### NOTICE

**NOTICE** is hereby given that the 27<sup>th</sup> Annual General Meeting of the members of M/s. Amulya Leasing and Finance Limited will be held on Friday, August 30, 2013 at IMA-East Delhi Building, 35-X, Institutional Area, Karkardooma, Delhi-110 092 at 1:30 P.M. to transact the following business:

#### **ORDINARY BUSINESS**

- 1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2013 and the Statement of Profit & Loss Account for the year ended on that date, together with the Reports of the Board of Directors and Auditors thereon.
- 2. To appoint a Director in place of Mrs. Meenakshi Gupta, who retires from office by rotation, and being eligible, offers herself for re-appointment.
- 3. To appoint Auditors 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 an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 224 and other applicable provisions, if any, of the Companies Act, 1956, M/s. R. Mahajan & Associates (Regn. No. 011348N), Chartered Accountants, New Delhi, the retiring auditors, be and are hereby re-appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Meeting till the conclusion of the next Annual General Meeting of the Company and that the Board of Directors of the Company be and is here by authorised to fix their remuneration for the said period."

Registered Office:

106, Hargobind Enclave Vikas Marg, Delhi-110092 Place: Delhi

Date: May 25, 2013

By Order of the Board Amulya Leasing And Finance Limited

Nitu Gupta Company Secretary

#### NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND THE MEETING AND VOTE ON A POLL, IF ANY, INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE THE MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY AT THE REGISTERED OFFICE, NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING. A BLANK PROXY FORM IS ANNEXED TO THIS NOTICE.
- 2. Brief resume of directors seeking appointment/re-appointment as required in Clause 49 of the Listing Agreement is as follows:

Name of Director	Mrs. Meenakshi Gupta
Date of birth	November 11, 1979
Date of Appointment	January 5, 2011
Expertise in specific functional area	Experience of more than 10 years in business and administration.
Qualification	Graduate
Shareholding of Director in the Company	Nil
List of other companies in which directorships are held	Nil

- 3. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, August 19, 2013 to Friday, August 30, 2013 (both days inclusive) for the purpose of ensuing Annual General Meeting.
- 4. Members are requested to refer any change of address etc.:

- To the Company's Registrar in respect of their physical share folios.

  To their Depository Participants (DPs) in respect of their electronic demat accounts.
- 5. Members are requested to:
  - Send their queries, if any at least 10 days in advance of meeting so that the information can be made available.
  - Note that copies of the Annual Report will not be distributed at the Annual General Meeting.
  - Note that no gifts/coupons will be distributed at the Annual General Meeting.
- 6. Members holding shares in multiple folios are requested to apply for consolidation to the Company or its Registrar along with relevant share certificates.
- 7. Reserve Bank of India has, vide its Circular No. RBI/2009-10/109/DPSS (CO) EPPD No. 191/04.01.01/2009-10, dated July 29, 2009 instructed the banks to move to the National Electronic Clearing Services (NECS) platform with effect from October 1, 2009. In view of the aforesaid, the shareholders are requested to forthwith furnish to the Company or RTA, their new bank account number allotted to them, after the bank has implemented the Core Banking System (CBS), along with the name of the bank, branch details, the 9 digit MICR Code and the account type along with their folio number and a photocopy of the cheque pertaining to their bank account respectively, so that the future dividends, if declared, can be credited to their bank account, vide the NECS platform. In case shareholders are holding shares in demat form, they are requested to provide the above mentioned details to their respective DPs.
- 8. The Company is obliged to print such bank details on the dividend warrant(s)/NECS advice(s) as furnished by the depositories to the Company and the Company is constrained not to entertain any request for deletion/change in bank details already printed on the dividend warrant(s)/NECS advice(s) based on the information received from the concerned depositories, without confirmation from them. In this regard members are advised to contact their Depository Participant (DP) and furnish them the particulars of any change desired.
- 9. As per the Circular No. MRD/Dop/Cir-5/2009 dated May 20, 2009 issued by the Securities and Exchange Board of India (SEBI), it is mandatory to quote PAN for transfer/transmission of shares in physical form. Therefore, the transferee(s)/legal heirs are required to furnish a copy of their PAN to the Registrar and Share Transfer Agent of the Company.

## **GREEN INITIATIVE**

The Ministry of Corporate Affairs, Government of India has introduced a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies for service of documents to their members through electronic mode, which will be in compliance with Section 53 of the Companies Act, 1956.

Your Company whole-heartedly welcomed and supported the Green Initiative taken by the MCA and in the year 2011, your Company gave option to its shareholders to register/update their email IDs with the Company or the concerned depository to allow the Company to send documents in electronic form.

The response of the Shareholders who had registered their email ID was quite encouraging and they appreciated the endeavour of the Company to protect the environment by saving papers. The Shareholders who have not yet registered their e-mail IDs with the Company/RTA are once again requested to register the same for receiving the Report and Accounts, Notices etc. in electronic mode.

Please note that as a shareholder of the Company, you are always entitled to request and receive, free of cost, a copy of Annual Report and other documents in accordance with the provisions of the Companies Act, 1956.

Registered Office:

106, Hargobind Enclave Vikas Marg, Delhi-110092

Place: Delhi Date: May 25, 2013 By Order of the Board Amulya Leasing And Finance Limited

> Nitu Gupta Company Secretary

#### **DIRECTORS' REPORT**

To.

The Members of Amulya Leasing and Finance Limited.

The Board of Directors have pleasure in presenting the 27<sup>th</sup> Annual Report on the business and operations of the Company together with the audited financial statements and accounts for the year ended March 31, 2013.

#### PERFORMANCE REVIEW

During the year under review, the Company has earned a Net Profit of Rs. 3,563,946.82 as compared to a Net Profit of Rs. 3,421,554.26 in the previous year. The Financial sector remain subdued during FY 2012-13 and the company averse of any risk to be taken for small gains and hence no operations being carried out during the year under review. Your directors are taking various initiatives for overall better performance of the company, improved profits in the years to come. The details of financial performance of the Company are appearing in the Balance Sheet and Profit & Loss Account for the year ended annexed herewith.

#### DIVIDEND

The Company has inadequate profits during the year under review and as such your Directors do not recommend any dividend considering the need to augment the resources for operational purposes.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A detailed discussion on the Company's operations is presented in the chapter on Management Discussion and Analysis, which forms part of this Annual Report.

#### **FUTURE OUTLOOK**

In the current year the global economy continued to witness sluggish growth. Overall growth at 3 per cent was 0.5 per cent lower compared to the pre crisis levels in 2008. The growth of Indian economy also slowed down significantly. GDP growth for the Financial year 2012-13 is expected to be around 5 per cent, the slowest growth in more than a decade. Inflation, an area of significant concern of the Reserve Bank of India (RBI), eased considerably in the latter part of the year and was 5.96 per cent in March 2013. Despite the easing of inflation the RBI adopted a conservative approach and reduced the rates by only 25 basis points in March 2013. Liquidity remained under pressure throughout the year because of persistently high government cash balances with RBI and elevated incremental credit to deposit ratio for significant part of the year. The government is very much serious to improve the growth of overall economy by means of implementation of new and speedy projects of infrastructure / basic needs utilities development in rural areas. Your directors hope for improvement in the performance of the company as the steps for development will be taken by the government which ultimately leads to financial sector reforms in coming days and henceforth implementation of innovative and effective decisions.

## **DIRECTORS**

Mrs. Meenakshi Gupta retires by rotation at the ensuing Annual General Meeting and being eligible offers herself for reappointment. Necessary resolution for the re-appointment of the aforesaid director has been included in the Notice convening the Annual General Meeting.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 217(2AA) of the Companies Act, 1956, with respect to the Directors' Responsibility Statement, it is hereby confirmed:

- a) that in the preparation of the accounts for the financial year ended March 31, 2013, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) that the directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review;
- c) that the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and preventing and detecting fraud and other irregularities;
- d) That the directors have prepared the accounts for the financial year ended March 31, 2013 on a going concern basis.

#### CORPORATE GOVERNANCE REPORT

A report on Corporate Governance as stipulated under Clause 49 of the Listing Agreement form part of the Annual Report. A certificate from M/s. R. Mahajan & Associates, Chartered Accountants with regard to Compliance of the provisions of clause 49 of the listing agreement, by your company, is attached hereto as Annexure and forms part of this report.

Your Company has taken adequate steps for strict compliance with the Corporate Governance guidelines, as amended from time to time.

#### **AUDIT COMMITTEE**

The Audit Committee of the Board of Directors, which is to function in accordance to terms of reference as contained in Clause 49(II)(c), (d) & (e) of the Listing Agreement and Section 292A of the Companies Act, 1956, comprises of 3 members namely Mr. Rahul Jain, Mr. Rajeev Kohli and Mr. Sameer Gupta and Mr. Rahul Jain acts as the Chairman of the said Committee. The committee reviews the company's financial information and the quarterly/ half yearly/ annual financial statements before they are submitted to the Board of Directors and performs such other functions in accordance with the terms of its reference. The Audit Committee of your company has been functioning in compliance to the afore-mentioned guidelines.

### **AUDITORS**

M/s. R. Mahajan & Associates, Chartered Accountants, the retiring Auditors, have informed that they are offering themselves for reappointment. The Company has received letter from them to the effect that their appointment, if made, would be within the limit prescribed under Section 224(1B) of the Companies Act, 1956.

Notes to Accounts, referred in the Auditors Report, are self-explanatory and therefore do not require any further comments.

#### FIXED DEPOSITS

During FY 2012-13, the company did not accept/renew any deposits within the meaning of Section 58A of the Companies Act, 1956 and the rules made there under and, as such, no amount of principal or interest was outstanding as on the Date of Balance Sheet.

#### UNCLAIMED/UNPAID DIVIDEND

Your Company has not declared any dividend so far. Thus, there is no unclaimed or unpaid dividend as on March 31, 2013.

## PARTICULARS OF EMPLOYEES

There is no employee whose particulars are required to be furnished in terms of Section 217(2A) of the Companies Act, 1956 and rules made there under.

## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Your company has no activity relating to conservation of energy and technology absorption. The company did not have any foreign exchange income or outgo.

## RESERVE BANK OF INDIA'S DIRECTIONS

Your Company, being a Non Banking Finance Company (NBFC), continues to comply with all the requirements prescribed by the Reserve Bank of India from time to time.

#### LISTING

The equity shares of the company are listed at Bombay Stock Exchange and Delhi Stock Exchange.

#### **ACKNOWLEDGEMENT**

The Board acknowledges with gratitude the co-operation and assistance provided by the Company's bankers, financers, government and non-government agencies. The relationship with the employees remained cordial and your Director's wish to place on record their appreciation for the contribution made by the employees at all levels. The Directors also thanks the shareholders for their continued support.

For and on behalf of the Board of Directors

Place: Delhi (Sameer Gupta) (Meenakshi Gupta)
Director Director

Dated: May 25, 2013

#### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

#### INDUSTRY STRUCTURE AND DEVELOPMENT

The FY 2012-13 is very tough for all the economy and India's GDP growth expected to decline and manufacturing industrial sector is the worst hit in terms of sales and earnings potential. There are many other challenges which the industry as a whole to face in the next few years. The capital market remains volatile for most of the year and have lost the confidence of retail investors at large, among others. The performance of banking and other non-banking financial companies also got effected and remain cautious for most of the year due to regulatory measures taken by the government. The situation of the Indian economy will improve by implementation of adequate and corrective measures in both financial and manufacturing sector. A strong government intervention to mitigate this adverse situation and take the economy on a path of steadily growth also can't be denied.

#### **OUTLOOK, RISK AND CONCERN**

While the FY 2012-13 faced considerable headwinds from liquidity tightness, pressure on exchange rates, fiscal and current account deficit leading to a decline in business confidence, FY 2013-14 is expected to be better than FY13 as the consumption-investment mix is expected to improve in favour of the later. However, during second half of FY 13, there was some stability in macro environment, largely as a result of series of steps undertaken by government such as liberalizing of FDI regime in certain sectors, rationalization of retail fuel prices and reining on of fiscal spending; although a lot more remains to be done. While the situation appeared to be improving, some recent developments on the political front have once again raised concerns about Government's ability to carry forward the reform process.

Of the various risks financial sector companies are exposed to, key risks include market, credit and operational risk. Market Risk comprises the uncertainty of economic growth levels, inflation, prices, interest rates, foreign exchange rates, and other macroeconomic factors beyond our control. The Company manages these risks and intends to maintain its focus on investments in shares, securities, mutual funds and infrastructure bonds by maintaining a conservative financial profile and by following prudent business and risk management practices. The Company has been fully compliant with all the guidelines, regulations and directions of Reserve Bank of India, as applicable.

## **OPPORTUNITIES AND THREATS**

The year FY 2013 started on a note of optimism. However, stubborn inflation, high fiscal and current account deficit, slow pace of reforms, sluggish recovery of US economy and continued Eurozone crisis soon led to the sliding of Indian GDP growth to around 5%. Despite various adverse factors we firmly believe that Indian economy will grow and hence the growth of financial services sector presents us with exciting opportunities like India's long-term growth story remains intact notwithstanding declining growth in the past year or two. This presents vast opportunities for us to grow our businesses in the medium to long term, though short-term pain remains a possibility. Broadly, financial services markets are expected to grow four to five folds by 2020 as per leading financial sector houses research report. With nearly 70% of Indian household savings currently finding banks as the most favoured destination, scope for diversification of savings through other channels like mutual funds or insurance and through diversification in other asset classes like equities, bonds and commodities are immense. We further believe the policy liberalization and forward-looking regulatory changes will help markets grow in size.

At the same time, we perceive some threats for growth of financial services sector like macroeconomic environment including high inflation, high interest rates, liquidity issues, global commodities prices, fiscal and current account deficit and Eurozone crisis can play spoilsport with the India growth story. While positive Government policies and regulatory changes do enlarge the scope of opportunities for financial sector companies, lack of or delay in reforms or certain regulatory changes can significantly impact the performance or make an existing business model unviable.

## <u>ADEQUACY OF INTERNAL CONTROL SYSTEM</u>

The company has adopted internal control system to ensure operational efficiency, proper accounting control and conservation of resources, accuracy and promptness in financial reporting and general economic trend, while protecting assets from unauthorized use or losses and compliance of laws and regulations. The Internal Control procedures adopted by the company have been functioning well, as a result of which availability of accurate financial information is available to the concerned personnel in timely manner.

The Audit Committee of the Company's Board of Directors reviews the internal audit reports and the adequacy and effectiveness of internal controls.

#### SEGMENT WISE PERFORMANCE

The Company presently operates only in one business segment.

## **FINANCIAL PERFORMANCE**

During the year under review, the Company has earned a Net Profit of Rs. 3,563,946.82 as compared to a Net Profit of Rs. 3,421,554.26 in the previous year. The Financial sector remain subdued during FY 2012-13 and the company averse of any risk to

be taken for small gains and hence no operations being carried out during the year under review. The details of financial performance of the Company are appearing in the Balance Sheet and Profit & Loss Account for the year ended annexed herewith.

#### FULFILLMENT OF RBI NORMS AND STANDARDS:

The Company continues to fulfill all applicable norms and standards laid down by the Reserve Bank of India pertaining to prudential norms, income recognition, accounting standards, asset classification and provision of standard assets as applicable to NBFC's.

## **HUMAN RESOURCES**

Human Resources (HR) are the most important resources and the key assets of any organization. The Company has a well-defined organization structure, roles and responsibilities, which helps in ensuring integration of individual and organizational goals. The company takes all steps to harness this resource to its full potential, to ensure fruitful results and to increase the morale of employee and thereby, leading to employee satisfaction, along with increased performance levels at all levels. We focus on identifying leadership qualities amongst individuals and providing employees a work environment wherein they can work to their potential. During the year under review, development of leadership and people capability in the organization continued to be of focus. It further helps to capture employee concerns on an ongoing basis, analyze their concerns to identify need for policy changes, establish one-to-one connect with officers and create a repository of the employee ideas and concerns.

#### **CAUTIONARY STATEMENT**

Certain statements in the Management Discussion and Analysis describing the Company's objectives, predictions may be "forward-looking statements" within the meaning of applicable laws and regulations. Actual results may vary significantly from the forward looking statements contained in this document due to various risks and uncertainties. These risks and uncertainties include the effect of economic and political conditions in India, volatility in interest rates, new regulations and Government policies that may impact the Company's business as well as its ability to implement the strategy. The Company does not undertake to update these statements.

#### REPORT ON CORPORATE GOVERNANCE

The Securities and Exchange Board of India (SEBI) ushered in a formal code of corporate governance (hereinafter the code) through clause 49 in the listing agreement executed by the Company with the stock exchanges. Clause 49 lays down several corporate governance practices, which listed companies are required to adopt. The code has been periodically upgraded to ensure the adoption of best corporate governance practices by the corporates. While most of the practices laid down in clause 49 require mandatory compliance, few are recommendatory in nature. This report sets out the compliance status of the Company with the requirements of corporate governance, as set out in clause 49, for the financial year 2012-13.

Your Company has complied, in all material respects, with the features of Corporate Governance code as per Clause 49 of the Listing Agreement with the Stock Exchanges.

The Status of the Corporate Governance code of the Listing Agreement by Amulya Leasing and Finance Limited is given below:

## 1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Amulya's Corporate Governance principles are based on the principles of transparency, responsibility, accountability, knowledge and commitment to values. The Company adheres to good corporate practices and is constantly striving to better them and adopt emerging best practices. Best results are achieved when the companies begin to treat the corporate governance system not as a mere structure but as a way of corporate life.

The Company firmly believes that these aspects as well as compliances of applicable legislations and timely disclosures enhance the image of the Company and the long term value of all Shareholders and Stakeholders. Broadly, however, good corporate governance practices should aim at striking a balance between interest of various stakeholders on the one hand and the duties and responsibilities of the Board and senior management in overseeing the affairs of the Company on the other.

#### 2. BOARD OF DIRECTORS

#### Composition of Board and other related matters

As on March 31, 2013, the Board consisted of four directors out of which two are Promoter Non-Executive Directors and two are Independent Non-Executive Directors.

The names and categories of the Directors on the Board, their attendance at Board Meetings during the year and at the last Annual General Meeting, and also the number of Directorships and Committee Memberships held by them in other companies are given below:

S. No.	Name of the Director	Designation	No. of Board Meetings held	No. of Board Meetings attended	Last AGM attended	No of other directorship and committee membership and chairmanship.		hip and
						Other Directorship	Committee Membership	Committee Chairmanship
1.	Sameer Gupta	Director/ Promoter/ Non-Executive	6	6	Yes	5*	1	-
2.	Meenakshi Gupta	Director/ Promoter/ Non-Executive	6	6	Yes	-	2	-
3.	Rajeev Kohli	Director/ Independent/ Non-Executive	6	6	Yes	-	2	1
4.	Rahul Jain	Director/ Independent / Non-Executive	6	6	Yes	-	1	2

<sup>\*</sup>Excludes private/ foreign companies

## Changes in the composition of Directors

During the year, there was no change in directorship of the company.

#### **Board Functions & Procedure**

The Board plays a pivotal role in ensuring good governance. Its style of functioning is democratic. The Members of the Board always had complete freedom to express their opinion and decisions are taken after detailed discussions after which, a consensus is reached. They are also free to bring any matter up for discussion at the Board Meetings with the permission of the Chairman.

In accordance with the provisions of Clause 49 of the Listing Agreement, the Board meets at least once in every quarter to review the quarterly results and other items of agenda as required under Annexure 1A of Clause 49 of Listing Agreement, and if necessary, additional meetings are held. It has always been the Company's policy and practice that apart from matters requiring the Board's approval by law, all major decisions including quarterly/yearly results of the Company and its divisions, financial restructuring, capital expenditure proposals, sale and acquisition of material nature of assets, mortgage and guarantee, among others, are regularly placed before the Board. This is in addition to information with regard to detailed analysis of operations, major litigations, feedback reports and minutes of all committee meetings.

#### Number and Dates of Board Meetings held

6 (Six) Board meetings were held during the year ended March 31, 2013. The dates of these meetings were: May 30, 2012, August 14, 2012, September 3, 2012, November 10, 2012, December 24, 2012 and February 8, 2013.

## 3.AUDIT COMMITTEE

The Company has an Audit Committee of Directors. The Committee has the powers similar to those stated in the Listing Agreement and exercises the functions as per terms of reference of the Audit Committee.

#### **Composition of Audit Committee**

The Audit Committee comprises of three Directors. The Chairman of the committee is a Non-Executive Independent Director. All the members of the committee have good financial and accounting knowledge. Statutory Auditors of the Company are invitees to the meetings and Company Secretary acts as secretary of the committee. The minutes of the Audit Committee Meetings are placed before the subsequent Board Meeting.

During FY 2012-13, 4 (four) meetings of the Audit Committee were held on May 30, 2012, August 14, 2012, November 10, 2012 and February 8, 2013.

The composition of the Audit Committee as on March 31, 2013 and the meetings attended by its members are as under:

S.No.	Name of Members	Category	Meetings Attended	Status
1.	Rahul Jain	Independent / Non- executive	4	Chairman
2.	Rajeev Kohli	Independent / Non-executive	4	Member
3.	Sameer Gupta	Promoter / Non-executive	4	Member

The Chairman of Audit Committee was present in the last Annual General Meeting to answer shareholders queries.

#### Scope and functions

The terms of reference of audit committee includes overseeing the audit functions, review of the Company's financial performance, compliance with Accounting Standard and all other matters specified under Clause 49 of the Listing agreement and in Section 292A of the Companies Act, 1956. The Audit Committee's role includes overview of our financial reporting process, recommending the appointment and removal of statutory auditors, fixing audit fees, reviewing management discussion and analysis, annual financial statements prior to submitting those to the Board, reviewing related party transactions and financial risk management policies.

## 4. SHAREHOLDERS' GRIEVANCE/SHARE TRANSFERS COMMITTEE

The Shareholders' Grievance Committee constituted by the Board comprises of three members with an Independent Non-executive Director as Chairman of the committee. During the year, the committee met twice on August 14, 2012 and February 8, 2013 duly attended by all the Committee members. Details of share transfer/transmission etc. as approved by the Committee are placed at the Board Meetings from time to time.

The constitution of Shareholders' Grievance / Share Transfer Committee as on March 31, 2013 is as follows:

S. No.	Name of Members	Category	Status
1.	Rajeev Kohli	Independent/ Non-executive	Chairman
2.	Rahul Jain	Independent/ Non-executive	Member
3.	Meenakshi Gupta	Promoter/ Non-executive	Member

## Scope and functions

The scope and functions of the Committee includes approval of transfer/transmission of shares and other matters like consolidation/split of share certificates, issue of duplicate share certificates, dematerialisation /rematerialisation of shares in stipulated period of time. The Committee also supervises redressal of Investor Grievances and ensures cordial investors relations.

In view of the SEBI Circular No. CIR/OIAE/2/2011 dated June 3, 2011, the Company has obtained a user id and password for processing the investor complaints in a centralized web based SEBI Complaints Redress System 'SCORES'. This enables the investors' online viewing of the actions taken by the Company on the complaints and its current status by logging on the SEBI's website i.e. www.sebi.gov.in.

Details of Shareholders' complaints received and replied to their satisfaction: the Company has adequate systems and procedures to handle the investors' grievances and get the same resolved on priority basis. During the year three investor's complaints were received and resolved within the stipulated time period. By March 31, 2013 no investor complaint was pending.

## **5. REMUNERATION COMMITTEE**

The Board has constituted a Remuneration Committee to evaluate the performance and remuneration of directors and approving remuneration and terms of whole-time directors within the overall ceilings approved by the shareholders. Only one meeting of the committee was called during the year on February 8, 2013 duly attended by all the members of the committee. The decisions of the Remuneration Committee are placed in the subsequent board meeting.

The constitution of the Remuneration Committee as on March 31, 2013 is as follows:

S. No.	Name of Members	Category	Status
1.	Rahul Jain	Independent/ Non-executive	Chairman
2.	Rajeev Kohli	Independent/ Non-executive	Member
3.	Meenakshi Gupta	Promoter/ Non-executive	Member

#### Remuneration to Directors

During the year ended March 31, 2013, no payment was made to any Directors.

## **6. GENERAL BODY MEETINGS:**

(I) The last three Annual General Meetings were held as under:

Financial Year	Location	Date	Time
2011-2012	IMA-East Delhi Building, 35-X, Institutional Area, Kakardooma, Delhi-110 092	29.09.2012	1:30 P.M.
2010-2011	Gg's Banquet, Plot No. 14, Laxmi Nagar District Center, Vikas Marg, Delhi-110092	30.09.2011	2:15 P.M.
2009-2010	Gg's Banquet, Plot No. 14, Laxmi Nagar District Center, Vikas Marg, Delhi-110092	30.09.2010	10:30 P.M.

No Special resolution was put through Postal Ballot during the year. No special resolution was passed in the previous three Annual General Meetings.

## **7. DISCLOSURES**

## a) Management discussion and analysis

The detailed Management discussion and analysis report is given separately in the annual report.

## b) Disclosure on materially significant related party transactions

Transactions with related parties are being disclosed separately in notes to the accounts in the annual report. There was no transaction of material nature with the Directors or the Management during the year that had potential conflicts with the interest of the Company at large.

## c) Detail of non-compliance, penalties, strictures etc.

During the last three years, there were no strictures or penalties imposed on the Company either by the Stock Exchanges or SEBI, or any statutory authority for non-compliance of any matter related to capital market.

#### d) Whistle Blower Policy

The Company has adopted a proper procedure in this regard. Employees can report to the management their concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct. Further no personnel have been denied access to the Audit Committee.

#### e) Code of Conduct

In line with the amended Clause 49 of the Listing Agreement, the Company has adopted a Code of Conduct for its Directors and Senior Executives.

## Declaration as required under Clause 49 of listing agreement.

All the members of the Board and senior management personnel complied with the Code of Conduct for the financial year ended March 31, 2013.

Delhi 110 092 May 25, 2013

SAMEER GUPTA
(Director)

## f) Certification by Director/CEO

A certificate obtained from Sameer Gupta, Director on the Financial Statements of the Company in terms of Clause 49 of the Listing Agreement was placed before the Board, who took note of it and took the same on record.

#### g) Secretarial Audit

A qualified practicing Company Secretary carried out the Secretarial Audit on quarterly basis to reconcile the share capital with National Securities Depository Services Ltd. ("NSDL") and Central Depository Services Ltd. ("CDSL") and the total issued and listed capital. The audit confirms that the total issued / paid-up capital is in agreement with total number of shares in physical form and total number of demat shares held with NSDL and CDSL

#### h) Brief resume of Director being appointed / re-appointed

A brief resume, nature of expertise in specific functional areas, names of companies in which the person already holds directorship and membership of committees of the Board and his shareholding in the Company, forms part of the Notice of the Annual General Meeting, annexed to this Annual Report.

#### i) Compliance with mandatory and non-mandatory requirements

The Company has complied with all the mandatory requirements along with some non-mandatory requirements also.

#### 8. COMPLIANCE CERTIFICATE OF THE AUDITORS

Certificate from the Auditors of the Company, M/s. R. Mahajan & Associates, confirming compliance with the conditions of Corporate Governance as stipulated under Clause 49, is annexed herewith, forming part of the Annual Report.

This Certificate has also been forwarded to the Stock Exchanges where the securities of the Company are listed.

#### 9. MEANS OF COMMUNICATION

The quarterly, half-yearly and yearly financial results of the Company are sent to the Stock Exchange(s) immediately after they are approved by the Board. These are also published in the prescribed Performa within 48 hours of the conclusion of the meeting of the Board, in which they are considered; generally in 'The Financial Express' or 'The Business Standard' (English) and 'Amritvarsha' or 'Veer Arjun' or 'Jansatta' (Hindi).

**Corporate Filing and Dissemination System (CFDS) Filing:** As per the requirements of Clause 52 of the Listing Agreement, all the data realting to financial results, shareholding pattern etc. have been electronically filed on the Corporate Filing and Dissemination System (CFDS) portal, <a href="https://www.corpfiling.co.in">www.corpfiling.co.in</a>, within the time frame prescribed in this regard.

**Annual Report :** Annual Report containing, inter alia, Audited Annual Accounts, Directors' Report, Auditor's Report and other important information is circulated to members and others entitled thereto.

Designated exclusive e-mail ID: The Company has designated the following e-mail ID exclusively for investor servicing: cs.amulya@gmail.com.

## 10. GENERAL SHAREHOLDERS' INFORMATION

#### **Annual General Meeting**

Date and Time : Friday, August 30, 2013 at 1.30 P.M.

Venue : IMA- East Delhi Building, 35-X, Institutional Area, Karkardooma, Delhi 110 092

Book Closure : Monday, August 19, 2013 to Friday, August 30, 2013 (both days inclusive)

## Financial Calendar (Tentative): 1st April, 2013 to 31st March, 2014

Particulars	Tentative Schedule
Unaudited Financial Results for Quarter 1 (30.06.2013)	by August 14, 2013
Unaudited Financial Results for Quarter 2 (30.09.2013)	by November 15, 2013
Unaudited Financial Results for Quarter 3 (31.12.2013)	by February 15, 2014
Audited Financial Results for year (31.03.2014)	by May 30, 2014

#### Corporate Identity Number (CIN):

The CIN of the Company allotted by the Ministry of Corporate Affairs, Government of India is L65999DL1985PLC022723.

#### Listing on Stock Exchange(s)

Your Company's shares are listed on the following Stock Exchanges:

a) The Delhi Stock Exchange Limited DSE House, 3/1, Asaf Ali Road

New Delhi -110002.

b) Bombay Stock Exchange Limited

25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers, Dalal Street. Fort Mumbai-400001

The Bombay Stock Exchange, where the shares of the Company are listed has allotted scrip code No. 531761 to Company's scrip.

The Listing Fees of all the stock exchanges has been paid by the Company for the financial years 2012-13 and 2013-14.

## **Market Price Data**

BSE Scrip Code: 531761

For the period: April, 2012-March, 2013

Period	Open (Rs.)	High (Rs.)	Low (Rs.)	Close (Rs.)	Volume (No.s)
April, 2012	40.25	40.50	37.05	38.90	30111
May, 2012	38.75	38.75	38.00	38.00	11
June, 2012	37.85	41.50	37.80	39.10	17759

Period	Open (Rs.)	High (Rs.)	Low (Rs.)	Close (Rs.)	Volume (No.s)
July, 2012	40.75	40.75	31.00	31.10	67636
August, 2012	29.60	40.35	27.60	39.00	27062
September, 2012	37.10	39.50	33.80	34.80	347236
October, 2012	36.00	38.45	32.65	35.90	90502
November, 2012	36.40	37.15	30.50	31.90	357674
December, 2012	30.40	31.50	20.85	21.90	338224
January, 2013	22.15	23.40	18.65	19.95	334808
February, 2013	19.00	20.90	16.00	19.70	11124
March, 2013	20.65	20.65	14.50	14.50	718852

## Categories of Shareholders as on March 31, 2013

Category	No. of Shares	%
Promoter/PAC's	1245000	24.89
Private Corporate bodies	2109307	42.17
Indian Public	1647393	32.94
Total	5001700	100.00

## Distribution of Shareholding as on March 31, 2013

No. of Equity Shares held	No. of Shareholders	% to Total	No. of Shares	% to Total
Up to 500	195	55.08	32,479	0.65
501-1000	49	13.84	41,844	0.84
1001-2000	26	7.34	43,685	0.87
2001-3000	10	2.82	25,125	0.50
3001-4000	6	1.69	21,600	0.43
4001-5000	9	2.54	43,582	0.87
5001-10000	16	4.52	1,24,908	2.50
10001 and above	43	12.15	46,68,477	93.34
Total	354	100.00	5001700	100.00

## Registrar and Transfer Agent

M/s. Beetal Financial & Computer Services (Pvt.) Limited Beetal House, 3<sup>rd</sup> Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukh Das Mandir, New Delhi-110062

Phone 011-29961281, Email id - beetalrta@gmail.com

## **Share Transfer System**

All the valid share transfers are registered and duly transferred Share certificates are dispatched generally within a period of 10-15 days from the date of receipt.

## **Dematerialisation of Shares**

Equity Shares equivalent to 98.80% of the Total Equity Share Capital have been dematerialised upto March 31, 2013. The trading of the Company's Equity Shares falls under the category of compulsory delivery in dematerialised mode by all categories of investors.

## Investors' Correspondence may be addressed to:

Amulya Leasing and Finance Limited, 106, Hargobind Enclave, Vikas Marg, New Delhi-110092

For and on behalf of the Board of Directors

Place: Delhi

Dated: May 25, 2013 (Sameer Gupta) (Meenakshi Gupta)
Director Director

## Certification by the Director pursuant to Clause 49 of the Listing Agreement regarding financial statements

## I, Sameer Gupta, certify that:

- a) I have reviewed the financial statements and the cash-flow of Amulya Leasing and Finance Limited for the year ended March 31, 2013 and to the best of my knowledge and belief:
  - 1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - 2) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of my knowledge and belief, no transactions entered into by the company during the year that are fraudulent, illegal or violate the Company's code of conduct.
- c) I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting. There are no deficiencies in the design or operation of internal control.
- d) I have indicated to the Auditors and the Audit Committee that there are no:
  - 1) Significant changes in the internal control over financial reporting during the year;
  - 2) Significant changes in accounting policies during the year;
  - 3) Instances of significant fraud of which I have become aware 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.

Place: Delhi

Date: May 25, 2013 (Sameer Gupta)
Director

## Certificate from Auditors' regarding compliance of conditions of Corporate Governance

To the members of Amulya Leasing and Finance Limited,

We have examined the compliance of conditions of Corporate Governance by the Amulya Leasing and Finance Limited, for the year ended March 31, 2013, as stipulated in Clause 49 of the Listing Agreement of the said company, with the Stock Exchange(s).

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof adopted by the company for ensuring compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of the information and according to the explanations given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

On the basis of the records maintained by the Shareholder's/ Investors Grievance Committee of the company, we state that, no investor grievances were received / pending during the year.

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

for R. Mahajan & Associates Chartered Accountants F.R.N. 011348N

> Akashdeep Chopra Partner M. No. 508817

Place: New Delhi Date: May 25, 2013

#### INDEPENDENT AUDITOR'S REPORT

To the Members of

## AMULYA LEASING AND FINANCE LIMITED

We have audited the accompanying financial statements of M/s. AMULYA LEASING AND FINANCE LIMITED ('the company') which comprise the Balance Sheet as at March 31, 2013 and the Statement of Profit & Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

#### MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

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

#### AUDITOR'S RESPONSIBILITY

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

## **OPINION**

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

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) in the case of Cash Flow Statement, of the cash flows of the year ended on that date.

#### Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order 2003, (as amended) issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
- 2. As required by section 227(3) of the Act, we report that:
  - a. we have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - b. in our opinion, proper books of accounts as required by law have been kept by the company so far as appears from our examination of those books.

- c. the Balance Sheet, Statement of Profit & Loss and Cash Flow Statement dealt with by this report are in agreement with the books of accounts.
- d. in our opinion, the Balance Sheet, Statement of Profit & Loss and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956;
- e. on the basis of the written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f. since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

for R. Mahajan & Associates Chartered Accountants F.R.N. 011348N

> Akashdeep Chopra Partner M. No. 508817

Place: New Delhi Date: May 25, 2013 The Annexure referred to in paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of Our Report of even date to the members of Amulya Leasing and Finance Limited on the accounts of the company for the year ended March 31, 2013.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of out audit, we report that:

- 1. The Company does not have any fixed assets, hence clause 1 (a) to (c) of paragraph 4 of the order are not applicable to the company.
- a. The management has conducted physical verification of inventory of shares held as stock-in-trade at reasonable intervals.
  - b. The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
  - c. The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification.
- 3. a. The company has not granted any loans secured or unsecured to companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. However the year end balance for the unsecured loan granted in the previous year to one company is Rs 483 Lacs and maximum amount outstanding during the year is Rs. 901.45 Lacs.
  - b. In our opinion the rate of interest and other conditions of loans given by the company are prima facie not prejudicial to the interest of the Company
  - c. The receipt of principal amount and interest was regular
  - d. There is no overdue amount of the loan given to the company
  - e. The Company has not taken any loans secured or unsecured from the companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956 and accordingly paragraphs (iii) (f) and (g) of the Order are not applicable.
- 4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of inventory, fixed assets and also for the sale of goods & services. During the course of our audit, we have not observed any major weaknesses in internal controls.
- 5. a) Based on the audit procedures performed by us and according to the information, explanations and representation given to us, we are of the opinion that the particulars of the contracts or arrangement referred to in section 301 of the Act, have been entered in the register required to be maintained under that section.
  - b) In our opinion and according to the information and explanations given to us, the transaction made in pursuance of such contract or arrangement have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- 6. The company has not accepted any deposits during the year from the public within the meaning of the provisions of Section 58 A, 58 AA or any other relevant provision of the Companies Act, 1956 and rules made there under. Hence, the clause (vi) of the order is not applicable.
- 7. In our opinion the Company does not have a formal internal audit system which commensurate with its sizes and nature of its business.
- 8. We have been informed that the Central government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act, 1956.
- 9. a. According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Cess and any other statutory dues to the extent applicable have been regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2013 for a period of more than six months from the date of becoming payable.

- b. According to the information and explanation given to us, there are no dues of Sales Tax, Custom Duty, Wealth Tax, cess which have not been deposited on account of any dispute.
- 10. The Company does not have any accumulated losses at the end of the financial year and has not incurred cash losses during the financial year and in the immediately preceding financial year.
- 11. Based on our audit procedures and on the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to banks. Company has not taken any loans from financial institutions and also not issued any debenture. Hence question of default does not arise.
- 12. According to the information and explanations given to us, the company has not given any loans and advances on the basis of security by way of pledge of shares, debentures and other securities and accordingly paragraph 4 (xii) of the order is not applicable
- 13. In our opinion, considering the nature of activities carried on by the company during the year, the provisions of any special statute applicable to chit fund/Nidhi/mutual benefit fund/societies are not applicable to the company.
- 14. According to the information and explanations given to us, proper records have been maintained in respect of transaction and contracts in respect of shares, securities, debentures and other investments and timely entries have been made therein. The shares and other investment have been held by the company in its own name.
- 15. As explained by the management, company has not given any guarantee for loans taken by other from banks or financial institutions.
- 16. Based on information and explanations given to us by the management, the company has not obtained any term loans.
- 17. According to the information and explanations given to us and on an overall examination of the Balance Sheet of the company, we report that no funds raised on short-term basis have been used for long-term investment.
- 18. During the year, the company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.
- 19. According to the information and explanations given to us and the records examined by us, the company has not issued any debentures. Accordingly, the provisions of clause 4 (xix) issued are not applicable to the company.
- 20. The company has not raised any money by public issues during the year.
- 21. According to the information and explanations given to us, we report that no fraud on or by the company has been noticed or reported during the course of our audit.

for R. Mahajan & Associates Chartered Accountants F.R.N. 011348N

> Akashdeep Chopra Partner M. No. 508817

Place: New Delhi Date: May 25, 2013

BALANCE SHEET AS AT MARCH 31, 2013

(Amount in Rs.)

	PARTICULARS	NOTE	AS AT	AS AT
			March 31, 2013	March 31, 2012
I. EQUIT	YAND LIABILITIES			
(1)	SHAREHOLDER'S FUND			
	(a) SHARE CAPITAL	1	49,963,000.00	49,963,000.00
	(b) RESERVES AND SURPLUS	2	39,488,778.67	35,924,831.85
(2)	NON CURRENT LIABILITIES			
	(a) LONG TERM PROVISIONS	3	226,231.00	218,690.00
(3)	CURRENT LIABILITIES			
	(a) OTHER CURRENT LIABILITIES	4	109,484.00	568,651.00
	(b) SHORT-TERM PROVISIONS	5	1,048,750.00	1,035,350.00
		TOTAL	90,836,243.67	87,710,522.85
II.ASSET	CS			
(1)	NON CURRENT ASSETS			
	(a) FIXED ASSETS			
	(i) TANGIBLE ASSETS		-	-
	(b) LONG TERM LOANS AND ADVANCES	6	90,492,255.00	87,475,963.00
(2)	CURRENTASSETS			
	(a) INVENTORIES	7	3,250.00	13,438.00
	(b) CASHAND CASH EQUIVALENTS	8	206,997.67	85,720.85
	(c) OTHER CURRENT ASSETS	9	133,741.00	135,401.00
	TOT		90,836,243.67	87,710,522.85

NOTES TO ACCOUNTS & SIGNIFICANT ACCOUNTING POLICIES 15
THE NOTES NOS 1 TO 15 ARE INTEGRATED PART OF FINANCIAL STATEMENTS

IN TERMS OF OUR AUDIT REPORT OF EVEN DATE ATTACHED

For R. MAHAJAN & ASSOCIATES CHARTERED ACCOUNTANTS FRN 011348N

For & on behalf of Board

(Akashdeep Chopra) Partner

M. No. 508817 Place : New Delhi Date : May 25, 2013 (Sameer Gupta) Director (Meenakshi Gupta) Director

(Nitu Gupta) Company Secretary

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED AS ON MARCH 31, 2013

				(Amount in Rs.
S.No.	PARTICULARS	NOTE	AS AT March 31, 2013	AS AT March 31, 2012
I.	REVENUE FROM OPERATIONS	10	6,785,628.00	6,528,057.00
II.	OTHER INCOME			
III.	TOTALREVENUE		6,785,628.00	6,528,057.00
IV.	EXPENSES:			
	PURCHASE OF STOCK-IN-TRADE		-	-
	CHANGES IN INVENTORIES	11	10,188.00	3,183.00
	EMPLOYEE BENEFIT EXPENSES	12	560,525.00	471,390.00
	FINANCE COSTS	13	678.18	22,291.00
	DEPRECIATION			
	OTHER EXPENSES	14	885,138.00	810,683.74
V.	TOTAL EXPENSES		1,456,529.18	1,307,547.74
VI.	PROFIT BEFORE EXTRAORDINARY ITEM	S AND TAXES	5,329,098.02	5,220,509.26
VII.	EXTRA ORDINARY ITEMS			
VIII.	PROFIT BEFORE TAX(VI-VII)		5,329,098.82	5,220,509.26
IX.	TAX EXPENSE:			
	1) CURRENT TAX		1,718,086.00	1,688,156.00
	2) DEFFERED TAX		-	(4,741.00)
	3) FOR EARLIER YEARS		47,066.00	115,540.00
	PROFIT(LOSS)FOR THE PERIOD (VIII-IX)		3,563,946.82	3,421,554.26
X.	EARNINGS PER EQUITY SHARE			
	1. EQUITY		0.71	0.68
	2. DILUTED		0.71	0.68

NOTES TO ACCOUNTS & SIGNIFICANT ACCOUNTS POLICIES 15
THE NOTES NOS 1TO 15 ARE INTEGRATED PART OF FINANCIAL STATEMENTS

IN TERMS OF OUR AUDIT REPORT OF EVEN DATE ATTACHED

For R. MAHAJAN & ASSOCIATES CHARTERED ACCOUNTANTS FRN 011348N

For & on behalf of Board

(Akashdeep Chopra)

Partner

M. No. 508817 Place : New Delhi Date : May 25, 2013 (Sameer Gupta) Director (Meenakshi Gupta) Director

(Nitu Gupta) Company Secretary

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2013

					(Amount in Rs
	PARTICULARS		AS AT March 31, 20	013	AS AT March 31, 2012
	CASH FLOW FROM OPERATING ACTIVITIES				
•	Net profit/(loss)before tax & extraordinary items		5,329,098.8	32	5,220,509.20
	Adjustment for:		2,22,,070.0	,_	3,220,309.20
	Provision of standard assets		7,541.0	00	(1,062.00
	Loss On sale of assets		.,.		15,272.74
	Depreciation				
	Profit & Loss on sale of investment				-
	OPERATING PROFIT BEFORE WORKING CAPITAL CHA Adjusted for:	ANGES	5,336,639.8	32	5,234,720.00
	Trade and other receivables		1,660.0	00	12,751.00
	Loans & Advances		(3,016,292.00		424,749.0
	Inventories		10,188.0		3,183.0
	Trade Payables\Other Liabilities		(459,167.00		428,001.0
	Cash generated from operations		1,873,028.8		6,103,404.0
	Direct Taxes paid		(1,751,752.00		(6,952,726.00
	Cash flow before extra ordinary items		121,276.8		(849,322.00
	Extra Ordinary items		121,270.0		(0.7,522.00
	Net cash from Operating activities(A)		121,276.8	32	(849,322.00
	CASH FLOW INVESTING ACTIVITIES				
	Sale\Purchase Of fixed Assets				-
	Sale of investment				-
	Purchase of investment				-
	Net Cash used in investing activities (B)				-
	CASH FLOW FROM FINANCING ACTIVITIES:				
	Short Term Borrowings				156 500 0
	Calls in Arrears Money Received				156,500.0
	Net Decrease in cash & cash Equivalent				-
	Loans taken/(repaid)				1565000
	Net Cash used in financing activities (C)				156,500.0
	NET INCREASE/(DECREASE) IN CASH AND CASH EQUIT (A+B+C)	VALENTS	121,276.82		(692,822.00
	CASH AND CASH EQUIVALENTS AT BEGINNING OF TH	IEYEAR			, ,
	Cash in Hand	29,494.76		446,364	.76
	Balance with Banks	56,226.09	85,720.85	332,178	
	CASH AND CASH EQUIVALENTS AT THE END OF THE YE		,		
	Cash in Hand	40,909.76		29,494	.76
	Balance with Banks	166,087.91	206,997.67	56,226	
		100,007.51	,	30,220	
	NET (OUTFLOW)/INFLOW OF CASH		121,276.82		(692,822.00
E	ERMS OF OUR AUDIT REPORT VEN DATE ATTACHED				
	R. MAHAJAN & ASSOCIATES				
I	ARTERED ACCOUNTANTS	]	For & on behalf o	f Board	
1	N 011348N				
	ashdeep Chopra)	(Samee	r Gupta)	(M	eenakshi Gupta)
1	mer		ector	`	Director
	No. 508817				
	a Mary Dalla				

21

(Nitu Gupta) Company Secretary

Place: New Delhi

Date: May 25, 2013

NOTES TO ACCOUNTS

NO	TES TO ACC	OUNTS		(Amount in Rs.)
PARTICULARS			AS AT March 31, 2013	AS AT March 31, 2012
NOTE-1				
SHARE CAPITAL				
AUTHORISED SHARE CAPITAL				
5550000(Prvs.Yr 5550000) Equity Share of Rs.10.	/-each		55,500,000.00	55,500,000.00
ISSUED SUBSCRIBED AND PAID UP				
5001700 (Prvs.Yr 5001700) Equity Share of Rs. 10	0/-each		50,017,000.00	50,017,000.00
CALLINARREAR			54,000.00	54,000.00
		-	49,963,000.00	49,963,000.00
DETAILS OF SHAREHOLDER HOLDING MOI	RETHAN 5% (	- OF PAID UP I	EQUITY SHARE CAPI	TAL
NAME OF SHARE HOLDER	31.03.2013	31.03.2012	ASAT 31.03.2013	AS AT 31.03.2012
	No.of	No. of	Percentage	Percentage
	shares	shares		
Sameer Gupta	1245000	695610	24.89%	13.91%
Manohar Lal Gupta	0	854300	0.00%	17.08%
Share India Securities Ltd.	472063	482007	9.44%	9.64%
Integrated Master Securities (P) Ltd.	783609	267100	15.67%	5.34%
Sangeeta Parekh	251800	251800	5.03%	5.03%
TOTAL	2752472	2550817	55.03%	51.00%
SHARE RECONCILIATION STATEMENT			ASAT 31.03.2013	ASAT 31.03.2012
PARTICULARS			EQUITY	EQUITY
SHARES OUTSTANDING AT THE BEGINNING	GOETHEYEA	A.R	5,001,700	5,001,700
SHARES ISSUED DURING THE YEAR	OOI THE TE	II C	5,001,700	3,001,700
SHARES BOUGHT BACK DURING THE YEAR	₹		_	_
SHARES OUTSTANDING AT THE END OF THE		-	5,001,700	5,001,700
NOTE-2				
RESERVE & SURPLUS: PROFIT & LOSS ACCOUNT				
OPENING BALANCE			35,924,831.85	32,503,277.59
ADD: NET PROFIT / (LOSS) DURING THE YE	AR		3,563,946.82	3,421,554.26
CLOSING BALANCE		-	39,488,778.67	35,924,831.85
NOTE-3		-		
LONG TERM PROVISIONS				
PROVISION FOR STANDARD ASSETS		_	226,231.00	218,690.00
TOTAL			226,231.00	218,690.00
		-		
NOTE 4				
NOTE-4 OTHER CURRENT LIABILITIES				
			28,090.00	28.090.00
OTHER CURRENT LIABILITIES  AUDIT FEE PAYABLE				28,090.00 540,561.00
OTHER CURRENT LIABILITIES			28.090.00 81,394.00 <b>109,484.00</b>	28,090.00 540,561.00 <b>568,651.00</b>
OTHER CURRENT LIABILITIES  AUDIT FEE PAYABLE OTHER LIABILITIES CLOSING BALANCE  NOTE-5			81,394.00	540,561.00
OTHER CURRENT LIABILITIES  AUDIT FEE PAYABLE OTHER LIABILITIES CLOSING BALANCE  NOTE-5 SHORT TERM PROVISIONS		-	81,394.00 <b>109,484.00</b>	540,561.00 568,651.00
OTHER CURRENT LIABILITIES  AUDIT FEE PAYABLE OTHER LIABILITIES CLOSING BALANCE  NOTE-5			81,394.00	540,561.00

		(Amount in Rs.)
PARTICULARS	AS AT March 31, 2013	AS AT March 31, 2012
NOTE-6		
LONG TERM LOANS & ADVANCES		
LOANS & ADVANCES TO RELATED PARTIES:		
- UNSECURED CONSIDERED GOODS	48,299,981.00	87,475,963.00
LOANS & ADVANCES TO OTHERS		
- UNSECURED CONSIDERED GOODS	42,192,274.00	
TOTAL	90,492,255.00	87,475,963.00
NOTE-7		
INVENTORIES		
STOCK IN TRADE (SHARES)	3,250.00	13,438.00
As taken, certified and valued by the Management	,	
CLOSING BALANCE	3,250.00	13,438.00
NOTE-8		
CASH & CASH EQUIVALENTS		
CASH-IN-HAND	40,909.76	29,494.76
BALANCE WITH BANKS	166,087.91	56,226.09
CLOSING BALANCE	206,997.67	85,720.85
NOTE-9		
OTHER CURRENT ASSETS		
INCOME TAX REFUNDABLE	116,093.00	116,093.00
PREPAID EXPENSES	17,648.00	19,308.00
TOTAL	133,741.00	135,401.00
NOTE-10		
REVENUE FROM OPERATIONS		
INTEREST	6,785,628.00	6,528,057.00
TOTAL	6,785,628.00	6,528,057.00
NOTE-11		
CHANGE IN INVENTORIES		
OPENING STOCK	13,438.00	16,621.00
LESS: CLOSING STOCK	3,250.00	13,438.00
TOTAL	10,188.00	3,183.00
NOTE-12		
EMPLOYEE BENEFIT EXPENSES		
SALARY	521,500.00	466,400.00
STAFF WELFARE	39,025.00	4,990.00
TOTAL	560,525.00	471,390.00
NOTE-13		
FINANCE COSTS		
INTEREST PAID	622.00	231.00
BANK CHARGES & INTEREST	56.18	22,060.00
TOTAL	678.18	22,291.00

(Amount in Rs.)

		(Amount in Ks.)	
PARTICULARS	AS AT March 31,2013	AS AT March 31, 2012	
<u>NOTE-14</u>			
OTHER EXPENSES			
PUBLISHING EXPENSES	159,016.00	160,247.00	
BOOKS & PERIODICALS	70,210.00	29,670.00	
AUDIT FEES	28,090.00	28,090.00	
CONVEYANCE EXPENSES	16,566.00	13,275.00	
PROVISION FOR STANDARD ASSETS	7,541.00	(1,062.00)	
OFFICE MAINTENANCE	33,815.00	2,350.00	
FILING & LISTING FEES	67,862.00	75,603.00	
PRIOR PERIOD EXPENSES	-	6,618.00	
MISCELLANEOUS EXPENSES	-	15,576.00	
FIXED ASSETS WRITTEN OFF	-	15,272.74	
LEGAL & PROFESSIONAL EXP	125,00.00	157,989.00	
POSTAGE & TELEGRAM EXP	17,975.00	7,365.00	
REPAIR & MAINTENANCE	-	7,650.00	
PRINTING & STATIONARY	118,910.00	79,168.00	
RENT	190,210.00	180,000.00	
TELEPHONE EXPENSES	16,775.00	3,950.00	
WATER CHARGES	6,200.00	2,450.00	
SHARE TRANSFER EXP	26,968.00	26,472.00	
TOTAL	885,138.00	810,683.74	

#### NOTE 15

## AMULYA LEASING AND FINANCE LIMITED SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

## I. SIGNIFICANT ACCOUNTING POLICIES

## a) System of Accounting:

- i) The books of accounts are maintained on mercantile basis except where otherwise stated.
- ii) The financial statements are prepared under the historical cost convention in accordance with the applicable Accounting Standards issued by The Institute of Chartered Accountants of India and as per the relevant representational requirements of the Companies Act, 1956.
- **iii)** Accounting policies not specifically referred to are consistent with generally accepted accounting practices, except where otherwise stated.

#### b) Revenue Recognition:

- i) Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.
- ii) Interest income is recognized on time proportion basis.
- iii) Dividend income is recognized when right to receive is established.
- iv) Profit/Loss on sale of investments is accounted on the trade dates.

#### c) Investment:

Investments are classified into non current investments and current investments. Non current investments are stated at cost and provisions have been made wherever required to recognize any decline, other than temporary, in the value of such investments. Current investments are carried at lower of cost and fair value and provision wherever required, made to recognize any decline in carrying value.

## d) Retirement Benefits:

- i) Leave encashment benefits are charged to Profit & Loss account in each year on the basis of actual payment made to employee. There are no rules for carried forward leave.
- ii) No provision has been made for the retirement benefits payable to the employees since no employee has yet put in the qualifying period of service and the liability for the same will be provided when it becomes due.

## e) Inventories:

Inventories are valued at cost (using FIFO method) or net realisable value, whichever is lower.

## f) Impairment of Assets:

The carrying amounts of assets are reviewed at the balance sheet date to determine whether there are any indications of impairment. If the carrying amount of the fixed assets exceeds the recoverable amount at the reporting, the carrying amount is reduced to the recoverable amount. The recoverable amount is the greater of the assets net selling price and value in use, the value in use determined by the present value estimated future cash flows. Here carrying amounts of fixed assets are equal to recoverable amounts.

## g) Earning Per Share

- i) Earning per share is calculated by dividing the net profit or loss for the period attributable to equity share holders by the weighted average number of equity shares outstanding during the period.
- ii) For the purpose of calculating diluted earning per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all diluted potential equity shares.

#### h) Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligation can be made. Contingent liability is disclosed for:

- i) Possible obligations which will be confirmed by future events not wholly within the control of the company, or
- ii) Present obligation arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation can not be made.

Contingent assets are not recognized in the financial statements since this may result in the recognition of income that may never be realized.

## i) Accounting for Taxes on Income

- i) Current tax is determined as the amount of tax payable in respect of taxable income for the year.
- ii) Deferred Tax is recognized subject to the consideration of prudence on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods and measured using relevant enacted tax rates.

## II. NOTES TO ACCOUNTS

#### 1. A) Contingent Liabilities:

- a) Claims against the company not acknowledged as debts-Nil (Previous Year Nil)
- b) Guarantees to Banks and Financial institutions against credit facilities extended to third parties-Nil (Previous Year Nil)
- c) Other money for which the company is contingently liable-Nil (Previous Year Nil)

## B) Commitments:

- i) Uncalled liability on partly paid up shares-Nil (Previous Year Nil)
- ii) Estimated amount of contracts remaining to be executed on capital accounts- NIL (Previous Year Nil)
- iii) Other Commitments- Nil (Previous Year Nil)
- 2. In the opinion of Board of Directors & best of their knowledge & belief the provisions of all known liabilities are adequate.
- 3. In the opinion of Board of directors, Current Assets, Loans and Advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated.
- 4. None of the employees was in receipt of annual remuneration as prescribed under the provision of section 217(2A) of the Companies Act, 1956.
- 5. CIF value of Imports: NIL (Previous Year NIL)
- 6. Earning & Expenditure in Foreign Currency: NIL (Previous Year NIL)

2012-13 2011-12

7. Payments to Auditor's: Rs. 28,090/- Rs. 28,090/-

8. Director's remuneration: NIL NIL

9. AS per Accounting Standard (AS-20) on Earning per share (EPS) issued by the ICAI, the particulars of EPS for the equity shareholders are as below:

S.No.	Particulars	Current Year 2013	Previous Year 2012
1.	Net Profit (loss) as per P/L A/c	3,563,946.82	3,421,554.26
2.	Average No. of equity shares used as denominator for calculating EPS	5,001,700	5,001,700
3.	EPS (Basic & Diluted) (Rs.)	0.71	0.68
4.	Face value of each equity share (Rs.)	10	10

- 10. Related Party Disclosure: As per Accounting Standard-18 issued by the Institute of Chartered Accountants of India, the Company's related parties and transactions are disclosed below:
  - A. Name of related parties and description of relationship:
    - 1) <u>Managerial Personnel</u> Mr. Sameer Gupta Mrs. Meenakshi Gupta
    - 2) Other related parties where the directors/relatives have significant influence

APLINFRASTRUCTURE PVT. LTD.

B. Transaction during the year and balances outstanding at the year end in respect of transactions entered into during the year with the related parties.

Nature of Transaction	Transaction Value	Outstanding amount carried in Balance Sheet
Loans received back APL INFRASTRUCTURE PVT. LTD.	45,200,000.00	48,299,981.00
Interest received APL INFRASTRUCTURE PVT. LTD.	6,693,354.00	48,299,981.00

- 11. As per information available with the company, no amount is due to any undertaking/Enterprise covered under the Micro, Small and Medium Enterprise Development Act, 2006.
- 12. Since the Company is dealing in one segment, No separate Segment reporting is given.
- 13. The figures of the previous years have been regrouped and rearranged wherever it considered necessary.

As per our report of even date attached For R. MAHAJAN & ASSOCIATES CHARTERED ACCOUNTANTS FRN 011348N

For & on behalf of Board

(Akashdeep Chopra)

Partner

M. No. 508817 Place : New Delhi Date : May 25, 2013 (Sameer Gupta) Director (Meenakshi Gupta) Director

(Nitu Gupta) Company Secretary

## **TO WHOM IT MAY CONCERN**

This is to certify that the **M/s. Amulya Leasing and Finance Ltd**. having its registered office at 106, Hargobind Enclave, Vikas Marg, Delhi-110092 Continues to undertake the business of NBFI as on March 31, 2013 requiring holding of certification of Registration under Section 45-IA of the RBIAct, 1934.

Further, the asset & income pattern of the Company as on March 31, 2013 is under:

## ASSET PATTERN OF THE COMPANY AS ON MARCH 31, 2013

S.No.	Particulars	Amount in lakhs	%age to total assets as on 31.03.2013
1.	Net Fixed Assets	Nil	0
2.	Net Leased Assets	Nil	0
3.	Net Stock on hire/hypothecation	Nil	0
4.	Loan and Advances	904.92	99.62
5.	Investments in Govt. Sec.,	Nil	0
6.	Interest in govt. Sec., if any	Nil	0
7.	Fixed Deposits	Nil	0
8.	Interest on FDRs	Nil	0
9.	Cash and Bank Balances	2.07	0.23
10.	Investment in Group Companies	Nil	0
11.	Other Investment	Nil	0
12.	Sundry Debtors	Nil	0
13.	Security Deposits (Telephone)	Nil	0
14.	Advance tax/Income Tax refund	1.16	0.13
15.	Stock of shares	0.03	0.01
16.	Other Current Assets	0.18	0.02
	Total Assets	908.36	100

## INCOME PATTERN FOR THE YEAR ENDED ON MARCH 31, 2013

S.No.	Particulars	Amount in lakhs	%age to total assets as on 31.03.2013
1.	Income From hire Purchase/Hyp	Nil	0
2.	Income earned on FDRs	Nil	0
3.	Interest on Govt. Securities	Nil	0
4.	Investment Income	Nil	0
5.	Interest Income From Loan and advances	67.86	100
6.	Interest earned others (ICDs)/Int. on I. Tax Refund	Nil	0
7.	Excess amt. of Prov. Written back	Nil	0

8.	Bad Debts Recover or rent received	Nil	0
9.	Sale of Shares	Nil	0
10.	Other Income	Nil	0
	Total Income	67.86	100

for R. Mahajan & Associates Chartered Accountants F.R.N. 011348N

> Akashdeep Chopra Partner M. No. 508817

Place: New Delhi Date: May 25, 2013 NON BANKING FINANCIAL COMPANIES AUDITOR'S REPORT

To,

The Board of Director Amulya Leasing and Finance Limited 106, Hargobind Enclave, Vikas Marg, New Delhi-110092.

Dear Sir,

As required by the Non-Banking Financial Companies Auditor's Report (Reserve Bank) Directions, 1988 issued by Reserve Bank of India, on the matters specified in para 3 and 4 of the said Directions to the extent applicable to the Company, we report that:

- 1. The Company had applied for registration as provided in Section 45-IA of the Reserve Bank of India Act, 1934 and has been granted certificate of registration by Reserve Bank of India on 28<sup>th</sup> August 2002 having Registration No. B-14.01076.
- 2. The Company has passed a resolution for non-acceptance of public deposits.
- 3. The Company has not accepted any public deposits during the year 2012-13.
- 4. For the financial year ended 31.03.2013, the Company has complied with the prudential norms relating to income recognition, accounting standards, assets classification and provisioning for bad and doubtful debts as applicable to the Company.

for R. Mahajan & Associates Chartered Accountants F.R.N. 011348N

> Akashdeep Chopra Partner M. No. 508817

Place: New Delhi Date: May 25, 2013 Schedule to the Balance Sheet of a non-deposit taking non-banking financial company

Amulya Leasing and Finance Ltd.

(As required in terms of paragraph 13 of Non - Banking financial (Non deposit Accepting or holding) Companies Prudential Norms (Reserve bank) Directions, 2007

(Rs. in Lakhs)

	Particulars		(RS. III Lukiis)
	Liabilities side		
-1	Loan and advances availed by the non- banking financial company inclusive of	Amount outstanding	Amount overdue
	interest accrued thereon but not paid:	Nil	Nil
	(a) Debenture : secured	Nil	Nil
	: Unsecured (other than falling within the meaning of public deposits*)	Nil	Nil
	(b) Deferred Credits	Nil	Nil
	(c) Terms Loans	Nil	Nil
	(d) Inter-corporate loans and borrowing	Nil	Nil
	<ul><li>(e) Commercial Paper</li><li>(f) Other Loans (specify nature)</li></ul>	Nil Nil	Nil Nil
	(1) Other Loans (specify hattire)	INII	1111
	* Please see Note 1 below		
	Assets Side		
	Decels we of Loons and advances including	Amount outstanding	
-2	Break-up of Loans and advances including bills receivables [other than those including in (4) below]		
	(a) Secured	Nil	
	(b) Unsecured	904.92	
-3	Break up of Leased Assets and stock on hire and other assets counting towards AFC activities		
	(i) Lease assets including lease rentals under Sundry debtors:	Nil	
	<ul><li>(a) Financial lease</li><li>(b) Operating lease</li></ul>		
	(ii) Stock on hire including hire charges under sundry debtors	Nil	
	<ul><li>(a) Assets on hire</li><li>(b) Repossessed Assets</li></ul>		
	(iii) Other loans counting towards AFC activities	Nil	
	(a) Loans where assets have been repossessed		
	(b) Loans other than (a) above		

-4	Break-up of investments : <u>Current Investments :</u> 1. Quoted	
	(i) Shares: (a) Equity	0.03 Nil Nil Nil Nil Nil
	2. <u>Unquoted :</u>	
	(i) Shares : (a) Equity (b) Preference	Nil Nil
	<ul><li>(ii) Debentures and Bonds</li><li>(iii) Units of mutual funds</li><li>(iv) Government Securities</li><li>(v) Others (Building)</li></ul>	Nil Nil Nil Nil
	Long Term investments : 1. Quoted :	
	(i) Shares: (a) Equity (b) Preference (ii) Debentures and Bonds (iii) Units of mutual funds (iv) Government Securities (v) Others -warrants	Nil Nil Nil Nil Nil Nil
	2. Unquoted:	
	(i) Shares : (a) Equity (b) Preference	Nil Nil
	<ul><li>(ii) Debentures and Bonds</li><li>(iii) Units of mutual funds</li><li>(iv) Government Securities</li><li>(v) Others(please specify)</li></ul>	Nil Nil Nil Nil

-5	Borrower group-wise classification of assets financed as in (2) and (3) above :							
	Please see note 2 below							
	Category	Amount	Amount net of provisions					
		Secured	unsecured	Total				
	1. Related Parties **							
	(a) Subsidiaries	Nil	Nil	Nil				
	(b) Companies in the same	Nil	481.79	481.79				
	group							
	(c) other related parties	Nil	Nil	Nil				
	2. Other than related parties	Nil	420.87	420.87				
	Total	Nil	902.66	902.66				
-6								
	long term) in shares and securities (bot	•						
	Please see note 3 below							
	Category	Market Value /Break		Book Value				
		up or fair	value or	(Net of				
		NAV		Provisions)				
	1. Related Parties **							
	(a) Subsidiaries	Nil Nil Nil 0.03		Nil				
	(b) Companies in the Same			Nil				
	Group							
	(c) other related parties			Nil				
	2. Other than related parties			0.03				
	Total	0.03		0.03				
	* Market rate is not available hence cost has been taken							
	** As per Accounting Standard of ICAI (Please see Note 3)							
	(7) Other information							
	Particulars	Amount						
(i)	Gross Non-Performing Assets			Nil				
	(a) Related Parties							
	(b) Other than related Parties							
(ii)	Net Non-Performing Assets			Nil				
	(a) Related Parties							
	(b) Other than related parties							
(iii)	Assets acquired in satisfaction of debt Nil			Nil				

## Notes:

- 1. As defined in paragraph 2(1) (xii) of the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998.
- 2. Provisioning norms shall be applicable as prescribed in Non-Banking Financial (Non- Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007
- 3. All Accounting standards and guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets required in satisfaction of debt. However, market value in respect of quoted investments and break up/fair value/NAV in respect of unquoted investments should be disclosed irrespective of whether they are classified as long term or current in (4) above.

As per our report of even date attached For R. MAHAJAN & ASSOCIATES CHARTERED ACCOUNTANTS FRN 011348N

For & on behalf of Board

(Akashdeep Chopra)

Partner

M. No. 508817 Place: New Delhi Date: May 25, 2013 (Sameer Gupta) Director (Meenakshi Gupta) Director

(Nitu Gupta) Company Secretary

# AMULYA LEASING AND FINANCE LIMITED 106, Hargobind Enclave, Vikas Marg, Delhi-110092

## ATTENDANCE SLIP

Please fill attendance slip and hand it over at the entrance of the meeting hall

D.P. Id*			Folio No.			]	
Client Id*						J	
Name & addre	ess of the sharehold	ler					
Number of sha	ares held:						
	ecord my presence P.M. atIMA-East D						August 30,
Signature of tl	he shareholder(s) o	r PROXY					
	roxy in Block Lette xy attend the meeting						
			cut				<b>.</b>
D.P. Id*		AMULYA LEAS 06, Hargobind E		s Marg, Delh		1	
Client Id*			1 0110 1 (0)			1	
I/We			_of			_	
Being a meml	ber/members of the	e company hereby or	appoint Shri/ failing him/ho	Smt er			of of
Friday, Augus	exy to vote for me/ust 30, 2013 at 1:30 by adjournment ther	P.M. at IMA- East			_	1 0	
					S	Revenue	
Signed	day of	2013			of	Re. 1	
*Applicable f	for investor holding	g shares in electro	nic form				

Note: 1. The proxy need not be a member

2. The proxy form duly signed and stamped should reach the company's Regd. Office at least 48 hours before the time of meeting.