26th ANNUAL REPORT
2017-2018

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
- Ms. Priyanka Jha (DIN: 07347415) - Independent Director
- Mr. Yogendra Narsingh Shukla (DIN: 00379050) - Independent Director

COMPANY SECRETARY & COMPLIANCE OFFICER

- CS Usha Jaswani (Resigned on 30/05/2018)
- CS Ajay Sodani (Appointed on 30/05/2018)

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.) - 452 003 (MP) IN

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@availablefinance.in Web-site: www.avao;an;efomamce.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, 2551745 Fax: 91-731-4065798
E-mail: rtaindore@gmail.com, ankit_4321@yahoo.com, support@ankitonline.com

NOTICE

Notice is hereby given that the 26th Annual General Meeting (AGM) of the Members of **AVAILABLE FINANCE LIMITED (CIN: L67120MP1993PLC007481)** will be held on Thursdaythe 27th day of September, 2018 at Hotel Surya 5/5, NathMandir Road, South Tukoganj, Indore-452001(MP) at 11:00 AM to transact the following businesses:

ORDINARY BUSINESSES:

1. To receive, consider, approve and adopt the Standalone and Consolidated Audited Financial Statements, containing the Audited Balance Sheet as at 31st March, 2018 and the statement of profit and loss and cash flow for the year ended 31st March, 2018 along with the report of the Board's and Auditor's along with their all annexure thereon.

2. To appoint Director in place of Neelam Sharma (DIN: 06935934) who liable to retire by rotation and being eligible herself for re-appointment.

3. **Ratification of Auditor:**

   To consider and if thought fit, to pass, with or without modification(s), the following 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 2017-18. Further the approval of members be and is hereby accorded to dispense off the requirement of ratification of auditors upto their remaining term of appointment as per the amendment made in Section 139 of the Companies Act, 2013 and the Board of Directors be and is hereby authorised to fix the remuneration payable to them for the financial year ending 31st March, 2019 and onwards as may be approved by the Audit Committee and the Board of directors in consultation with the Auditors."

   SPECIAL BUSINESS:

4. To, Consider, and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary 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 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. 01/07/2018-30/09/2018
Salary	-	₹ 46,500/- per month
Perks and Allowances	-	Reimbursement of conveyance expenses, Bonus, Gratuity etc. 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 for and on behalf of the Board of Directors of the Company."

5. To Consider, and if through fit to pass with or without modification(s), the following resolution as an **Special Resolution**:

   "Resolved That pursuant to the provisions of section 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Company Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provision of the SEBI(LODR) Regulation, 2015 (including any statutory modification (s) or re-enactment(s) thereof, for the time being in force,) Yogendra Narsingh Shukla (DIN:00379050), who

was appointed as an Independent Director and who hold office as an Independent Director up to March 31, 2019 and being eligible, be and is hereby re-appointment as an Independent Director of the company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years, w.e.f. 1st April, 2019 to 31st March ,2024."

For and on Behalf of the Board of Available Finance Limited

Registered Office
"Agarwal House",
Ground Floor, 5, Yeshwant Colony,
Indore-452003 (M.P.)

Sd/-
(CS Ajay Sodani)
Compliance Officer

Date: 30/07/2018
Place: Indore

BBRIEF PROFILE OF DIRECTORS PROPOSED FOR RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING

Name of Director	**Mr. Rajendra Sharma**	**Mrs. Neelam Sharma**	**Mr. Yogendra Narsingh Shukla**
Designation	Whole Time Director	Women Director	Independent Director
Category	Executive	Women and Non-Executive	Independent & Non-Executive
Date of Birth	09/10/1959	07/10/1968	02/02/1954
Date of Appointment	01/04/2002	24/07/2014	10/12/1999
Qualification	M.Com & LLB	B.A	Graduate
Experience	He is having a vast experience of more than 15 years in the field of Marketing, Finance and Accounts	She is having experience in the field of Finance.	He is having experience in the field of Finance & Accounts.
No. of Share held	0	0	0
List of outside Director Ship	0	0	Archana Coal Private Limited
Chairman /Member of the Committees of the Board of Directors of the Company	Member of 1.Audit Committee 2.Stakeholder Relation Ship Committee	Member 1.Nomination & Remuneration Committee	Member of 1.Audit Committee 2.Stakeholder Relation Ship Committee 3.Nomination & Remuneration Committee
Chairman /Member of the Committees of the Board, Directors of other Companies in which he is director	N.A	N.A	N.A
Disclosure of relationships between directors inter-se.	Mrs. Neelam Sharma is wife.	Mr. Rajendra Sharma is husband	N.A

NOTES :

1. The Register of Members and Share Transfer Books will remain closed from Friday 21st day of September, 2018 to Thursday 27th day of September, 2018 [both days inclusive] for the purpose of 26thAnnual General Meeting [the meeting].

2. The report on the Corporate Governance and Management Discussion and Analysis also form part to the report of the Board's Report.

3. Members seeking any information are requested to write to the Company by email at cs@availablefinance.in,complianceofficer@availablefinance.in, at least 7 days before the date of the Annual General Meeting to enable the management to reply appropriately at the Annual General Meeting.

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 i.e. by 11.00 am on Monday 25thday of September, 2018. 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. 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.

6. 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.

7. 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.

8. 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

9. 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 (LODR) 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.

10. CS (Dr.) D. K.Jain, Practicing Company Secretary [Membership No. FCS 3565, C.P. 2382] has been appointed as the Scrutinizer to scrutinize the voting and remote e-Voting process in a fair and transparent manner.

11. 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.

12. 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.

13. The remote e-Voting period commences on **Monday, 24th day of September, 2018 [9:00 A.M.] and ends on Wednesday 26th day of September, 2018 [5:00 P.M.].** During this period, Members holding shares either in physical form or demat form, **as on Thursday the 20th September, 2018 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.

14. 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.

15. 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 members are already registered with CDSL for remote e-Voting, can use their existing User ID and password for casting your vote.

16. The Scrutinizer shall, 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.

17. 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.

18. As per SEBI Circular dated 20th April, 2018 the shareholders having shares of the company in the physical form is required to provide details of the Income Tax Permanent Account No. and Bank Account Details to the Share Transfer Agent of the Company. The Company has sent First letters to all the shareholders by the Registered Post and further two letters will also be sent by the Ordinary Post for requiring the aforesaid details. It may please be noted very carefully by the shareholders who are unable to provide required details to the Share Transfer Agent, or informed that the shares available in their name as per records to the share transfer agent does not belong to them on or before 17th October, 2018 (i.e. 180 days from the date of circular) shall be subject to enhanced due diligence by the Company.

19. As per Amendment made w.e.f. 8th June, 2018 in the Regulation 40 of the SEBI (LODR) Regulation 2015 the shares shall be transferable only in the Demat form w.e.f. 5th December, 2018. Therefore, as per requirement of the Rule, the Share Transfer Agent of the Company has sent letters to the members holding shares in the physical form advising the get the shares in the Demat form as earliest. The members are requested to please take necessary action for dematerialization of shares as earliest but before 5th December, 2018 to avoid hardship in transfer of shares thereafter.

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.

f) Members holding shares in physical mode:

- Ø are required to submit their Permanent Account Number(PAN) and bank account details to the Company / Ankit, if not registered with the Company as mandated by SEBI.
- Ø Are advised to register the nomination in respect of their shareholding in the Company. Nomination Form (SH-13) is put on the Company's website.
- Ø Are requested to register/ update their e-mail address with the Company/Ankit for receiving all communications from the Company electronically.

Instructions for remote e-Voting

The instructions for members for voting electronically are as under:

(i) The voting period begins on **Monday, 24th September, 2018 [9:00 am] and ends on Wednesday 26th September, 2018 [5:00 pm].**During this period shareholders of the Company, holding shares either in physical form or in dematerialized form**,** as on **Thursday the 20th September, 2018, 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/Member.

(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 cast 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 users can download the app from the App Store and the Windows Phone Store. 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.

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

ITEM NO. 4:

Shri Rajendra Sharma (DIN: 00981139) is Post Graduated in commerce and Law Graduate (LLB) as well and is a Whole-Time-Director & CEO and his tenure has expired on 30/06/2018. 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 30th June, 2018 has re-appointed him for a further period of 01/07/2018-30/09/2018. 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 **Ordinary Resolution** as set out in Item No.4 of the notice.

The re-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 General Meeting.

Shri 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 that Neelam Sharma, being his relative may also be concerned or interested otherwise. Except that none of the other director and KMPs and their relatives are concerned or interested in the aforesaid resolution.

Rajendra Sharma do not hold shares of the Company.

I. General Information:

(1)	Nature of industry	Financial intermediation, except insurance and pension funding.
(2)	Date or expected date of commencement of commercial production	N.A., already existing in business
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A., already existing in business
(4)	Financial performance based on given indicators	As Board's Report
(5)	Foreign investments or collaborations, if any.	N.A.

II. Information about the appointee:

S. No.	Particulars	Shri Rajendra Sharma
(1)	Background details	Whole-Time-Director & CEO
(2)	Past remuneration	46500/-PM+Perquisites
(3)	Recognition or awards	Nil
(4)	Job profile and his suitability	Overall Controlling of Finance, Marketing and he has vast experience in his field.
(5)	Remuneration proposed	46500/-PM+Perquisites
(6)	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	N.A
(7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	He is husband of Mrs. Neelam Sharma, Women Director.

III. Other information:

(1) Reasons of loss or inadequate profits	There is no loss however, there may be inadequate prof its as the Company is dealing in the seeds products based on the climatic conditions of the reasons, and due to adverse market position and matter of demand and sup ply, the profits may be inadequate in a particular period.
(2) Steps taken or proposed to be taken for improvement	The Company is continuing efforts to introduce higher value products and broaden its operating base.
(3) Expected increase in productivity and profits in measurable terms	The Company expect to increase its turnover and profits by about 8-10% every year.

ITEM NO.5:

Mr. Yogendra Narsingh Shukla (DIN:00379050), who was appointed as an Independent Director and to hold office as an Independent Director upto March 31, 2019 ("first term"). The Nomination and Remuneration Committee of the Board has recommended re-appointment of Mr. Yogendra Narsingh Shukla (DIN:00379050) as the Independent Director for a second term of 5 (five) consecutive years on the Board of the Company.

The Board, based on the performance evaluation and as per the recommendation of the NRC Committee, considers that, given their background and experience and contributions made by them during their tenure, the continued association of them would be beneficial to the Company and it is desirable to continue to avail their services as an Independent Director. Accordingly, it is proposed to reappoint him as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years on the Board of the Company. Mr.Yogendra Narsingh Shukla (DIN:00379050) are not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given their consent to act as a Director.

The Company has also received declaration from Mr.Yogendra Narsingh Shukla (00379050) that they meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the SEBI (LODR) Regulations, 2015.

In the opinion of the Board, Mr.Yogendra Narsingh Shukla (00379050) fulfils the conditions for appointment as an Independent Director as specified in the Act and the Listing Regulations.

Copy of draft letter of appointment setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company.

Mr. Yogendra Narsingh Shukla (DIN:00379050)may be deemed to be interested in the respective resolution set out at Item No. 5 to the extent of fee as be drawn by them.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution. The Board commends the Special Resolution set out at Item No. 5 of the Notice for approval by the members.

Your Directors recommend that the **Special Resolution** should be passedas set out in Item No.5 of the notice.

Except Shri Yogendra Narshing Shukla, being the appointee, None of the Directors and KMPs and their relatives is interested or concerned in the said resolution.

For and on Behalf of the Board
of Available Finance Limited

Registered Office
"Agarwal House",
Ground Floor, 5, Yeshwant Colony,
Indore-452003 (M.P.)

Sd/-
(CS Ajay Sodani)
Compliance Officer

Date: 30/07/2018
Place: Indore