

KFSL

KUMBHAT FINANCIAL SERVICES LIMITED

CHIEF EXECUTIVE OFFICER

Board of Directors

SH. SHANTI KUMBHAT

Independent Director

SH. AJIT KUMBHAT

SH. GANPAT RAL BAMBAR

SH. RAMABADRAN

SH. UMA NAGESWAR

Registered Office:

KFSL

Bankers:

Central Bank of India

The Punjab & Bank Ltd.

Coastal Bank

Auditors:

Krishna & Gini

Chartered Accountants

15, Thane Multiplex Street,

Chennai - 600 001

Share Transfer Agents:

www.KFSL.com

Sugamrao Building, 1st Floor,

101 - 103, Anna Road,

21st Annual Report

2013 - 2014

KFSL

KUMBHAT FINANCIAL SERVICES LIMITED

CIN: L65991TN1993PLC024433

Board of Directors:

Sri. SHANTI KUMBHAT
Managing Director

Sri. AJIT KUMBHAT

Sri GANPAT RAJ BAGMAR

Sri. RAMABADRAN

Smt. UMA MAHESWARI

Registered Office:

144, N.S.C. Bose Road,
Chennai 600 079

Bankers:

Central Bank of India
The Laxmi Vilas Bank Ltd.,
Canara Bank

Auditors:

Krishnan & Giri,
Chartered Accountants,
72 Thatha Muthiappan Street
Chennai 600 001.

Share Transfer Agents:

Cameo Corporate Services Limited,
'Subramanian Building', V Floor,
No.1, Club House Road,
Chennai 600 002

KUMBHAT FINANCIAL SERVICES LIMITED

NOTICE TO THE MEMBERS

Notice is hereby given that the Twenty First Annual General Meeting of the members of the Company will be held on Monday, the 29th September 2014 at 09.15A.M. at Bhartiya Vidhya Bhavan New No.18,20,22 East Mada Street, Mylapore, Chennai-600004 to transact the following business :

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March 2014 and the Profit and Loss Account for the year ended on that date, together with the notes thereon and schedules thereto and Reports of the Board of Directors and the Auditors.
2. To appoint a Director in place of Sri. Shanti Kumbhat, who retires by rotation, and being eligible, offers himself for reappointment.
3. To appoint a Director in place of Sri.Ajit Kumbhat, who retires by rotation, and being offer himself for reappointment.
4. To appoint Auditors and fix their remuneration. The retiring auditors, M/s.Krishnan & Giri, Chartered Accountants, Chennai, are eligible for reappointment.

Registered Office :
144, N.S.C. Bose Road,
Chennai – 600 079.
Date : 25/08/2014

By Order of the Board

Shanti Kumbhat
Managing Director

NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF. A PROXY NEED NOT BE A MEMBER. THE PROXY FORM DULY COMPLETED MUST BE RETURNED SO AS TO REACH THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF THE COMMENCEMENT OF THE AFORESAID MEETING.
2. The Register of Members and Share Transfer Books of the Company will remain closed from September 19, 2014 to September 29, 2014 (both days inclusive).
3. Members are requested to notify immediately any change in their address to the Company or the Share Transfer Agent.
4. Members / Proxies should bring the Attendance slip duly filed in for attending the meeting.
5. In terms of Clause 49 of the Listing Agreement with the Stock Exchanges, a brief resume of Directors who are proposed to be appointed / re-appointed at this meeting is given below :

KUMBHAT FINANCIAL SERVICES LIMITED

A. SHANTI KUMBHAT

Born on 15th July 1943, Sri. Shanthi Kumbhat has been associated with the company from its promotion stage onwards and he is on the board of the company since 18th February 1993. He became the Managing director of the company with effect from 1st November 1994.

Sri. Shanthi Kumbhat is also a director in the board of Kumbhat Electricals Pvt. Ltd. Litaski Electricals Pvt. Ltd., Jain Spices and Pickles Ltd, Kumbhat Housing and Constructions Pvt. Ltd., Electrical Fittings and Equipments (Madras) Pvt. Ltd.

A. AJIT KUMBHAT

Born on 15th March 1952, Sri Ajit Kumbhat is a fellow member of the Institute of Chartered Accountants of India. He has rich experience and expertise in the field of Accounting & Income Tax Laws.

Sri. Ajit Kumbhat is also a Director in the board of Kumbhat Electricals Pvt Limited and Litaski Electricals Pvt Ltd.

By Order of the Board

Registered Office:
144, N.S.C. Bose Road,
Chennai – 600 079.
Date: 25th August, 2014

Shanti Kumbhat
Managing Director

KUMBHAT FINANCIAL SERVICES LIMITED

DIRECTORS' REPORT

Your Directors have pleasure in presenting the Twenty First Annual Report and Audited Statements of Account for the Financial year ended March 31, 2014.

FINANCIAL RESULTS :

| | Current Year March 31, 2014 (Rs. In Lakhs) | Previous Year March 31, 2013 (Rs. In Lakhs) |
|--|---|--|
| Income from Operations | 53.20 | 46.30 |
| Profit before Depreciation and Provision for taxation | 9.92 | 7.89 |
| Less: Depreciation | <u>0.76</u> | <u>0.91</u> |
| | 9.16 | 6.98 |
| Less: Provision for taxation | <u>5.71</u> | <u>1.77</u> |
| Net Profit | 3.45 | 5.21 |
| Add: Previous year's surplus | <u>27.30</u> | <u>24.09</u> |
| Amount available for appropriation | <u>30.75</u> | <u>29.29</u> |
| Appropriations: | | |
| Transfer to Statutory Reserve | 2.00 | 2.00 |
| Transfer to General Reserve | 20.00 | - |
| Surplus carried to Balance Sheet | <u>8.75</u> | <u>27.29</u> |
| | 30.75 | 29.29 |

PERFORMANCE:

During the year the Company achieved a Gross Income of Rs.53.20 lakhs as compared to Rs.46.3 lakhs during the previous year. The Profit before tax of the Company stood at Rs.9.16 lakhs as against Rs.6.98 lakhs last year. During the year there were no major disbursements. The focus continued to be on recoveries and towards substantial reduction in operational cost. The net profit of the Company stood at Rs.3.45 lakhs. During the year a sum of Rs.2 lakhs has been appropriated towards Statutory Reserve and Rs.20 lakhs towards General Reserve. The resultant profit of Rs.8.75 lakhs has been carried to the Profit and Loss Account.

KUMBHAT FINANCIAL SERVICES LIMITED

PRUDENTIAL NORMS FOR NBFCs

The prudential norms prescribed by the Reserve Bank of India for NBFC's for income recognition, provisioning for non performing assets and other directions issued from time to time in this regard are followed by the Company. The Company has complied with the capital adequacy norms and other directions issued by the Reserve Bank of India in respect of Non Banking Financial Companies from time to time.

DIVIDEND

In order to strengthen the financial position of the company the directors have decided not to declare dividend for the year.

DIRECTORS

Sri. Shanti Kumbhat & Ajit Kumbhat retires at the end of this Annual General Meeting and being eligible, offer themselves for re-appointment.

DEPOSITS

The Company has not accepted any fixed deposit from the public.

AUDITORS

M/s. Krishnan & Giri, Chartered Accountants, Chennai retire at the forthcoming Annual General Meeting. They have advised of their availability for re-appointment.

PROSPECTS

This year also witnessed consolidation in the NBFC sector wherein the financial position and profitability of the companies came under severe strain. Certain global majors also entered into the field which resulted in intense competition and there by resulting in reduction and interest rate. The directors are of the opinion that the same trend will continue in the coming years.

COMPLIANCE CERTIFICATE

The Company has obtained Compliance Certificate for the Year ended 31.03.2014 from Mr.Murugan, Practicing Company Secretary.

INFORMATION AS PER SECTION 217(1)(e) OF THE COMPANIES ACT, 1956

The Company has no activity relating to conservation of energy or technology absorption. The Company did not have foreign exchange earning or outgo.

PERSONNEL

The Company has no employee who is in receipt of remuneration in excess of the amount prescribed under section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.

KUMBHAT FINANCIAL SERVICES LIMITED

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of section 217(2AA) of the Companies Act, 1956 your directors confirm as follows :

- i) that in the preparation of the annual accounts, the applicable accounting standards had been followed.
- ii) that the Directors had selected such accounting policies and applied them consistently which are reasonable and prudent so as to give a true and fair view of state of affairs of the company at the end of the financial year and of the financial year and of the profit or loss of the company for that year;
- iii) that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv) that the Directors had prepared the annual accounts on a going concern basis.

CORPORATE GOVERNANCE

A Separate Report on Corporate Governance is incorporated as a part of this Annual Report along with Auditor's Statement on its compliance, as prescribed under clause 49 of the Listing Agreement.

ACKNOWLEDGEMENTS:

Your Directors wish to place on record their deep appreciation of the services of the Managing Director and the members of the staff of the company.

For and On behalf of the Board

Chennai
Date: 25/08/2014

Shanti Kumbhat
Managing Director

KUMBHAT FINANCIAL SERVICES LIMITED**REPORT ON CORPORATE GOVERNANCE**

Pursuant to clause 49 of the Listing Agreement, a Report on Corporate Governance is given below.

A. MANDATORY REQUIREMENTS**1. Company's philosophy on Code of Governance**

The Company's philosophy of Corporate Governance is proactively meeting its obligation to its shareholders and sincerely believes that all its activities must serve towards attaining optimum level of financial stability thereby enhancing the shareholders' value, over a sustained period of time.

2. Board of Directors

Composition

The Present strength of the Board is 5 Directors. The Board comprises of Executive and Non Executive Directors. Sri Shanti Kumbhat is the Managing Director. The remaining Directors are Non Executive Directors.

| Name of the Director | Category of Directorship | No.of Board Meetings | % of Total Meetings | Attendance at the last AGM |
|-----------------------|--------------------------|----------------------|---------------------|----------------------------|
| Sri Ajit Kumbhat | Director | 7 | 100 | Yes |
| Smt Uma Maheswari | Director | 7 | 100 | Yes |
| Sri Ganpat Raj Bagmar | Director | 7 | 100 | Yes |
| Sri Ramabadrn | Director | 7 | 100 | Yes |

There were seven board meetings held during the financial year.

KUMBHAT FINANCIAL SERVICES LIMITED**3. Audit Committee**

Terms of Reference and Composition, Chairman and the Name of Members

The Committee comprises of Sri Ganpat Raj Bagmar, Chairman of the Committee, Sri Ajit Kumbhat and Smt. Uma Maheswari and Sri Ramabadran all being Non-Executive Directors. The Chairman of the Committee is an independent Director. Majority of the Members have financial and accounting knowledge. The Chief Executive Officer, Internal Auditors and Statutory Auditors are invitees to the Meeting. The terms of reference of this Committee are wide enough covering matters specified for Audit Committee under the Listing Agreement.

Meetings and attendance during the year

There were three meetings of the Audit Committee during the financial year 2013-14 and the attendance of each member of the committee is given below.

| No. | Name of the Director | No. of Meetings attended | % of Total Meetings attended |
|-----|----------------------|--------------------------|------------------------------|
| 1 | Ganpat Raj Bagmar | 4 | 100 |
| 2 | Ramabadran | 4 | 100 |
| 3 | Ajit Kumbhat | 4 | 100 |
| 4 | Uma Maheswari | 4 | 100 |

4. Remuneration to Directors

a) Details of payments to Non-Executive Directors during the financial year 2013-14 are given below.

| No. | Name of the Director | Sitting Fee for Board Meetings & Committee Meetings | Commission |
|-----|----------------------|---|------------|
| 1. | Ganpat Raj Bagmar | 4000 | Nil |
| 2. | Ajit Kumbhat | 5000 | Nil |
| 3. | Uma Maheswari | 4000 | Nil |
| 4. | Ramabadran | 4000 | Nil |

KUMBHAT FINANCIAL SERVICES LIMITED

5. Investors / Shareholders Grievance Committee

The Company has formed a Securities Transfer and Investors' Grievance Committee. The Committee Comprises of Sri.Ajit Kumbhat, the Chairman of the Committee and Sri Ganpat Raj Bagmar, Sri Ramabadran all being Non-Executive Directors. The Committee looks into the shareholders and Investors' complaints. All the complaints received from the Shareholders have been resolved. The number of shares transferred from 01.04.2013 to 31.03.2014 were 26 transfers and 3 transmission for 8400 shares.

6. General Body Meetings

Details of the location of the past three AGMs and the details of the resolutions passed or to be passed by postal ballot.

a. Details of the location of the past three AGMs

- | | | |
|----|--------------------------|--|
| 1. | Financial Year 2012-13 : | Bhartiya Vidhya Bhavan new no,18,20,22 East Mada Street, Chennai - 600004. |
| 2. | Financial Year 2011-12 : | Bhartiya Vidhya Bhavan new no,18,20,22 East Mada Street, Chennai - 600004 |
| 3. | Financial Year 2010-11 : | Bhartiya Vidhya Bhavan new no,18,20,22 East Mada Street, Chennai - 600004 |

b. No resolutions were put through postal ballot as in earlier years.**7. Disclosures on significant related party transactions of the Company of a material nature, with its promoters, the Directors or the Management, their subsidiaries or relatives etc., that may have potential conflict with the interests of the Company at large.**

- * All transactions with the Companies in which the promoters or Directors or the management, their subsidiaries or their relatives etc., that may have potential conflict with the interests of the Company at large.

Details of non-compliance by the Company, penalties, stricture imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

KUMBHAT FINANCIAL SERVICES LIMITED

8. Means of communications

| | | |
|--|---|--|
| Half-yearly report sent to the household of each Shareholder | : | No, as the results of the company are published in the Newspapers. |
| Quarterly Results | : | No, as the results of the company are published in the Newspapers. |
| Any Website, where displayed | : | At present, the results are displayed on Website. |
| Whether it is also displayed in Official Newspaper | : | No |
| Presentation made to institutional investors: or to analysts | : | No |
| Newspapers in which results are normally published in | : | 1. Makkal Kural and 2. Trinity Mirror |
| Whether Management Discussion and analysis is a part of Annual Report or not | : | Yes |

9. General Shareholder Information**AGM**

| | | |
|-------|---|---|
| Date | : | 29 th September 2014 |
| Time | : | 9.15 A.M. |
| Venue | : | Bhartiya Vidhya Bhavan New No.18,20,22 East Mada Street Mylapore Chennai-600004 |

| | | |
|--------------------|---|--|
| Financial Calender | : | Results of the First Quarter (April – June) Last week of July |
| | * | Results for the Second Quarter (July – September) Last week of October |
| | * | Results for the Third Quarter (October – December) Last week of January |
| | * | Annual Results (April – March) Last week of June |

KUMBHAT FINANCIAL SERVICES LIMITED

| | | |
|---|---|--|
| Date of Book Closure | : | September 19 to September 29, 2014 (both days inclusive) |
| Dividend Payment Dates | : | No Dividend proposed |
| Listing on Stock Exchanges | : | The Madras Stock Exchange The Stock Exchange Mumbai Hyderabad Stock Exchange Coimbatore Stock Exchange Ahmedabad Stock Exchange |
| Stock Code | : | |
| Mumbai Stock Exchange | : | KUMBHFN – 526869 |
| Madras Stock Exchange | : | KFS |
| Hyderabad Stock Exchange | : | KFS |
| Coimbatore Stock Exchange | : | 21108 |
| Ahmedabad Stock Exchange | : | KUMBHATFIN – 31609 |
| ISIN Number for NSDL & CDSL | : | INE795E01019 |
| Stock Price Data | : | Shares were quoted in BSE at an average price of Rs.2.24. |
| Registrar and Share Transfer Agent | : | M/s. Cameo Corporate Services Limited "Subramanian Building" No.1, Club House Road Chennai – 600 002. Ph : 044 – 28460390 Fax : 044– 28460129 E-mail: cameosys@satyam.net.in |
| Share Transfer System | : | All the transfer requests received are processed and approved by an Authorized Officer / The Securities Transfers and Investors' Grievance Committee. Normally transfers are processed and approved twice in a month or more depending on the volume of transfers. |
| Distribution of Shareholding and Share holding pattern as on March 31, 2014 | : | As per Annexure – A |

KUMBHAT FINANCIAL SERVICES LIMITED

| | | |
|---|---|---|
| Dematerialisation of Shares and Liquidity | : | 32.10% of the paid-up capital has been dematerialized as on March 31, 2014 |
| Outstanding GDRs / ADRs / Warrants or any convertible instruments conversion date and likely impact on equity | : | The Company has not issued any GDR/ ADR |
| Address for Correspondence | | |
| a. for transfer / dematerialized of shares and any other query relating to the shares of the Company. | : | M/s. Cameo Corporate Services Limited Unit : KFSL "Subramanian Building" No.1, Club House Road, Chennai-600 002. |
| b. For shares held in demat form | : | Depository Participants |
| c. Any query on the Annual Report and for the Correspondence | : | The Managing Director Kumbhat Financial Services Limited No.144, N.S.C. Bose Road, Chennai - 600 079. |

B. NON MANDATORY REQUIREMENTS

- a. Chairman of the Board : Whether the Chairman of the Board is entitled to maintain a Chairman's office at the Company's expense and also allowed reimbursement of expenses incurred in the performance of his duties:
- * No
- b. Remuneration Committee :
- * The Company has not yet set up a Remuneration Committee.
- c. Shareholder Right : The half-yearly declaration or financial performance including a summary of the significant events in last six months should be sent to the household of each shareholder:
- * As the Company's half yearly results are published in English and Tamil Newspapers, the same are not sent to the shareholders of the Company.
- d. Postal Ballot :
- * The Company has not yet made use of the postal ballot.

KUMBHAT FINANCIAL SERVICES LIMITED

ANNEXURE A

The distribution of shareholding as on March 31, 2014

| No. of Equity Shares held | Share Holders | | Share Amount | |
|---------------------------|---------------|---------------|-----------------|---------------|
| | Numbers | % of Total | In Rs. | % of Total |
| 1 – 500 | 7442 | 84.3573 | 13624000 | 28.6821 |
| 501 – 1000 | 766 | 8.6828 | 6734000 | 14.1768 |
| 1001 – 2000 | 288 | 3.2646 | 4339000 | 9.1347 |
| 2001 – 3000 | 171 | 1.9383 | 4278000 | 9.0063 |
| 3001 – 4000 | 30 | 0.3401 | 1043000 | 2.1958 |
| 4001 – 5000 | 58 | 0.6574 | 2821000 | 5.9389 |
| 5001 – 10000 | 38 | 0.4307 | 2908000 | 6.1221 |
| 10001 and above | 29 | 0.3287 | 11753000 | 24.7432 |
| Grand Total | 8477 | 100.00 | 47500000 | 100.00 |

Shareholding Pattern as on March 31, 2014

| Category | No of Shares | % |
|---|----------------|------------|
| A. Promoters Holding | | |
| 1. Promoters | | |
| - Indian Promoters | | |
| - Foreign Promoters | 519800 | 10.94 |
| 2. Persons acting in concert | | |
| B. Non-Promoters Holding | | |
| 3. Institutional Investors | | |
| i. Mutual Fund | | |
| ii. Banks, Financial Institution Insurance Companies (Central / State Govt. Institutions / Non- Government Institutions) | 500 | 0.01 |
| iii. FIs | 200 | 0.01 |
| iv. Foreign Institutional Investment (Foreign Company) | - | - |
| 4. Others | | |
| i. Private Corporate Bodies | 422860 | 8.90 |
| ii. Indian Public | 3747720 | 78.90 |
| iii. NRIs / OBCs | | |
| iv. Any Other (Please Specify) | 58920 | 1.24 |
| Total | 4750000 | 100 |

KUMBHAT FINANCIAL SERVICES LIMITED

**AUDITORS CERTIFICATE
(Under clause 49 of the Listing Agreement)****TO THE MEMBERS OF KUMBHAT FINANCIAL SERVICES LIMITED**

We have examined the compliance of conditions of Corporate Governance by Kumbhat Financial Services Limited for the year ended on March 31, 2014 as stipulated in clause 49 of the Listing Agreement of the said Company with Stock Exchange(s).

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the 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.

Subject to non payment of Listing Fees to the Hyderabad, Coimbatore Stock Exchanges for the year, 2004-2005, 2005-2006, 2006-2007, 2007-08, 2008-2009, 2009-10, 2010-11, 2011-12, 2012-13, 2013-14 in our opinion and to the best of our 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 Listing Agreement.

We state that no grievance(s) is / are pending for the period exceeding one month against the Company as per the records maintained by the Investors Grievance Committee.

We further 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 **KRISHNAN & GIRI**
Chartered Accountants

Chennai
Date : 25/08/2014

R. Saptagiri
Partner
M No: 38623

KUMBHAT FINANCIAL SERVICES LIMITED

INDEPENDENT AUDITORS REPORT

To the Members of
Kumbhat Financial Services Limited

REPORT ON THE FINANCIAL STATEMENTS:

We have audited the accompanying financial statements of Kumbhat Financial Services Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement T 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 Standards referred to in Section 133 of the Companies Act, 2013 ("the Act") in terms of General circular 15/2013 dated 13th September, 2013 and in accordance with the generally accepted accounting principles in India. 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.

AUDITORS 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 ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from 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:

KUMBHAT FINANCIAL SERVICES LIMITED

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- 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 the Cash Flow Statement, of the cash flows for the year ended on that date.

REPORT ON OTHER LEGAL & REGULATORY REQUIREMENTS:

- 1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") 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 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 account 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 and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in section 133 of the Companies Act, 2013; in terms of General Circular No 15/2013 dated 13th September, 2013 of the Ministry of corporate Affairs.
 - e) on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

for **KRISHNAN & GIRI**
Chartered Accountants

Chennai
Date : 25/08/2014

R. Saptagiri
Partner
M No: 38623

KUMBHAT FINANCIAL SERVICES LIMITED

**KUMBHAT FINANCIAL SERVICES LIMITED, CHENNAI
ANNEXURE REFERRED TO IN PARA '1' OF OUR REPORT OF EVEN DATE**

The Annexure referred to in paragraph 1 of the Our Report of even date to the members of Kumbhat Financial Services Limited on the accounts of the company for the year ended 31st March, 2014.

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

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
(b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals, no material discrepancies were noticed on such verification.
(c) In our opinion and according to the information and explanations given to us, no fixed asset has been disposed during the year and therefore does not affect the going concern assumption.
2. (a) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals. Shares held in demat form have been duly confirmed by the Depository.
(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
(c) In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records. And also the Company has stock in trade of shares which is lying with and confirmed by the depository.
3. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Consequently, the provisions of clauses iii (b), iii(c) and iii (d) of the order are not applicable to the Company.
(b) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken loans from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956.
4. In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of shares. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.
5. a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, the particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register required to be maintained under that section.

KUMBHAT FINANCIAL SERVICES LIMITED

- b) As per information & explanations given to us and in our opinion, the transaction entered into by the company with parties covered u/s 301 of the Act does not exceeds five lakhs rupees in a financial year therefore requirement of reasonableness of transactions does not arise.
6. The Company has not accepted any deposits from the public covered under section 58A and 58AA of the Companies Act, 1956.
 7. As per information & explanations given by the management, the Company has an internal audit system commensurate with its size and the nature of its business.
 8. As per information & explanation given by the management, maintenance of cost records has been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Act are not applicable to the Company.
 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, Custom Duty, Excise Duty, cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2014 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which have not been deposited on account of any disputes.
 10. The Company does not have any accumulated loss and has not incurred cash loss during the financial year covered by our audit and in the immediately preceding financial year.
 11. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
 12. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
 13. The Company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provision of this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
 14. According to information and explanations given to us, the Company is not trading in Shares, Mutual funds & other Investments. Proper records & timely entries have been maintained in this regard & further investments specified are held in their own name.
 15. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
 16. Based on our audit procedures and on the information given by the management, we report that the company has not raised any term loans during the year.

KUMBHAT FINANCIAL SERVICES LIMITED

17. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company as at 31st March, 2013, we report that no funds raised on short-term basis have been used for long-term investment by the Company.
18. Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year.
19. The Company has no outstanding debentures during the period under audit.
20. The Company has not raised any money by public issue during the year.
21. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor have we been informed of such case by the management.

For **Krishnan & Giri.**
Chartered Accountants
FRN:001512S

(R.Saptagiri)
Partner

Membership No: 38623

Place: Chennai

Date: 25.08.2014

KUMBHAT FINANCIAL SERVICES LIMITED, CHENNAI
ANNEXURE REFERRED TO IN PARA '3' OF OUR REPORT OF EVEN DATE

1. The Company had earlier received the 'Certificate of Registration' from the Reserve Bank of India, Pursuant to Section 45-1A of the Reserve Bank of India Act, 1934 (2 of 1934), which is still in force.
2. In the meeting of Board of Directors held on 11.04.2014 at the registered office of the Company, the Board of Directors has passed a resolution for non-acceptance of any public deposits.
3. The Company has not accepted any public deposits during the year.
4. During the year the company has complied with the prudential norms relating to income recognition, accounting standards, asset classification and provisioning for bad and doubtful debts as applicable.

for **KRISHNAN & GIRI**
Chartered Accountants

Chennai

Date : 25thAugust, 2014

R. Saptagiri
Partner

M No : 38623

Firm Regn No:001512S

KUMBHAT FINANCIAL SERVICES LIMITED

Balance Sheet as at 31 March 2014

| Equity and Liabilities | Notes | As at 31st March 2014 Rs. | As at 31st March 2013 Rs. |
|--------------------------------|-------|---------------------------------|---------------------------------|
| Shareholders' Fund | | | |
| Share capital | 1 | 47,500,000 | 47,500,000 |
| Reserves and surplus | 2 | 14,759,609 | 14,414,602 |
| | | <u>62,259,609</u> | <u>61,914,602</u> |
| Non Current Liabilities | | | |
| Deferred Tax Liabilities | 3 | 1,896,774 | 1,916,025 |
| Current Liabilities | | | |
| Short Term Borrowngs | 4 | 432,000 | 600,000 |
| Short-term provisions | 5 | 597,973 | 291,182 |
| Other current liabilities | 6 | 141,936 | 141,936 |
| | | <u>1,171,909</u> | <u>1,033,118</u> |
| Total | | <u>65,328,292</u> | <u>64,863,745</u> |
| Assets | | | |
| Non-Current Assets | | | |
| Fixed assets | | | |
| Tangible assets | 7 | 4,014,292 | 4,090,181 |
| Loans And Advances | 8 | 54,911,044 | 49,288,700 |
| Long-term loans and advances | 9 | 2,874,406 | 2,874,406 |
| Other non-current assets | 10 | 625 | 1,932,657 |
| | | <u>61,800,367</u> | <u>58,185,944</u> |
| Current Assets | | | |
| Inventories | 11 | 1,362,120 | 2,071,105 |
| Cash and bank balances | 12 | 802,861 | 1,551,201 |
| Short-term loans and advances | 13 | 1,362,944 | 3,055,495 |
| | | <u>3,527,925</u> | <u>6,677,801</u> |
| Total | | <u>65,328,292</u> | <u>64,863,745</u> |

Summary of Significant accounting policies

The accompanying notes form an integral part of the financial statements.

As per our report of even date

For KRISHNAN & GIRI

Firm Registration Number : 001512S

Chartered Accountants

For on behalf of the board of directors of
Kumbhat Financial Services Limited

R SAPTAGIRI

Partner

MNo : 38623

Place : Chennai

Date : 25/08/2014

Shanti Kumbhat
[Managing Director]

Uma Maheswari
[Director]

Ajit Kumbhat
[Director]

Ramabadrn
[Director]

Ganpat Bagmar
[Director]

KUMBHAT FINANCIAL SERVICES LIMITED

Statement of Profit and Loss for the year ended 31 March 2014

| | Notes | Year ended 31st March 2014 Rs. | Year ended 31st March 2013 Rs. |
|---|-------|--------------------------------------|--------------------------------------|
| Continuing Operations | | | |
| Revenue from operations | 14 | 4,320,475 | 4,630,611 |
| Other income | 15 | 1,000,000 | 336,100 |
| Total revenue (I) | | 5,320,475 | 4,966,711 |
| Expenses | | | |
| Increase/decrease in inventories | 16 | 708,985 | 14,788 |
| Employee benefit expenses | 17 | 485,791 | 237,971 |
| Finance Cost | 18 | 6,592 | 21,767 |
| Operating & Other Expenses | 19 | 3,127,462 | 3,902,761 |
| Depreciation and Amortisation Expense | 7 | 75,889 | 91,372 |
| Total (II) | | 4,404,719 | 4,268,659 |
| Earnings before interest, tax, depreciation and amortisation (EBITDA) (I)-(II) | | 915,756 | 698,052 |
| Less : Tax expenses | | | |
| Current Tax | | 290,000 | 210,700 |
| Earliar Year Tax | | 300,000 | |
| Deferred Tax | | (19,251) | (22,478) |
| Total tax expenses | | 570,749 | 177,222 |
| Profit/(loss) for the year | | 345,007 | 520,830 |
| Earnings per equity share [nominal value of share Rs.10] | | | |
| Basic | | | |
| | | Face value Rs. | |
| Computation on the basis of total profit for the year | 10 | 0.07 | 0.11 |
| Diluted | | | |
| Computation on the basis of total profit for the year | 10 | 0.07 | 0.11 |

Summary of Significant accounting policies

The accompanying notes form an integral part of the financial statements.

As per our report of even date .

For KRISHNAN & GIRI

Firm Registration Number : 001512S

Chartered Accountants

For on behalf of the board of directors of

Kumbhat Financial Services Limited

R SAPTAGIRI

Partner

MNo : 38623

Place : Chennai

Date : 25/08/2014

Shanti Kumbhat
[Managing Director]

Ajit Kumbhat
[Director]

Ganpat Bagmar
[Director]

Uma Maheswari
[Director]

Ramabadrn
[Director]

KUMBHAT FINANCIAL SERVICES LIMITED

**CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET PURSUANT TO
CLAUSE 32 OF THE LIST AGREEMENT**

| | 31st March 2014 Rs. | 31st March 2013 Rs. |
|---|------------------------|------------------------|
| A. CASH FLOW FROM OPERATING ACTIVITIES : | | |
| Net Profit | 345007 | 520830 |
| Adjustment for | | |
| Provision for Taxation | 75889 | 91372 |
| | 75889 | 91372 |
| Operating profit before working capital changes | 420896 | 612202 |
| Changes in Working Capital | | |
| Decrease/(Increase) in Loans | (5622344) | 2619035 |
| Decrease/(Increase) in Trade Recble | 1513652 | (625) |
| Decrease/(Increase) in Lease Rent Receivables | 418380 | (418380) |
| Increase/(Decrease) in short term Advances | 1692551 | (1907288) |
| Increase/(Decrease) in Provisions | 306791 | (524956) |
| Increase/(Decrease) in Deferred Tax | (19251) | (33478) |
| Increase/(Decrease) in Current Liabilities | 0 | 32708 |
| | (1710221) | (232984) |
| NET CASH FLOW FROM OPERATING ACTIVITIES | (1289324) | 379218 |
| B. CASH FLOW FROM INVESTING ACTIVITIES : | | |
| Decrease/(Increase) in Stock-in-trade | 708985 | 14788 |
| Purchase of Fixed Asset | - | - |
| NET CASH FLOW FROM INVESTING ACTIVITIES | 708985 | 14788 |
| C. CASH FLOW FROM FINANCING ACTIVITIES : | | |
| Increase/(Decrease) on Borrowings | (168000) | (200000) |
| NET CASH FLOW FROM INVESTING ACTIVITIES | (168000) | (200000) |
| Net Increase/(Decrease) in Cash Flow | (748339) | 194005 |
| Opening Cash and Bank Balance | 1551201 | 1357195 |
| Closing Cash and Bank Balance | 802861 | 1551201 |

For and on behalf of the Board

Shanti Kumbhat

Managing Director

Auditors' Report

We have verified the attached Cash Flow Statement of Kumbhat Financial Services Limited, derived from audited financial statements and the books and records maintained by the Company for the years ended 31st March 2013 and 31st March 2013 and found the same in agreement therewith.

Chennai
Date : 25/08/2014

for **Krishnan & Giri**
Chartered Accountants
R Saptagiri
Partner
M No: 38623
Firm Regn No: 001512S

KUMBHAT FINANCIAL SERVICES LIMITED

KUMBHAT FINANCIAL SERVICES LIMITED

Notes to financial statement for the year ended 31 March 2014

| 1 | SHARE CAPITAL | 31 March 2014 Rs. | 31 March 2013 Rs. |
|---|---|----------------------|----------------------|
| | Authorised Share 1,00,00,000 number of Equity shares of Rs.10 each | 100,000,000 | 100,000,000 |
| | Issued, Subscribed and Fully Paid up Share Capital: 47,50,000 number of Equity shares of Rs.10 each | 47,500,000 | 47,500,000 |
| | Total issued, subscribed and fully paid up share capital | 47,500,000 | 47,500,000 |

a. Reconciliation of share outstanding at the beginning and at the end of the reporting period

| Equity shares | 31 March 2014 | | 31 March 2013 | |
|--------------------------------------|---------------|------------|---------------|------------|
| | No of shares | Rs. | No of shares | Rs. |
| At the beginning of the period | 4,750,000 | 47,500,000 | 4,750,000 | 47,500,000 |
| Outstanding at the end of the period | 4,750,000 | 47,500,000 | 4,750,000 | 47,500,000 |

b. Details of shareholders holding more than 5% shares in the company

Nil Nil

| 2 | RESERVES AND SURPLUS | 31 March 2014 Rs. | 31 March 2013 Rs. |
|---|--|----------------------|----------------------|
| | Statutory Reserve | | |
| | Balance at the beginning of the year | 3,665,000 | 3,465,000 |
| | Add: Transfer from Surplus in the statement of Profit & Loss | 200,000 | 200,000 |
| | Closing Balance | 3,865,000 | 3,665,000 |
| | General Reserve | | |
| | Balance at the beginning of the year | 8,019,716 | 8,019,716 |
| | Add: Transfer from Surplus in the statement of Profit & Loss | 2,000,000 | - |
| | Closing Balance | 10,019,716 | 8,019,716 |
| | Surplus/(deficit) in the statement of profit and loss | | |
| | Balance at the beginning of the year | 2,729,886 | 2,409,056 |
| | Profit for the year | 345,007 | 520,830 |
| | Less: | | |
| | Transfer to Statutory Reserve | (200,000) | (200,000) |
| | Transfer to General Reserve | (2,000,000) | - |
| | Net surplus in the statement of profit and loss | 874,893 | 2,729,886 |
| | Total reserve and surplus | 14,759,609 | 14,414,602 |

KUMBHAT FINANCIAL SERVICES LIMITED

| | 31 March 2014 Rs. | 31 March 2013 Rs. |
|---|----------------------|----------------------|
| 3 DEFERRED TAX LIABILITY | | |
| Fixed Assets: Impact of difference between tax depreciation and derprection/amortisation charged to the financial statement | 1,896,774 | 1,916,025 |
| | 1,896,774 | 1,916,025 |
| 4 SHORT TERM BORROWINGS | | |
| From Directors (Unsecured) | 432,000 | 600,000 |
| | 432,000 | 600,000 |
| 5 SHORT TERM PROVISIONS | | |
| a Provision for post employment benefits | | |
| - Provision for Gratuity | 97,273 | 80,482 |
| b Other Porvision | | |
| - Provision for Income Tax | 500,700 | 210,700 |
| | 597,973 | 291,182 |
| 6 OTHER CURRENT LIABILITIES | | |
| Sundry Creditors for Expenses | 141,936 | 141,936 |
| | 141,936 | 141,936 |
| 8 RECEIVABLES FROM FINANCING ACTIVITY | | |
| a) Loans (Unsecured) | | |
| - Considered good | 52,143,112 | 49,288,700 |
| - Considered doubtful | 2,767,932 | - |
| | 54,911,044 | 49,288,700 |
| 9 LONG TERM LOANS AND ADVANCES | | |
| Capital Advances | 2,871,406 | 2,871,406 |
| Deposits | 3,000 | 3,000 |
| | 2,874,406 | 2,874,406 |

KUMBHAT FINANCIAL SERVICES LIMITED

7 : FIXED ASSETS

| | GROSS BLOCK | | DEPRECIATION | | NET BLOCK | | | |
|------------------------------------|---------------------|-----------|---------------------|--------------------|-----------------|--------------------|---------------------|---------------------|
| | As on 01.04.2013 | ADDITIONS | As at 31.03.2014 | UPTO 31.03.2013 | FOR THE YEAR | UPTO 31.03.2014 | AS AT 31.03.2013 | AS AT 31.03.2014 |
| A. Tangible Assets | | | | | | | | |
| Office Equipments | 12750 | | 12750 | 12494 | 46 | 12540 | 256 | 210 |
| Computers | 322970 | 0 | 322970 | 311684 | 7480 | 319164 | 11286 | 3806 |
| Vehicles | 1262220 | | 1262220 | 1247628 | 271 | 1247899 | 14592 | 14321 |
| Plant & Machinery | 7705496 | | 7705496 | 6461189 | 68092 | 6529281 | 1244309 | 1176217 |
| Water Pollution Control Equipments | 4700000 | | 4700000 | 1111644 | 0 | 1111644 | 3588356 | 3588356 |
| (A) | 14003438 | 0 | 14003438 | 9144639 | 75889 | 9220528 | 4782910 | 4858799 |
| Less: Lease Terminal Adjustment | 14003438 | 0 | 14003438 | 9144639 | 75889 | 9220528 | 768618 | 768618 |
| Previous year Figures | 14003438 | 0 | 14003438 | 9053267 | 91372 | 9144639 | 4090181 | 4090181 |
| | | | | | | | 4181553 | 4181553 |

Note : 1. Depreciation has been provided on 'Written Down Value' method in accordance with the rates specified in Schedule XIV to the Companies Act, 2013.

KUMBHAT FINANCIAL SERVICES LIMITED

| | | 31 March 2014 | 31 March 2013 |
|-----------|---|------------------|------------------|
| | | Rs. | Rs. |
| 10 | OTHER NON-CURRENT ASSET | | |
| | Trade Receivables | 625 | 1,514,277 |
| | Lease Rent Receivable | - | 418,380 |
| | | 625 | 1,932,657 |
| 11 | INVENTORIES | | |
| | (Valued at lower of Cost or Net realizable value) | | |
| | Stock of Equity Shares | | |
| | - Quoted Shares (Fully Paid) | 162,120 | 371,105 |
| | - Unquoted Shares (Fully paid) | 1,200,901 | 1,700,000 |
| | | 1,362,120 | 2,071,105 |
| 12 | CASH AND BANK BALANCES | | |
| | Cash and cash equivalents | | |
| | Balances with banks: | | |
| | - On current accounts | 671,961 | 560,834 |
| | Cash on hand | 130,901 | 990,367 |
| | | 802,861 | 1,551,201 |
| 13 | SHORT TERM OTHER LOANS AND ADVANCES | | |
| | Short Term Loans & Advances | 845,276 | 2,252,668 |
| | Advance Payment of Income Tax | 372,712 | 672,712 |
| | TDS | 144,956 | 130,115 |
| | | 1,362,944 | 3,055,495 |
| 14 | REVENUE FROM OPERATIONS | | |
| | a) Income from Financing Activity | | |
| | Interest on Loan | 4,320,475 | 4,627,420 |
| | b) Dividend Received | - | 3,191 |
| | | 4,320,475 | 4,630,611 |
| 15 | OTHER INCOME | | |
| | a) Sale of shares | 1,000,000 | 336,100 |
| | | 1,000,000 | 336,100 |
| 16 | DECREASE IN STOCK IN TRADE | | |
| | Closing Stock of Shares | 1,362,120 | 2,071,105 |
| | Less: Opening Stock of Shares | 2,071,105 | 2,085,893 |
| | | (708,985) | (14,788) |

KUMBHAT FINANCIAL SERVICES LIMITED

| | | 31 March 2014 | 31 March 2013 |
|-----------|--|------------------|------------------|
| | | Rs. | Rs. |
| 17 | EMPLOYEES REMUNERATION & BENEFITS | | |
| | Salaries, Bonus and Commission | 452,000 | 204,000 |
| | Director sitting Fees | 17,000 | 17,000 |
| | Gratuity provision | 16,791 | 16,971 |
| | | 485,791 | 237,971 |
| 18 | FINANCE COST | | |
| | Interest Payments | - | 13,740 |
| | Bank Charges | 6,592 | 8,027 |
| | | 6,592 | 21,767 |
| 19 | OPERATING AND OTHER EXPENSES | | |
| | Rent and Amenities | 180,000 | 96,000 |
| | Postage and Telephone | 14,382 | - |
| | Printing and Stationery | 35,000 | 53,000 |
| | Listing, Share transfer Exp & Filing fees | 129,177 | 41,813 |
| | Travelling & conveyance | 121,600 | 14,853 |
| | Advertisement charges | 5,000 | 8,539 |
| | AGM Expenses | 179,618 | 72,942 |
| | Payment to Auditors | 30,337 | 33,708 |
| | Professional Charges | - | 20,000 |
| | General Expenses | 48,850 | 5,000 |
| | Provision for NPA | 451,466 | - |
| | Bad Debts W/off | 1,932,032 | 3,545,443 |
| | Income tax | - | 11,463 |
| | | 3,127,462 | 3,902,761 |

20 CONTINGENT LIABILITIES AND COMMITMENTS:

| | | | |
|------------------------------------|--|-----|-----|
| 20.1 CONTINGENT LIABILITIES | | | |
| | Claims against the company not acknowledged as debts | Nil | Nil |
| 20.2 COMMITMENTS: | | | |
| a. | Estimated amount of Contracts remaining to be executed on capital account not provided for | Nil | Nil |
| b. | Other commitments | Nil | Nil |

KUMBHAT FINANCIAL SERVICES LIMITED

21 EMPLOYEE BENEFITS OBLIGATIONS

21.1 Defined Contribution Plans :

The benefits of the defined contribution plan in the form of provident fund is not applicable to the company

21.2 Defined Benefit Plans :

The net value of the defined benefit commitment is detailed below:

| Obligation | Gratuity (Non Funded) | |
|---|-------------------------|-------------------------|
| | As at 31.03.2014 Rs. | As at 31.03.2013 Rs. |
| Present Value of Obligation | 97,273 | 80,482 |
| Fair Value of Plan Assets | Nil | Nil |
| Net Liability Recognized in the Balance Sheet | 97,273 | 80,482 |

| Plan Assets | Gratuity (Non Funded) | |
|-----------------------------|-------------------------|-------------------------|
| | As at 31.03.2014 Rs. | As at 31.03.2013 Rs. |
| Opening Balance | Nil | Nil |
| Expected Return | Nil | Nil |
| Contribution by the Company | Nil | Nil |
| Benifies Paid | Nil | Nil |
| Acturial Gain | Nil | Nil |
| Closing Balance 31.03.2014 | Nil | Nil |

The company has not created any fund into which contributions are made. Hence furnishing of information on Return on Plan Assets does not arise

KUMBHAT FINANCIAL SERVICES LIMITED

| Expenses recognized in the profit & Loss Account | Gratuity (Non Funded) | |
|--|-------------------------|-------------------------|
| | As at 31.03.2014 Rs. | As at 31.03.2013 Rs. |
| Current Service Cost | 16,149 | 16,149 |
| Interest Cost | 2,366 | 2,366 |
| Expected Return on Plan Assets | Nil | Nil |
| Benefites paid Directly | Nil | Nil |
| Net Acturial (Gain) / Losses | (1,544) | (1,544) |
| Expenses Charges to Profit & Loss Account | 16,971 | 16,971 |

Actuarial Calculations used to Estimate defined benefit commitments and expenses are based on the following assumptions, which if charged, would affect the defined benefit commitment's size.

| | Gratuity (Non Funded)Year Ended 31.03.2014 |
|--------------------------------|--|
| Rate of Discount applied | 8% |
| Expected salary scalation | 5% |
| Expected return on Plan Assets | Does not arise |
| Mortality Table Used | LIC (1994-96) Ultimate Mortality table |

22 RELATED PARTY DISCLOSURE:- (AS 18)

| | | | |
|------|-----------------------------|---------|---------|
| 22.1 | Director's Remuneraton | 204,000 | 204,000 |
| 22.2 | Towards Rent - Kumbhat & Co | 180,000 | 96,000 |

23 Figures for the Previous period have been regrouped/ rearranged wherever necessary.

As per our report of even date

For KRISHNAN & GIRI

Firm Registration Number : 001512S

Chartered Accountants

For on behalf of the board of directors of
Kumbhat Financial Services Limited

R SAPTAGIRI

Partner

MNo : 38623

Shanti Kumbhat
[Managing Director]

Ajit Kumbhat
[Director]

Ganpat Bagmar
[Director]

Uma Maheswari
[Director]

Ramabadran
[Director]

Place : Chennai

Date : 25/08/2014

KUMBHAT FINANCIAL SERVICES LIMITED

SIGNIFICANT ACCOUNTING POLICIES**1. ACCOUNTING CONVENTION:**

1. The accounts have been prepared under the historical cost convention.
2. Income and Expenditure recognition :
 - a) Interest on loans are accounted for on accrual basis.
 - b) Dividend on shares and other incomes are accounted for on receipt basis.
 - c) All items of expenditure are accounted for on accrual basis.
3. The Company has followed the prudential norms as prescribed by the Reserve Bank of India under Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions 1998 as amended from time to time.
4. Depreciation / Amortisation policy : Depreciation on assets is provided on the Written Down Value Method at the rates prescribed in Schedule XIV to the Companies Act, 1956. The Cost of the leased assets is amortised during the lease period, for all the assets acquired since inception, as recommended in the "Guidance Note on Accounting for Leases (Revised)" issued by the Institute of Chartered Accountants of India.

Depreciation has not been provided on repossessed assets pending the sale and / or realization of the assets since the assets are not put into use after such repossession.
5. Valuation of Fixed Assets :
Fixed Assets are carried at historical cost less accumulated depreciation.
6. Inventory of Shares :
Shares and Securities are valued at Cost or market price whichever is lower.
7. Compliance with Accounting Standards :
Appropriate Accounting Standards have been duly considered while preparing the financial and other statements.
8. Retirements Benefits:

Retirement benefits are accounted for on Accrual basis as per Revised Accounting Standard -15 on the basis of actuarial valuation.
9. Accounting for Taxes on Income (AS 22)

Deferred Tax Assets / Liability is recognized as per Accounting Standard AS 22 on 'Accounting for taxes on Income' issued by The Institute of Chartered Accountants of India.

KUMBHAT FINANCIAL SERVICES LIMITED**NOTES ON ACCOUNTS**

24. Contingent Liabilities. : Nil

25. **MANGERIAL REMUNERATION :** **31.03.2014** **31.03.2013**

Director Sitting Fees 17,000 17,000

26. Other information pursuant to paragraph 4C and 4D of part II Schedule VI to the Companies Act, 1956 is not applicable to the Company.

27. INFORMATION IN RESPECT OF OPENING STOCK, PURCHASES, SALES AND CLOSING STOCK OF SHARES TRADED IN :

| ACCOUNTING YEARENDED | OPENING STOCK | | PURCHASES | | SALES | | CLOSING STOCK | |
|-----------------------------|---------------|-------|-----------|-------|-------|-------|---------------|-------|
| | QTY | VALUE | QTY | VALUE | QTY | VALUE | QTY | VALUE |
| 31 st March 2014 | 40000 | 19.14 | NIL | NIL | NIL | NIL | 40000 | 19.14 |
| 31 st March 2013 | 40000 | 19.14 | NIL | NIL | NIL | NIL | 40000 | 19.14 |

For KRISHNAN & GIRI

Firm Registration Number : 001512S

Chartered Accountants

For on behalf of the board of directors of
Kumbhat Financial Services Limited

R SAPTAGIRI

Partner

MNo : 38623

Shanti Kumbhat
[Managing Director]

Ajit Kumbhat
[Director]

Ganpat Bagmar
[Director]

Uma Maheswari
[Director]

Ramabadrn
[Director]

Place : Chennai

Date : 25/08/2014

KFSL

KUMBHAT FINANCIAL SERVICES LIMITED

KUMBHAT FINANCIAL SERVICES LIMITED

Registered Office : 144, N.S.C. Bose Road, Chennai – 600 079.

CIN: L65991TN1993PLC024433

PROXY FORM

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

I / We _____ of _____
being a Member / Members of KUMBHAT FINANCIAL SERVICES LIMITED hereby appoint
_____ of _____ or failing
him _____ for me /
us on my / our behalf at the 21st ANNUAL GENERAL MEETING of the said Company to be held on
Monday, 29th September, 2014 at 09.15 A.M. at Bhartiya Vidhya Bhavan New No. 18,20,22 East Mada
Street, Mylapore, Chennai-600004 and at any adjournment there of.

Signed this _____ day _____ of 2014

Signature(s) of the Member(s) _____

Folio No. _____

Revenue
Stamp

N.B. (i) This proxy must be deposited at the Registered Office of the Company, not later than 48 hours before the time of the meeting. A proxy need not be a member of the Company. Shareholder / Proxy holder wishing to attend the meeting must bring the Attendance Slip to the Meeting and handover the same at the entrance duly signed.

.....TEAR HERE.....

KUMBHAT FINANCIAL SERVICES LIMITED

Registered Office : 144, N.S.C. Bose Road, Chennai – 600 079.

CIN: L65991TN1993PLC024433

ATTENDANCE SLIP

To be handed over at the entrance of the Meeting Hall hereby record my presence at the 21st ANNUAL GENERAL MEETING at Bhartiya Vidhya Bhavan New No.18,20,22 East Mada Street, Mylapore, Chennai-600004, on Monday, the 29th September 2014 at 09.15 A.M.

Name of the Member _____

Folio No. _____

Name of Proxy / Representation (In Block Letter) _____

(To be filled in the Proxy attends instead of the Member)

Signature of the Member / Proxy present _____

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PRINTED MATTER

To

If undelivered please return to :

KUMBHAT FINANCIAL SERVICES LIMITED

144, N.S.C. Bose Road, Chennai - 600 079.