



# **Finkurve**

## **Financial Services Limited**

CIN: L65990MH1984PLC032403

**32<sup>nd</sup> ANNUAL REPORT**

**2015 - 2016**



## BOARD OF DIRECTORS

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

## AUDITORS

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

## BANKERS

AXIS Bank  
Union Bank of India

## REGISTERED OFFICE

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

## REGISTRAR & SHARE TRANSFER AGENTS

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

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**NOTICE**

Notice is hereby given that the **32nd Annual General Meeting** of the Members of **Finkurve Financial Services Limited** will be held on Friday, 30th day of September, 2016 at 2.00 P. M. at Office No. 114, 11th Floor, Mittal Chambers, Opposite INOX Theatre, Nariman Point, Mumbai – 400 021 to transact the following businesses:

**ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements of the Company as at 31st March, 2016 together with the Reports of the Board of Directors' and Auditors' thereon.
2. To appoint a director in place of Mr. Ketan Kothari (DIN: 00230725), who retires by rotation and being eligible, offers himself for re-appointment.
3. To re-appoint Auditors of the Company and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act 2013 read with Companies(Audit and Auditors) Rules, 2014, (including any statutory modifications or re-enactment thereof, for the time being in force), consent of the Board of Directors of the Company be and is hereby accorded to re-appoint M/s. Ladha Singhal & Associates, Chartered Accountants, Mumbai (having FRN: 120241W), as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 4th Annual General Meeting, subject to ratification by the shareholders annually, at a remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable service tax and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit”

**SPECIAL BUSINESS:**

4. **To re-appoint Mr. Sachin Kothari (DIN: 03155884) as Whole-Time Director of the Company through following Ordinary Resolution:**

**“RESOLVED THAT** pursuant to recommendation of the Board, Nomination and Remuneration Committee, and approval of the Board and subject to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule- V of the Companies Act, 2013 and Articles of Association of the Company, approval of the members of the Company be and is hereby accorded to re-appoint Mr. Sachin Kothari (DIN: 03155884), as Whole-Time Director of the Company with effect from September 1, 2016, on the following terms:

- a) **Date of re-appointment:** September 1, 2016
- b) **Tenure :** 5 (Five) Year
- c) **Remuneration :** Remuneration payable to Mr. Sachin Kothari shall be as follows (per month):

Sr. No.	Particulars	Amount in Rs.
1	Basic salary	32,500
2	House Rent Allowances	10,000
3	Conveyance	5,000
4	Special Allowance	2,500
	<b>Total</b>	<b>50,000</b>

- d) The Company shall reimburse the Whole-Time Executive Director expenses incurred by him for the purpose of the business of the Company in accordance with the Company's policies, practices and procedures.

**RESOLVED FURTHER THAT** in the event of absence or inadequacy of profits in any financial year during the currency of tenure of service of Mr. Sachin Kothari as Whole-Time Director of the Company, the payment of salary, perquisites and other allowances as approved by this resolution shall be payable as minimum remuneration.



**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution”

**5. To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013 and in this regard, to consider and if thought fit, to pass, the following resolution as a Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company;

**RESOLVED FURTHER THAT** any one of the directors of the Company be and is hereby authorised to do all such acts, deeds and things as may be required in order to give effect to above adoption of new Articles of Association on behalf of the Company”

**6. Issue of Non – Convertible Debenture**

**To consider, and if thought fit, to pass, the following resolution as a Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to such other applicable laws, rules, regulations and guidelines issued by the Reserve Bank of India from time to time and subject to the provisions of the Memorandum and Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall include any Committee constituted by the Board to exercise the powers conferred on the Board by this Resolution) for making offer(s) or invitation(s) to subscribe Secured / Un-Secured Non-Convertible Redeemable Debentures(NCDs) on private placement basis, in one or more series /tranches, in such classes and with such rights or terms as may be considered necessary, during a period of one year from the date of passing of this Special Resolution for an amount up to Rs. 100 Crores (Rupees One Hundred Crores).

**RESOLVED FURTHER THAT** for giving effect to this resolution, the Board be and is hereby authorized to determine the terms of issue, including the class of investors to whom NCDs are to be issued, time, securities to be offered, the number of NCDs, tranches, issue price, tenor, interest rate, premium/discount, listing and do all such acts, deeds and things and deal with such matters and take all such steps as may be necessary and to sign and execute any deeds/ documents/ undertaking/agreements/ papers/ writings, as may be required in this regard.”

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

**Sd/-**

**Ketan Kothari**  
Chairman  
(DIN:00230725)

Place: Mumbai  
Date: 20<sup>th</sup> August, 2016



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

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

2. Corporate Members are requested to send a duly certified copy of the Board resolution authorizing their representative to attend and vote at the Annual General Meeting or any adjournment thereof.
3. The Register of Member and the Share Transfer Books of the Company will remain closed from Friday, 23rd September, 2016 to Friday, 30th September, 2016 (both days inclusive).
4. Members desirous of seeking information about the accounts of the Company are requested to send their queries atleast ten days before the meeting at the Company's Registered Office, so that the information required can be made readily available at the meeting.
5. Members are requested to intimate change in their address immediately to Registrar and Share Transfer Agents of the Company, Sharex Dynamic (India) Private Limited, Unit-1, Luthra Industrial Premises, Safed Pool, AndheriKurla Road, Andheri (East), Mumbai-400 072. Members holding shares in electronic form may update such details with their respective Depository Participants.
6. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto
7. Members are requested to bring their copies of Annual Report at the Annual General Meeting.
8. The Members / Proxies should bring the attendance slip duly filed in and signed for attending the meeting.
9. Members are requested to quote Folio Number/Client ID. / DP ID. in their all correspondence.
10. Members are requested to bring their original photo ID (like PAN Card, Aadhar Card, Voting Card, etc, having photo identity) while attending the meeting.
11. Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Thursday, 22nd September, 2016, i.e. the date prior to the commencement of book closure date are entitled to vote on the Resolutions set forth in this notice. Members who have acquired shares after the despatch of the Annual Report and before the book closure may approach the Company for issuance of the User ID and Password for exercising their right to vote by electronic means. **The E-voting period will commence at 9.00 a.m. on Tuesday, 27th September, 2016 and will end at 5.00 p.m. on Thursday, 29th September, 2016.** The Company has appointed Mr. Mayank Arora, proprietor of M/s. Mayank Arora & Co., Company Secretaries in whole time practice, to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on E-voting given hereinafter.

## PROCEDURE FOR E-VOTING

### 1. Voting through electronic means

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

#### The instructions for E-voting are as under:

- (i) The Notice of the 32ndAGM of the Company inter alia indicating the process and manner of E-Voting process along with printed Attendance Slip and Proxy Form is being dispatched to all the Members.

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

- (ii) NSDL shall also be sending the User-ID and Password; to those Members whose shareholding is in the dematerialized format and whose email addresses are registered with the Company/Depository Participants(s).
  - (iii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
  - (iv) Click on Shareholder – Login.
  - (v) Put user ID and password as initial password noted in step (i) above. Click Login.
  - (vi) Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - (vii) Home page of E-voting opens. Click on E-voting: Active Voting Cycles.
  - (viii) Select “EVEN” of Finkurve Financial Services Limited.
  - (ix) Now you are ready for E-Voting as Cast Vote page opens.
  - (x) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
  - (xi) Upon confirmation, the message “Vote cast successfully” will be displayed.
  - (xii) Once you have voted on the resolution, you will not be allowed to modify your vote.
  - (xiii) Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail **mayankarora17@gmail.com** or **finkurvefinancial@gmail.com** with a copy marked to **evoting@nsdl.co.in**
- I. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and E-voting user manual for Shareholders available at the Downloads section of **www.evoting.nsdl.com**.
  - II. If you are already registered with NSDL for E-voting then you can use your existing user ID and password for casting your vote.
  - III. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
  - IV. The E-voting period commences on Tuesday, 27th September, 2016 (9:00 am) and ends on Thursday, 29th September, 2016 (5:00 pm). During this period Shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Thursday 22nd September, 2016, may cast their vote electronically. The E-voting module shall also be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Shareholder, the shareholder shall not be allowed to change it subsequently.
  - V. The voting rights of Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on, Thursday, 22nd September, 2016.
  - VI. Since the Company is required to provide Members facility to exercise their right to vote by electronic means, Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Thursday 22nd September, 2016 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
  - VII. The Scrutinizer shall within a period of not exceeding three (3) working days from the conclusion of the E-voting period unlock the votes in the presence of at least two(2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
  - VIII. The Results shall be declared on or after the 32nd Annual General Meeting of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.finkurve.com](http://www.finkurve.com) and on the website of NSDL within two(2) days of passing of the resolutions at the 32nd Annual General Meeting of the Company on 30th September, 2016 and communicated to the BSE Limited.
2. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during office hours on all working days except Saturdays between 11.00 a.m. to 4.00 p.m. up to the date of declaration of the result of the 32nd Annual General Meeting of the Company.

**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“The Act”)**

**The Following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:**

**Item No. 5**

The existing Articles of Association (“AOA”) of the Company is based on the Companies Act, 1956 and several regulations in the existing AOA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AOA are no longer in conformity with the Companies Act, 2013 (“The Act”)

The Act is now largely in force and most of the substantive sections of the Act which deal with the general working of companies stand notified. With the coming into force of the Act several regulations of the existing AOA of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to wholly replace the existing AOA by a new set of Articles.

None of the Directors / Key Managerial Personnel of the Company/ their relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 05 of the Notice.

The Board recommends the Special Resolution set out at Item No. 05 of the Notice for the approval by the Members.

**Item No. 6**

In order to augment long term resources for financing, inter alia, for the strategic business expansion in future and for general corporate purposes, the Company is planning to mobilize funds through issue of Non-Convertible Debentures.

It is proposed to offer or invite subscriptions for NCDs on private placement basis, in one or more tranches, during the period of one year from the date of passing of this special resolution by the members upto Rs. 100 Crores, as may be approved by the Members from time to time, with the authority to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any Committee which the Board may constitute to exercise its powers, including the powers conferred by Resolution No. 6) to determine the terms and conditions including the issue price of NCDs, interest, repayment, security or otherwise, as it may deem expedient and to do all such acts, deeds, matters and things in connection therewith and incidental hereto as the Board shall in its absolute discretion deems fit, without being required to seek any further consent or approval from Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of the resolution.

As per the provisions of Section 42 of the Companies Act, 2013 (“the Act”) and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, a Company offering or making an invitation to subscribe to Non-Convertible Debentures (NCDs) on a Private Placement basis is required to obtain prior approval of the Members by way of Special Resolution. Such approval by a Special resolution can be obtained once a year for all the offer(s) and invitation(s) for such NCDs to be made during the year. Accordingly, the approval of the Members is being sought by way of a Special Resolution under Section 42 and other applicable provisions, if any of the Act and its Rules thereunder as set out in Item No. 5 appended to this notice.

The Board commends the Special Resolution set out at Item No. 6 of the Notice for approval by the members.

None of the Directors and Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

**DIRECTORS' REPORT**

To,  
The Members,  
Finkurve Financial Services Limited

Your Directors take the pleasure in presenting their Report and Audited Financial Statement of the Company along with Auditors' Report thereon for the year ended 31<sup>st</sup> March, 2016.

(Amount in Rs.)

Particulars	2015-16	2014-15
Total Revenue	94,573,132/-	19,800,598/-
Less: Total Expenses	86,990,530/-	18,075,209/-
Profit/ (Loss) before tax	7,582,602/-	1,725,390/-
Less: Provision for Taxation	-	-
- Income Tax	1,368,000/-	278,000/-
- Deferred Tax (Asset)/Liability	2,328,621/-	304,039/-
Add: MAT Credit Entitlement	(1,368,000/-)	(278,000/-)
Profit / (Loss) After tax	5,253,981/-	1,421,351/-
<b>Balance of Profit/(Loss) as per last Balance Sheet</b>	<b>4,352,725/-</b>	<b>2,938,604/-</b>
<b>Balance of Profit/(Loss) carried to Balance Sheet</b>	<b>9,606,706/-</b>	<b>4,352,725/-</b>

**BUSINESS OVERVIEW**

Your company being classified as a Loan Company is providing long term and short term loans to other corporate/firms. No further opportunity has come to diversify the business of the Company as business of financing is no more lucrative. However your board is in constant look out for the new business avenues which can be taken with the existing business.

**BUSINESS PERFORMANCE:**

During the year under review your Company earned total revenue of Rs. 946 Lacs as against Rs. 198 Lacs in the previous year. The profit before Tax was Rs. 75.82 Lacs as against profit of Rs. 17.25 Lacs in the previous year. The Net profit of Rs. 52.53Lacs has been carried to the Balance Sheet. Your Directors expect a better performance in the coming years.

**DIVIDEND:**

Your directors are not recommending any payment on account of dividend.

**TRANSFER TO RESERVES:**

The Board of Directors has not recommended transfer of any amount of profit to reserves during the year under review. Hence, the entire amount of profit for the year under review has been carried forward to the Statement of Profit and Loss.

**PUBLICDEPOSITS:**

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act, 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement for furnishing details of deposits which are not in compliance with the Chapter V of the Act is not applicable.

**DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Ketan Kothari (DIN: 00230725), Director of the Company who retires by rotation and being eligible, offer himself for re-appointment.

**DECLARATION BY INDEPENDENT DIRECTORS:**

The Company received declaration made by the Independent Directors of the Company that they fulfill the criteria given under Section 149(6) of the Companies Act, 2013 and other applicable provisions.

**MANAGEMENT DISCUSSION AND ANALYSIS:**

Pursuant to Regulation 34(2) of the SEBI Listing Obligations and Disclosures Requirements (LODR) Regulation, 2015 with the stock exchanges, the Management Discussion & Analysis Report for the year under review is given under a separate section and forms part of the Annual Report as Annexure III.





**DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had 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 and loss of the company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis;
- (e) the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively and
- (f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**CORPORATE SOCIAL RESPONSIBILITY (CSR):**

CSR is not applicable to our Company as on date.

**LOANS, GUARANTEES AND INVESTMENTS:**

Pursuant to section 186 of Companies Act, 2013 and Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), disclosure on particulars relating to Loans, advances, guarantees and investments are provided as part of the financial statements.

**CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

All related party transactions done by the Company during the financial year were at arm's length and in ordinary course of business. All related party transactions were placed in the meetings of Audit Committee and the Board of Directors for their necessary review and approval. During the financial year, your Company has not entered into any material transaction (as per Regulation 23 of SEBI LODR, 2015) with any of its related parties which may have potential conflict with the interest of the Company at large. Disclosures pursuant to Accounting Standards on related party transactions have been made in the notes to the Financial Statements. To identify and monitor significant related party transactions Company has also framed a policy on the related party transactions and the same is available on the Company website i.e., [www.finkurve.com](http://www.finkurve.com).

	<b>Loans and Advances made</b>	<b>Name of Company/Firm</b>	<b>Amount</b>	<b>Maximum Amount outstanding during the year</b>
1	Subsidiaries	Finkurve Commodities Pvt. Ltd.	5,00,000.00	55,00,000.00
		Supama Forex Pvt. Ltd.	-	-
2	Associates	Finkurve Bullion Pvt. Ltd.		4,72,25,200.00
3	Companies/Firms in which Directors are interested	Supama Financial Services Ltd	15,25,00,000.00	15,25,00,000.00
		Riddi-Siddhi Bullions Ltd	12,30,00,000.00	36,88,69,024.00
		Supama Infra Services Ltd	83,50,000.00	3,97,50,000.00
		Raha Payment Solutions Private Limited	2,46,75,000.00	2,46,75,000.00
		BSK Realtors LLP	-	5,24,50,000.00
		Supama Realtors LLP	-	2,65,50,000.00
		Supama Developer LLP	1,05,50,000.00	1,05,50,000.00
		Supama Nicnish	85,10,000.00	85,10,000.00
		Supama Nicnish Realtors LLP	-	1,88,70,000.00
		Badami Enterprise LLP	22,00,000.00	22,00,000.00
		Badami Investment	1,74,00,000.00	1,74,00,000.00
		Badami Trading LLP	18,50,000.00	18,50,000.00
	Haven Infoline LLP	80,00,000.00	80,00,000.00	

**SUBSIDIARIES, ASSOCIATES & JOINT VENTURES:**

The Company has two material non listed Indian subsidiary companies. The requirement of appointing Independent Director of the Company on the Board of Directors of the subsidiary Company has been duly complied with. The requirements of Regulation 24 of SEBI LODR, 2015 with regard to subsidiary companies have been complied with. Statement containing salient features of the financial statement of subsidiaries is attached in Form AOC-1 in Annexure I. The Company also has one associate Company.

**SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:**

There are no significant material orders passed by the Regulators / Courts/tribunals which would impact the going concern status of the Company and its future operations.

**AUDITORS:****A. STATUTORY AUDITORS AND AUDITOR'S REPORT:**

M/s. Ladha Singhal & Associates, Chartered Accountants, Mumbai, Statutory Auditors of the Company, retire at the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. The Board recommends the re-appointment of M/s. Ladha Singhal & Associates, Chartered Accountants, Mumbai, as Statutory Auditors of the Company to hold office from the conclusion of the ensuing Annual General Meeting upto the conclusion of 4th Annual General Meeting of the Company. The Auditors' Report for the financial year 2015-16 does not contain any qualification, reservation or adverse remarks

M/s. Ladha Singhal & Associates, Chartered Accountants have confirmed that their appointments, if made would be in accordance with the provisions of the Section 141 Companies Act, 2013 and that they are not disqualified for re-appointment.

**STATUTORY AUDITORS QUALIFICATION:**

There is no qualification, reservation or adverse remarks made in the Statutory Auditors Report.

**B. SECRETARIAL AUDITOR & SECRETARIAL AUDIT REPORT:**

Pursuant to provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, your Company engaged the services of Mr. Mayank Arora proprietor of M/s. Mayank Arora & Co., Company Secretaries, Mumbai (Mem. No. A33328 and COP No.: 13609) to conduct the Secretarial Audit of the Company for the financial year ended March 31, 2016.

The report of the Secretarial Auditor is appended as Annexure IV.

**SECRETARIAL AUDITORS QUALIFICATION:**

There is no qualification, reservation or adverse remarks made in the Statutory Auditors Report.

**ANNUAL PERFORMANCE EVALUATION BY BOARD:**

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations, the Board has carried out an Annual Performance Evaluation of its own performance, the Directors individually as well as the evaluation of the working of the Committees.

**Evaluation of the Board's Performance:**

During the year, the Board adopted a formal mechanism for evaluating its performance as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors including the Board Chairman who were evaluated on parameters such as attendance, contribution at the meetings and otherwise, independent judgement, safeguarding of minority shareholders interest etc. The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors were carried out by the Independent Directors. The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

**RISK MANAGEMENT:**

The Board of Directors of your Company has, on recommendation of the Risk Management Committee framed and adopted a policy on Risk Management of the Company.

**NOMINATION AND REMUNERATION POLICY**

Pursuant to section 178 of the Companies Act, 2013 the Board of Directors of your Company has, on recommendation of the



Nomination & Remuneration Committee, framed and adopted a policy for selection and appointment of Directors, Senior Management and their remuneration.

**DISCLOSURE UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 AND OTHER DISCLOSURES AS PER RULE 5 OF COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014:**

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Directors is furnished herewith.

**EXTRACT OF ANNUAL RETURN:**

Pursuant to the Section 92(3) of the Companies Act, 2013 extract of the annual Return is annexed to this report as Annexure - II.

**CORPORATE GOVERNANCE:**

As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, compliance with the corporate governance provisions is not applicable to the Company as the paid up Share Capital of the Company is less than 10 crores and its Net Worth does not exceed 25 crores. Hence, the Report on Corporate Governance is not included in the Annual Report.

However, the Company has complied with all the mandatory requirements of Corporate Governance.

**Listing of Shares:**

The Equity Shares of the Company are listed on BSE Limited. Further the Company has paid necessary listing fees to BSE as per the Listing Agreement.

**BUSINESS RISK MANAGEMENT:**

Pursuant to Section 134 (3) (n) of the Companies Act, 2013 and the Listing Regulations, the Company has constituted a business risk management committee. At present the Company has not identified any element of risk which may threaten the existence of the Company.

**ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES:**

Whistle Blower Policy is formulated to encourage all employees and directors of the Company to report any unethical behavior, actual or suspected fraud or violation of the Code of the Company and to provide a secure environment to such employees acting in good faith and safeguarding them from any adverse action by the management. This policy is in line with the requirements of the Listing Regulations of the Stock Exchange and the provisions of the Companies Act, 2013 (Subsection 9 of Section 177) read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, which stipulated that every Listed Company shall establish a "Vigil Mechanism".

**PARTICULARS OF EMPLOYEES:**

The information required pursuant to Section 197 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the members at the Registered office of the Company during business hours on working days of the Company up to the date of ensuing Annual General Meeting. If any member is interested in inspecting the same, such member may write to the Company Secretary in advance.

**MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY:**

No material changes and commitments affecting the financial position of the Company occurred in between the end of the previous financial year till the end of this financial year to which the statements relate on the date of this report.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The Company being engaged in the financial services, does not have any energy utilization or technology absorption. The Company during the year under consideration has not earned or spent any foreign exchange.

**Code of Conduct:**

The Code of Conduct for the Directors and Senior Management Personnel of the Company has been laid by the Board and necessary declaration has been obtained from them. The Company has adopted Amended 'Code of Conduct' (including code of conduct of Independent Directors) and 'Terms & Conditions of appointment of Independent Directors' for the Independent Directors of the Company in the meeting of Board of Directors held on 12th November, 2014.

A declaration signed by the Executive Director of the Company to this effect is contained at the end of this report. The said Code is posted on the website of the Company.

**Company's Philosophy**

Your Company believes that sound ethical practices, transparency in operations and timely disclosures go a long way in enhancing long-term shareholders value while safeguarding the interest of all the stakeholders. It is this conviction that has led the company to make strong corporate governance values intrinsic in all operations. The Company is led by a distinguished Board, which includes independent directors. The Board provides a strong oversight and strategic counsel. The Company has established systems and procedures to ensure that the Board of the Company is well-informed and well-equipped to fulfill its oversight responsibilities and to provide management the strategic direction it needs to create long-term shareholders value.

**Board of Directors****Composition:**

The Board of the Company has an optimum combination of Executive, Non Executive and Independent Directors. The Current strength of the Board includes one Women Director. The composition of the Board of the Directors is in conformity with the Listing Regulations. No relationship exists between the Directors inter-se. Details of the Directors and their directorships/memberships in Committees of other Companies (excluding Finkurve Financial Services Limited) are as under.

Name of Director	Category	No. of Directorships in other Companies*	Committee Positions**	
			Chairman	Member
Mr. Ketan Kothari	Non-Executive, Non-Independent	6	NIL	NIL
Mr. Sachin Kothari	Executive, Non-Independent	2	NIL	NIL
Mr. Kamlesh Jain	Independent, Non-Executive	7	NIL	NIL
Mrs. Riddhi Tilwani	Independent, Non-Executive	1	NIL	NIL

\*Only Audit Committee and Stakeholder's Relationship Committee have been considered for the purpose of the Committee positions.

**Profile of Directors:**

The brief profile of the Company's Board of Directors is as under:

**(i) Mr. Ketan Kothari (DIN: 00230725)**

Mr. Ketan Kothari is the Chairman & Non – Executive Director of the Company and have done MA in Finance & Investments from Nottingham University, UK and joined RiddiSiddhi Bullions Limited (RSBL) in 2003. He has been instrumental in the successful technical implementation of the futures trading division as well as RSBL Spot. He has been in the forefront in the launch of India's first structured product in the commodities market - RSBL Optionally Convertible Debentures (OCDs). Also, to address the growing demand of bullion investments, he introduced an innovative product called 'Bullion++' which is primarily targeted to HNIs and provides a dual income advantage. Mr. Ketan B. Kothari is now spearheading New Product Development and Innovation at Finkurve Financial Services Limited.

**(ii) Mr. Sachin Kothari (DIN: 03155884)**

Mr. Sachin Kothari is an Executive Director of the Company and has done MBA in Strategy and Finance from Cass Business School, London. He is also a qualified Chartered Accountant from Institute of Chartered Accountants of India. He has an experience of over 8 years in the fields of Accountancy and Finance. Prior to joining Finkurve, he worked as a Senior Consultant in a Management Consulting Firm. Mr. Sachin Kothari is now actively involved in the day to day functioning and decision making at Finkurve Financial Services Limited.

**(iii) Mr. Kamlesh Jain (DIN: 01588994)**

Mr. Kamlesh Jain has an experience of over 13 years in the field of real estate. He has efficiently managed and completed several difficult projects as per schedule and within allocated budgets. Mr. Kamlesh Jain holds

**(iv) Mrs. Riddhi Tilwani (DIN: 06910038)**

Mrs. Riddhi Tilwani is a Non-Executive Independent Director of the Company and is a qualified Company Secretary from the Institute of Company Secretaries of India. She has an experience of over 3 years in Secretarial and Compliance field.

**Board Meetings**

During the year, 5 (Five) Board Meetings were held on 29th April, 2015, 29th May, 2015, 13th August, 2015, 3rd November, 2015 and 12th February, 2016 and the particulars of attendance of the Directors are as under:



Name of Director	No. of Board Meetings attended	Attendance at AGM held on 30.09.2015
Mr. Ketan Kothari	5 of 5	Yes
Mr. Sachin Kothari	5 of 5	Yes
Mr. Kamlesh Jain	5 of 5	Yes
Mrs. Riddhi Tilwani	5 of 5	Yes

#### Separate Meeting of Independent Directors:

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and the Listing Regulations, a separate meeting of the Independent Directors of the Company was held on 12th February, 2016 to review the performance of Non-Independent Directors, Chairman and the Board as whole. The Independent Directors also reviewed the quality, quantity and timeliness of the flow of information between the Management and the Board and it's Committees which is necessary to effectively and reasonably perform and discharge their duties.

#### Induction & Training of Board Members:

On appointment, the concerned Director is issued a Letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. Each newly appointed Independent Director is taken through a formal induction program including the presentation on the Company's finance and other important aspects. The Company Secretary briefs the Director about their legal and regulatory responsibilities as a Director.

#### Familiarisation programme for Independent Directors:

Whenever any person joins the Board of the Company as an Independent Director, an induction programme is arranged for him / her wherein he / she is familiarised with the Company, their roles, rights and responsibilities in the Company, the code of conduct to be adhered, nature of the industry in which the Company operates, business model of the Company, meeting with the senior management team members, etc. The details of familiarization programmes imparted to Independent Directors can be viewed at our website [www.finkurve.com](http://www.finkurve.com).

#### Number of Equity Shares held by Non-Executive Directors:

Mr. Ketan Kothari holds 5,34,51,230 equity shares in the Company.  
Mr. Kamlesh Jain holds 1,30,000 equity shares in the Company.

#### Committees of the Board

As on 31st March 2016, the Company has Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee and Risk Management Committee. The details of these Committees are set out below.

##### 1. Audit Committee

###### Composition

The Board has well-qualified Audit Committee with majority of Independent Directors including Chairman. They possess sound knowledge on Accounts, Audit, Finance, Taxation, Internal Controls, etc. The Company Secretary of the Company acts as Secretary of the Committee.

###### Meetings & Attendance

During the year under review, the Committee met 4 (Four) times on 29th May, 2015, 13th August, 2015, 3rd November, 2015 and 12th February, 2016.

Names of the Committee Members along with their attendance are given below:

Name of the Member	Designation	No. of meetings attended
Mr. Kamlesh Jain	Chairman	4 of 4
Mr. Sachin Kothari	Member	4 of 4
Mrs. Riddhi Tilwani	Member	4 of 4

###### Terms of reference:

The terms of reference of the Audit Committee are as per the guidelines set out in the Listing Regulations of the stock exchange read with Section 177 of the Companies Act, 2013. These broadly includes (i) Develop an annual plan for Committee (ii) review of financial reporting processes, (iii) review of risk management, internal control and governance processes, (iv) discussions on quarterly, half yearly and annual financial statements, (v) interaction with statutory and internal auditors, (vi) recommendation for appointment, remuneration and terms of appointment of auditors and (vii) risk



management framework concerning the critical operations of the Company.

In addition to the above, the Audit Committee also reviews the following:

- (i) Matter included in the Director’s Responsibility Statement.
- (ii) Changes, if any, in the accounting policies.
- (iii) Major accounting estimates and significant adjustments in financial statement.
- (iv) Compliance with listing and other legal requirements concerning financial statements.
- (v) Disclosures in financial statement including related party transactions,
- (vi) Qualification in draft audit report.
- (vii) Scrutiny of inter-corporate loans & investments.
- (viii) Management’s Discussions and Analysis of Company’s operations.
- (ix) Valuation of undertakings or assests of the company, wherever it is necessary.
- (x) Periodical Internal Audit Reports and the report of Risk Management Committee, if any.
- (xi) Findings of any special investigations carried out either by the Internal Auditors or by the external investigating agencies.
- (xii) Letters of Statutory Auditors to management on internal control weakness, if any.
- (xiii) Major non routine transactions recorded in the financial statements involving exercise of judgement by the management.
- (xiv) Recommend to the Board the appointment, re-appointment and, if required the replacement or removal of the statutory auditors considering their independence and effectiveness, and recommend the audit fees.
- (xv) Subject to review by the Board of Directors, review on quarterly basis, Related Party Transactions entered into by the Company pursuant to each omnibus approval given.

**2. Nomination & Remuneration Committee:**

**Composition**

The Company has duly constituted Nomination & Remuneration Committee to align with the requirements prescribed under the provisions of the Companies Act, 2013 and the Listing Regulations.

As on 31st March, 2016 the committee comprises of three directors, all of whom are non-executive directors and majority of them are independent. Chairman of the committee is an Independent Director.

**Meetings & Attendance**

During the year under review, the Committee met 1 (One) time on 29th May, 2015.

**Names of the Committee Members along with their attendance are given below:**

<b>Name of the Member</b>	<b>Designation</b>	<b>No. of meetings attended</b>
Mr. Kamlesh Jain	Chairman	1 of 1
Mr. Ketan Kothari	Member	1 of 1
Mrs. Riddhi Tilwani*	Member	1 of 1

**Terms of Reference:**

- i.) To identify persons who are qualified to become directors and who may be appointed in senior management level in accordance with the criteria laid down in the Nomination & Remuneration policy.
- ii.) To recommend to the Board, appointment and removal of the directors and evaluation of every director’s performance as laid down in the Nomination & Remuneration policy.
- iii.) To formulate the criteria for determining qualifications and positive attributes of the Directors.
- iv.) To deal with the matters relating to the remuneration payable to Whole time Directors, Key Managerial Personnel and Senior Management Executives and commission, if any, to be paid to Non-Executive directors, apart from sitting fees.
- v.) To review the overall compensation policy, service agreement and other employment conditions of Whole time Directors, Key Managerial Personnel and Senior Management Executives which include the employees designated as Vice-President and above (normally include the first layer of management below the Board level),
- vi.) To deal with other matters as the Board may refer to the Nomination and Remuneration Committee (“the Committee”) from time to time.

**Performance evaluation criteria for Independent Director**

The Company has carried out performance evaluation of its Independent Directors individually. The structured evaluation process contained various aspects of the functioning of Independent Directors and their roles, frequency of meetings, level of participation, and independence of judgments, performance of duties and obligations and implementation of good



corporate governance practices. The Company expressed its satisfaction on the performance of Independent Directors individually.

### 3. REMUNERATION OF DIRECTORS

#### Criteria of making payments to Non-Executive Directors

Company does not make any payments to Non-Executive Directors towards their services except from the sitting fees which is cited below;

**Details of Remuneration and Sitting fees paid to the Non Executive Directors during the financial year ended 31st March, 2016 are given below.**

Sr. No.	Name of Director	Sitting Fees (Amt in Rs.)	Annual Remuneration / / Commission* (Amt in Rs.)	No. of Shares held
1	Mr. Ketan Kothari	NIL	NIL	5,34,51,230
2	Mr. Kamlesh Jain (Non-Executive Independent Director)	NIL	NIL	1,30,000
3	Mrs. Riddhi Tilwani (Non-Executive Independent Director)	40,000/-	NIL	Nil

The tenure of the Independent Directors is fixed in accordance with the requirements laid down in the Companies Act, 2013 and clarifications /circulars issued by the Ministry of Corporate Affairs, in this regard, from time to time.

The Disclosures with respect to the remuneration of the director is given in the Annexure II of the Directors Report.

Disclosures regarding appointment/re-appointment of Directors

The details of the Directors who are being appointed/ reappointed are provided in the Notice to the Annual General Meeting.

### 4. Stakeholders' Relationship Committee:

#### Terms of Reference

The Committee focuses primarily on monitoring and ensuring that all investor services operate in an efficient manner and that shareholder and investor grievances / complaints including that of all other stakeholders are addressed promptly with the result that all issues are resolved rapidly and efficiently.

#### Composition

As on 31st March, 2016, the Committee comprises of three members. Mr. Ketan Kothari, Non-Executive Director as Chairman, Mr. Kamlesh Jain, Independent Director and Mrs. Riddhi Tilwani, Independent Director as Members.

#### Meetings & Attendance

During the year under review, the Committee met 4 (Four) times on 29th May, 2015, 13th August, 2015, 3rd November, 2015 and 12th February, 2016.

**Name of the Committee Members along with their attendance is given below –**

Name of the Member	Designation	No. of meetings attended
Mr. Ketan Kothari	Chairman	4 of 4
Mr. Kamlesh Jain	Member	4 of 4
Mrs. Riddhi Tilwani	Member	4 of 4

Mr. Sunny Parekh, Company Secretary of the Company has been designated as Compliance Officer (E-mail ID:- finkurvefinancial@gmail.com ) for complying with the requirements of SEBI Regulations and the Listing Agreements with the Stock Exchanges.

#### Details of Investor Complaints

Number of Complaints from 01.04.2015 to 31.03.2016			
Pending as on 01.04.2015	Received	Redressed	Pending as on 31.03.2016
Nil	Nil	Nil	Nil

**Other Disclosures****(i) Related Party Transactions**

There are no transactions of materially significant nature that have been entered into by the Company with the Promoters, Directors, their relatives and the Management and in any Company in which they are interested, that may have potential conflict with the interest of the Company. Transactions with related parties entered into by the Company in the normal course of business are periodically placed before the Audit Committee for review. Members may refer to the notes to the accounts for details of related party transactions. The Board of Directors of the Company has, on the recommendation of the Audit Committee, adopted a policy to regulate transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Companies Act 2013, the Rules thereunder and the Listing Agreement.

This Policy was considered and approved by the Board at its Meeting held on 12th November, 2014. The policy has also been uploaded on the website of the Company at [www.finkurve.com](http://www.finkurve.com).

**(ii) Disclosure of Accounting Treatment**

The Company has followed the treatment laid down in the Accounting Standards prescribed by the Institute of Chartered Accountants of India, in the preparation of financial statements. There are no audit qualifications in the Company's financial statements for the year under review.

**(iii) Compliance**

The Company has complied with the requisite regulations relating to capital markets. No Penalties/ strictures have been imposed on the Company by the Stock Exchange or SEBI or any other statutory authority on any matter related to capital market during the last three years.

**(iv) Whistle Blower Policy**

In line with the best Corporate Governance practices, Company has put in place a system through which the Directors and employees may report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct & Ethics without fear of reprisal. The employees and directors may report to the Compliance officer and have direct access to the Chairman of the Audit Committee. The Whistle-blower Policy is placed on the website of the Company.

**(v) Disclosure on Sexual Harassment of Women at Workplace:**

Our Company doesn't have any female employee and as such no Sexual Harassment Policy has been adopted till date.

**(vi) Prevention of Insider Trading Code:**

As per SEBI (Prevention of Insider Trading) Regulation, 1992, as amended, the Company has adopted a Code of Conduct for Prevention of Insider Trading. All the Directors, employees at Senior Management and other employees who could have access to the unpublished price sensitive information of the Company are governed by this code. The trading window is closed during the time of declaration of results and occurrence of any material events as per the code. The Compliance Officer is responsible for setting forth procedures and implementation of the code for trading in Company securities. During the year under review there has been due compliance with the said code.

**(vii) Material Subsidiary policy**

The Company has framed policy for determining "material subsidiaries" to ensure that Board of Directors has overall supervision of functioning of Subsidiaries of the Company and to provide the governance framework for such subsidiaries. The policy has also been uploaded on the website of the Company at [www.finkurve.com](http://www.finkurve.com).

**(viii) CEO/CFO Certification**

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

**(ix) RISK MANAGEMENT**

The Company has laid down the procedures to inform the Board members about the risk assessment and minimization procedures and the Board has also formulated Risk Management Policy to ensure that the critical risks are controlled by the executive management.





The Management Discussion & Analysis Report forms part of the Annual Report.

**ACKNOWLEDGMENT:**

Your Company and its Directors wish to extend their sincerest thanks for the co-operation received from shareholders, bankers and other business constituent during the year under review. Your directors also wish to place on record their deep sense of appreciation for the commitment displayed by all employees of the Company.

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

**Sd/-**

**Ketan Kothari**  
**Chairman**  
**(DIN: 00230725)**

Place: Mumbai  
Date: 30th May, 2016

**Annexure - I****Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of subsidiaries / associate companies****Part "A": Subsidiaries**

(Information in respect of each subsidiary presented with amounts in Rs.)

Sr. No	Particulars	Subsidiary Companies	
		1. Supama Forex Private Limited	2. Finkurve Commodities Private Limited (Formerly Known as RSBL Commodities Private Limited)
1	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	From 01/04/2015 to 31/03/2016	From 01/04/2015 to 31/03/2016
2	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	N.A.	N.A
3	Share capital	87,500,000	2,50,150
4	Reserves & surplus	4,02,44,832	1,23,54,393
5	Total assets	13,68,32,870	138,25,518
6	Total Liabilities	90,88,037	12,20,976
7	Investments	1,02,45,221	NA
8	Turnover	3,39,93,33,927	1,44,81,50,803
9	Profit before taxation	1,23,68,156	(17,740)
10	Provision for taxation	43,47,029	20,520
11	Profit after taxation	80,81,401	(38,260)
12	Proposed Dividend	NIL	NIL
13	% of shareholding	83.20	99.99

**Part "B": Associates**

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies

	Name of Associate ( Finkurve Bullion Private Limited )	
1.	<b>Latest Audited Balance Sheet Date (of Associate)</b>	27th May, 2016
2.	<b>Shares of Associate held by the company on the year end</b>	
	Number	94,500
	Amount of Investment in Associates	Rs. 45,45,000/-
	Extend of Holding %	49.74%
3.	<b>Description of how there is significant influence</b>	Control over composition of Board of Directors
4.	<b>Reason why the associate is not consolidated</b>	NA. The associate is consolidated
6.	Net worth attributable to Shareholding as per latest audited Balance Sheet	NIL. (In view negative Net Worth)
7.	Loss for the year	Rs. 50,24,154/-
i.	Considered in Consolidation	NA. (In view negative Net Worth and loss for the year)
ii.	Not Considered in Consolidation	



**Annexure – II  
EXTRACT OF ANNUAL RETURN**

**As on the financial year ended 31.03.2016**

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

**FORM NO. MGT – 9**

**I. REGISTRATION AND OTHER DETAILS:**

CIN	L65990MH1984PLC032403
Registration Date	23.03.1984
Name of the Company	FINKURVE FINANCIAL SERVICES LIMITED
Category / Sub-Category of the Company	Company having Share Capital
Address of the Registered Office and contact details	Office No. 114, 11th Floor, Mittal Chambers, Opposite INOX Theatre, Nariman Point, Mumbai – 400 021 Tel: 022-6142 0022 / 022-43470278
Whether listed company	Yes
Name, address and contact details of Registrar and Transfer Agent, if any	Sharex Dynamic (India) Private Limited, Unit-1, Luthra Industrial Premises, Safed Pool, Andheri Kurla Road, Andheri (East), Mumbai – 400 072 Tel No.: 022-2851 5600/5644

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

Company is engaged into the activity of leasing and financing and registered as a Non Banking Financial Company with the Reserve Bank of India.

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sr. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Finkurve Commodities Private Limited (Formerly RSBL Commodities Private Limited) Address: 4 E/F, Trishla Premises Co-op Soc. Ltd., 122, Sheikh Memon Street, Zaveri Bazar, Mumbai – 400 002	U51100MH2004PTC146355	Subsidiary Company	99.99	2(87) of Companies Act, 2013
2	Supama Forex Private Limited Address: A/7, Bharat Nagar, Grant Road, Mumbai – 400 007	U05999MH1996PTC098004	Subsidiary Company	83.20	2(87) of Companies Act, 2013
3	Finkurve Bullion Private Limited Address: 114, 11th Floor, Mittal Chambers, Opp. INOX Cinema, Nariman Point, Mumbai – 400 021	U36911MH2009PTC190355	Associate Company	49.74	2(6) of Companies Act, 2013



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	
<b>A. PROMOTERS</b>									
<b>(1) Indian</b>									
a) Individual/HUF	70630700	-	70630700	73.12	70630700	-	70630700	73.12	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (1):-</b>	<b>70630700</b>	<b>-</b>	<b>70630700</b>	<b>73.12</b>	<b>70630700</b>	<b>-</b>	<b>70630700</b>	<b>73.12</b>	<b>-</b>
<b>(2) Foreign</b>									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (2):-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>70630700</b>	<b>-</b>	<b>70630700</b>	<b>73.12</b>	<b>70630700</b>	<b>-</b>	<b>70630700</b>	<b>73.12</b>	<b>-</b>
<b>B. PUBLIC SHAREHOLDING</b>									
<b>1. Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>


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

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-April-2014]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>2. Non-Institutions</b>									
a) Bodies Corp.	614938	-	614938	0.64	676307	-	676307	0.70	
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
<b>b) Individuals</b>									
i) Individual Shareholders holding nominal share capital upto ₹ 1 lakh	2138612	2264500	4403112	4.56	1611623	2114000	3725623	3.86	
ii) Individual Shareholders holding nominal share capital in excess of ₹ 1 lakh	20286250	315000	20601250	21.33	21122370	315000	21437370	22.19	
<b>c) Others (specify)</b>	<b>350000</b>	<b>-</b>	<b>350000</b>	<b>0.36</b>	<b>130000</b>	<b>-</b>	<b>130000</b>	<b>0.13</b>	
i) Shares held by Pakistani citizens vested with the Custodian of Enemy Property	-	-	-	-	-	-	-	-	-
ii) Other Foreign Nationals	-	-	-	-	-	-	-	-	-
iii) Foreign Bodies	-	-	-	-	-	-	-	-	-
iv) NRI / OCBs	-	-	-	-	-	-	-	-	-
v) Clearing Members / Clearing House	-	-	-	-	-	-	-	-	-
vi) Trusts	-	-	-	-	-	-	-	-	-
vii) Limited Liability Partnership	-	-	-	-	-	-	-	-	-
viii) Foreign Portfolio Investor (Corporate)	-	-	-	-	-	-	-	-	-
ix) Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
<b>Sub-Total (B)(2):</b>	<b>23389800</b>	<b>2579500</b>	<b>25969300</b>	<b>26.88</b>	<b>23540300</b>	<b>2429000</b>	<b>25969300</b>	<b>26.88</b>	<b>-</b>
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>23389800</b>	<b>2579500</b>	<b>25969300</b>	<b>26.88</b>	<b>23540300</b>	<b>2429000</b>	<b>25969300</b>	<b>26.88</b>	<b>-</b>
<b>C. SHARES HELD BY CUSTODIAN FOR GDRS &amp; ADRS</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Grand Total (A+B+C)</b>	<b>94020500</b>	<b>2579500</b>	<b>96600000</b>	<b>100</b>	<b>94171000</b>	<b>2429000</b>	<b>96600000</b>	<b>100</b>	<b>-</b>



## (ii) Shareholding of Promoter-

Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held 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	
Mr. Ketan Kothari	53451230	55.33%	-	53451230	55.33%	-	-
Mrs. Kalawati Kothari	8272600	8.56%	-	8272600	8.56%	-	-
Mrs. Mohinidevi Kothari	7635600	7.90%	-	7635600	7.90%	-	-
Mr. Rakesh Kothari	635670	0.66%	-	NIL	-	-	100%
Mrs. Devkumari Kothari	635600	0.66%	-	1271270	1.32%	-	50%
<b>Total</b>	<b>70630700</b>	<b>73.12%</b>	<b>-</b>	<b>70630700</b>	<b>73.12%</b>	<b>-</b>	<b>-</b>

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

Mr. Rakesh Kothari transferred his entire shareholding i.e., 6,35,670 shares to Mrs. Devkumari Kothari during the financial year 2015-16.

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

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Mrs. Sangeeta B. Singh	1501500	1.55	1501500	1.55
2	Mr. Vipul R. Mehta	1396500	1.45	1396500	1.45
3	Mr. Prakash R. Jain	1372000	1.42	1372000	1.42
4	Mr. Narendra S. Shah	1302000	1.35	1302000	1.35
5	Mr. Chetan M. Bafna	1281000	1.33	1281000	1.33
6	Mr. Kishore D. Jain	1260700	1.31	1260700	1.31
7	Mr. Harakhchand F. Vardhan	1050000	1.09	1050000	1.09
8	Mrs. Shobha R. Mehta	1022000	1.06	1022000	1.06
9	Mr. Dinesh H. Vardhan (HUF)	1015000	1.05	1015000	1.05
10	Mrs. Trupti Divyang Bhansali	NIL	NA	925000	0.95

## (v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Shareholders Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Mr. Ketan Kothari	53451230	55.33%	53451230	55.33%
	At the beginning of the year	53451230	55.33%	53451230	55.33%
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	NIL	NIL	NIL	NIL
	At the End of the year ( or on the date of separation, if separated during the year)	53451230	55.33%	53451230	55.33%



Sr. No.	Shareholders Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Mr. Kamlesh Jain	350000	0.36%	350000	0.36%
	At the beginning of the year	350000	0.36%	350000	0.36%
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	1. (2,00,000) between 23/11/2015 to 27/11/2015 due to transfer. 2. (20,000) on 30/11/2015 due to transfer.	0.20%  0.02%	NA	NA
	At the End of the year ( or on the date of separation, if separated during the year)	1,30,000	0.13%	1,30,000	0.13%

Other than this, no other Director and Key Managerial Personnel hold any shares in the Company.

#### V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	NIL	30,18,56,936/-	NIL	30,18,56,936/-
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	<b>NIL</b>	<b>30,18,56,936/-</b>	<b>NIL</b>	<b>30,18,56,936/-</b>
Change in Indebtedness during the financial year				
• Addition (Including Interest)	NIL	2,23,18,53,567/-	NIL	2,23,18,53,567/-
• Reduction	NIL	1,81,86,91,646/-	NIL	1,81,86,91,646/-
Net Change	NIL	41,31,61,921/-	NIL	41,31,61,921/-
<b>Indebtedness at the end of the financial year</b>				
i) i) Principal Amount	NIL	71,50,18,857/-	NIL	71,50,18,857/-
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	<b>NIL</b>	<b>71,50,18,857/-</b>	<b>NIL</b>	<b>71,50,18,857/-</b>



## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (In Rs.)

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

S No.	Particulars of Remuneration	Name of Director
		Mr. Sachin Kothari -WTD
1	Gross Salary	
	(a) Salary as per provisions contained in section 17 (1) of the Income Tax Act, 1961	Rs. 6,00,000/-
	(b) Value of Perquisites u/sec 17 (2) Income Tax Act, 1961	NIL
	(c) Profits in lieu of salary under section 17 (3) of Income Tax Act, 1961	NIL
2	Stock Option	None
3	Sweat Equity	None
4	Commission	None
	a. as a % of profit	
	B others, specify	None
5	Others, Please specify	None
	<b>Total (A)</b>	
	<b>Ceiling as per the Act</b>	<b>Rs. 6,00,000/-</b>

## B. Remuneration to other Directors:

Particulars of Remuneration	Name of Director		Total Amount
	Mr. Kamlesh Jain	Mrs. Riddhi Tilwani	
1. Independent Directors			
• Fee for attending board / committee meetings	NIL	Rs. 40,000/-	Rs. 40,000/-
• Commission	NIL	NIL	NIL
• Others, please specify	NIL	NIL	NIL
<b>Total (1)</b>	<b>NIL</b>	<b>Rs.</b>	<b>NIL</b>
	NIL	Rs. 40,000/-	Rs. 40,000/-
2. Other Executive & Non-Executive Directors	Mr. Ketan Kothari	-	
• Fee for attending board / committee meetings	NIL	NA	NIL
• Commission	NIL	NA	NIL
• Others, please specify	NIL	NA	NIL
<b>Total (2)</b>	<b>NIL</b>	<b>NA</b>	<b>NIL</b>
<b>Total (B)=(1+2)</b>	<b>NIL</b>	<b>NA</b>	<b>40,000/-</b>
<b>Total Managerial Remuneration</b>			<b>6,40,000/-</b>
Overall Ceiling as per the Act	1% of Net Profit of Company		





## C. Remuneration to key managerial personnel other than MD/Manager/WTD

Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount
	CFO Mr. Santosh Dakare	CS Mr. Sunny Parekh	
1 Gross Salary	Rs. 3,42,000/-	Rs. 7,00,000/-	Rs.10,42,000/-
(a) Salary as per provisions contained in section 17 (1) of the Income Tax Act, 1961			
(b) Value of Perquisites u/sec 17 (2) Income Tax Act, 1961	NIL	NIL	NIL
(c) Profits in lieu of salary under section 17 (3) of Income Tax Act, 1961	NIL	NIL	NIL
2 Stock Option	NIL	NIL	NIL
3 Sweat Equity	NIL	NIL	NIL
4 Commission			
a. as a % of profit	NIL	NIL	NIL
b. others, specify	NIL	NIL	NIL
5 Others, Please specify	NIL	NIL	NIL
<b>Total</b>	<b>Rs. 3,42,000/-</b>	<b>Rs. 7,00,000/-</b>	<b>Rs.10,42,000/-</b>

## VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES (Under the Companies Act): None



## ANNEXURE IV

## Secretarial Audit Report

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

## FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2016

To,  
The Members,  
**Finkurve Financial Services Limited**  
Office No.114, 11th floor, Mittal Chambers  
Opposite INOX theatre, Nariman Point,  
Mumbai - 400 021

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practice by **M/s. Finkurve Financial Services Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's Books, Papers, Minutes Books, Forms and Returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the financial year ended 31st March, 2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Finkurve Financial Services Limited** ("the Company") as given in **Annexure I**, for the financial year ended on 31st March, 2016, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder for specified sections notified and came into effect from 12th September, 2013 and sections and Rules notified and came into effect from 1st April, 2014;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Reserve Bank of India Act, 1934;
- (v) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment (not applicable to the Company during the Audit Period);
- (vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the Company during Audit period as the Company has not made any further issue of the shares);
  - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Regulations, 2009, and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on 28th October 2014(not applicable to the Company during the Audit period);
  - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (not applicable to the Company during the Audit period);
  - f. The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993;
  - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (not applicable to the Company during the Audit period), and;
  - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (not applicable to the Company during the Audit period);
- (vii) Other Laws specifically applicable to the Company as per the representations made by the Company are as follows:
  - (a) The Shops & Establishment Act, 1948 and rules made thereunder;



- (b) Professional Tax Act, 1975.
- (c) Negotiable Instruments Act, 1881.
- (d) Bombay Stamp Act, 1958;

In case of Direct and Indirect Tax Laws like Income Tax Act, Service Tax Act, Excise & Custom Acts I have relied on the Reports given by the Statutory Auditors of the Company.

I have also examined compliance with the applicable clause of the following:

- a. Secretarial Standards issued by The Institute of Company Secretaries of India. (not notified hence not applicable the Company during the Audit Period); and
- b. The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited

**I further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

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

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

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

I further report that during the audit period, there were no instances of:

- a) Public / Rights / debentures / sweat equity.
- b) Buy-Back of securities.
- c) Major decisions taken by the Members in pursuance to Section 180 of the Companies Act, 2013.
- d) Merger / amalgamation / reconstruction etc.
- e) Foreign technical collaborations

This report is to be read with my letter of even date which is annexed as Annexure I and form an integral part of this report.

**For Mayank Arora & Co.**

**Sd/-**

Date:- 30th May, 2016  
Place :- Mumbai

**Mayank Arora**  
Proprietor



Annexure I

To,  
The Members,  
**Finkurve Financial Services Limited**  
Office No.114, 11th floor, Mittal Chambers  
Opposite INOX theatre, Nariman Point,  
Mumbai - 400 021

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provided a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Book of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulation, standards is the responsibility of management. My 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 of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
7. I have reported, in my audit report, only those non-compliance, especially in respect of filing of applicable forms/documents, which, in my opinion, are material and having major bearing on financials of the Company.

**For Mayank Arora & Co.**

**Sd/-**

Date:- 30th May, 2016  
Place :- Mumbai

**Mayank Arora**  
Proprietor



## Annexure III

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

The Non Banking Financial Companies (NBFC) sector is still struggling for its growth in India. The NBFC sector is doing much better all over the world as compared to Asian Countries as the general perception about NBFC in the mind of public is still hazy. Other reason may be the excess regulatory requirements by the Reserve Bank of India which constituted a hurdle for its growth in India. Except few NBFC's no other company is working well. This has created a very discouraging situation for the remaining NBFC who have no option except to diversify from its business of financing. Entrance of banks in consumer durable financing as well as in housing finance has brought forth a huge competition and has also added to worst scenario for the NBFC's. This has virtually put a stop on private financing and most of the Non-Banking Finance Companies are out of this business.

**2. OPPORTUNITIES AND THREATS**

Due to recession all over the world, the Indian economy, though not affected substantially, has suffered and the opportunities have become limited in all spheres of businesses. The financial market has suffered a lot and the business for NBFC's have further reduced. This did not discourage the board of directors of your Company who are constantly looking for an opportunity to expand the business of the Company. Your Company being in the financial services sector is facing a very stiff competition from public sector as well as private sector banks and financial institutions. It is trying to cope up with the same but is finding it difficult to match up with them in expertise as well as finances available. However, the Company is trying its level best to achieve the same level of competence to meet the challenges thrown in this sector.

**3. SEGMENT-WISE OR PRODUCT WISE PERFORMANCE**

The company operates in only single segment. Hence segment wise performance is not applicable.

**4. OUTLOOK AND FUTURE PROSPECTS**

Competition continues to be intense, as the Indian and foreign banks have entered the retail lending business in a big way, thereby exerting pressure on margins. The erstwhile providers of funds have now become competitors. NBFCs can sustain in this competitive environment only through optimization of funding costs, identification of potential business areas, widening geographical reach, and use of technology, cost efficiencies, strict credit monitoring and raising the level of customer service.

**5. RISKS & CONCERNS**

In today's complex business environment, almost every business decision requires executives and managers to balance risk and reward. Effective risk management is therefore critical to an organization's success. Globalization, with increasing integration of markets, newer and more complex products & transactions and an increasingly stringent regulatory framework has exposed organisations to newer risks. As a result, today's operating environment demands a rigorous and integrated approach to risk management. Timely and effective risk management is of prime importance to our continued success. Increased competition and market volatility has enhanced the importance of risk management.

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

The established Internal Control Systems of your Company are adequate to ensure that all the activities are monitored and controlled against any misuse or misappropriation of asset and that the transactions are authorized, recorded and reported correctly. More so, these internal control systems are regularly monitored by the Audit Committee of your Company and are improved upon on regular basis.

**7. HUMAN RESOURCES**

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

**8. CAUTIONARY STATEMENT**

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

Sd/-  
**Ketan Kothari**  
Chairman  
(DIN: 00230725)



**DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT UNDER SCHEDULE V(D) OF SEBI LODR, 2015:**

**The Shareholders,**

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

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

Sd/-

**Sachin Kothari**  
Executive Director

**Place: Mumbai**

**Date: 30th May, 2016.**

**MD/CFO CERTIFICATION**

To,

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

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

- (a) We have reviewed financial statements and the Cash Flow statement for the year ended 31st March, 2016 and based on our knowledge and belief, state that:
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with the existing Accounting Standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and for evaluating the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies
- (d) We have indicated to the Auditors and the Audit Committee that:
  - (i) there has been no significant changes in internal control over financial reporting during the year under reference;
  - (ii) there has not been any significant changes in accounting policies during the year which need to be disclosed in the notes to the financial statements; and
  - (iii) we are not aware of any material instances of significant fraud during the year and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For and on behalf of the Board**

**For Finkurve Financial Services Limited**

**Sd/-**

**Sd/-**

**Sachin Kothari  
Executive Director**

**Santosh Dakare  
CFO**

**INDEPENDENT AUDITOR'S REPORT****To The Members of Finkurve Financial Services Limited****Report on the Standalone Financial Statements**

1. We have audited the accompanying Standalone financial statements of Finkurve Financial Services Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2016, and the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the 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 the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting the 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 accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.
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, 2016, and 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, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.



**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 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 written representations received from the directors as on 31st March, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of 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 does not have any pending litigations which would impact its financial position;
  - ii) The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses; and
  - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For Ladha Singhal & Associates**

Chartered Accountants  
(Firm Registration No. 120241W)

**Sd/-**

**Ajay Singhal**

(Partner)  
M. No. 104451

Place: Mumbai

Dated: 30th May 2016.

**Annexure A to Independent Auditor's Report**

Referred to as Annexure 'A' in paragraph 10(f) of the Independent Auditors' Report of even date to the members of Finkurve Financial Services Limited on the standalone financial statement for the year ended on 31st March, 2016.

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

1. We have audited the internal financial controls over financial reporting of Finkurve Financial Services Limited ("the Company") as on 31st March, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended and as on that date.

**Management's Responsibility for Internal Financial Controls**

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("the Guidance Note"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditors' Responsibility**

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls over financial reporting. Those Standards and the Guidance Note require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. 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.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

**Meaning of Internal Financial Controls over Financial Reporting**

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls Over Financial Reporting**

7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be



detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

8. In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Ladha Singhal & Associates**

Chartered Accountants

Firm Registration No.: 120241W

**Sd/-****(Ajay Singhal)**

Partner

M. No.: 104451

Place : Mumbai

Dated : 30th May, 2016

**Annexure B to Independent Auditor's Report**

Referred to as Annexure 'B' in paragraph 9 of the Independent Auditors' Report of even date to the members of Finkurve Financial Services Limited on the standalone financial statement for the year ended on 31st March, 2016, we report that :

- (i) (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The fixed assets have been physically verified by the management during the year under a regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No discrepancies were noticed on such verification.
- (c) The company does not have immovable property hence; verification of title deed of any such immovable properties is not applicable.
- (ii) The Company does not have any inventory hence; the provisions of the clause 3(ii) of the Companies (Auditors' Report) Order, 2016 are not applicable to the company.
- (iii) The Company has granted unsecured loan to six bodies corporate and ten other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').
  - (a) In respect of aforesaid loans granted, the terms and condition under which such loans are granted are not prejudicial to the interest of the company.
  - (b) The aforesaid loans are of short term in nature and are repayable on demand. There is no schedule of repayment of principle and interest of such loans. The repayment of principle and receipt of interest are, whenever demanded have been received and is regular.
  - (c) There are no overdue amounts for more than ninety days or more in respect of the loans granted to the bodies corporate and other parties listed in the register maintained under section 189 of the Act.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) In our opinion and according to the information given to us, the company has not accepted deposits and hence, compliance with the directives issued by Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under with regard to the deposits accepted is not applicable.
- (vi) According to the information and explanation given to us, the central government has not prescribed maintenance of cost records under sub section (1) of section 148 of the Act for any of the product of the company.
- (vii) (a) The company is regular in depositing with appropriate authorities applicable undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of custom, duty of excise, value added tax, cess and other statutory dues as applicable and no any undisputed amounts of such taxes were in arrears as at 31st March, 2016 for a period of more than six months from the date they became payable.
- (b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of custom, duty of excise, value added tax or cess which have not been deposited with appropriate authority on account of any dispute.
- (viii) In our opinion and according to the information and explanation given to us, the company has not availed any loan or borrowings from the financial institutions or banks or debenture holders during the year; hence clause 3(viii) of the Companies (Auditors' Report) Order, 2016 is not applicable to the Company.
- (ix) The Company has not raise any money by way of initial public offer or further public offer (including debt instruments) or term loans during the year; hence clause 3(ix) of the Companies (Auditors' Report) Order, 2016 are not applicable to the Company.
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have



neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.

- (xi) According to the information and explanation give to us and based on our examination of the records of the Company, the company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with the Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company; hence clause 3(xii) of the Companies (Auditors' Report) Order, 2016 are not applicable to the Company.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with the sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year hence; clause 3(xiv) of the Companies (Auditors' Report) Order, 2016 are not applicable to the Company.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with the directors or the persons connected with him; hence clause 3(xv) of the Companies (Auditors' Report) Order, 2016 is not applicable to the Company.
- (xvi) The Company is carrying on the business activity of "Non-Banking Finance Company" and is registered under section 45-IA of the Reserve Bank of India Act 1934.

**For Ladha Singhal & Associates**

Chartered Accountants  
(Firm Registration No. 120241W)

**Sd/-**

**(Ajay Singhal)**

Partner  
M. No. 104451  
Place : Mumbai  
Dated : 30th May, 2016.

BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2016

(Amount in ₹)

Particulars	Note No.	As at 31 <sup>st</sup> March, 2016	As at 31 <sup>st</sup> March, 2015
<b>I EQUITY AND LIABILITIES</b>			
<b>1. Shareholders' funds</b>			
(a) Share Capital	2	96,600,000	96,600,000
(b) Reserves and Surplus	3	12,385,187	7,131,206
		<b>108,985,187</b>	<b>103,731,206</b>
<b>2. Non - Current Liabilities</b>			
(a) Long Term Borrowings	4	47,374,261	42,794,247
<b>3. Current Liabilities</b>			
(a) Short Term Borrowing	5	667,644,596	259,062,689
(b) Trade Payables	6	349,184	241,082
(c) Other Current Liabilities	7	8,340,301	1,590,832
(d) Short Term Provision	8	1,646,000	278,000
		<b>677,980,081</b>	<b>261,172,603</b>
<b>TOTAL</b>		<b>834,339,529</b>	<b>407,698,056</b>
<b>II ASSETS</b>			
<b>1. Non - Current Assets</b>			
(a) Fixed Assets (Net Block)	9		
(i) Tangible Assets		518,703	1,130,526
(ii) In-Tangible Assets		36,541	-
(b) Non - Current Investments	10	98,155,000	98,155,000
(c) Deferred Tax Assets (Net)	11	840,047	3,168,668
(d) Long - Term Loans and Advances	12	26,500	28,500
(e) Other Non-Current Assets	13	229,590	344,390
		<b>99,806,381</b>	<b>102,827,084</b>
<b>2. Current Assets</b>			
(a) Current Investments	14	2,047,162	-
(b) Trade Receivable	15	332,226	38,226
(c) Cash and Cash Equivalents	16	9,618,229	9,152,770
(d) Short Term Loans and Advances	17	722,535,531	295,679,976
		<b>734,533,148</b>	<b>304,870,972</b>
<b>TOTAL</b>		<b>834,339,529</b>	<b>407,698,056</b>
<b>Significant Accounting Policies</b>	1		
<b>Notes forming part of the financial statements</b>	23 to 29		

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

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

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

Sd/-  
**Ketan Kothari**  
Director  
(DIN: 00230725)

Sd/-  
**Sachi Kothari**  
Executive Director  
(DIN: 03155884)

Place: Mumbai  
Date: 30<sup>th</sup> May, 2016

Sd/-  
**Sunny Parekh**  
Company Secretary

Sd/-  
**Santosh Dakare**  
CFO

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2016

(Amount in ₹)

Particulars	Note No.	For the year ended 31 <sup>st</sup> March, 2016	For the year ended 31 <sup>st</sup> March, 2015
<b>A CONTINUING OPERATIONS</b>			
I Revenue from Operations (gross)	18	94,236,206	19,745,723
II Other Income	19	336,926	54,876
<b>III Total Revenue (I + II)</b>		<b>94,573,132</b>	<b>19,800,598</b>
<b>IV Expenses</b>			
Employee Benefits Expenses	20	1,808,918	1,390,698
Depreciation and Amortization Expenses	9	781,239	102,656
Other Expenses	21	1,197,989	811,149
Financial Expenses	22	83,202,383	15,770,706
<b>Total Expenses</b>		<b>86,990,530</b>	<b>18,075,209</b>
V Profit / (Loss) before Exceptional and Extraordinary Items and Tax (III-IV)		<b>7,582,602</b>	<b>1,725,390</b>
VI Exceptional Items / Extraordinary Items		-	-
VII. Profit / (Loss) Before Tax (V-VI)		<b>7,582,602</b>	<b>1,725,390</b>
VIII. Tax Expense:			
(a) Current Tax		1,368,000	278,000
(b) Deferred Tax (Asset) / Liability	11	2,328,621	304,039
Add: MAT Credit Entitlement		(1,368,000)	(278,000)
		<b>2,328,621</b>	<b>304,039</b>
IX. Profit / (Loss) from Continuing operations (VII-VIII)		<b>5,253,981</b>	<b>1,421,351</b>
<b>B DISCONTINUING OPERATIONS</b>			
X. Profit/(Loss) for the Year from Discontinuing Operations		-	-
<b>C TOTAL OPERATIONS</b>			
XI. Profit / (Loss) for the Year (IX + X)		<b>5,253,981</b>	<b>1,421,350.82</b>
XII. <b>Earnings Per Sub-Divided Eq. Share of Rs.1/- each:</b>			
Weighted average no. of shares (Basic & Diluted)		96,600,000	96,600,000
(1) Basic Earning Per Share (Rs.)		0.05	0.01
(2) Diluted Earning Per Share (Rs.)		0.05	0.01
<b>Significant Accounting Policies</b>	1		
<b>Notes forming part of the financial statements</b>	23 to 29		

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

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

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

Sd/-  
**Ketan Kothari**  
Director  
(DIN: 00230725)

Sd/-  
**Sachi Kothari**  
Executive Director  
(DIN: 03155884)

Place: Mumbai  
Date: 30<sup>th</sup> May, 2016

Sd/-  
**Sunny Parekh**  
Company Secretary

Sd/-  
**Santosh Dakare**  
CFO

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2016**

(Amount in ₹)

Particulars	For the year ended 31 <sup>st</sup> March, 2016	For the year ended 31 <sup>st</sup> March, 2015
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) before tax and Extraordinary Items	7,582,602	1,725,390
<b>Adjustments for</b>		
Depreciation	781,239	102,656
Deferred Revenue Expenditure written off	114,800	114,800
Interest paid on Long Term Borrowings	83,202,383	15,770,706
<b>Operating Loss Before Working Capital Adjustments</b>	<b>91,681,024</b>	<b>17,713,552</b>
<b>Adjustments for changes in working capital</b>		
Long Term Loans and Advances	2,000	(34,940)
Trade Receivables	(294,000)	(38,226)
Short Term Loans and Advances	(416,700,766)	(257,691,500)
Trade Payables	108,102	(72,981)
Other Payables	6,749,469	1,200,224
<b>Cash generated from operations</b>	<b>(318,454,170)</b>	<b>(238,923,871)</b>
Direct Tax Paid (Refund) [Net]	8,786,789	1,917,934
<b>Net Cash from Operating Activities</b>	<b>(327,240,959)</b>	<b>(240,841,806)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Sales (Purchase) of Current Investments	(2,047,162)	-
Capital Expenditure on Fixed Assets	(205,957)	(1,194,549)
<b>Net Cash from Investing Activities</b>	<b>(2,253,119)</b>	<b>(1,194,549)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds/(Repayment) from/of borrowings (Net) - Long Term	4,580,014	4,567,500
Proceeds/(Repayment) from/of borrowings (Net) - Short Term	408,581,907	259,062,689
Interest Paid on Borrowings	(83,202,383)	(15,770,706)
<b>Net Cash from Financing Activities</b>	<b>329,959,538</b>	<b>247,859,483</b>
Net increase in cash and cash equivalents (A+B+C)	465,459	5,823,128
Opening Balance of Cash and Cash Equivalents	9,152,770	3,329,641
<b>Closing Balance of Cash and Cash Equivalents</b>	<b>9,618,229</b>	<b>9,152,770</b>

**NOTES:**

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

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

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

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

Sd/-  
**Ketan Kothari**  
Director

Sd/-  
**Sachin Kothari**  
Executive Director

Place : Mumbai  
Date : 30<sup>th</sup> May, 2016

Sd/-  
**Sunny Parekh**  
Company Secretary

Sd/-  
**Santosh Dakare**  
CFO





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**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016****NOTE : 1****A. BACKGROUND**

The company, Finkurve Financial Services Limited, formerly known as Sanjay Leasing Limited had changed its name during the financial year 2011-12 by passing the necessary resolution and other compliances and have been issued new certificate of incorporation by the registrar of companies, Maharashtra, Mumbai on 28th March 2012.

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

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

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

**b. Use of estimates**

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

**c. Revenue Recognition**

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

**d. Fixed Assets**

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

**e. Depreciation**

Depreciation has been provided on Written Down Value basis and in accordance with, Method and useful life prescribed in Schedule II to the Companies Act 2013.

**f. Investments**

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

**g. Taxes On Income**

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

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



& tax losses is recognised, subject to the consideration of prudence, only if there is virtual certainty that such deferred tax asset can be realised against future taxable profits.

**h. Impairment of Assets**

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

**i. Earnings Per Share**

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

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

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

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

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

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



<b>Note 2 : Share Capital</b>				
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>		<b>As at 31<sup>st</sup> March, 2015</b>	
<b>Authorised:</b> 9,70,00,000 (P.Yr. 9,70,00,000) Equity Shares of Rs. 1/- each (P.Yr. Rs 1/- each) with voting rights	97,000,000		97,000,000	
<b>TOTAL</b>	<b>97,000,000</b>		<b>97,000,000</b>	
<b>Issued, Subscribed and Paid up:</b> 9,66,00,000 (P.Yr. 9,66,00,000) Equity Shares of Rs. 1/- each (P.Yr. Rs. 1/- each) with voting rights, fully paid up	96,600,000		96,600,000	
<b>TOTAL</b>	<b>96,600,000</b>		<b>96,600,000</b>	
<b>(i) Reconciliation of Number of Shares outstanding at the beginning and at the end of the reporting period</b>				
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>		<b>As at 31<sup>st</sup> March, 2015</b>	
Number of sub-divided equity shares at the beginning of the year	96,600,000		96,600,000	
Add: Equity Shares allotted as fully paid-up bonus shares	-		-	
Number of sub-divided equity shares at the end of the year	<b>96,600,000</b>		<b>96,600,000</b>	
<b>(ii) Terms/Rights attached to Equity Shares</b>				
The Company has only one class of equity shares having a par value of ₹1/- per share. Each holder of Equity Shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholder.				
<b>(iii) Details of shareholder holding more than 5% shares in the Company</b>				
<b>Name of Share Holder</b>	<b>As at 31<sup>st</sup> March, 2016</b>		<b>As at 31<sup>st</sup> March, 2015</b>	
	<b>No. of Shares</b>	<b>% of Holding</b>	<b>No. of Shares</b>	<b>% of Holding</b>
Kalawati Kothari	8,272,600	8.56%	8,272,600	8.56%
Ketan Kothari	53,451,230	55.33%	53,451,230	55.33%
Mohinidev Kothari	7,635,600	7.90%	7,635,600	7.90%
<b>(iv) Aggregate number of bonus shares issued during the period of five years immediately preceding the reporting date</b>				
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>		<b>As at 31<sup>st</sup> March, 2015</b>	
Equity Shares allotted as fully paid-up bonus shares (The Bonus share were allotted during FY 2013-14)	82,800,000		82,800,000	



(Amount in ₹)

<b>Note 3 : Reserves &amp; Surplus</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
<b>a) Securities Premium Account</b>		
Opening Balance	2,700,000	2,700,000
Add: Received during the year on issue of Equity Shares	-	-
Closing Balance	<u>2,700,000</u>	<u>2,700,000</u>
<b>b) General Reserve</b>		
Opening Balance	78,481	78,481
Closing Balance	<u>78,481</u>	<u>78,481</u>
<b>c) Surplus / (Deficit) in Statement of Profit and Loss</b>		
Opening Balance	4,352,725	2,938,604
Add/(Less): Profit/(Loss) for the year	5,253,981	1,421,351
Less: Adjustment in relation to Fixed Assets	-	7,231
Closing Balance	<u>9,606,706</u>	<u>4,352,725</u>
<b>TOTAL</b>	<b><u>12,385,187</u></b>	<b><u>7,131,206</u></b>
<b>Note 4 : Long Term Borrowings</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
Loan from Body Corporates	47,374,261	42,794,247
<b>TOTAL</b>	<b><u>47,374,261</u></b>	<b><u>42,794,247</u></b>
<b>Note 5 : Short Term Borrowings</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
Loan from Body Corporates	667,644,596	259,062,689
<b>TOTAL</b>	<b><u>667,644,596</u></b>	<b><u>259,062,689</u></b>
<b>Note 6 : Trade Payables</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
<b>Trade Payables:</b>		
For Services & Expenses - Other than Acceptance	349,184	241,082
<b>TOTAL</b>	<b><u>349,184</u></b>	<b><u>241,082</u></b>
Based on the information available with the company and verbal confirmation obtained from the suppliers, there are no dues to micro, small and medium enterprises as defined under "The Micro, Small and Medium Enterprises Development Act, 2006" as on 31st March 2016.		
<b>Note 7 : Other Current Liabilities</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
Other Payables		
Withholding Taxes Payable	8,339,701	1,590,232
Profession Tax Payable	600	600
<b>TOTAL</b>	<b><u>8,340,301</u></b>	<b><u>1,590,832</u></b>
<b>Note 8 : Short-Term Provision</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
Provision for Taxation	1,646,000	278,000
<b>TOTAL</b>	<b><u>1,646,000</u></b>	<b><u>278,000</u></b>


**Note 9 : Fixed Assets**
**(Amount in ₹)**

Description	Gross Block			Accumulated Depreciation				Net Block		
	Balance as at 31 <sup>st</sup> March 2015	Additions during the Year	Deductions / Adjustments	Balance as at 31 <sup>st</sup> March 2016	Balance as at 31 <sup>st</sup> March 2015	Depreciation For the Year	Retained Earnings	Balance as at 31 <sup>st</sup> March 2016	Balance as at 31 <sup>st</sup> March 2016	Balance as at 31 <sup>st</sup> March 2015
<b>TANGIBLE ASSETS - OWNED</b>										
Vehicles	56,000	-	-	56,000	38,298	4,594	-	42,892	13,108	17,702
Computers	1,548,306	66,780	-	1,615,086	445,424	727,804	-	1,173,228	441,858	1,102,882
Office Equipments	15,000	-	-	15,000	5,058	1,843	-	6,901	8,099	9,942
Furniture & Fixture	-	58,852	-	58,852	-	3,214	-	3,214	55,638	-
	<b>1,619,306</b>	<b>125,632</b>	<b>-</b>	<b>1,744,938</b>	<b>488,780</b>	<b>737,455</b>	<b>-</b>	<b>1,226,235</b>	<b>518,703</b>	<b>1,130,526</b>
<b>IN TANGIBLE ASSETS - OWNED</b>										
Software	-	80,325	-	80,325	-	43,784	-	43,784	36,541	-
	-	80,325	-	80,325	-	43,784	-	43,784	36,541	-
<b>TOTAL</b>	<b>1,619,306</b>	<b>205,957</b>	<b>-</b>	<b>1,825,263</b>	<b>488,780</b>	<b>781,239</b>	<b>-</b>	<b>1,270,019</b>	<b>555,244</b>	<b>1,130,526</b>
PREVIOUS YEAR	424,757	1,194,549	-	1,619,306	378,893	102,656	7,231	488,780	1,130,526	45,864

**Note 10 : Non-Current Investments**

Particulars	As at 31 <sup>st</sup> March, 2016	As at 31 <sup>st</sup> March, 2015
<b>Other than Trade</b>		
<b>Investment in equity instruments - Unquoted, fully paid up</b>		
(i) of associates (at Cost) - 94,500 (94,500) equity shares of Rs. 10/- each of Finkurve Bullion Pvt Ltd.	4,545,000	4,545,000
(ii) of wholly owned subsidiary (at Cost) - 25,015 (25,015) equity shares of Rs. 10/- each of Finkurve Commodities Pvt Ltd (Formerly known as RSBL Commodities Pvt Ltd)	8,330,000	8,330,000
(iii) of subsidiary (at Cost) - 7,28,000 (7,28,000) equity shares of Rs. 100/- each of Supama Forex Pvt Ltd	85,280,000	85,280,000
<b>TOTAL</b>	<b>98,155,000</b>	<b>98,155,000</b>
Agregate amount of unquoted investments	98,155,000	98,155,000
Agregate provision for diminution in value of investments	-	-

**Note 11 : Deferred Tax Assets (Net)**

Particulars	As at 31 <sup>st</sup> March, 2016	As at 31 <sup>st</sup> March, 2015
<b>Deferred Tax Assets</b>		
Tax Effect of item constituting deferred tax liability		
- Depreciation	(22,366)	(78,614)
Tax Effect of item constituting deferred tax Assets		
- Unabsorbed Depreciation	87,761	87,761
- Brought Forward Losses	774,652	3,159,521
<b>TOTAL</b>	<b>840,047</b>	<b>3,168,668</b>

The company has recognised deferred tax assets on unabsorbed depreciation and brought forward business losses based on the Management's estimates of future activity and profits of the company and based on virtual certainty that the assets will be realised in future.

**Note 12 : Long-Term Loans and Advances**

Particulars	As at 31 <sup>st</sup> March, 2016	As at 31 <sup>st</sup> March, 2015
<b>Unsecured, Considered good</b>		
Security Deposits	26,500	26,500
Other Loan and Advances		
- Prepaid Expenses	-	2,000
<b>TOTAL</b>	<b>26,500</b>	<b>28,500</b>

**Note 13 : Other Non Current Assets**

Particulars	As at 31 <sup>st</sup> March, 2016	As at 31 <sup>st</sup> March, 2015
<b>Unamortized Expenses</b> (To the extent not written off or adjusted)		
Deffered Revenue Expenses		
As per Last Balance Sheet	344,390	459,190
Less:- Written off during the year	114,800	114,800
<b>TOTAL</b>	<b>229,590</b>	<b>344,390</b>

**Note 14 : Current Investments**

Particulars	As at 31 <sup>st</sup> March, 2016	As at 31 <sup>st</sup> March, 2015
<b>Investment in Mutual Funds - Quoted</b>		
2046.50 units of Axis Liquid Fund-Daily Divd. Reinvestment(CF-DR)	2,047,162	-
<b>TOTAL</b>	<b>2,047,162</b>	<b>-</b>
Agregate amount of unquoted investments	2,047,810	-
Agregate provision for diminution in value of investments	-	-

**Note 15 : Trade Receivable**

Particulars	As at 31 <sup>st</sup> March, 2016	As at 31 <sup>st</sup> March, 2015
<b>- Considered Good</b>		
Due for a period exceeding six months	185,226	-
Others	147,000	38,226
<b>- Considered Doubtful</b>		
<b>TOTAL</b>	<b>332,226</b>	<b>38,226</b>

**Note 16 : Cash and Cash Equivalents**

Particulars	As at 31 <sup>st</sup> March, 2016	As at 31 <sup>st</sup> March, 2015
Cash on Hand	23,889	23,889
Balance with Banks		
- In Current Accounts	9,594,339	8,116,238
- In Fixed Deposits Account		
- with original maturity of less than 12 months	-	1,012,642
Less: - Amount disclosed under other non current assets	-	-
<b>TOTAL</b>	<b>9,618,229</b>	<b>9,152,770</b>

**Note 17 : Short Term Loans and Advances**

Particulars	As at 31 <sup>st</sup> March, 2016	As at 31 <sup>st</sup> March, 2015
Loans to Related Parties (Unsecured, Considered Good)	373,448,566	135,696,132
Other Loan and Advances (Unsecured, Considered Good)		
- Loans Given	335,099,276	157,453,400
- Advances recoverable in cash or in kind or for value to be received	1,250,500	-
Prepaid Expenses	65,895	13,940
Balance with Government Authorities		
- Advance Income Tax & Tax Deducted at Source	11,025,294	2,238,505
- MAT Credit Entitlement	1,646,000	278,000
<b>TOTAL</b>	<b>722,535,531</b>	<b>295,679,976</b>



(Amount in ₹)

<b>Note 18 : Revenue from Operations</b>		
<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2016</b>	<b>For the year ended 31<sup>st</sup> March, 2015</b>
Interest	94,189,044	19,733,995
Dividend from Mutual Funds	47,162	11,727
<b>TOTAL</b>	<b>94,236,206</b>	<b>19,745,723</b>
<b>Note 19 : Other Income</b>		
<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2016</b>	<b>For the year ended 31<sup>st</sup> March, 2015</b>
Interest on Income Tax Refund	20,091	4,008
Interest on Fixed Deposit with Bank	16,835	12,642
Rent (ATM Machine)	300,000	38,226
<b>TOTAL</b>	<b>336,926</b>	<b>54,876</b>
<b>Note 20 : Employes Benefits Expenses</b>		
<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2016</b>	<b>For the year ended 31<sup>st</sup> March, 2015</b>
Salaries and Wages	1,164,280	712,816
Director Remuneration	640,000	666,000
Staff Welfare Expenses	4,638	11,882
<b>TOTAL</b>	<b>1,808,918</b>	<b>1,390,698</b>
<b>Note 21 : Other Expenses</b>		
<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2016</b>	<b>For the year ended 31<sup>st</sup> March, 2015</b>
<b>Administrative and General Expenses</b>		
Stock exchange, depository & RTA fees and charges	333,740	205,262
Legal and Professional Fees	135,683	84,901
Payment to Auditors (including service tax)		
Statutory Audit Fees	115,998	78,652
Tax Audit Fees	34,500	-
Income Tax Matters	11,500	-
Certification	14,250	14,045
Other services	34,200	-
Rates & Taxes	2,000	7,000
Membership Fees	45,951	14,327
Telephone & Cummunication Expenses	171,818	127,610
Advertisement and Publishing expenses	84,174	99,368
Deferred Revenue Expenses written off	114,800	114,800
Miscellaneous Expenses	99,375	65,184
<b>TOTAL</b>	<b>1,197,989</b>	<b>811,149</b>
<b>Note 22 : Financial Expenses</b>		
<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2016</b>	<b>For the year ended 31<sup>st</sup> March, 2015</b>
Interest paid on Loan	83,202,383	15,770,706
<b>TOTAL</b>	<b>83,202,383</b>	<b>15,770,706</b>



**NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2016**

**23. Contingent liabilities, commitments and event occurring after the balance sheet date:**

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

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

**24.** The information as required to be disclosed in accordance with the provisions of Schedule III of the Companies Act, 2013 have been disclosed to the extent applicable to the Company. In view of the nature of business activity of the Company being of Non Banking Financial Company, other information as required under Schedule III of Companies Act, 2013 are either nil or not applicable to the company for the period under consideration.

**DISCLOSURES UNDER ACCOUNTING STANDARDS**

**25. Segment Information:**

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

**26. Related Party Disclosure:**

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

<b>NAMES OF THE RELATED PARTY</b>	<b>NATURE OF RELATIONSHIP</b>
<b>Key Management Personnel</b>	
Mr. Kamlesh B. Jain	Director
Mr. Ketan Kothari	Director
Mr. Sachin Kothari	Director
Mr. Kishor Gokul Sangani till 01.07.2014	Director
Mrs. Riddhi Tilwani from 01.07.2014	Director

<b>Company owned or controlled by KMP/Relatives</b>	
Supama Financial Services Ltd	Director is Director
Supama Infra Services Ltd	Director is Director
Raha Payment Solutions Private Limited	Director is Director
Riddhi-Siddhi Bullions Ltd	Director is Director
BSK Realtors LLP	Director is Partner
Supama Realtors LLP	Director is Partner
Supama Developers LLP	Director is Partner
Supama Nicnish	Director is Partner
Supama Nicnish Realtors LLP	Director is Partner
Haven Infoline LLP	Director is Partner
Badami Trading LLP	Director is Partner
Badami Enterprise LLP	Relative is Partner
Badami Developers LLP	Director is Partner
Badami Investment	Director is Partner
<b>Associates</b>	Finkurve Bullion Pvt Ltd
<b>Subsidiary</b>	Supama Forex Pvt Ltd Finkurve Commodities Pvt Ltd



NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2016

## b) Transactions with Related Parties during the year

(Amount in ₹)

Sr. No	NATURE OF TRANSACTIONS AND NAME OF THE RELATED PARTY	KEY MANAGEMENT PERSONNEL	ENTERPRISES OWNED OR CONTROLLED BY K.M.P. OR RELATIVES	ASSOCIATES	SUBSIDIARY	GRAND TOTAL
1	Interest Income	-	3,77,08,347	25,91,937	90,290	4,03,90,574
2	Rent Received	-	3,00,000	-	-	3,00,000
3	Director Remuneration	6,40,000	-	-	-	6,40,000
4	Loans Given	-	68,98,32,040	9,53,07,033	1,09,00,000	79,60,39,093
5	Loan Received Back	-	46,86,98,080	10,47,00,000	1,04,00,000	58,37,98,080
6	Loan Taken during the year	-	1,54,08,87,050	-	-	1,54,08,87,050
7	Loan refunded back	-	172,66,06,177	-	-	172,66,06,177

Sr. No	NATURE OF TRANSACTIONS WITH THE RELATED PARTY	KEY MANAGEMENT PERSONNEL	ENTERPRISES OWNED OR CONTROLLED BY K.M.P. OR RELATIVES	ASSOCIATES	SUBSIDIARY	GRAND TOTAL
	<b>BALANCE OUTSTANDING AS AT THE END OF YEAR</b>					
1	Trade Payable	51,500	-	-	-	51,500
2	Trade Receivable	-	3,32,226	-	-	3,32,226
3	Investments	-	-	45,45,000	9,36,10,000	9,81,55,000
4	Loans Given	-	37,28,67,305	-	5,81,261	37,34,48,566

27. In the opinion of the management, the current assets and loans and advances are not less than as stated, if realised in the ordinary course of business.

28. The Company has followed the guidelines of RBI for Prudential norms wherever applicable.

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

Signature to Notes 1 to 29

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

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

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

Sd/-  
**Ketan Kothari**  
Director  
(DIN: 00230725)

Sd/-  
**Sachi Kothari**  
Executive Director  
(DIN: 03155884)

Place: Mumbai  
Date: 30<sup>th</sup> May, 2016

Sd/-  
**Sunny Parekh**  
Company Secretary

Sd/-  
**Santosh Dakare**  
CFO

**INDEPENDENT AUDITOR'S REPORT****To the Members of Finkurve Financial Services Limited****Report on the Consolidated Financial Statements**

1. We have audited the accompanying consolidated financial statements of **Finkurve Financial Services Limited** (hereinafter referred to as "the Holding Company") its subsidiaries **Supama Forex Private Limited** and **Finkurve Commodities Private Limited** (the holding company and its subsidiaries constitute "the Group") and its associate **Finkurve Bullion Pvt Ltd** which comprise the consolidated Balance Sheet as at March 31, 2016, and the consolidated Statement of Profit and Loss and the consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

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

2. The Holding 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 consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group 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. The Holding Company's Board of Directors is also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of Consolidated Financial Statements. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

**Auditor's Responsibility**

3. Our responsibility is to express an opinion on these consolidated 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 consolidated financial statements are free from material misstatement.
6. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.
7. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph 9 of the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

**Opinion**

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 consolidated state of affairs of the group as at 31st March, 2016, and its consolidated profits and its consolidated cash flows for the year ended on that date.

**Other Matter**

9. We did not audit the financial statement of the subsidiaries and associate, whose financial statements reflect total assets of Rs. 1,680.26 lacs as at 31st March 2016, total revenues of Rs. 54,538.41 lacs, net profit of Rs. 30.74 lacs and net cash outflow amounting to Rs. 174.11 Lacs for the year ended on that date, as considered in the consolidated financial statements. These financial statement have been audited by the other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relate to the amounts and disclosure included in respect of the subsidiaries and associate, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, insofar as it relates to aforesaid subsidiaries and associates, is based solely on the report of the other auditor.

**Report on other Legal and Regulatory Requirements****10. As required by section 143(3) of the Act, we report, to the extent applicable, 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 of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors of the Holding Company as on 31st March, 2016, and taken on record by the Board of Directors of the Holding Company and on the basis of the report of the statutory auditor of its subsidiary companies and associate company, none of the directors of the Group is disqualified as on 31st March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our report in "Annexure A".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of 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) There were no pending litigations which would impact the consolidated financial position of the Group;
  - ii) The Group did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses; and
  - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group.

**For Ladha Singhal & Associates**

Chartered Accountants  
Firm Registration No.: 120241W

**Sd/-****(Ajay Singhal)**

Partner  
M. No.: 104451

Place : Mumbai  
Dated : 30th May, 2016

**Annexure A to the Independent Auditors' Report**

Referred to as Annexure 'A' in paragraph 10(f) under Independent Auditors' Report of even date to the members of Finkurve Financial Services Limited on the consolidated financial statement for the year ended on 31st March, 2016.

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

1. We have audited the internal financial controls over financial reporting of **Finkurve Financial Services Limited** ("the Holding Company") and its subsidiary companies and its associates which are incorporated in India, as on 31st March, 2016 in conjunction with our audit of the consolidated financial statements of the Company for the year ended and as on that date.

**Management's Responsibility for Internal Financial Controls**

2. The Respective Board of Directors of the Holding Company and its subsidiary companies and its associates incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("the Guidance Note"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls over financial reporting. Those Standards and the Guidance Note require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. 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.
5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies and the associates incorporated in India, in terms of their reports referred to in sub-paragraph 9 of the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Group's internal financial controls system over financial reporting.

**Meaning of Internal Financial Controls over Financial Reporting**

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls Over Financial Reporting**

7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

8. In our opinion, the Holding Company and its subsidiary companies and its associates incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company and its subsidiary companies and its associates incorporated in India considering the essential components of internal control stated in the Guidance Note.

**Other Matter**

9. Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to its subsidiary companies and its associates incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

**For Ladha Singhal & Associates**

Chartered Accountants  
Firm Registration No.: 120241W

**Sd/-**

**(Ajay Singhal)**

Partner  
M. No.: 104451

Place : Mumbai  
Dated : 30th May, 2016

CONSOLIDATED BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2016

(Amount in ₹)

Particulars	Note No.	As at 31 <sup>st</sup> March, 2016	As at 31 <sup>st</sup> March, 2015
<b>I EQUITY AND LIABILITIES</b>			
<b>1. Shareholders' funds</b>			
(a) Share Capital	2	96,600,000	96,600,000
(b) Reserves and Surplus	3	33,048,313	21,108,866
		<b>129,648,313</b>	<b>117,708,866</b>
<b>2. Minority Interest</b>		21,531,248	20,173,573
<b>3. Non-Current Liabilities</b>			
(a) Long Term Borrowings	4	47,374,261	42,794,247
		<b>47,374,261</b>	<b>42,794,247</b>
<b>4. Current Liabilities</b>			
(a) Short Term Borrowings	5	674,295,093	265,435,887
(b) Trade Payables	6	2,691,429	658,168
(c) Other Current Liabilities	7	8,737,365	1,861,606
(d) Short Term Provisions	8	309,808	830,817
		<b>686,033,695</b>	<b>268,786,478</b>
<b>TOTAL</b>		<b>884,587,517</b>	<b>449,463,164</b>
<b>II ASSETS</b>			
<b>1. Non - Current Assets</b>			
(a) Fixed Assets (Net Block)	9		
(i) Tangible Assets		2,020,067	3,076,345
(ii) In-Tangible Assets		48,546	19,773
(b) Non - Current Investments	10	10,245,221	4,548,928
(c) Deferred Tax Assets (Net)	11	1,078,039	3,376,523
(d) Long - Term Loans and Advances	12	114,210	5,726,400
(e) Other Non Current Assets	13	22,411,936	20,612,175
		<b>35,918,019</b>	<b>37,360,143</b>
<b>2. Current Assets</b>			
(a) Current Investment	14	2,047,162	-
(b) Inventories	15	47,674,769	39,638,910
(c) Trade Receivable	16	14,618,733	1,115,577
(d) Cash and Cash Equivalents	17	39,968,594	64,662,199
(e) Short Term Loans and Advances	18	744,360,239	306,686,336
		<b>848,669,498</b>	<b>412,103,021</b>
<b>TOTAL</b>		<b>884,587,517</b>	<b>449,463,164</b>
<b>Significant Accounting Policies</b>	<b>1</b>		
<b>Notes forming part of the financial statements</b>	<b>26 to 28</b>		

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

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

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

Sd/-  
**Ketan Kothari**  
Director  
(DIN: 00230725)

Sd/-  
**Sachin Kothari**  
Executive Director  
(DIN: 03155884)

Place: Mumbai  
Date: 30<sup>th</sup> May, 2016

Sd/-  
**Sunny Parekh**  
Company Secretary

Sd/-  
**Santosh Dakare**  
CFO



**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016**  
(Amount in `)

Particulars	Note No.	For the year ended 31 <sup>st</sup> March, 2016	For the year ended 31 <sup>st</sup> March, 2015
<b>A CONTINUING OPERATIONS</b>			
I Revenue from Operations (gross)	19	4,937,733,519	9,198,370,159
II Other Income	20	4,234,054	4,301,293
<b>III Total Revenue (I + II)</b>		<b>4,941,967,574</b>	<b>9,202,671,452</b>
<b>IV Expenses</b>			
Purchase	21	4,824,196,237	9,159,444,268
Change in Inventory	22	(8,035,859)	(13,850,386)
Employee Benefits Expense	23	9,125,954	9,399,276
Finance Cost	24	83,935,437	16,438,385
Depreciation and Amortization Expense	9	1,481,833	1,446,127
Other Expenses	25	11,330,953	12,081,991
<b>Total Expenses</b>		<b>4,922,034,556</b>	<b>9,184,959,660</b>
V. Profit / (Loss) before Exceptional and Extraordinary Items and Tax (III-IV)		<b>19,933,018</b>	<b>17,711,792</b>
VI. Exceptional Item - Excess Depreciation Written Back		-	-
VII. Profit / (Loss) Before Tax (V-VI)		<b>19,933,018</b>	<b>17,711,792</b>
VIII. Tax Expense:			
(a) Current Tax		5,692,511	5,612,633
(b) Short Provision for Tax for Earlier Years		20,520	938
(c) Deferred Tax (Asset) / Liability	11	2,298,484	159,903
Add: MAT Credit Entitlement		(1,375,619)	(520,758)
		<b>6,635,896</b>	<b>5,252,715</b>
IX. Profit / (Loss) after tax (VII-VIII)		<b>13,297,122</b>	<b>12,459,077</b>
Less: - Minority Interest		1,357,675	1,366,805
Less: - Share of Loss of Associates		-	4,545,000
X. Profit / (Loss) after Tax, Minority Interest and Share of Profit of Associates for the Year		<b>11,939,447</b>	<b>6,547,272</b>
<b>XI. Earnings Per Equity Share of Rs.10/- each :</b>			
Weighted average no. of shares (Basic & Diluted)		96,600,000	96,600,000
(1) Basic Earning Per Share (Rs.)		0.12	0.07
(2) Diluted Earning Per Share (Rs.)		0.12	0.07
<b>Significant Accounting Policies</b>	<b>1</b>		
<b>Notes forming part of the financial statements</b>	<b>26 to 28</b>		

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

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

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

Sd/-  
**Ketan Kothari**  
Director  
(DIN: 00230725)

Sd/-  
**Sachin Kothari**  
Executive Director  
(DIN: 03155884)

Place: Mumbai  
Date: 30<sup>th</sup> May, 2016

Sd/-  
**Sunny Parekh**  
Company Secretary

Sd/-  
**Santosh Dakare**  
CFO

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2016

(Amount in ₹)

Particulars	For the year ended 31 <sup>st</sup> March, 2016	For the year ended 31 <sup>st</sup> March, 2015
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) before tax and Exceptional Items	19,933,018	17,711,792
<b>Adjustments for</b>		
Interest Expensed	83,935,437	16,438,385
Depreciation	1,481,833	1,446,127
Interest Earned	(2,970,978)	(1,922,740)
Dividend Received	(36,533)	(37,590)
(Profit)/Loss on fixed assets sold/discarded	-	(633,332)
Deferred Revenue Expenditure incurred	114,800	114,800
Provision for diminution in investment	-	-
Provision for Payment of Gratuity	6,923	-
Profit on Sale of Investments	(242,498)	(182,949)
<b>Operating Loss Before Working Capital Adjustments</b>	<b>102,222,002</b>	<b>32,934,493</b>
<b>Adjustments for changes in working capital</b>		
Long Term Loans and Advances	5,612,190	(34,940)
Other Non current Assets	-	-
Inventories	(8,035,859)	(13,850,386)
Trade Receivables	(13,503,156)	279,804
Short Term Loans and Advances	(428,421,764)	(257,969,500)
Other Current Assets	(1,914,561)	13,240,125
Trade Payables	2,033,261	(72,981)
Other Current Liabilities	6,875,759	1,346,048
<b>Cash generated from operations</b>	<b>(335,132,128)</b>	<b>(224,127,338)</b>
Direct Tax Paid (Refund) [Net]	(14,117,484)	(5,354,743)
<b>Net Cash from Operating Activities</b>	<b>(349,249,612)</b>	<b>(229,482,081)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Non-Current Investments	(5,696,294)	330,476
Purchase of Current Investments	(2,047,162)	-
Capital Expenditure on Fixed Assets	(454,329)	(492,841)
Interest Earned	2,970,978	1,922,740
Dividend Received	36,533	37,590
Profit on Sale of Investments	242,498	-
<b>Net Cash from Investing Activities</b>	<b>(4,947,776)</b>	<b>1,797,965</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds/(Repayment) from/of borrowings (Net)	413,439,220	264,117,830
Interest paid on Borrowings	(83,935,437)	(16,438,385)
<b>Net Cash from Financing Activities</b>	<b>329,503,783</b>	<b>247,679,445</b>
Net increase in cash and cash equivalents (A+B+C)	(24,693,604)	19,995,329
Opening Balance of Cash and Cash Equivalents	64,662,199	44,666,870
<b>Closing Balance of Cash and Cash Equivalents</b>	<b>39,968,594</b>	<b>64,662,199</b>

## NOTES:

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

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

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

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

Sd/-  
**Ketan Kothari**  
Director  
(DIN: 00230725)

Sd/-  
**Sachin Kothari**  
Executive Director  
(DIN: 03155884)

Place: Mumbai  
Date: 30<sup>th</sup> May, 2016

Sd/-  
**Sunny Parekh**  
Company Secretary

Sd/-  
**Santosh Dakare**  
CFO



**Notes on Consolidated Financial Statements for the year ended 31st March 2016****NOTE – 1****A. Background**

The Consolidated Financial Statement comprises the financial statement of Finkurve Financial Services Ltd, (“The Company”) and its subsidiaries, M/s Finkurve Commodities Pvt Ltd (Formerly known as RSBL Commodities Pvt Ltd) and Supama Forex Pvt Ltd (“the company and its subsidiary constitute “the Group”). The company and subsidiaries are carries on the business activity of Non-Banking Financial Services, trading in Commodities and trading in Forex respectively.

**B. Basis Of Preparation**

The Consolidated Financial Statements are prepared on going concern basis under historical cost convention, on accrual basis, in accordance with the generally accepted accounting principles in India and to comply with the Accounting standards as prescribed.

All assets and liabilities have been classified as current or non-current, wherever applicable as per the operating cycle of the Company as per the guidance as set out in the Schedule III to the Companies Act, 2013.

**C. Significant Accounting Policies****a. Use of estimates**

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

**b. Revenue Recognition**

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

**c. Principles of Consolidation:**

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

- I. The financial statement of the company and its subsidiaries are combined on a line by – line basis by adding together the book values of likes items of assets, liabilities, income and expenses after fully eliminating intra-group balances and intra-group transaction resulting in unrealized profit or losses in accordance with Accounting Standard (AS) - 21 – “Consolidated Financial Statement”.
- II. The excess of the Company’s portion of the equity of the subsidiaries calculated on the basis of financial statements of subsidiaries ending as at 31st March 2016 in accordance with Accounting Standard (AS) - 21 – “Consolidated Financial Statement”, over the cost to the Company of its investment in subsidiary is recognised in the financial statements as capital reserve.
- III. As far as possible, the consolidated financial statement are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the company’s separate financial statement.



- IV. Notes on these consolidated financial statements are intended to serve as a means of informative disclosure and a guide to better understanding of the consolidated positions of the group. Recognising this purpose, the company has disclosed only such notes from the individual financial statements, which fairly present the needed disclosures.
- V. Investment in Associates where the Company directly or indirectly through subsidiaries holds more than 20% of equity, are accounted for using equity method as per Accounting Standard (AS)-23- "Accounting for investments in Associates in Consolidated Financial Statements".
- VI. The Company accounts for its share of post acquisition changes in net assets of associates, after eliminating unrealised profits and losses resulting from transactions between the Company and its associates to the extent of its share, through its Statement of Profit and Loss, to the extent such change is attributable to the associates' Statement of Profit and Loss and through its reserves for the balance based on available information.
- VII. The difference between the cost of investment in the associates and the Company's share of net assets at the time of acquisition of share in the associates is identified in the financial statements as Goodwill or Capital Reserve as the case may be.
- VIII. The list of subsidiaries and associates considered in these consolidated financial statements with percentage holding is summarized below:

<b>Name of Subsidiaries</b>	<b>Country of Incorporation</b>	<b>Proportion of ownership interest</b>
Supama Forex Private Limited	India	83.20%
RSBL Commodities Private Limited	India	100.00%
<b>Name of Associates</b>	<b>Country of Incorporation</b>	<b>Proportion of ownership interest</b>
Finkurve Bullion Private Limited	India	49.74%

**d. Fixed Assets**

All Fixed Assets are stated at cost of acquisition less accumulated depreciation. All cost relating to the acquisition and installation of the fixed assets are capitalised and includes financing costs relating to borrowed fund attributable to the acquisition of fixed assets up to the date the fixed assets is put to use. Intangible assets are recognised in terms of Accounting Standard 26 (AS-26) "Intangible Assets" based on materiality and tested for impairment purposes every year.

**e. Depreciation**

Depreciation has been provided on straight-line or written down value method in accordance with, Method and useful life prescribed in Schedule II to the Companies Act 2013.

**f. Inventories Valuation**

Inventory consisting of Currencies are valued at cost or market value whichever is lower. Traded Goods are valued at cost or net realizable value whichever is lower. Here cost is determined on FIFO basis and appropriate overheads are taken into account.

**g. 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 investment. Current investments are stated at lower of cost and fair value. Long term investments are stated at cost less provision for diminution in value other than temporary, if any.

**h. Taxes On Income**

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

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been announced upto the



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

Minimum Alternate Tax (MAT) credit is recognized 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. In the year in which the MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in Guidance Note issued by the Institute of Chartered Accountants of India, the asset is created by way of a credit to the Profit & Loss Account and shown as MAT Credit Entitlement. The Group reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Group will pay normal Income Tax during specified period.

**i. Borrowing Cost**

Borrowing Costs that are attributable to the acquisition and construction of qualifying assets are capitalised. A qualifying asset is an asset that necessarily takes substantial period of time to get ready for its intended use. Other borrowing costs are recognised as an expense in the year in which they are incurred.

**j. Foreign Currency Transaction**

Foreign currency transactions are accounted on the basis of exchange rate prevailing at the time of transaction. The foreign currency transaction remains outstanding at year-end are restated at rate prevailing as on 31st March. The Exchange difference if any arises due to exchange fluctuation is charged to Statement of Profit and Loss.

**k. Intangible Assets**

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

**l. Retirement Benefits**

Short Term and Long Term Employee Benefits are recognised as an expense in the Statement of Profit and Loss for the year in which the employee has rendered services.

**m. Segmental Reporting**

The Group is engaged in the business segment namely NBFC activity, Foreign exchange Trading and Commodities Trading. Segment assets include all operating assets used by a segment and consist primarily of debtors, current assets and fixed assets net of provisions and allowance. Segment liabilities include all operating liabilities and consist principally of creditors and other payables.

**n. Earnings Per Share**

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

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

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

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

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

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



(Amount in ₹)

**Note 2 : Share Capital**

Particulars	As at 31 <sup>st</sup> March, 2016	As at 31 <sup>st</sup> March, 2015		
<b>Authorised:</b> 9,70,00,000 (P.Yr. 9,70,00,000) Equity Shares of Rs. 1/- each (P.Yr. Rs 1/- each) with voting rights	97,000,000	97,000,000		
<b>TOTAL</b>	<b>97,000,000</b>	<b>97,000,000</b>		
Issued, Subscribed and Paid up: 9,66,00,000 (P.Yr. 9,66,00,000) Equity Shares of Rs. 1/- each (P.Yr. Rs. 1/- each) with voting rights, fully paid up	96,600,000	96,600,000		
<b>TOTAL</b>	<b>96,600,000</b>	<b>96,600,000</b>		
<b>(i) Reconciliation of Number of Shares outstanding at the beginning and at the end of the reporting period</b>				
Particulars	As at 31 <sup>st</sup> March, 2016	As at 31 <sup>st</sup> March, 2015		
Number of sub-divided equity shares at the beginning of the year	96,600,000	96,600,000		
Add: Equity Shares allotted as fully paid-up bonus shares	-	-		
Number of shares at the end of the year	<b>96,600,000</b>	<b>96,600,000</b>		
<b>(ii) Terms/Rights attached to Equity Shares</b>				
The Company has only one class of equity shares having a par value of ₹1/- per share. Each holder of Equity Shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.				
<b>(iii) Details of shareholder holding more than 5% shares in the Company</b>				
Name of Share Holder	As at 31 <sup>st</sup> March, 2016		As at 31 <sup>st</sup> March, 2015	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Kalawati Kothari	8,272,600	8.56%	8,272,600	8.56%
Ketan Kothari	53,451,230	55.33%	53,451,230	55.33%
Mohinidev Kothari	7,635,600	7.90%	7,635,600	7.90%
<b>(iv) Aggregate number of bonus shares issued during the period of five years immediately preceding the reporting date</b>				
Particulars	As at 31 <sup>st</sup> March, 2016	As at 31 <sup>st</sup> March, 2015		
Equity Shares allotted as fully paid-up bonus shares (The Bonus Shares were allotted during FY 2013-14)	82,800,000	82,800,000		



(Amount in ₹)

<b>Note 3 : Reserves &amp; Surplus</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
<b>Securities Premium Account</b>		
Opening Balance	2,700,000	2,700,000
Add: Received during the year on issue of Equity Shares	-	-
Closing Balance	<u>2,700,000</u>	<u>2,700,000</u>
<b>General Reserve</b>		
Opening Balance	78,481	78,481
Less: Utilisation / transfers during the year	-	-
Closing Balance	<u>78,481</u>	<u>78,481</u>
<b>Capital Reserve (on Consolidation)</b>		
Opening Balance	4,245,343	4,245,343
Add: - Reserve Created on Consolidation	-	-
Closing Balance	<u>4,245,343</u>	<u>4,245,343</u>
<b>Surplus / (Deficit) in Statement of Profit and Loss</b>		
Opening Balance	14,085,042	7,962,360
Add/(Less): Profit/(Loss) for the year	11,939,447	6,547,272
Less: Retained Earnings	-	(424,590)
Closing Balance	<u>26,024,489</u>	<u>14,085,042</u>
<b>TOTAL</b>	<b><u>33,048,313</u></b>	<b><u>21,108,866</u></b>
<b>Note 4 : Long Term Borrowings</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
Loan from Body Corporates	47,374,261	42,794,247
<b>TOTAL</b>	<b><u>47,374,261</u></b>	<b><u>42,794,247</u></b>
<b>Note 5 : Short Term Borrowings</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
Unsecured Loan - From Others	674,295,093	265,435,887
<b>TOTAL</b>	<b><u>674,295,093</u></b>	<b><u>265,435,887</u></b>
<b>Note 6 : Trade Payables</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
<b>Trade Payables:</b>		
For Services & Expenses - Other than Acceptance	2,691,429	658,168
<b>TOTAL</b>	<b><u>2,691,429</u></b>	<b><u>658,168</u></b>
Based on the information available with the company and verbal confirmation obtained from the suppliers, there are no dues to micro, small and medium enterprises as defined under "The Micro, Small and Medium Enterprises Development Act, 2006" as on 31st March 2016.		



(Amount in ₹)

<b>Note 7 : Other Current Liabilities</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
<b>Other Payables</b>		
Withholding Taxes Payable	8,446,639	1,666,450
Profession Tax Payable	25,025	20,150
VAT Payable	1,701	8,310
Service Tax Payable	202,685	51,099
Bank overdrawn Balance	-	54,282
Other	61,315	61,315
<b>TOTAL</b>	<b>8,737,365</b>	<b>1,861,606</b>

<b>Note 8 : Short Term Provisions</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
<b>Other Provisions</b>		
Provision for Gratuity	309,808	302,885
Provision for Tax (Net of Tax Paid)	-	527,932
<b>TOTAL</b>	<b>309,808</b>	<b>830,817</b>

**Note 9 : Fixed Assets** (Amount in ₹)

Description	Gross Block			Accumulated Depreciation					Net Block		
	Balance as at 31 <sup>st</sup> March 2015	Additions during the Year	Deductions / Adjustments	Balance as at 31 <sup>st</sup> March 2016	Balance as at 31 <sup>st</sup> March 2015	Depreciation For the Year	Deductions / Adjustments	Retained Earnings	Balance as at 31 <sup>st</sup> March 2016	Balance as at 31 <sup>st</sup> March 2016	Balance as at 31 <sup>st</sup> March 2015
<b>TANGIBLE ASSETS - OWNED</b>											
Vehicles	2,037,837	89,765	-	2,127,602	1,328,804	227,895	-	-	1,556,699	570,903	709,033
Computers	3,982,774	146,187	-	4,128,961	2,687,829	853,602	-	-	3,541,430	587,530	1,294,945
Furniture & Fixture	3,332,697	114,852	-	3,447,549	2,512,475	231,141	-	-	2,743,616	703,933	820,222
Office Equipments	1,498,094	23,200	-	1,521,294	1,245,950	117,643	-	-	1,363,593	157,701	252,145
	10,851,402	374,004	-	11,225,406	7,775,057	1,430,281	-	-	9,205,339	2,020,067	3,076,345
<b>IN-TANGIBLE ASSETS - OWNED</b>											
Software	53,500	80,325	-	133,825	33,727	51,552	-	-	85,279	48,546	19,773
	53,500	80,325	-	133,825	33,727	51,552	-	-	85,279	48,546	19,773
<b>TOTAL</b>	<b>10,904,902</b>	<b>454,329</b>	<b>-</b>	<b>11,359,231</b>	<b>7,808,785</b>	<b>1,481,833</b>	<b>-</b>	<b>-</b>	<b>9,290,618</b>	<b>2,068,613</b>	<b>3,096,117</b>
Previous Year	12,878,728	1,826,174	3,800,000	10,904,902	9,038,068	1,446,127	3,099,999	424,589	7,808,785	3,096,117	3,840,660



(Amount in `)

## Note 10 : Non-Current Investments

Particulars	As at 31 <sup>st</sup> March, 2016	As at 31 <sup>st</sup> March, 2015
<b>Other than Trade</b>		
<b>Unquoted Equity Shares, fully paid up - At Cost</b>		
<b>Associates (at Cost)</b>		
94,500 (94,500) equity shares of Rs. 10/- each of Finkurve Bullion Pvt Ltd.	4,545,000	4,545,000
Less: - Share of post acquisition profit/(loss) (to the extent value of Investment)	(4,545,000)	(4,545,000)
<b>Others</b>		
38,191 equity shares of Rs. 10/- each of Indian Bullion Market Ltd	381,910	381,910
Less:- Provision for diminution in investment	(381,910)	(381,910)
100 equity shares of Rs 10/- each of Rupee Co-op. Bank Limited	1,000	1,000
<b>Quoted Equity Shares, fully paid up - At Cost</b>		
<b>Others</b>		
1000 equity shares of Rs. 10/- each of DB Realty Limited	95,272	95,272
8000 equity shares of Rs. 1/- each of Delta Corporation Limited	671,458	671,458
400 equity shares of Rs. 10/- each of Butterfly Gandhimathi Appliances Limited	151,449	151,449
15000 equity shares of Rs. 1/- each of HCC Limited	551,427	551,427
30000 equity shares of Rs. 1/- each of Himachal Futuristic Communication Limited	517,700	517,700
16000 equity shares of Rs. 10/- each of IFCI Limited	709,801	709,801
1000 equity shares of Rs. 10/- each of ITI Limited	43,208	43,208
5000 equity shares of Rs. 2/- each of IVRCI Limited	147,943	147,943
5000 equity shares of Rs. 10/- each of Uttam Value Steel Ltd (Formerly Lloyd Steel Ltd)	98,043	98,043
1000 equity shares of Rs. 10/- each of Mangalam Drugs Limited	18,083	18,083
1239 equity shares of Rs. 10/- each of Mawana Sugars Limited	296,386	296,386
5000 equity shares of Rs. 10/- each of Mahanagar Telephone Nigam Limited	111,483	111,483
1000 (P.Yr. 5000) equity shares of Rs. 10/- each of Nirlon Limited	58,070	58,070
1000 (P.Yr. 2000) equity shares of Rs. 10/- each of Onward Technology Limited	69,492	69,492
45 equity shares of Rs. 10/- each of Orbit Corporation Limited	2,383	2,383
1500 equity shares of Rs. 10/- each of Royal Cushion Limited	44,775	44,775
100 equity shares of Rs. 10/- each of Sahara Housing Limited	63,973	63,973
117 equity shares of Rs. 2/- each of Tech Mahindra Ltd (formerly Satyam Computer Ltd)	73,227	73,227
1000 equity shares of Rs. 10/- each of Shilpi Cable Technologies Limited	23,571	23,571
2125 equity shares of Rs. 5/- each of Reliance Media Works Limited	545,017	545,017
1500 equity shares of Rs. 5/- each of Reliance Broadcast Networks Limited	87,706	87,706
875 equity shares of Rs. 10/- each of Reliance Power Limited	80,961	80,961
5000 equity shares of Rs. 10/- each of Zenith Birla India Limited	86,500	86,500
15000 equity shares of Rs. 10/- each of MEP Infrastructure Developers Ltd.	836,542	-
1000 equity shares of Rs. 1/- each of Adani Enterprise Ltd.	112,272	-
1000 equity shares of Rs. 2/- each of HDFC Bank Ltd	993,973	-
500 equity shares of Rs. 10/- each of L&T Ltd.	772,786	-
500 equity shares of Rs. 10/- each of SML Isuzu Ltd.	579,026	-
1000 equity shares of Rs. 10/- each of ANG Industries Ltd.	45,140	-
500 equity shares of Rs. 2/- each of Sequent Scientific Ltd.	54,662	-
2000 equity shares of Rs. 10/- each of Reliance Infrastructure Ltd.	1,203,133	-
5000 equity shares of Rs. 10/- each of Spice Jet Ltd.	437,213	-
500 equity shares of Rs. 1/- each of Hindustan Unilever Ltd	406,711	-
968 equity shares of Rs. 5/- each of Tech Mahindra Ltd	254,837	-
<b>TOTAL</b>	<b>10,245,221</b>	<b>4,548,928</b>
Agregate amount of unquoted investments	382,910	382,910
Agregate Market Value of quoted investments	7,767,715	3,299,694
Agregate provision for diminution in value of investments	381,910	381,910



(Amount in `)

<b>Note 11 : Deferred Tax Assets (Net)</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
<b>Deferred Tax Assets</b>		
Tax Effect of item constituting Deferred Tax Liability		
- Depreciation	(22,366)	(78,614)
Tax Effect of item constituting Deferred Tax Assets		
- Depreciation	237,992	207,855
- Unabsorbed Depreciation	87,761	87,761
- Brought Forward Losses	774,652	3,159,521
<b>TOTAL</b>	<b>1,078,039</b>	<b>3,376,523</b>
The company has recognised deferred tax assets on unabsorbed depreciation and brought forward business losses based on the Management's estimates of future activity and profits of the company and based on virtual certainty that the assets will be realised in future.		
<b>Note 12 : Long-Term Loans and Advances</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
Unsecured, Considered good		
Capital Advances	-	5,600,000
Security Deposits	114,210	110,460
Other Loan and Advances		
- Prepaid Expenses	-	15,940
<b>TOTAL</b>	<b>114,210</b>	<b>5,726,400</b>
<b>Note 13 : Other Non Current Assets</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
Fixed Deposits with Bank with more than 12 months maturity	22,182,346	20,267,785
<b>Unamortized Expenses</b> (To the extent not written off or adjusted)		
Deffered Revenue Expenses		
As per Last Balance Sheet	344,390	-
Add:- Incurred During the Year	-	459,190
Less:- Written off during the year	114,800	114,800
<b>TOTAL</b>	<b>22,411,936</b>	<b>20,612,175</b>
<b>Note 14 : Current Investments</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
<b>Investment in Mutual Funds - Quoted</b>		
2046.50 units of Axis Liquid Fund-Daily Divd. Reinvestment(CF-DR)	2,047,162	-
<b>TOTAL</b>	<b>2,047,162</b>	<b>-</b>
Agregate amount of unquoted investments	2,047,810	-
Agregate provision for diminution in value of investments	-	-
<b>Note 15 : Inventories</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
Inventory of Shares and Securities (Valued at Cost or market value whichever is lower)	47,674,769	39,638,910
<b>TOTAL</b>	<b>47,674,769</b>	<b>39,638,910</b>





(Amount in `)

<b>Note 16 : Trade Receivables</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
<b>Unsecured, Considered good</b>		
Outstanding for a period exceeding six month from the date they are due for payment	12,922,288	952,285
Other Trade Receivables	1,696,445	163,292
<b>TOTAL</b>	<b>14,618,733</b>	<b>1,115,577</b>
<b>Note 17 : Cash and Cash Equivalents</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
Cash on Hand	17,960,947	21,391,177
Cheques on Hands	-	5,000,000
Balance with Banks		
- In Current Accounts	22,007,647	37,258,380
- In Fixed Deposits Account		
- with original maturity of more than 12 months	22,182,346	21,280,427
Less: - Amount disclosed under other non current assets	(22,182,346)	(20,267,785)
<b>TOTAL</b>	<b>39,968,594</b>	<b>64,662,199</b>
<b>Note 18 : Short Term Loans and Advances</b>		
<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2016</b>	<b>As at 31<sup>st</sup> March, 2015</b>
Security and Other Deposits	1,021,939	829,501
Loans / Advances to Employees	1,971,500	1,998,000
Loans to Related Parties (Unsecured, Considered Good)	372,867,305	135,696,132
Other Loan and Advances (Unsecured, Considered Good)		
- Advances recoverable in cash or in kind or for value to be received	1,761,420	-
- Loans Given	355,201,341	167,204,840
- Margin Money	1,246,667	-
Prepaid expenses	517,171	437,106
Balance with Government Authorities		
- Advance Income Tax & Tax Deducted at Source (Net of Provision)	7,876,520	-
- MAT Credit Entitlement	1,896,377	520,758
<b>TOTAL</b>	<b>744,360,239</b>	<b>306,686,336</b>
<b>Note 19 : Revenue from Operations</b>		
<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2016</b>	<b>For the year ended 31<sup>st</sup> March, 2015</b>
Sales	4,839,650,579	9,175,665,363
Income from Derivatives Trading	3,937,023	2,959,074
Interest on Loans	94,098,755	19,733,995
Dividend	47,162	11,727
<b>TOTAL</b>	<b>4,937,733,519</b>	<b>9,198,370,159</b>



(Amount in ₹)

<b>Note 20 : Other Income</b>		
<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2016</b>	<b>For the year ended 31<sup>st</sup> March, 2015</b>
Interest on Fixed Deposit with Bank	2,189,907	1,538,651
Interest - Other	781,071	400,739
Rent - ATM Machine	300,000	38,226
Dividend	36,533	37,590
Profit on sale of fixed asset	-	633,332
Net gain on Sale of Investments	242,498	182,949
Forward Contract Profit	-	688,420
Other	684,045	781,385
<b>TOTAL</b>	<b>4,234,054</b>	<b>4,301,293</b>
<b>Note 21 : Purchases</b>		
<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2016</b>	<b>For the year ended 31<sup>st</sup> March, 2015</b>
Purchases	4,824,196,237	9,159,444,268
<b>TOTAL</b>	<b>4,824,196,237</b>	<b>9,159,444,268</b>
<b>Note 22: Change in Inventories</b>		
<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2016</b>	<b>For the year ended 31<sup>st</sup> March, 2015</b>
Inventory as at the beginning of the year	39,638,910	25,788,524
Inventory as at the end of the year	(47,674,769)	(39,638,910)
<b>TOTAL</b>	<b>(8,035,859)</b>	<b>(13,850,386)</b>
<b>Note 23 : Employes Benefits Expenses</b>		
<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2016</b>	<b>For the year ended 31<sup>st</sup> March, 2015</b>
Salaries, Wages, Stipends and Incentives	6,531,788	6,712,765
Gratuity	6,923	-
Director Remuneration	1,345,000	1,409,500
Staff Welfare Expenses	1,242,243	1,277,011
<b>TOTAL</b>	<b>9,125,954</b>	<b>9,399,276</b>
<b>Note 24 : Finance Cost</b>		
<b>Particulars</b>	<b>For the year ended 31<sup>st</sup> March, 2016</b>	<b>For the year ended 31<sup>st</sup> March, 2015</b>
Interest paid to others	83,699,251	16,352,378
Interest paid to Bank	236,186	86,007
<b>TOTAL</b>	<b>83,935,437</b>	<b>16,438,385</b>



(Amount in ₹)

Note 25 : Other Expenses		
Particulars	For the year ended 31 <sup>st</sup> March, 2016	For the year ended 31 <sup>st</sup> March, 2015
<b>Administrative and General Expenses</b>		
Clearing and Forwarding Charges	42,555	186,244
Exchange Dues	114,466	171,236
Export Expenses	82,500	172,267
Inland Export Expenses	1,568,950	1,480,763
Electricity Expenses	1,201,935	883,789
Repairs & Maintenance Expenses - Other	345,427	547,239
Repairs & Maintenance Expenses - Machinery	89,950	-
Legal and Professional Fees	948,813	452,875
Insurance	603,423	621,315
Export Insurance	-	71,801
Donation	-	1,200,000
Commission	291,048	256,371
Printing & Stationary	155,852	142,655
Postage & Courier Charges	382,742	351,704
Conveyance	348,269	318,420
<b>Payment to Auditors (including service tax)</b>		
Statutory Audit Fees	242,098	198,552
Tax Audit Fees	54,700	65,600
Income Tax Matters	11,500	-
Certification	14,250	14,045
Other services	74,275	-
Rent	1,278,652	1,194,905
Travelling Expenses	178,651	727,148
Rates & Taxes	208,030	252,356
Telephone & Communication Expenses	849,674	724,408
Advertisement and Publishing Expenses	112,764	152,263
Deferred Revenue Expenses written off	114,800	114,800
Vehical Running Expenses	320,064	399,282
Miscellaneous Expenses	1,695,567	1,381,953
<b>TOTAL</b>	<b>11,330,953</b>	<b>12,081,991</b>

**26. Contingent liabilities, commitments and event occurring after the balance sheet date:**

Contingent liability not provided for in the books of subsidiary Rs. 11,11,740/- (Previous Year Rs. Nil)

During the year, in the case of subsidiary, Finkurve Commodities Pvt Ltd, assessment u/s 143(3) r.w.s. 153A of the Income Tax Act, 1961 was carried out pursuant to search and seizure action u/s 132 of the Income Tax Act, 1961 and following demands were raised by the Income Tax assessing officer u/s 156 of Income Tax Act, 1961:-

Sr. No.	Demand u/s 156	AY	Remark
1.	Rs. 10,54,240	2011-12	Appeal is filed u/s 246A with the CIT(Appeals) on 25.04.16
2.	Rs. 57,500	2013-14	Appeal is filed u/s 246A with the CIT(Appeals) on 25.04.16

The management of the subsidiary is in view of winning the appeal, hence the liability is not provided in the books of accounts.

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

**DISCLOSURES UNDER ACCOUNTING STANDARDS****27. Segment Information:**

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

**iii. Information about Segment are as follows: -****(Rs. In Lacs)**

Particulars	NBFC Activity	Foreign Exchange Trading	Commodities Trading	Total Consolidated
<b>REVENUE</b>				
Operational Income	942.36	14480.34	33954.63	49377.34
Other Income	3.37	0.26	38.71	42.34
Total Revenue	945.73	14480.61	33993.34	49419.68
<b>RESULT</b>				
Operating Profit /(Loss) before Interest, Depreciation and Tax	915.66	0.90	136.94	1053.50
Interest Expenses	832.02	0.59	6.74	839.35
Depreciation	7.81	0.49	6.51	14.82
Tax Expenses (Including Deferred) – Liability / (Assets)	23.29	0.21	42.87	66.36
<b>Profit / (Loss) from Ordinary Activity</b>	<b>52.54</b>	<b>(0.38)</b>	<b>80.81</b>	<b>132.97</b>
Add: - Exceptional Item	-	-	-	-
<b>Net Profit / (Loss)</b>	<b>52.54</b>	<b>(0.38)</b>	<b>80.81</b>	<b>132.97</b>
(before Minority Interest)				
Minority Interest	-	-	13.58	13.58
<b>Net Profit / (Loss)</b>	<b>52.54</b>	<b>(0.38)</b>	<b>67.24</b>	<b>119.39</b>
<b>OTHER INFORMATION</b>				
Segment Assets/ Total Assets	7345.39	132.16	1368.33	8845.88
Segment Liability	7237.08	6.12	90.88	7334.08
Minority Interest	-	-	13.58	215.31
Total Liability	7237.08	6.12	104.46	7549.39
Capital Employed	108.30	126.05	1277.45	1511.80



**28. Related Party Disclosure:**

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

<b>NAMES OF THE RELATED PARTY</b>	<b>NATURE OF RELATIONSHIP</b>
<b>Key Management Personnel</b>	
Mr. Kamlesh B. Jain	Director
Mr. Ketan Kothari	Director
Mr. Sachin Kothari	Director
Mrs. Riddhi Tilwani	Director
Mr. Bharat Vardhan	Director
Mr. Sangeeta Singh	Director
Mrs. Bhawna Bafna	Director
<b>Relatives of KMP</b>	
Mr. Bhawarlal Kothari	Relative of Director
Mrs. Mohini Kothari	Relative of Director
Mrs. Silky Kothari	Relative of Director
<b>Company owned or controlled by KMP/Relatives</b>	
Supama Financial Services Ltd	Director is Director
Supama Infra Services Ltd	Director is Director
Raha Payment Solutions Private Limited	Director is Director
House of Clocks & Watches Private Limited	Director is Director
Riddhi-Siddhi Bullions Ltd	Director is Director
BSK Realtors LLP	Director is Partner
Supama Realtors LLP	Director is Partner
Supama Developers LLP	Director is Partner
Supama Nicnish	Director is Partner
Supama Nicnish Realtors LLP	Director is Partner
Haven Infoline LLP	Director is Partner
Badami Trading LLP	Director is Partner
Badami Enterprise LLP	Relative is Partner
Badami Developers LLP	Director is Partner
Badami Investment	Director is Partner
<b>Associates</b>	
Finkurve Bullion Pvt Ltd	

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2016

## b) Transactions with Related Parties during the year

(Amount in ₹)

Sr. No	NATURE OF TRANSACTIONS AND NAME OF THE RELATED PARTY	KEY MANAGEMENT PERSONNEL	RELATIVES OF KEY MANAGEMENT PERSONNEL	ENTERPRISES OWNED OR CONTROLLED BY K.M.P. OR RELATIVES	ASSOCIATES	GRAND TOTAL
1	Interest Received	-	-	3,77,08,347	25,91,937	4,03,00,284
2	Rent Received	-	-	3,00,000	-	3,00,000
3	Rent Paid	-	4,80,000	-	-	4,80,000
4	Director Remuneration	11,60,000	-	-	-	13,45,000
5	Purchase of trading goods	80,151	6,57,400	9,55,325	2,47,84,401	2,64,77,277
6	Sales of trading goods	3,56,245	10,39,460	18,50,647	-	32,46,352
7	Advances Given	-	-	-	5,00,000	5,00,000
8	Loans Given	-	-	68,98,32,040	9,53,07,033	78,51,39,073
9	Loan Received Back	-	-	46,86,98,080	10,47,00,000	57,33,98,080
10	Loan Taken during the year	-	-	1,54,08,87,050	-	1,54,08,87,050
11	Loan refunded back	-	-	1,72,66,06,177	-	1,72,66,06,177
	<b>BALANCE OUTSTANDING AS AT THE END OF YEAR</b>					
1	Trade Payable	51,500	-	-	-	51,500
2	Trade Receivable	3,52,829	4,01,074	14,55,481	-	22,09,384
3	Investments	-	-	-	45,45,000	45,45,000
4	Advances Given	-	-	-	5,00,000	5,00,000
5	Loans Given	-	-	37,28,67,305	-	37,28,67,305

## Signature to Notes 1 to 28

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

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

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

Sd/-  
**Ketan Kothari**  
Director  
(DIN: 00230725)

Sd/-  
**Sachin Kothari**  
Executive Director  
(DIN: 03155884)

Place: Mumbai  
Date: 30<sup>th</sup> May, 2015

Sd/-  
**Sunny Parekh**  
Company Secretary

Sd/-  
**Santosh Dakare**  
CFO



# FINKURVE FINANCIAL SERVICES LIMITED

CIN:L65990MH1984PLC032403

Regd. Off.: : 3<sup>rd</sup> Floor, Bullion House, 115 Tambakatta Lane, Zaveri Bazar, Mumbai - 400003  
Website: www.finkurve.com, E-mail id: finkurvefinancial@gmail.com

## ATTENDANCE SLIP

**32<sup>st</sup> Annual General Meeting - 30<sup>th</sup> September, 2016**

Regd. Folio No. ....

Client ID / DP ID: .....

No. of Shares held .....

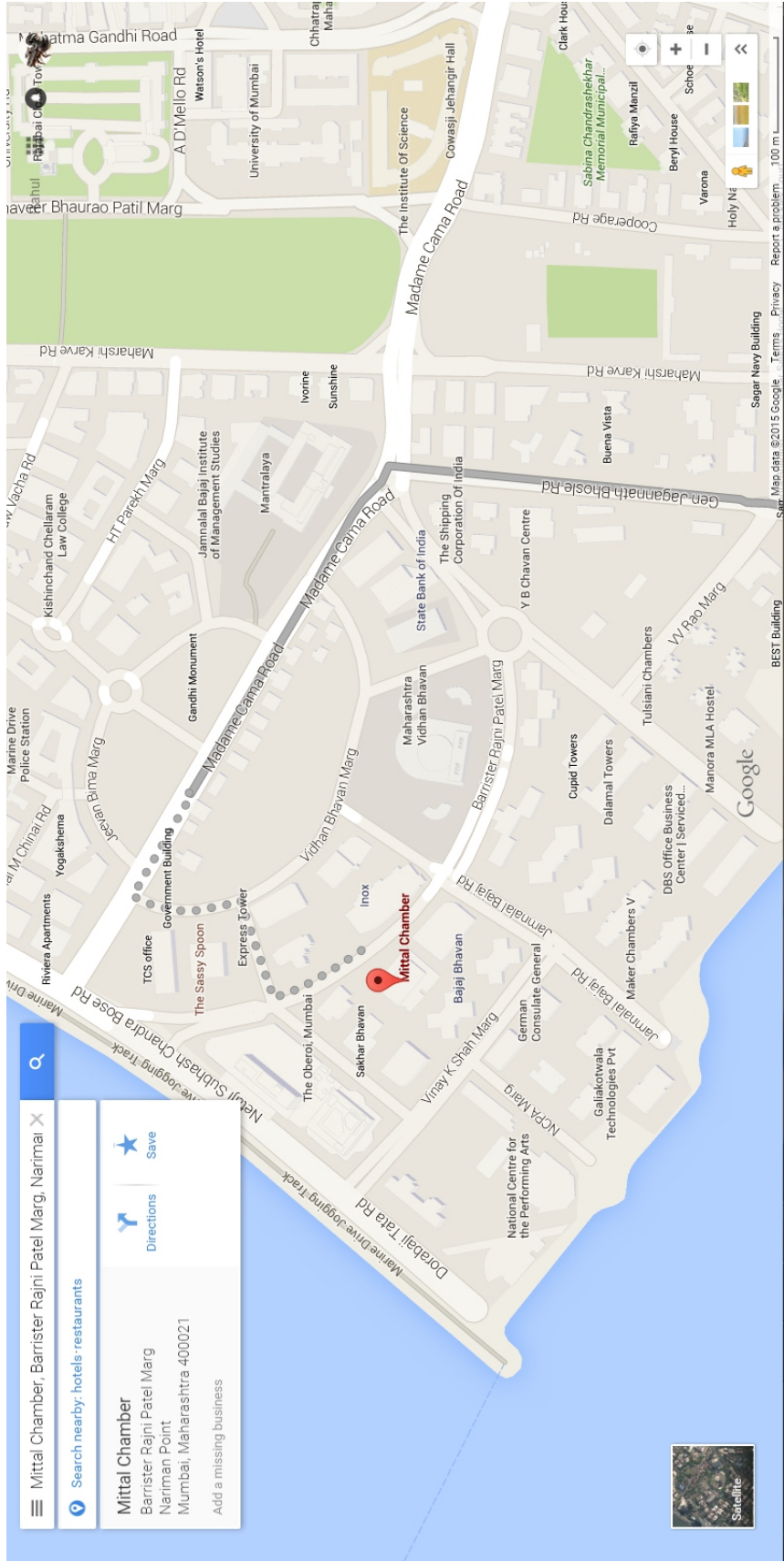
I, ..... (Name in Block Letter) hereby record my presence at the **32<sup>nd</sup> Annual General Meeting** of the Company being held on Friday, 30<sup>th</sup> day of September, 2016 at 2.00p.m at Office No. 114, 11<sup>th</sup> Floor, Mittal Chambers, Opposite INOX Theatre, Nariman Point, Mumbai-400 021.

Date: \_\_\_\_\_, 2015

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

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

-----



Mittal Chamber, Barrister Rajni Patel Marg, Nariman Point

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# FINKURVE FINANCIAL SERVICES LIMITED

**CIN:L65990MH1984PLC032403**

**Regd. Off.:** 3<sup>rd</sup> Floor, Bullion House, 115 Tambakatta Lane, Zaveri Bazar, Mumbai - 400003  
Website: www.finkurve.com, E-mail id: finkurvefinancial@gmail.com

## Form No. MGT-11 Proxy form

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

**CIN:** L65990MH1984PLC032403

**Name of the Company:** Finkurve Financial Services Limited

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

**Name of the member(s):**

**Registered Address:**

**E-mail ID:**

**Folio No. / Client ID:**

**DP ID:**

I/We, being the member(s) of ..... shares of the above named Company, hereby appoint

1. Name: .....

Address:

E-mail Id:

Signature: ....., or failing him

2. Name: .....

Address:

E-mail Id:

Signature: ....., or failing him

3. Name: .....

Address:

E-mail Id:

Signature: ....., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32<sup>nd</sup> Annual General Meeting of the Company, to be held on the Friday, 30<sup>th</sup> September, 2016 at 2.00 p.m. at Office No. 114, 11<sup>th</sup> Floor, Mittal Chambers, Opp. INOX Theatre, Nariman Point, Mumbai –400 021 and at any adjournment thereof in respect of such resolutions as are indicated below:

### Resolution No.

1.....

2.....

3.....

Signed this..... day of..... 20.....

Affix  
Revenue  
Stamp

**Signature of Shareholder**

**Signature of Proxy holder(s)**

**Note:** This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

*If undelivered please return to:*

**FINKURVE FINANCIAL SERVICES LIMITED**

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