



SRI AMARNATH FINANCE LIMITED

CONTENTS

| S. No | Particulars |
|-------|-----------------------------------|
| 1 | Company Information |
| 2 | Chairman's letter to Shareholders |
| 3 | Mission & Objective |
| 4 | Principles |
| 5 | Notice of AGM |
| 6 | Directors Report |
| 7 | Auditors Report |
| 8 | Balance Sheet |
| 9 | Statement of Profit & Loss |
| 10 | Cash Flow Statement |
| 11 | Notes to the Financial Statements |
| 12 | Management Discussion Analysis |
| 13 | Corporate Governance |
| 14 | Proxy Form |

COMPANY INFORMATION:**Board Structure:-**

| | |
|-------------------------|-------------------|
| Mrs. Priti Jain | Managing Director |
| Mr. Surender Kumar Jain | Director |
| Mr. Sujan Mal Mehta | Director |
| Mr. Anil Prakash | Director |
| Mr. Rajesh Singhal | Director |
| Mr. Manish Kapoor | Director |
| Mr. Rakesh Kapoor | Director |

Company Secretary

Mr. Rajat Gupta

Auditors:

M/S Singh and Nagayach

U-74, Office-402, Tirupati Complex,
Shakarpur, New Delhi-1100092

Registered Office:

22, Rajindra Park
New Delhi – 110060.

Shares Listed At:

- 1. Delhi Stock Exchange Limited**
DSE House, 3/1 Asaf Ali Road,
New Delhi-110002.
- 2. U.P Stock Exchange Ltd.**
Padam Towers, 14/113, Civil Lines,
Kanpur-208001(UP).

Bankers:

Axis Bank
Padam Singh Road, Karol Bagh-110005.

Registrar and Share Transfer Agent:

Bigshare Services Pvt. Ltd.

4E/8, First Floor, Jhandewalan Extension,
New Delhi-110055.

Chairman's Statement:-

Ladies and Gentlemen,

On behalf of the Board of Directors of Sri Amarnath Finance Limited (SAFL) and on my own behalf, I am pleased to welcome you on the occasion Of Annual General Meeting of Your Company. After nurturing the Co. for Twenty Nine years since its incorporation, Mrs. Priti Jain has stepped down as Founding Chairman of Sri Amarnath Finance Limited Board. Mrs. Jain has been an extraordinary great influence on SAFL Growth trajectory, making it a premier financing company in the country and setting the path for private participation in financing area for the Investors. An exemplary Chairman and individual, Mrs. Jain has accepted the Board's invitation to remain associated with SAFL in a new capacity as Chair of the Co. He will continue to provide advice and counsel. On behalf of the firm, I have assured him that we stand committed to his vision, and continue to be inspired by his hard work, dedication and foresight in building tomorrow's India.

We kept a sharp focus on our main priorities - of delivering a number of investment opportunity for the investors and operational excellence to strive for Continuous growth with motivational people processes.

MISSION & OBJECTIVES OF OUR COMPANY

MISSION

- To facilitate availability of Finance for growth and development.
- To act as a competitive, client-friendly and development oriented organization for financing and promoting.

OBJECTIVES

In furtherance of the Mission, the main objectives to be achieved by the Corporation are listed below:

- To expand and diversify into other related areas and activities like investing in the shares, stocks, bonds and debentures.
- To mobilize funds from various sources including raising of funds from domestic and international agencies and sanction loans to the State
- To optimize the rate of economic and financial returns for its operations while fulfilling the corporate goals.

COMPANY POLICIES**Exposure Policy**

These exposure norms are intended to align the loan/investment amounts to the repayment capacity/ servicing ability of the borrower, to spread the exposures over a large number of borrower's entities and to contain the impact of market, economic and other movements on the portfolio.

Investment Policy

One of the main objects of Sri Amarnath Finance Limited is "to invest in, acquire and hold, buy/sell or otherwise dispose off or deal in any manner in securities of any nature, equity shares, debenture, bonds etc."

To meet this objective, the Board of Directors of the Company has framed the broad guidelines for making investment decisions as well as to inculcate the operational efficiency for investments and have adopted the Investment

Credit Appraisal Policy

Accurate information about the borrower is a critical input for decision-making by Company in the lending process. Where business owners or managers know more about the prospects for, and risks facing their business than existed, the Company responds by increasing lending margins to levels in excess of that which the inherent risks required. Where the Company did not have the requisite capability to discriminate between good and bad risks. The Company tightens credit terms

Asset Liability Management Policy

The ALCO-RM committee constituted by the Board of Directors shall be responsible for ensuring adherence to various operational limits set by the Board of Directors as well as deciding the business strategy of SLFL (assets and liabilities) in line with overall business objectives. The adherence would also ensure that the statutory compliances set out by the Reserve Bank of India ('RBI') are complied with. The ALCO-RM will review, update, and approve the Asset/Liability and Risk Management policy annually.

NOTICE

NOTICE is hereby given that the 29th Annual General Meeting of the members of **SRI AMARNATH FINANCE LIMITED** will be held on Saturday, the 6th day of September, 2014 at 05:00 P.M. at the Registered Office of the Company at 22, Rajindra Park, New Delhi-110060 to transact the following business: -

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2014 including audited Balance Sheet as at 31st March, 2014 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint Statutory Auditors of the Company and to fix their remuneration.

To consider and, if thought fit, the following resolution, with or without modification as an ordinary resolution.

"Resolved that pursuant to Section 139 & 141 and other applicable provisions, if any, of Companies Act, 2013 and rules made there under as amended from time to time **M/S SINGH AND NAGAYACH**, Chartered Accountants (**ICAI Registration No. 014131C**) be and is hereby re-appointed as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 34th Annual General Meeting subject to ratification of their appointment at every annual general meeting on such remuneration as may be decided by the Board of Directors in consultation with the Auditors."

3. To appoint Director in place of **Mr. Sujan Mal Mehta (Holding DIN 01901945)** who retires by rotation at this meeting and being eligible offers herself for re-appointment.

SPECIAL BUSINESS

4. To consider and, if thought fit, to pass, with or without modification, the following resolution which will be proposed as an Ordinary Resolution:-

"RESOLVED that Mr. Rakesh Kapoor (holding DIN 00216016), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 30th April, 2014, in terms of Section 161 and other applicable provisions of the Companies Act, 2013 and the provisions of the Articles of Association of the Company and whose term of office expires at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, pursuant to section 149, schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the rules thereunder, for a consecutive period of five years from 25th September, 2014 to 24th September, 2019"

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

"RESOLVED that Mr. Manish Kapoor (holding DIN 00025655), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 30th April, 2014, in terms of Section 161 and other applicable provisions of the Companies Act, 2013 and the provisions of the Articles of Association of the Company and whose term of office expires at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, pursuant to section 149, schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the rules thereunder, for a consecutive period of five years from 25th September, 2014 to 24th September, 2019"

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

"RESOLVED that Mr. Rajesh Singla (holding DIN 00002555), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 30th April, 2014, in terms of Section 161 and other applicable provisions of the Companies Act, 2013 and the provisions of the Articles of Association of the Company and whose term of office expires at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, pursuant to section 149, schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the rules thereunder, for a consecutive period of five years from 25th September, 2014 to 24th September, 2019"

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**
2. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. 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. Proxies submitted on behalf of the company must be supported by an appropriate resolution/authority, as applicable.
3. A member entitled to attend and vote is entitled to appoint a proxy or proxies to attend and vote instead of himself /herself and a proxy need not be a member. Proxies in order to be effective must be received by the company, not less than 48 hours, before the time for holding the meeting. The proxy form is enclosed.
4. The Register of Members and Share Transfer Books will remain closed on 5th September, 2014.
5. Members are requested to notify the change of address, if any, to the Share Department of the Company.
6. As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are therefore requested to bring their copies of the Annual Report to the Meeting.
7. As per the Provisions of the amended Companies Act, 1956 facilities for making nomination is now available to the shareholder of the company in respect of shares held by them.
8. Members are requested to affix their signatures at the space provided for on the attendance sheet annexed to the proxy form and hand over the slip at the entrance to the place of the meeting.
9. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore,
11. requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
12. Details under Clause 49 of the Listing Agreement with the Stock Exchange in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.
13. Members may also note that the Notice of the Annual General Meeting and the Annual Report for 2014 will also be available on the Company's website www.sriamarnathfinance.in for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in New Delhi for inspection during normal business hours on working days. 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: amarnath01finance@gmail.com
14. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.

I. EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

Mr. Rakesh Kapoor was appointed as an Additional Director of the Company by the Board of Directors with effect from April 30, 2014. He holds office until the ensuing Annual General Meeting under Section 161(1) of the Companies Act, 2013. It is proposed to appoint Mr. Rakesh Kapoor as an Independent Director of the Company pursuant to Section 149, Schedule IV, and other applicable provisions of Companies Act, 2013. In respect of proposed appointment, the company has, as required by Section 160 of Companies Act, 2013 received a notice in writing regarding his candidature for the office of the Director. Mr. Rakesh Kapoor has submitted the declaration of independence, as required pursuant to section 149(7) of Companies Act, 2013 stating that he meets the criteria of independence as provided in subsection (6) and he is not disqualified from being appointed as a director in terms of section