24th ANNUAL REPORT
2015-2016

AVAILABLE FINANCE LIMITED

CIN : L67120MP1993PLC007481
Registred Office : 'Agarwal House', Ground Floor,
5, Yeshwant Colony, Indore (M.P.) – 452 003

BOARD OF DIRECTORS

- Mr. Rajendra Sharma (DIN: 00981139) - Whole-Time-Director & CEO
- Mrs. Neelam Sharma (DIN: 06935934) - Non-Executive Director
- Mr. Yogendra Narsingh Shukla (DIN: 00379050) - Independent Director
- Ms. Priyanka Jha (DIN: 07347415) - Independent Director

COMPANY SECRETARY & COMPLIANCE OFFICER

- CS Murtaza Chechatwala (Resigned on 10/08/2016)
- CS Usha Jaswani (Appointed on 11/08/2016)

CHIEF FINANCIAL OFFICER

Ø Mr. Rakesh Sahu

STATUTORY AUDITORS

M/s Mahendra Badjatya & Co.
Chartered Accountants
208, Morya Centre, 16, Race Course Road,
Indore (M.P.)

SECRETARIAL AUDITOR

Ishan Jain, Practicing Company Secretary
401-402, 4th Floor Silver Ark Plaza, Janjirwala Chouraha,
Near Curewell Hospital Indore-452001 (MP)

BANKERS

UCO Bank

REGISTERED OFFICE

'Agarwal House', Ground Floor,
5, Yeshwant Colony, Indore (M.P.) – 452 003
Ph.: 91-731-4714040 Fax: 91-731-4714090
E-mail: cs@admanumfinance.in Web-site: www.admanumfinance.in

SHARE TRANSFER AGENT

(For Physical & Electronic mode)
M/s Ankit Consultancy Pvt. Ltd.
Plot No. 60, Electronic Complex,
Pardeshipura, Indore (M.P.) – 452 010
Ph.: 0731-4281333, 4065799/97 Fax: 91-731-4065798
E-mail: ankitind@sancharnet.in, ankit_4321@yahoo.com

NOTICE

Notice is hereby given that the 24th Annual General Meeting (AGM) of the members of AVAILABLE FINANCE LIMITED will be held at "Hotel Surya" 5/5, Nath Mandir Road, South Tukoganj, Indore-452001 Madhya Pradesh on Wednesday the 28th Day of September, 2016 at 11:00 AM. To transact the following business:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Financial Statement (Standalone and Consolidated both) containing the Audited Balance Sheet as at 31st March, 2016 and Statement of Profit and Loss & Cash Flow for the year ended 31st March 2016 along with the report of Boards' and Auditors' thereon.

2. To appoint a Director in place of Shri Rajendra Sharma (DIN:00981139) who liable to retire by rotation and being eligible offers himself for re-appointment.

3. Ratification of Auditor:

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

   "RESOLVED THAT pursuant to section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, pursuant to recommendation of the Audit Committee and pursuant to the resolution passed by the members at the 23rd Annual General Meeting held on Tuesday the 22nd day of September, 2015 the appointment of M/s Mahendra Badjatya & Co., Chartered Accountants (ICAI Firm Registration No. 001457C) as the Auditors of the Company to hold office till the conclusion of the 28th Annual General Meeting of the Company to be held in the year 2020 be and is hereby ratified for the year 2016-17 and the Board of Directors be and is hereby authorized to fix the remuneration payable to them for the financial year ending on 31st March, 2017 as may be determined by the Audit Committee in consultation with the Auditors."

   SPECIAL BUSINESSES:

4. To consider and, if thought fit, to pass, with or without modification(s), the following resolution, as a Special Resolution:

   "RESOLVED THAT as recommended by the Nomination and Remuneration Committee of the Board and pursuant to the provisions of section 190, 196, 197, 203 read with the provisions of Schedule V of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being enforce), the approval of the members of the company be and is hereby granted for re-appointment of Mr. Rajendra Sharma (DIN: 00981139) be as the Whole-Time-Director & CEO of the Company on the following terms and conditions:-

Period of Appointment	-	w.e.f. 24/09/2015-30/06/2017
Salary	-	Rs. 45000-1500-46500
Perks	-	Reimbursement of conveyance expenses, Bonus, Gratuity as per the rules of the Company.

   RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to do all the acts, things, deed in order to give effect to the above resolution, and Mr. Rajendra Sharma or Mr. Yogendra Narsingh Shukla be and is hereby authorized to file the respective e-form if required on MCA Portal on behalf of the Board of Directors of the Company."

5. 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 applicable provisions of Section 188 and any other provisions of the Companies Act, 2013 and Rules framed thereunder and in terms of the Regulation 23 of SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 (including statutory modification (s) or re-enactment thereof for the time being in force) and subject to such other statutory approvals as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors to enter into transaction(s) of giving/taking property of any kind on lease to/from Related Party, rendering/availing of loan from/to Related Party With or without interest/charges thereon including rollover/extension of maturity from time to time, whether material or otherwise, for a period of 5(Five) years with effect from October 2016, Related Party

Transaction up to an estimated annual value of ₹ 90.00 Crore (Rupees Ninety Crore) Per Annum excluding taxes to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and the Related Party.

RESOLVED FURTHER THAT the Board of Director of the Company be and is hereby authorized to negotiate and finalise other terms and conditions and to do all the acts, deeds and things including but limited to delegation of powers as may be necessary, proper or expedient to give effect to this Resolution."

6. 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 Sections 149, 152,161 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the said Act and Companies (Appointment and Qualification of Directors) Rules, 2014, and Listing Agreement with BSE from time to time along with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Ms. Priyanka Jha (DIN: 07347415), who was appointed as an Additional Director by the Board of Directors of the Company under the category of Independent Director w.e.f. 25/11/2015 to hold the office till the date of the ensuing General Meeting and Board of Directors proposing her as a candidate for the office of Independent Director, and She has also submitted a declaration confirming that she meets the criteria for independence as provided under section 149(6) of the Companies Act, 2013 and is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for a term of 5 years commencing from 25thNov., 2015 to 24th Nov., 2020 and she will not be liable to retire by rotation."

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to do all the acts, things, deed in order to give effect to the above resolution,

Available Finance Limited
CIN: L67120MP1993PLC007481
Registered Office
"Agarwal House",
Ground Floor, 5, Yeshwant Colony,
Indore-452003 (M.P.)

Date: 22/08/2016
Place: Indore

For and on Behalf of the Board

Sd/-
(Usha Jaswani)
Company Secretary & Compliance Officer
ACS: 42007

NOTES:

1. The Register of Members and Share Transfer Books will remain closed from Thursday 22nd day of September, 2016 to Wednesday 28th Sept., 2016 [both days inclusive].
2. The report on the Corporate Governance and Management Discussion and Analysis also form part to the report of the Board.
3. Members seeking any information are requested to write to the Company by email at cs@availablefinance.in at least 7 days before the date of the AGM to enable the management to reply appropriately at the AGM.
4. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF, ON A POLL ONLY AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding 50 [fifty] and holding in aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than ten percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any such other person or shareholder. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxy form submitted on behalf of the Companies, Societies, etc. must be supported by an appropriate resolution/ authority, as applicable.
5. At the ensuing Annual General Meeting, Shri Rajendra Sharma director is liable to retire by rotation and Ms. Priyanka Jha has been proposed for the appointment and their brief resume as required under the Companies Act/SEBI (LODR) Regulation 2015 is annexed with the Notice.

6. Corporate members intending to send their authorized representatives to attend the meeting pursuant to section 113 of the Act are requested to send the Company a certified copy of Board Resolution / Authorization together with specimen signatures authorizing their representative to attend and vote on their behalf at the meeting.
7. Members holding shares in demat form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service [NECS], Electronic Clearing Services [ECS] mandates, nominations, power of attorneys, change in address, change of name, email address, contact numbers, etc. to their Depository Participant [DP]. Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Transfer Agents to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Ankit Consultancy Private Limited, Registrar and Transfer Agents of the Company.
8. Notice of the Meeting of the Company, inter alia, indicating the process and manner of remote e–Voting along with Attendance Slip and Proxy Form is being sent to the members in physical form through permitted mode.
9. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communications including Annual Report, Circulars, etc. from the Company electronically. Members may also note that the Notice of the Meeting and the Annual Report will also be available on the Company's website www.availablefinance. in for download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection at any time between 10:30 a.m. to 1:30 p.m. on any working day upto the date of Meeting. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id cs@availablefinance.in
10. Voting through electronic means: In compliance with provisions of Section 108 of the Act and Rule 20 of The Companies [Management and Administration] Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing remote e-voting facility as an alternative mode of voting which will enable the members to cast their votes electronically. Necessary arrangements have been made by the Company with Central Depository Services [India] Limited [CDSL] to facilitate remote e-voting. The detailed process, instructions and manner for availing remote e-Voting facility is annexed to the Notice
11. Mr. D. K. Jain, Practicing Company Secretary [Membership No. FCS 3565] has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
12. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
13. Members can opt for only one mode of voting i.e. either by remote e-voting or poll paper. In case Members cast their votes through both the modes, voting done by remote e-voting shall prevail and votes cast through Poll Paper shall be treated as invalid.
14. The remote e-voting period commences on Sunday, 25th September, 2016 [9:00 a.m.] and ends on Tuesday 27th September, 2016 [5:00 p.m.]. During this period, Members holding shares either in physical form or demat form, as on Wednesday the 21st September, 2016 i.e. cut-off date, may cast their vote electronically. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast vote again.
15. The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Company as on cut-off date. A person, whose names is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail facility of remote e-voting and poll process at the venue of the meeting.
16. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on cut-off date, may cast vote after following the instructions for remote e-voting as provided in the Notice convening the Meeting, which is available on the website of the Company and CDSL. However, if you are already registered with CDSL for remote e-voting then you can use your existing User ID and password for casting your vote.
17. The Scrutinizer shall, immediately after the conclusion of voting at the meeting, would count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a

consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman, who shall countersign the same.

18. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.availablefinance.in and on the website of CDSL www.evotingindia.com immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited [BSE] where the equity shares of the Company are listed.

REQUEST TO THE MEMBERS :

a) Intimate changes, if any, in their registered addresses immediately.
b) Quote their ledger folio number in all their correspondence.
c) Handover the enclosed attendance slip, duly signed in accordance with their specimen registered with the Company for admission to the meeting place.
d) Bring their Annual Report and Attendance Slips with them at the AGM venue.
e) Send their Email address to the Share Transfer Agent for prompt communication and update the same with their D.P. to receive softcopy of the Annual Report of the Company.

Instructions for remote e-Voting

The instructions for members for voting electronically are as under:

(i) The voting period begins on Sunday, 25th September, 2016 [9:00 a.m.] and ends on Tuesday 27th day of September, 2016 [5:00 p.m.]. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on Wednesday the 21st September, 2016, being the Cut-Off date may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) The shareholders should log on to the remote e-voting website www.evotingindia.com

(iv) Click on Shareholders.

(v) Now Enter your User ID

a. For CDSL : 16 digits beneficiary ID,
b. For NSDL : 8 Character DP ID followed by 8 Digits Client ID,
c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
d. Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by the Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participants are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two character of the name in CAPITAL letters. Eg. If your name is Ramesh kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
OR Date of Birth (DOB)	• If both the details are not recorded with the depository or company please enter the number id/folio number in the Dividend Bank details field as mentioned in instruction (v).

• Note: Please keep the sequence number in safe custody for future remote e-Voting.

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for remote e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN of AVAILABLE FINANCE LIMITED on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Shareholders can also caste their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-voting app can be downloaded from Google Play Store. Apple and Windows phone Store users can download the app from the App Store and the

Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non–Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions ("FAQs") and remote e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com. Contact Details: Deputy Manager, CDSL 17th Floor, PJ Towers, Dalal Street, Fort, Mumbai–400 001. Email: wenceslausf@cdslindia.com, Tel: 022-22723333/8588

Brief profile of the directors seeking re-appointment as per Item No. 4 and 6 of the notice at the ensuing Annual General Meeting as per SEBI (LODR) Regulations, 2015 and the Companies Act, 2013 are as under.

Name of Director	Shri Rajendra Sharma	Ms. Priyanka Jha
Designation	Whole-Time-Director & CEO	Independent Director
Date of Birth	09/10/1959	18/10/1991
Date of Appointment	24/09/2015	25/11/2015
Expertise / Experience in specific functional areas	Marketing, Accounts & Finance	Finance
Qualification	M.Com & LLB	MBA in Finance
No. & % of Shares held	--	--
List of outside Company's directorship held	--	--
Chairman/Member of the Committees of the Board, Directors of other Companies in which he is director	--	

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No.: 4

Mr. Rajendra Sharma (DIN: 00981139) is Post Graduate (M.Com) and Law Graduate (LLB) as well and is a Whole-Time-Director & CEO and his tenure has expired on 23/09/2015. He is having adequate experience in industries and is acquainted with through knowledge of business. His experience, commitment and capabilities are playing a crucial role in the growth of the Company. Thus upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on 24th September, 2015 has re-appointed him for a further period of 24/09/2015-30/06/2017. The Board considered that the terms and conditions the salary and perquisites as given in the Item No.4 of the notice is commensurate with his high responsibilities, status and image of the Company. The Board recommends to pass necessary special resolution as set out in Item No.4 of the notice.

The Appointment of Shri Rajendra Sharma is within the provisions of the Schedule V of the Companies Act, 2013 therefore, the Company has appointed him as the Whole-Time-Director & CEO under the category of the Key Managerial Personal subject to the approval of members at the next general meeting.

Mr. Rajendra Sharma (DIN: 00981139), being the appointee may be considered as the financially interested in the resolution to the extent of the remuneration as may be paid to him.

Further, Mrs. Neelam Sharma, the Non-Executive Director being his relatives may be deemed as concerned or interested otherwise in the resolutions. Except that none of the Directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested in the Resolution. Mr. Rajendra Sharma do not hold shares of the Company.

Item No.:5

Further to the applicable provision of Section 188 and any other applicable provision of the Companies Act 2013 and rules framed thereunder as per regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) amended from time to time, all Related Party Transactions shall require prior approval of the audit committee and all material Related Party Transaction shall require prior approval of the Members.

The Company is giving/taking property of any kind to/from the Related Party and rendering/availing loan to/from the Related Party from time to time, whether material or otherwise, already entered by the Company prior to the date of the notification of the SEBI (LODR) Regulations, 2015 i.e. 2nd September, 2015 is ratified and further approval is granted for a further period of 5 year with effect from October 2016, Related Party Transactions up to an estimated annual value of ₹ 90.00 Crore (Rupees Ninety Crore) per annum excluding taxes etc. in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Director of the Company and the Related Party.

In the light of the above, Your Company has been dealing through such transactions with the said Related Party.The individual transaction values would be commercially agreed based on Mutual discussions/negotiations with Related

party. As per Regulation 23 of Listing Regulations, transactions with a related party shall be considered material, if the transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the company as per the Last audited Financial Statements of the Company. All material Related Party transactions shall require approval of the Members.

In the Compliance of the said regulations, the Audit Committee of the company has reviewed and approved the said ongoing transactions. These transaction may be considered as material/immaterial for the coming financial years in terms of provisions of Regulation 23 of the Listing Regulations and therefore, the Board has approved the same to be placed before the members for their approval as an Ordinary Resolution. The said approval would be effective for the period of Five years with effect from October 2016. Looking at the nature of business of the Company and the Transactions, such approval of Members for the period of 5 (Five) years would be essentially required at this point of time.

The disclosure as required under the Rule 15 of the Companies (Meeting of Board and its Power) Rules, 2014 are as under:

Name of the related party	Name of the Director or KMP who is related	Nature of relationship	Nature, material terms and particulars of contracts or arrangements	Amount (₹)& Other information relevant or important for the members to take decision on the proposed resolution
Archana Coal Pvt. Ltd.	Mr. Y. N. Shukla	Holding Company	Rent to be paid as per agreement	Upto ₹ 20 Lakh per annum
Mr. Vinod Kumar Agarwal	None	Control of Holding Company	Rent to be paid as per agreement	Upto ₹ 30 Lakh per annum
Mrs. Neena Devi Agarwal	None	Control of Holding Company	Rent to be paid as per agreement	Upto ₹ 50 Lakh per annum
Agarwal Coal Corporation Pvt. Ltd.	None	Associate Company	Loan taken/given as per the agreement	Upto ₹ 12 Crore per annum
Agarwal Transport Corporation Pvt. Ltd.	None	Associate Company	Loan taken/given as per the agreement	Upto ₹20 Crore per annum
Ad-Manum Finance Limited	None	Related Concern	Loan taken/given as per the agreement	Upto ₹ 57 Crore per annum

Except as mentioned in Notes to Accounts in Balance sheet (Accounting Standard 18) none of the Director, Key Managerial Personnel or their respective relatives are in any way concerned or interested, financially or otherwise, in this Resolution. Except that Shri Vinod Kumar Agarwal, Mrs. Neena Devi Agarwal and Shri Yogendra Narsingh Shukla being the Directors of the holding/associate companies as disclosed above.

The Board recommends an Ordinary Resolution set out at Item No. 5 of the Notice for approval by the Members.

Item No:6

As per provisions of Section 149, 152, 161 and other applicable provisions, if any of the Companies Act, 2013 read with Schedule IV and Companies (Appointment and Qualification of Directors) Rule, 2014 and Listing Agreement with BSE from time to time & along with the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 the Board of Director in their meeting held on 24th September, 2015 has appointed Ms. Priyanka Jha Additional Director (in the category of Independent Director) w.e.f. 25/11/2015 for a term of 5 years and to hold the office of the Director till the date of the ensuing Annual General Meeting.

The Board of Directors at their meeting held on 24th September, 2015 has appointed her as the Independent Director upon the recommendation of the Nomination and Remuneration Committee of the Board.

The Company has received notice from the member in writing u/s 160 of the Companies Act, 2013 along with deposit of ₹ 1,00,000 for proposal for her appointment as the Independent Director at the ensuing general meeting.

Ms. Priyanka Jha MBA in Finance and has furnished a declaration confirming that She fulfils the criteria laid under section 149(6) of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 and in the opinion of the Board, she fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for her appointment as a Independent Director. The Board recommends to pass necessary resolution as set out in Item No. 6 of the notice.

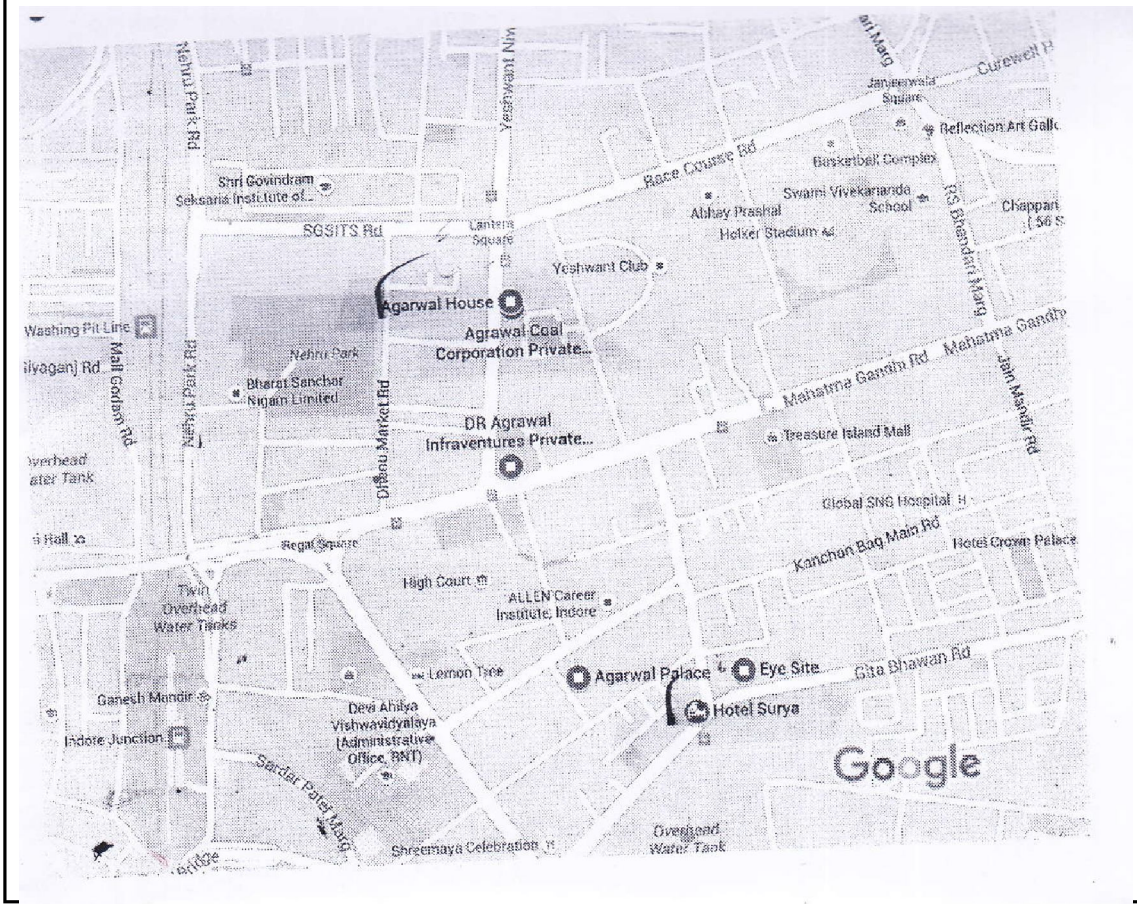
Except Ms. Priyanka Jha the appointee, none of the other directors are concerned or interested financially or otherwise in the aforesaid resolution.

The Board recommends to pass necessary Ordinary Resolution as set out in Item No. 6 of the notice.

Available Finance Limited
CIN: L67120MP1993PLC007481
Registered Office
"Agarwal House",
Ground Floor, 5, Yeshwant Colony,
Indore-452003 (M.P.)

Date: 22-08-2016
Place: Indore

For and on Behalf of the Board

Sd/-
(Usha Jaswani)
Company Secretary & Compliance Officer
ACS: 42007

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