs.
A) CASH FLOW FROM OPERATING ACTIVITIES				
NET PROFIT BEFORE TAX AND EXTRAORDINARY ITEMS		796,482		(2,330,361)
ADJUSTMENTS FOR :				
DEPRECIATION	286,692		168,951	
PRELIMINARY EXPENDITURE / AMFI ENTRANCE FEES W/OFF	-		16,406	
PROVISION FOR DIMINUTION IN VALUE OF INVESTMENTS (NET)	2,600,249		672,822	
INTEREST EXPENSE	-		39,258	
DIVIDEND INCOME	(202,119)		(514,631)	
INTEREST INCOME	(6,085,682)		(3,840,269)	
INCOME TAX REFUND	(296,643)		-	
(PROFIT) / LOSS ON SALE OF FIXED ASSETS (NET)	1,290		(9,925)	
(PROFIT) / LOSS ON SALE OF SHARES (NET)	(2,015,153)		1,301,117	
		(5,711,366)		(2,166,271)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES (I)				
ADJUSTMENTS FOR :				
TRADED AND OTHER RECEIVABLE	627,837		(40,443,000)	
ASSETS TAKEN OVER FROM SHRIRAM MUTUAL FUND	(149,002)		-	
TRADED AND OTHER PAYABLE	(1,690,301)	(1,211,466)	(952,619)	(41,395,619)
		(6,126,350)		(45,892,251)
CASH GENERATED FROM OPERATIONS (II)				
DIRECT TAXES PAID		(1,685,424)		(913,385)
NET CASH FLOW FROM OPERATING ACTIVITIES		(7,811,774)		(46,805,636)
B) CASH FLOW FROM INVESTING ACTIVITIES				
PURCHASE OF FIXED ASSETS		(11,054)		(2,026,307)
SALE OF FIXED ASSETS		750		60,000
PURCHASE OF INVESTMENTS		(4,247,211)		(29,455,466)
SALE OF INVESTMENTS		37,941,685		66,881,538
INTEREST RECEIVED		4,981,709		10,072,351
DIVIDEND RECEIVED		204,869		569,799
NET CASH USED IN INVESTING ACTIVITIES		38,870,748		46,101,915

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

DESCRIPTION	FOR THE YEAR ENDED		PREVIOUS YEAR (PERIOD OF NINE MONTHS) ENDED	
	31.03.2010		31.03.2009	
	Rs.	Rs.	Rs.	Rs.
C) CASH FLOW FROM FINANCING ACTIVITIES				
REPAYMENT OF SECURED LOAN FROM BANK		-	(4,500,000)	
INTEREST PAID		-	(176,512)	
NET CASH GENERATED FROM FINANCING ACTIVITIES		<u>-</u>	<u>(4,676,512)</u>	
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A + B + C)		31,058,974	(5,380,234)	
OPENING BALANCE OF CASH AND CASH EQUIVALENTS		239,806	5,620,040	
CLOSING BALANCE OF CASH AND CASH EQUIVALENTS		31,298,780	239,806	

Note : 1) Figures in brackets indicate outflow of funds

As per our report of even date attached

**FOR K.S.AIYAR & CO;
CHARTERED ACCOUNTANTS**

FOR SHRIRAM ASSET MANAGEMENT COMPANY LTD

SATISH KELKAR
PARTNER
MEMBERSHIP NO.38934
Firm Registration No. 100186W

R.SUNDARA RAJAN
MANAGING DIRECTOR

LALIT P.MEHTA
DIRECTOR

REENA YADAV
COMPANY SECRETARY

MUMBAI
Date : 23.04.2010

CHENNAI
Date : 22.04.2010

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I. Registration Details

Registration No.	11 - 79874	State Code	11
Balance Sheet Date	31.03.2010		

II. Capital raised during the year (Amount in Rs. Thousands)

Public Issue	NIL	Bonus Issue	NIL
Public Issue	NIL	Private Placement	NIL

III. Position of Mobilisation and Development of Funds (Amount in Rs. Thousands)

	Amount		Amount
Total Liabilities	103,818	Total Assets	103,818
Paid up Capital	60,000	Reserves & Surplus	43,818
Secured Loans	-	Unsecured Loans	-
Net Fixed Assets	3,599	Investments	650
Net Current Assets	99,569	Miscellaneous Expenditure	-
Accumulated Losses	-		

IV. Performance of Company (Amount in Rs. Thousands)

Turnover	13,850	Total Expenditure	13,054
Profit before Tax	796	Profit after Tax	(1,859)
Earning per Share in (Rs.)		Dividend Rate (%)	Nil
Basic	(0.31)	Diluted	(0.31)

V. Generic Names of Principal Products/Services of Company

(as per monetary terms)

Item Code No. (ITC Code)	N.A.
Service Description	Asset Management Services

NOTES

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

Registered Office : 117/118, 'B' Wing, Dalamal Towers, Nariman Point, Mumbai 400 021.

SIXTEENTH ANNUAL GENERAL MEETING

ATTENDANCE SLIP

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

I hereby record my presence at the SIXTEENTH ANNUAL GENERAL MEETING of the Company being held at Conference Hall of Hotel Parle International, Agarwal Market, Vile Parle (East), Mumbai - 400 057 on Tuesday, 21.09.2010 at 2.30 p.m.

Name of the Member in BLOCK LETTERS

Member's Signature

Name of the Proxy in BLOCK LETTERS

Proxy's Signature

Note : Please fill the attendance slip and hand it over at the ENTRANCE OF THE HALL.

----- ✂ ----- Tear Here ----- ✂ -----

SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

Registered Office : 117/118, 'B' Wing, Dalamal Towers, Nariman Point, Mumbai 400 021.

SIXTEENTH ANNUAL GENERAL MEETING

PROXY FORM

Folio No. / Client ID _____

I/We _____

of _____ in the district of _____

_____ being a member / members of SHRIRAM ASSET MANAGEMENT

COMPANY LIMITED, hereby appoint _____

_____ of _____ in the

district _____ or failing him/her _____

_____ of _____

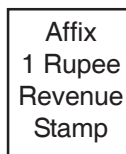
the district of _____ as my/our proxy to vote for

me/us on my/our behalf at the SIXTEENTH ANNUAL GENERAL MEETING of the Company to be held on Tuesday, 21.09.2010

at 2.30 p.m. and at any adjournment thereof.

Place:

Date:



Signature

BOOK - POST

If Undelivered, Please return to :

Shriram Asset Management Company Limited

106, Shiv Chambers,
'B' Wing, 1st Floor,
Sector - 11, C.B.D. Belapur,
Navi Mumbai - 400 614.