

ANNUAL REPORT 2012-13

BOARD OF DIRECTORS

- ▶ Mr. Vinod Kumar Agarwal - Managing Director
- ▶ Mr. J.N. Choudhury - Director-In-Charge
- ▶ Mr. Aseem Trivedi - Director
- ▶ Mr. Vishnu Gupta - Director
- ▶ Mr. D.P. Kori - Director

COMPANY SECRETARY & COMPLIANCE OFFICER

- ▶ CS. MOHD. RAEES SHEIKH

AUDITORS

- ▶ M/s Mahendra Badjatya & Company
Chartered Accountants
208, Morya Center, 16, Race Course Road, Indore (M.P.)

BANKERS

- ▶ UCO Bank
- ▶ Bank of India
- ▶ Indian Overseas Bank
- ▶ Corporation Bank

REGISTERED OFFICE

- ▶ 'Agarwal House', Ground Floor,
5, Yeshwant Colony, Indore (M.P.) – 452 003
Ph.: 91-731-2538874, 2431709 and 2539575; Fax: 91-731-4030009
E-mail: ho@admanumfinance.com, admanum_ho@rediffmail.com
Web-site: www.admanumfinance.com

MARKETING OFFICES

- ▶ Indore, Sendhwa, Neemuch, Dhulia, Jalgaon, Nandurbar,
Chalishgaon, Nasik, Akola, Aurangabad, Khamgaon, Bhavnagar
Jamnagar, Malegaon, Bhuj, Rajkot, Mehsana, Veraval,
Himmatnagar, Ahmedabad, Anand, Palanpur, Udaipur, & Bhiwara

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.: 91-731-3198601/602, 2551745 Fax: 91-731-4065798
E-mail: ankitind@sancharnet.in, ankit_4321@yahoo.com



NOTICE

NOTICE IS HEREBY given that the 27th Annual General Meeting of the members of Ad-Manum Finance Limited will be held on Saturday the 28th day of September, 2013 at **Hotel Surya 5/5 Nath Mandir Road, Indore – 452 001 (M.P.) at 11:00 A.M.** to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the Audited Annual Accounts for the year ended as at 31.03.2013 and the Report of the Directors and Auditors thereon.
2. To declare dividend on Equity Shares for the year ended as on 31st March, 2013.
3. To appoint a Director in Place of Mr. Aseem Trivedi, who retires by rotation and being eligible, offers himself for the re-appointment.
4. To Appoint Auditors and to fix their remuneration.

Registered Office:

"Agarwal House", Ground Floor,
5, Yeshwant Colony,
INDORE – 452 003 (M.P.)

By Order of the Board

Sd/-

VINOD K. AGARWAL
(MANAGING DIRECTOR)

Place: Indore

Date: 29 - 05 - 2013

SPECIAL BUSINESS

5. To approve the donation to Charitable Trusts.

To, Consider, and if thought fit, to pass with or without modification/s, the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of section 293(1)(e) and other applicable provisions, if any, of the Companies Act, 1956 including any statutory modification/s or re-enactment thereof for the time being in force, the donation of Rs. 4652100/- (Forty Six Lacs Fifty Two Thousand One Hundred Only) to Charitable Trusts, which is approved by the Board in its meeting, be and is hereby ratified and approved by the Shareholders in this Annual General Meeting."

NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/ herself and the proxy need not be a member of the Company. The instrument appointing proxy should however, be deposited at the Registered Office of the Company not less than forty eight (48) hours before the commencement of the meeting.
2. An Explanatory Statement pursuant to Section 173 of the Companies Act, 1956 relating to the donation to the Charitable Trusts to be approved at this general meeting is annexed hereto.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday the 26th day of September, 2013 to Saturday the 28th day of September, 2013 (Both days inclusive).
4. Payment of dividend, if declared, will be made on or after the date of Annual General Meeting to those members whose names appear on the Register of Members of the Company on 28th September, 2013.
5. Shareholders desiring any information as regards the accounts are requested to write to the Company at an early date so as to enable the Management to keep the information ready.
6. **Members who hold shares in dematerialized form are requested to write their Client ID and/ or DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting.**
7. Shareholders are requested to bring their copy of the Annual Report to the Meeting.
8. Members/ Proxies should fill the Attendance Slip for attending the meeting.
9. Shareholders are requested to address their correspondence, including a change in their address, if any, to the R&T Agents of the Company.
10. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
11. As per section 109A of the Companies Act, 1956. shareholders are entitled to make nomination in respect of

shares held by them in physical form. Shareholders desirous of making nominations are requested to send their requests in the prescribed form to the R&T Agents of the Company.

12. At the ensuing Annual General Meeting, Mr. Aseem Trivedi, retires by rotation and being eligible offers himself for the reappointment. The information relating to the above director to be provided in terms of Clause 49 of the Listing Agreement is included in the report on Corporate Governance published in this annual report.

13. Shareholders who have not yet claimed/ encashed their Dividend Warrants are advised to take steps to realize the same.

The dividend for the year 2005-06, will be statutorily transferred by the Company to the Investor Education and Protection fund (IEPF) and the due date for such transfer is 02nd November 2013.

Once unclaimed dividend is transferred to IEPF, no claim shall lie in respect thereof with the Company.

14. The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in Corporate Governance" recently, allowing paperless compliances by companies and has issued a circular to this effect stating that the service of documents/ notices of the Company can be made through electronic mode.

With a view to participate in the initiative, we request you to provide your e-mail address, if you wish to receive the documents/ notices etc. through electronic mode. You may please send us your e-mail address/s stating clearly your name, Folio No. etc.

Registered Office:
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5, Yeshwant Colony,
INDORE - 452 003 (M.P.)

Place: Indore
Date: 29 - 05 - 2013

By Order of the Board

Sd/-
VINOD K. AGARWAL
(MANAGING DIRECTOR)

EXPLANATORY STATEMENT PURSUANT TO SECTION 173 OF THE COMPANIES ACT, 1956

Item No. 5

The Board of Directors of the Company at its meeting held on 24th Day of September 2012, approved donation of Rs. 4652100/- (Forty Six Lacs Fifty Two Thousand One Hundred Only) to Charitable Trusts.

The donation is given as it is the social responsibility of the Corporate to serve the society to some extent by any way possible and that is why your company is doing this by way of giving donation to the charitable trusts and fulfilling its obligation towards the society.

For the purpose of calculating the amount of donation given to charitable trusts, the calculation is done as per the provisions of section 293(1)(e), 349 and 350 of the Companies Act, 1956 and other applicable provisions if any, wherever applicable.

Notwithstanding anything specified herein above, where in any financial year if the amount of donation given to any Charitable Trust/s exceeds the specified limit so it can be done subject to the approval of the shareholders obtained by passing a special resolution in the annual General Meeting of the company.

The donation given to the charitable Trusts in the financial year 2012-13 has exceeded the specified amount i.e. Rs. 50,000/- or 5% of the average net profits during the three financial years immediately preceding, whichever is greater, so this is required to be ratified and approved by the Shareholders in this Annual General Meeting by passing a Special Resolution. You are requested to consider and pass with or without modification this resolution as a "**Special Resolution**".

None of the Directors is concerned or interested in this resolution.

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Place: Indore
Date: 29 - 05 - 2013

By Order of the Board

Sd/-
VINOD K. AGARWAL
(MANAGING DIRECTOR)



AD-MANUM FINANCE LIMITED

DIRECTOR'S REPORT

Your Directors have pleasure in presenting the 27th Annual Report and Audited Accounts for the year ended on 31st March 2013.

1. FINANCIAL RESULTS

(Amount in ₹)

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
Profit before Depreciation, Interest & other adjustments	255793311	191844727
Less : Interest	114277347	99164280
: Depreciation	12024145	12083366
Profit before Tax	129491819	80597081
Less : Provision for current Income Tax	45500000	25000000
: Provision for deferred Income Tax	(2245433)	2219452
: Income Tax for earlier year	412539	(2365811)
: Provision for NPA	3171994	4265080
: Provision for Diminution in Securities	(1372)	7298
Profit for the year	82654091	51471062
Add : Balance of Profit B/F From Previous Year	41996898	29536737
Amount available for appropriation	124650989	81007799
APPROPRIATIONS :		
Proposed dividend @10%	7500000	7500000
Corporate Tax on proposed dividend	1274625	1216688
Transfer to NBFC Reserve	16530818	10294213
Transfer to General Reserve	50000000	20000000
Balance carried to Balance Sheet	49345546	41996898
TOTAL	124650989	81007799

2. DIVIDEND

The Board of Directors recommends payment of dividend @ 10 % (previous year @10%) for the year ended on 31st March, 2013.

3. DIRECTORS

During the year Mr. Aseem Trivedi, retires by Rotation and being eligible offers himself for reappointment.

4. COMPLIANCE OF RESERVE BANK OF INDIA GUIDELINES

The company is complying circulars and directions issued by the Reserve Bank of India from time to time.

5. PUBLIC DEPOSITS

The Company has neither invited nor accepted any deposits during the year and also complied with the requirements of Non-Banking Financial Companies, Reserve Bank Directives and the rules made there under.

6. DISCLOSURES AS PER TERMS OF PARAGRAPH 9BB OF NON-BANKING FINANCIAL COMPANIES PRUDENTIAL NORMS (RESERVE BANK) DIRECTIONS, 1998.

The disclosures as required under Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998 is enclosed with the Balance Sheet.



AD-MANUM FINANCE LIMITED

7. PARTICULARS OF EMPLOYEES

Particulars of employees in terms of section 217 (2A) of the Companies Act, 1956:-

Name	Designation and nature of Duties	Age	Gross Annual Remuneration ₹	Qualification	Years of Experience	Date of Commencement of Employment	Last Employment & Designation
Mr.V.K. Agarwal	MD & Key Managerial Person	50	7272805	B.Com	27	11.08.1992	NIL

8. PARTICULARS U/s. 217(i) (e) OF THE COMPANIES ACT, 1956

Since the Company does not carry on any industrial activity, therefore, the information required in accordance with the provisions of section 217 (1)(e) of the Companies Act, 1956 need not be furnished by the Company.

9. DIRECTOR'S RESPONSIBILITY STATEMENT

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

- I. In the preparation of the annual accounts the applicable accounting standards have been followed;
- II. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company as at 31st March 2013 and of the profit of the Company for the year ended on that date;
- III. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records on computer in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- IV. The Directors have prepared the annual accounts of the Company on a 'going concern' basis.

10. CORPORATE GOVERNANCE

A separate report on Corporate Governance and a certificate from the Auditors of the Company regarding the compliance of conditions thereof as stipulated under Clause 49 of the Listing Agreement with the Stock Exchange is annexed.

11. AUDITORS AND AUDITOR'S REPORT

M/s Mahendra Badjatya & Company, Chartered Accountants, retire at the conclusion of ensuing Annual General Meeting and eligible offer themselves for re-appointment. The Auditor's Report is self-explanatory hence there is no need of any comments.

12. ACKNOWLEDGMENT

The Board of Directors places its sincere gratitude for the assistance and co-operation received from Banks, Customers and Shareholders. The Directors take the opportunity to express their sincere appreciation for the dedicated services of the Executives and staffs for their contribution to the overall performance of the Company.

Registered Office:
"Agarwal House", Ground Floor,
5, Yeshwant Colony,
INDORE - 452 003 (M.P.)

Place: Indore
Date: 29 - 05 - 2013

By Order of the Board

Sd/-
VINOD K. AGARWAL
(MANAGING DIRECTOR)



AD-MANUM FINANCE LIMITED

CORPORATE GOVERNANCE REPORT

In accordance with Clause 49 of the Listing Agreement with BSE Limited (BSE) and some of the best practices followed internationally on Corporate Governance, the report containing the details of Corporate Governance systems and processes at Ad-Manum Finance Limited is as under:

1. Company's philosophy on Corporate Governance:

The Company recognizes the ideals and importance of Corporate Governance and acknowledges its responsibilities towards all stakeholders including customers, employees, regulatory authorities and shareholders.

Good Corporate Governance acts as a catalyst for consistent growth of an organization. It is the adoption of best business practices which ensure that the Company operates not only within regulatory framework, but is also guided by ethics.

2. BOARD OF DIRECTORS

a. Composition & Category of Directors

The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors. The composition of the Board and category of Directors is as follows:

Name of Directors	Designation	Category
Mr. Vinod Kumar Agarwal	Managing Director	Executive
Mr. J.N. Choudhury	Director-In-Charge	Executive
Mr. Aseem Trivedi	Director	Independent & Non-Executive
Mr. Vishnu Gupta	Director	Independent & Non-Executive
Mr. Devi Prasad Kori	Director	Independent & Non-Executive

All the independent Directors of the Company at the time of their first appointment to the Board and thereafter at the first meeting of the Board in every financial year give a declaration that they meet with the criteria of independence as provided under clause 49 of the listing agreement.

None of the above Directors is related inter-se.

None of the Directors holds the office in more than the permissible number of companies under the Companies Act, 1956

Brief Resume of Director being re-appointed, nature of his expertise in specific functional area and names of the Companies in which he holds the directorship and the membership of Committees of the Board are as under:

Mr. Aseem Trivedi is a Chartered Accountant and Independent and non Executive Director of the Company. He has wide experience in the field of Accounts & Finance.

b. Attendance Record of Directors

Name of Directors	No. of Board Meetings held	No. of Board Meetings Attended	Last AGM whether attended	Other Directorships	Committee Membership/ Chairman
Mr. Vinod Kumar Agarwal	12	12	No	6	-
Mr. J.N. Choudhury	12	11	Yes	-	-
Mr. Aseem Trivedi	12	8	Yes	-	3
Mr. Vishnu Gupta	12	7	Yes	1	3
Mr. Devi Prasad Kori	12	7	No	1	3

During the financial year 2012-2013 the Board of Directors met 12 times on 10.05.2012, 25.06.2012, 18.07.2012, 30.07.2012, 25.08.2012, 27.08.2012, 24.09.2012, 22.10.2012, 31.10.2012, 24.12.2012, 06.02.2013 and 11.02.2013.

3. AUDIT COMMITTEE

During the year there is no change in the constitution of Audit Committee.

- ▶ The terms of reference stipulated by the Board of Directors to the Audit Committee are, as contained in Clause 49 of the Listing Agreement and Section 292A of the Companies Act, 1956, major of which are as follows:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and if required, the replacement or removal of the statutory auditor and the fixation of audit fee.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the management, the annual financial statements before submission to the board for approval, with particular reference to:
 - a. Reviewing, required to be included in the Director's Responsibility Statements to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956
 - b. Changes, if any, in accounting policies and practices and reasons for the same.
 - c. Major accounting entries involving estimates based on the exercise of judgment by management.
 - d. Significant adjustments made in the financial statements arising out of audit findings.
 - e. Compliance with listing and other legal requirement relating to financial statements.
 - f. Disclosure of any related party transactions.
 - g. Qualifications in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval.
- 5A. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.) the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public of rights issue, and making appropriate recommendations to the board to take up steps in this matter.



6. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.
7. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
8. Discussion with internal auditors any significant findings and follow up there on.
9. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity of a failure of internal control systems of a material nature and reporting the matter to the board.
10. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
11. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, share holders (in case of nonpayment of declared dividends) and creditors.
12. To review the functioning of the whistle blower mechanism, in case the same is existing.
- 12A. Approval of appointment of CFO (i.e., the whole-time finance director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
13. Carrying out any other function as in the terms of reference of the Audit Committee.

During the year, the Committee has met 5 times (10.05.2012, 30.07.2012, 27.08.2012, 31.10.2012 and 11.02.2013). The details composition and attendance of the members of the Audit Committee in the meetings are as follows:

Name	Position	Meetings Held	Meetings Attended
Mr. Aseem Trivedi	Chairman	5	5
Mr. Vishnu Gupta	Member	5	5
Mr. D.P. Kori	Member	5	5

All the members of Audit Committee are financially literate and have accounting or related financial management expertise. The Company Secretary is the secretary of the Committee.

4. SHAREHOLDER/INVESTOR GRIEVANCE COMMITTEE

- ▶ The Committee, inter alia, approves issue of duplicate share certificates and oversees and reviews all matters connected with securities transfers. The Committee also looks into redressal of shareholder's complaints like transfer of shares, non-receipt of balance sheet etc.
- ▶ The Board of Directors, to expedite the process of share transfers, has delegated the power of share transfer to the Registrar & Share Transfer Agent of the Company.
- ▶ The Committee oversees the performance of the Registrar & Share Transfer Agent of the Company.

Name	Position	Meetings Held	Meetings Attended
Mr. Aseem Trivedi	Chairman	4	4
Mr. Vishnu Gupta	Member	4	4
Mr. D.P. Kori	Member	4	4

During the year total numbers of complaints received were 2 and replied to the satisfaction of shareholders. Outstanding complaints as on 31st March, 2013 were NIL.

5. REMUNERATION COMMITTEE

The Remuneration Committee comprises of 3 (Three) Independent and Non-Executive Directors namely, Mr. Aseem Trivedi (Chairman), Mr. Vishnu Gupta, Mr. D.P. Kori.

Remuneration Committee met once on 27th August, 2012, during the financial year 2012-2013.

Attendance of each Member at the Remuneration Committee meeting held during the year:

Name	Position	Meetings Held	Meetings Attended
Mr. Aseem Trivedi	Chairman	1	1
Mr. Vishnu Gupta	Member	1	1
Mr. D.P. Kori	Member	1	1

The Broad terms of reference of Remuneration Committee are to determine on behalf of the Board of Directors of the Company and on behalf of the shareholders with agreed terms of reference, the Company's policy on specific remuneration package(s) for Executive Director.

REMUNERATION POLICY OF EXECUTIVE DIRECTORS

I. SALARY

The salary of Mr. Vinod Kumar Agarwal is in the scale of ₹ 300000-50000-500000 per month and the salary of Mr. Jayanta Nath Choudhury is in the scale of ₹ 100000-25000-125000 per month with authority to the Board to fix their salary within the above scale from time to time.

II. PERFORMANCE BONUS ON NET PROFIT

The Performance Bonus of Mr. Vinod Kumar Agarwal is 5% and of Mr. Jayanta Nath Choudhury is 1% on Net profit as calculated under section 349 and 350 of the Companies Act 1956 in addition to the monthly salary.

EXPLANATION

The Overall maximum managerial remuneration does not exceed the prescribed limit in the section 198, 309 and Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956 including any statutory modification or re-enactment thereof for the time being in force.

Notwithstanding anytime specified herein above where in any financial year during the tenure of Mr. Vinod Kumar Agarwal, as Managing Director of the Company and of Mr. Jayanta Nath Choudhury, as Director-In-Charge of the Company, if the Company has no profits or its profits are inadequate, the Board of Directors are hereby authorized to pay them remuneration by way of salary & perquisites not exceeding the limits specified in part II of Schedule XIII of the Act, as minimum remuneration.

Details of the remuneration paid to the directors during the year under review are as under:

Name of Directors	Amount	Period of appointment
Mr. Vinod Kumar Agarwal (M.D.) -Remuneration and Perquisites Rent paid	7272805 420000	Appointed for 5 years w.e.f. 01.10.2012
Mr. J.N. Choudhury (Director-in-Charge) -Remuneration and Perquisites	2215193	Re-appointed for 2-years w.e.f. 01.10.2012

6. GENERAL MEETINGS

Year	Meeting held	Location	Date	Time	No. of Special Resolution passed
2009-10	Annual General Meeting	Hotel Surya, 5/5, Nath Mandir Road, Indore (M.P.)	30.09.10	11.00 AM	Nil
2010	Extra-Ordinary General Meeting	"Agarwal House" 5, Yeshwant Colony Indore (MP)	27.12.10	11.00 AM	1 (One)
2010-11	Annual General Meeting	Hotel Radisson 12 Scheme No. 94C, Ring Road, Indore 452010 (M.P.)	21.09.11	01.30 PM	One (Increased in Authorized Capital)
2011-12	Annual General Meeting	Hotel Surya, 5/5, Nath Mandir Road, Indore (M.P.)	29.09.12	11.00 AM	One (Appointment of the relative of the Whole-Time-Director)

During the year ended on 31st March 2013, there has/ have been no resolution/s passed by the Company's shareholders through postal ballot. At the ensuing Annual General Meeting, there is no resolution proposed to be passed by postal ballot.

7. DISCLOSURES

- a) Disclosure on materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, the directors or the management, their subsidiaries or relatives etc. that have potential conflict with the interests of the Company at large.

None of the transactions with any of the related parties were in conflict with the interest of the Company.

- b) Details of non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.
- c) The Company is following the Whistle Blowing Policy and affirmation that no personnel have been denied access to the Audit Committee.
- d) Details of compliance with mandatory requirement and adoption of the non mandatory requirement.

There is no instance of non-compliance by the Company and no penalties, strictures etc. imposed on the Company by the Stock Exchange, SEBI or any other statutory authority, on any matter related to capital markets, during the last three years.

8. MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT**Industry Structure and developments:**

Finance is one of the basic needs of the human being. The automobile industry during the recent past has been looking up the transport operators and average middle-income group are getting adequate financial support from private banks, financiers. This has resulted in tendency of procuring vehicle with easy repayment of installments. This has resulted in more demand for finance.

The Company is financing to the new & old vehicles for the purpose of middle/lower income group to provide adequate financial support.

Now a day's most of the vehicles are purchased through finance because of the lowest rate of interest and easy installments. Company is also secured in all respects under the hypothecation endorsement in R.C. Book at R.T.O.

Our system & procedure are so attracted in comparison with the other finance companies our main intention is to provide better facility and quick services to the customers as per their needs.

The Management of the Company is always ready to provide better customer services with the motivation of staff, reducing the cost of funds with effective use of funds and also due to best Management controlling system our NPA is negligible.

The Company is mainly financing to Old & New vehicles of HCVs, LCVs, MUVs, Cars & Three-wheelers too. Though there is a heavy competition in the vehicle finance due to major NBFCs, Private Banks & Nationalized Banks but we are still comfortable with our customer segments of various sectors, which are untouched by the others.

Your Company has also strengthened the marketing efforts regularly and presently has 24 marketing offices at Maharashtra, Gujarat, M.P. and Rajasthan.

Outlook

According to the Listing Agreement, a Company is obliged to present its future outlook in its Corporate Governance Report. Your Company's estimates for future business development are based both on its customer's forecasts and on the Company's own assessments. The outlook for the coming year 2013-14 is good for commercial vehicle finance at this point of time. National Market demand is showing signs of improvement and we have the advantage of providing sufficient finance to our prospective customers.

Your Company is focusing on providing heavy commercial vehicle finance which will improve its leadership position in terms of Market Share. This will also help improve the profitability of the business.

Discussion

Your Company discusses the financial performance of the Company with respect to its operational performances.

Opportunities and Threats:

The Company's Management reveals that the second hand/new vehicle finance sector has good potential because the remote locations are away from the range of Banks and Institutions.

On the above assumption, Company is going in the positive direction and responses from these branches are also positive.

Further, a major threat appears to be on account of further increase in interest rates trends in take over of loans, which might affect the profitability of the Company. However, your Company is confident of facing the challenges and is optimist about the sustenance of this finance segment for quite a long time.

Segment-wise performance:

The Company Operating in two segments i.e. wind mill Power Generation Segments and Finance segments, The details of performance are given under respective head in Balance Sheet.

Risk and Concern:

Though the management of the Company is quite meticulous about the security and recovery aspect of each finance file, which reflects from the fact that the overall NPA recognized by the Company, is only to the tune of Rs. 7916071/-.

Your Company will continue to adopt strategies to register significant increase in business volumes, and would intimate still more concentrated efforts to maintain the NPA level to its minimum.

Internal Control Systems & their Adequacy

The Company has a proper and adequate Internal Control System to ensure that all assets are safeguarded, and protected against loss from unauthorized use or disposition, and that transaction are authorized, recorded and reported correctly.

The Company, in consultation with its Statutory Auditors, periodically reviews and ensures the adequacy of Internal Control Procedures for the orderly conduct of business and also includes a review to ensure overall adherence to management policies and applicable laws & regulations. Cost control measures, especially on major cost determinants, have been implemented.

Human Resource Developments

During the year under review, the Company continued its emphasis on Human Resource Development as one of the critical area of its operation.

Executives and officers of the Company having high potential in the field of Finance, Accounts and Computer were regularly visiting at branch offices with a view to update their knowledge and to keep them abreast of the present day finance scenario for meeting the challenges ahead.

Further, the Company also organizes annually, training programme(s) at its Head Office and other places, for face-to-face interaction of all branch personnel with head office personnel.

9. Code of Conduct

The Board of Directors has already adopted the Code of Ethics & Business Conducted for the Directors and Senior Management Personnel. This Code is a comprehensive code applicable to all Directors, Executive as well as Non-executive and members of the Senior Management.

The code has been circulated to all the members of the Board and Senior Management Personnel and they have affirmed compliance of the same. A declaration signed by the Managing Director & CEO in this regard is given below:



AD-MANUM FINANCE LIMITED

"I hereby confirm that:

The Company has obtained from all the members of the Board and Senior Personnel of the Company, affirmation that have complied with the code of Ethics and Business Conduct framed for Directors and Senior Management Personnel in respect of the financial year. The Company has displayed the code of conduct in their website.

Sd/-

(V.K. Agarwal)

Managing Director

10. MEANS OF COMMUNICATION

The quarterly and half yearly financial results of the Company are, in compliance of Clause 41 of the Listing Agreement, published in the Free Press (English edition) and Choutha Sansar (Hindi edition), a local vernacular news edition at the place where the registered office of the Company is situated.

The Company's Quarterly and Half yearly results in addition to being published in the newspapers are also provided on receipt of an individual request from the shareholders.

Results and Annual Reports of the Company are displayed on the Company's Web-site: admanumfinance.com.

The Annual Report is posted individually to all the members entitled to receive a copy of the same.

11. GENERAL SHAREHOLDER INFORMATION

Annual General Meeting Day, date, time & venue	: Saturday, the 28th day of September 2013 at 11.00 A.M. Hotel Surya, 5/5, Nath Mandir Road, Indore – 452 001 (M.P.)
Financial Year	: 31st March 2013-2014
Financial Calendar (tentative) Results for the 1st Quarter Results for the 2nd Quarter Results for the 3rd Quarter Results for the 4th Quarter	: Last week of July 2013 Last week of October 2013 Last week of January 2014 Last week of April 2014
Date of Book closure	: 26/09/2013 to 28/09/2013 (both days inclusive).
Dividend Payment Date (tentative)	: 01.10.2013
Listing on Stock Exchanges	: The Bombay Stock Exchange Ltd., Mumbai Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001
Stock Code For BSE Demat ISIN Number	: 511359 INE 556 D 01017

Market Price Data

Month	The Stock Exchange, Mumbai (BSE) (Rs. Per share)	
	Month's High Price	Month's Low Price
April' 2012	29.00	23.85
May' 2012	29.00	24.05
June' 2012	29.00	26.55
July' 2012	31.00	26.25
August' 2012	32.25	28.00
September' 2012	31.00	26.50
October' 2012	31.00	23.90
November' 2012	32.25	24.90
December' 2012	31.30	25.35
January' 2013	34.00	26.45
February' 2013	38.00	30.80
March' 2013	32.50	26.50
Data source from the website of the Stock Exchange, Mumbai.		

Registrar and Transfer Agents

For Physical & D-mat Shares

M/s Ankit Consultancy Pvt. Ltd.

Plot No. 60, Electronic Complex,
Paradeshipura, Indore – 452 010 (M.P.)

Ph.: 91-731-2491298, 2551745

Fax: 91-731-4065798

E-mail: ankitind@sancharnet.in

ankit_4321@yahoo.com

Share Transfer System

The shares lodged for transfer in physical form are processed and the share certificates returned after transfer within a period of 10 to 15 days from the date of receipt, subject to the documents being valid and complete in all respects. All requests for dematerialization of securities are processed and the confirmation is given to the depositories within 15 days.

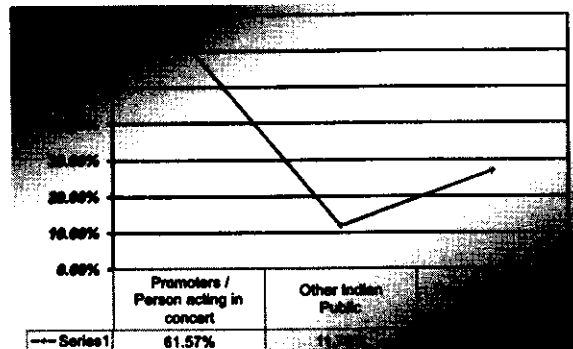


AD-MANUM FINANCE LIMITED

Distribution of shareholding as on 31/03/2013

No. of shares	No. of Holders	%	Shares Amount ₹	%
UPTO 1000	931	49.92	809050	1.08
1001 - 2000	414	22.20	818940	1.09
2001 - 3000	106	5.68	309920	0.41
3001 - 4000	62	3.32	245830	0.33
4001 - 5000	161	8.63	802160	1.07
5001 - 10000	99	5.31	850670	1.13
10001 - 20000	40	2.14	634640	0.85
20001 - 30000	9	0.48	227530	0.30
30001 - 40000	6	0.32	217910	0.29
40001 - 50000	3	0.16	137760	0.18
50001 - 100000	14	0.75	948330	1.26
100001 & Above	20	1.07	68997260	92.00
TOTAL	1865	100.00	75000000	100.00

Shareholding pattern as on 31st March 2013: -



Dematerialization of Shares

The Company's shares are required to be compulsorily traded in the Stock Exchanges in dematerialized form.

The number of shares held in dematerialized and physical mode is as under:

Particulars	No. of Shares	% of total capital issued
Held in Dematerialized form in NSDL	6217371	82.90
Held in Dematerialized form in CDSL	1008772	13.45
Physical	273857	3.65
Total	7500000	100

Unclaimed Dividend

The dividend for the under noted years, if remaining unclaimed for seven years, will be statutorily transferred by the Company to the Investor Education and Protection fund (IEPF) in accordance with the schedule given below. Communication has been sent by the Company to the concerned Shareholders advising them to take appropriate steps to realize the same. Attention is drawn that the unclaimed dividend for the year 2005-06 is due for transfer to IEPF on 02nd November 2013.

Once unclaimed dividend is transferred to IEPF, no claim shall lie in respect thereof with the Company.

Financial Year	Dividend Identification no.	Date of Declaration of Dividend	Total Dividend	Unclaimed dividend as on 31.03.2013	Due for transfer to IEPF
				(₹)	%
2005-06	20th AGM	28.09.2006	3000000	105334.99	3.511
2006-07	21st AGM	28.09.2007	3000000	124771.70	4.159
2007-08	22nd AGM	26.09.2008	3000000	141952.00	4.731
2008-09	23rd AGM	29.09.2009	3000000	130573.00	4.352
2009-10	24th AGM	30.09.2010	3000000	149246.00	4.978
2010-11	25th AGM	21.09.2011	3912330	169613.00	4.335
2011-12	26th AGM	29.09.2012	7500000	215747.00	2.877

11. ADDRESS FOR CORRESPONDENCE

"Agarwal House", Ground Floor,

5, Yeshwant Colony,

Indore - 452 003 (M.P.)

Ph.: 91-731-2538874, 2431709, 2539575

Fax: 91-731-4030009

E-mail: ho@admanumfinance.com

admanum_ho@rediffmail.com

Web-Site: www.admanumfinance.com

By order of the Board

Place: Indore

Date: 29 - 05 - 2013

Sd/
Vinod K. Agarwal
Managing Director



AD-MANUM FINANCE LIMITED

CEO AND CFO CERTIFICATION

To the Board of Directors of Ad-Manum Finance Ltd.

In compliance with Clause 49 (V) of the Listing Agreement with the Stock Exchange, we hereby certify that:

- a) We have reviewed the financial statements and the cash flow statements for the year ended 31st March, 2013 and to the best of our knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading and
 - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2012-13, which are fraudulent, illegal or violating of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have not observed any deficiencies in the design or operations of internal control.
- d) We have indicated to the auditors and the Audit Committee that there are :
 - (i) no significant changes in the internal control during the year ;
 - (ii) no significant changes in the accounting policies during the year ;
 - (iii) no instances of significant fraud where the involvement of the management or an employee having a significant role in the Company's internal control system have been observed.

Place: Indore Sd/- Sd/-
Date: 29 - 05 - 2013 (J. N. Choudhury) (Vinod K. Agarwal)
CFO CEO

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Member of
Ad-Manum Finance Limited
INDORE (M.P.)

We have examined the compliance of condition of Corporate Governance by the Ad-Manum Finance Limited for the

year ended on 31/03/2013 as stipulated in clause 49 of the Listing Agreement of the Company with Stock Exchanges.

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.

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-mentioned listing agreement.

We state that generally no investor grievances are pending for a period exceeding one month against the company as per the records maintained by the company.

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: Mahendra Badjatya & Company
Chartered Accountants
F.R.N. 001457C

Sd/-
CA. M.K. Badjatya
Partner
M.No.070578

Place: Indore
Date: 29 - 05 - 2013

CODE OF CONDUCT - DECLARATION UNDER CLAUSE 49 (I) (D)

This is to certify that:

1. In pursuance of the provisions of Clause 49 (I) (D) of the Listing Agreement with Stock Exchange. A Code of Conduct for the Board members and the Senior Management personnel of the Company has been approved by the Board in its meeting held on 19th August, 2008.
2. The said Code of Conduct has been uploaded on the website of the Company and has also been circulated to the Board members and the Senior Management Personnel of the Company.
3. All Board members and Senior Management Personnel have affirmed compliance with the said Code of Conduct, for the period ended 31st March, 2013.

For: Ad-Manum Finance Ltd.

Sd/-
Vinod K. Agarwal
Managing Director

Place: Indore
Date: 29 - 05 - 2013

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Ad-Manum Finance Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **M/s Ad-Manum Finance Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with 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:

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- b) In the case of the Profit and Loss Account, 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 and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 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:
In our opinion and to the best of our information and according to the explanation given to us, the said accounts subject to the provision of doubtful debt of ₹ 3.95 crore (previous year ₹ 2.31 crore) and there against made NPA provision of ₹ 53.35 Lacs (Previous year ₹ 37.95 Lacs) as per prudential norms of RBI Act and rules made thereunder read with notes thereon vide Note-19 gives the information required by the Companies Act, 1956 in the manner so required and gives a true & fair

view in conformity with the accounting principles generally accepted in India;

- 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 subsection (3C) of section 211 of the Companies Act, 1956;
- e) On the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

Statutory Auditors
For: Mahendra Badjatya & Co
Chartered Accountants
FRN- 001457C

Sd/-
CA. M.K. Badjatya
Partner
M.NO. 070578

Place: Indore
Date: 29 - 05 - 2013

ANNEXURE REFERRED TO IN PARAGRAPH 3 OF OUR REPORT OF EVEN DATE TO THE MEMBERS OF AD-MANUM FINANCE LIMITED ON THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2013. WE REPORT THE SUB PARAGRAPHS APPLICABLE TO THE COMPANY AS UNDER:

1) FIXED ASSETS:

- a) The Company has maintained adequate records showing full particulars including quantitative details and situation of fixed assets.
- b) The Company has verified its fixed assets at the end of the year, which in our opinion is reasonable having regard to the size of the Company and nature of its business. We have been informed that no material discrepancies were noticed on such verification as compared to book records.
- c) The Company has not disposed of any substantial part of its fixed assets during the year so as to affect its going concern status.

2) INVENTORY:

As the Company is carrying on the business of loan finance and power generation, therefore, the requirement of this clause is not applicable to the Company.

3) LOANS AND ADVANCES:

- i) We are informed that the company has taken loan from Managing Director of the company amounting to ₹ 0.31 crore (Maximum amount outstanding during the year ₹ 0.32 crore) and outstanding at the end of year ₹ 35.19 Lacs.
- ii) In our opinion the rate of interest and other terms and condition on which above loans have been taken is not Prima-Facia prejudicial to the interest of the company.

iii) The company has not granted any loan to any party covered U/S 301 of the Companies Act, 1956.

4) INTERNAL CONTROLS:

In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase of assets and for services rendered. We have neither come across nor have been informed of any continuing failure to correct major weakness in internal control system.

5) TRANSACTION WITH PARTIES UNDER SECTION 301 OF THE COMPANIES ACT, 1956:

- According to the information and explanations given to us by the management, we are of the opinion that the transactions required to be entered under section 301 of the Companies Act 1956 have been so entered.
- In our opinion and according to the information and explanations given to us the transactions made in pursuance of contracts or arrangements entered in the register maintained u/s 301 of the Companies Act 1956 exceeding the value of Rupees Five lacs or more in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.

6) FIXED DEPOSITS:

The Company has not accepted any deposits from the public to which the directives issued by Reserve Bank of India and the provisions of section 58A, 58AA and any other relevant provisions of the Companies Act, 1956 and the rules framed thereunder apply.

7) INTERNAL AUDIT:

The Company has an internal audit system which in our opinion needs to be strengthened according to the size of the Company and nature of its business.

8) COST AUDIT:

The Company is carrying on the business of finance, hence no cost records are required to be maintained by the Company under section 209(1) (d) of the Companies Act, 1956.

9) STATUTORY DUES:

- According to the records of the Company and according to the information and explanations provided to us the Company is generally regular in depositing undisputed statutory dues including Provident Fund, Income Tax, Investor Education and Protection Fund and any other statutory dues with the appropriate authorities.
- According to the information and explanations given to us, no undisputed amount payable in respect of Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income Tax and any other statutory dues were outstanding as at 31st March 2013 for a period of more than six months from the date they became payable.
- According to the information and explanations given to us and as certified by the management there are dues of Income Tax which have not been deposited on account of dispute and the forum where the dispute is pending are given below:-

S. No.	Statute	Subject matter of dispute	Amount ₹ in lacs Net of Payment	Period of Dispute F.Y.	Forum
01	Income Tax	Additions	56.15	2009-10	CIT, Indore

10) POTENTIALLY SICK COMPANY:

There are no accumulated losses as at 31st March, 2013. The Company has not incurred any cash losses during the financial year covered by our audit and the immediately preceding financial year.

11) REPAYMENT OF DUES:

According to the records of the Company examined by us and information and explanation given to us, the Company has not defaulted in repayment of dues to any financial institution or bank as at the balance sheet date.

12) LOANS AND ADVANCES GRANTED ON THE BASIS OF SECURITIES:

According to the records of the Company and according to the information and explanations provided to us, the Company has not granted loans and advances on basis of security by way of pledge of shares, debentures & other securities.

13) CHIT FUND / NIDHI / MUTUAL BENEFIT SOCIETY:

We are informed that the provisions of any special statute applicable to Chit Funds, Nidhi or Mutual Benefits Society do not apply to the Company.

14) INVESTMENT:

The Company is not dealing in any shares and securities. All the investments of the Company are held by the Company in its own name and reasonable records have been maintained.

15) GUARANTEES GIVEN:

According to the information and explanations provided to us, the Company has not given any guarantee or corporate guarantee for loan taken by other from banks or financial institutions.

16) TERM LOANS:

The company has not taken any Term Loan during the year.

17) SOURCES AND APPLICATION OF FUNDS:

According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short term basis have been used for the purpose of long term investment and no long term funds have been used to finance short term assets (excludes permanent working capital).

18) PREFERENTIAL ALLOTMENT:

The Company has not made any preferential allotment of shares to parties or Companies covered in the register maintained under section 301 of the Companies Act, 1956.

19) DEBENTURE:

The Company has not issued any debenture during the year.

20) PUBLIC ISSUE:

The Company has not raised any money through a public issue during the year.

21) FRAUD:

During the course of our examination of the books and records of the Company, carried out in accordance with generally accepted auditing practices in India, and according to information and explanation given to us, we have neither come across any instances of fraud on or by the Company noticed or reported during the year, nor have we been informed of such case by management.

Statutory Auditors
For: Mahendra Badjatya & Co
Chartered Accountants
FRN- 001457C

Sd/-
CA. M.K. Badjatya
Partner
M.NO. 070578

Place: Indore
Date: 29 - 05 - 2013



AD-MANUM FINANCE LIMITED

BALANCE SHEET AS AT 31st MARCH, 2013

(Amount in ₹)

Particulars	Note No.	Current Year 31-03-2013	Previous Year 31-03-2012
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	"1"	75000000	75000000
(b) Reserves and Surplus	"2"	326560577	252681111
(2) Non-Current Liabilities\			
(a) Long-term borrowings	"3"	70921550	173765011
(b) Deferred tax liabilities (Net)		11880541	14125974
(3) Current Liabilities			
(a) Short-term borrowings	"4"	725983718	695961329
(b) Other current liabilities	"5"	9251527	9135329
(c) Short-term provisions	"6"	14254524	8690611
TOTAL		1233852437	1229359365
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets	"7"		
- Tangible assets		49954364	61215472
(b) Non-current investments	"8"	4654447	4653075
(c) Long term loans and advances	"9"	3284068	6455685
(2) Current assets			
(a) Trade receivables	"10"	1072062585	1138117911
(b) Cash and cash equivalents	"11"	101893931	16752221
(c) Short-term loans and advances	"12"	2003042	2165001
TOTAL		1233852437	1229359365

SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES

"18-19"

For and on behalf of the Board.

Sd/-
(V.K. AGARWAL)
Managing Director

Sd/-
(J.N. CHOUDHURY)
Director-In-Charge

Sd/-
(CS. MOHD. RAEES SHEIKH)
Company Secretary

Place: INDORE
Date : 29 - 05 - 2013

As Per our report of even date attached

Statutory Auditors
For MAHENDRA BADJATYA & COMPANY
CHARTERED ACCOUNTANTS
F.R.N 0014570

Sd/-
CA. M.K Badjatya
(Partner)
M.No 070578



AD-MANUM FINANCE LIMITED

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31st MARCH, 2013

(Amount in ₹)

Particulars	Note No.	Figures for the Current Year 31-03-2013	Figures for the Previous Year 31-03-2012
INCOME			
Revenue from operations	"13"	330125158	264940115
Other Income	"14"	1402565	467297
TOTAL ₹		331527723	265407412
EXPENSES			
Finance costs	"15"	114277347	99164280
Employee benefit expense	"16"	29089435	22228305
Depreciation and amortization expense		12024145	12083366
Other expenses	"17"	46644977	51334380
TOTAL ₹		202035904	184810331
Profit before exceptional and extraordinary items and tax		129491819	80597081
Exceptional Items			
- Income Tax of Earlier Year		(412539)	2365811
Profit before extraordinary items and tax		129079280	82962892
Extraordinary Items			
- Provision for NPA		3171994	4265080
- Provision for Diminution in Securities		(1372)	7298
Profit before tax		125908658	78690514
Tax expense:			
(1) Current tax		45500000	25000000
(2) Deferred tax provision written back		-2245433	2219452
Profit for the Year		82654091	51471062
Earning per equity share:			
(1) Basic		11.02	6.86
(2) Diluted		11.02	6.86

SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES

"18-19"

For and on behalf of the Board.

Sd/-
(V.K. AGARWAL)
Managing Director

Sd/-
(J.N. CHOUDHURY)
Director-In-Charge

Sd/-
(CS. MOHD. RAEES SHEIKH)
Company Secretary

Place: INDORE
Date : 29 - 05 - 2013

As Per our report of even date attached

Statutory Auditors
For MAHENDRA BADJATYA & COMPANY
CHARTERED ACCOUNTANTS
F.R.N 001457C

Sd/-
CA. M.K Badjatya
(Partner)
M.No 070578

NOTE - 1
SHARE CAPITAL

Particulars	As at 31 March 2013		As at 31 March 2012	
	Number	₹	Number	₹
Authorised				
Equity Shares of ₹10 each	15000000	150000000	15000000	150000000
Issued				
Equity Shares of ₹ 10 each	7500000	75000000	7500000	75000000
Subscribed & Paid up				
Equity Shares of ₹ 10 each fully paid	7500000	75000000	7500000	75000000
TOTAL	7500000	75000000	7500000	75000000

i) Terms/Rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹10 per share. Member of the company holding equity share capital therein have a right to vote on every resolution placed before the company and right to receive dividend.

The voting rights on a poll is one vote for one share and in a proportion to the share of the paid-up equity capital of company held by the shareholders.

ii) Reconciliation of Issued Share Capital.

Particulars	Current Year		Previous Year	
	Number	₹	Number	₹
Shares outstanding at the beginning of the year	7500000	75000000	7500000	75000000
Shares Issued during the year	0	0	0	0
Shares bought back during the year	0	0	0	0
Shares outstanding at the end of the year	7500000	75000000	7500000	75000000

iii) Details of shareholding more than 5% shares in the company.

Name of Shareholder	As at 31 March 2013		As at 31 March 2012	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Agarwal Coal Corporation (s) PTE. LTD.(Foreign Co.)	2770000	36.93	2770000	36.93
Aereo Dealcomm Pvt. Ltd.	1106250	14.75	1106250	14.75
Vinod Kumar Agarwal	726390	9.69	726390	9.69
Apex Procon Pvt. Ltd.	623750	8.32	623750	8.32
Agarwal Fuel Corporation Pvt. Ltd.	446050	5.95	446050	5.95

NOTE - 2
Reserves and Surplus

(Amount in ₹)			
Particulars	As at 31 March 2013	As at 31 March 2012	
a) <u>Capital Reserves</u>			
Balance as per last year	74000	74000	
b) <u>Securities Premium Account</u>			
Balance as per Last Year	90000000	90000000	
c) <u>General Reserve</u>			
Balance as per last year	85000000	65000000	
Add: Trfd. From P&L A/c during the year	50000000	20000000	
Closing Balance	135000000	85000000	
d) <u>NBFC Reserves</u>			
Balance as per last year	35610213	25316000	
Add: Trfd. From P&L A/c during the year	16530818	10294213	
Closing Balance	52141031	35610213	
e) <u>Surplus in the statement of Profit and Loss</u>			
Balance as per Last financial statement	41996898	29536737	
Add: Net Profit for the year	82654091	51471062	
Less: Appropriations			
- Proposed Dividends(10%)	7500000	7500000	
- Corporate Tax on Proposed Dividend	1274625	1216688	
- Transfer to General Reserve	50000000	20000000	
- Transfer to NBFC Reserves	16530818	10294213	
Closing Balance	49345546	41996898	
Total (a+b+c+d+e)	326560577	252681111	



AD-MANUM FINANCE LIMITED

NOTE - 3

Long Term Borrowings

(Amount in ₹)

Particulars	As at 31 March 2013	As at 31 March 2012
Secured		
Term loans		
- From Uco bank	3162751	6502808
(Secured By Exclusive first charge on Wind mill and extension of charge over entire current asset of the company and personal gurantee of a director)		
This is Repayable by F.Y. 2014-15 and carry an interest of respective rate on monthly rest basis.		
	3162751	6502808
Unsecured		
Intercompany Loans	67758799	167262203
	67758799	167262203
TOTAL	70921550	173765011

NOTE - 4

Short Term Borrowings

(Amount in ₹)

Particulars	As at 31 March 2013	As at 31 March 2012
Secured		
(a) Loans repayable on demand		
(i) Cash credit loan	720857043	689829036
(Secured against Book debts, Hypothecation of vehicle against loan agreement and other current assests and personal guarantee of a director)		
(ii) Loan against FDR 'S	1608175	2080403
(iii) Car Loan From ICICI Bank		
(secured against hypothecation of car)	0	888171
	722465218	692797610
UNSECURED		
(a) Loans and advances from related parties		
Loan from Managing Director	3518500	3163719
	3518500	3163719
TOTAL	725983718	695961329

NOTE-7

Fixed Assets

(Amount in ₹)

Particulars	Gross Block			Accumulated Depreciation			Net Block	
	Balance as at 1st April 2012	Additions	Deductions	Balance as at 31 March 2013	Balance as at 1st April 2012	Deduction Adjustment	Balance as at 31 March 2013	Balance as at 31 March 2012
a) <u>Tangible Assets</u>								
a) Freehold Land	1111000	-----	-----	1111000	-----	-----	1111000	1111000
b) Buildings	445408	-----	-----	445408	80748	-----	357400	364660
c) Plant and Equipment - Wind Mill & other	98812617	92100	-----	98904717	48633944	-----	40050771	50178673
d) Furniture and Fixtures	4803317	181152	44990	4939479	1727654	13591	2916305	3075663
e) Vehicles	6723205	61428	200734	6583899	1955662	118037	4115550	4767543
f) Office equipment	6140834	542453	0	6683287	4422901	0	1403338	1717933
b) <u>Intangible Assets</u>	-----	-----	-----	-----	-----	-----	-----	-----
Total	118036381	877133	245724	118667790	56820909	131628	68713426	61215472
Previous Year	118081693	2130086	2175398	118036381	46677972	1940429	61215472	71403721

NOTE -8

NON-CURRENT INVESTMENTS

I. QUOTED (Fully Paid up, At cost)

(Amount in ₹)

Particulars	FACE VALUE	NO.OF CUR.YEAR	SHARES/DEB. PRV.YEAR	CURRENT YEAR	PREVIOUS YEAR
(A) EQUITY SHARES					
<u>UNDER PHYSICAL MODE</u>					
Ambuja Zinc Ltd.	10	200	200	1200	1200
Amrut Industries Ltd.	10	100	100	1000	1000
Associated Pigment Ltd.	10	200	200	4400	4400
Bhiwani Synthetics Ltd.	10	300	300	3000	3000
Consolidated Fibers & Chemicals Ltd.	10	400	400	4000	4000
Dev Fastners Ltd.	10	200	200	3200	3200
Herdillia polymers Ltd.	10	200	200	2100	2100
Hindustan Development Corpn. Ltd.	10	200	200	10800	10800
IDL Industries Ltd.	10	4	4	1300	1300
Intron Ltd.	10	100	100	600	600
J.F.Laboratories Ltd.	10	100	100	4800	4800
J.K. Latelier Ltd.	10	500	500	10000	10000
Mafatlal Industries Ltd.	100	4	4	13400	13400
Mideast India Ltd.	10	150	150	3000	3000
Modern Threads (india) Ltd.	10	111	111	3000	3000
Monica Electronics Ltd.	10	150	150	5850	5850
Montari Industries Ltd.	10	100	100	2500	2500
Nucor Wires Ltd.	10	100	100	2900	2900
Prime Petro Products Ltd.	10	200	200	2000	2000
Premier Proteins Ltd.	10	100	100	1200	1200
Siel Finance Service Ltd.	10	50	50	2800	2800
sitapur Plywood Manufactures Ltd.	10	600	600	3000	3000
swill Ltd.	10	100	100	3500	3500
The West Coast Paper Mills Ltd.	2	500	500	8274	8274
Toshniwal Agro Chem. Ltd.	10	100	100	1100	1100
Tribhuvan Housing Ltd.	10	1300	1300	13000	13000
<u>UNDER D-MAT MODE</u>					
Ambuja Cement Ltd.	10	40	40	2500	2500
Bhilwara Spinners Ltd.	10	200	200	7790	7790
Gujrat Borosil Ltd.	5	200	200	3400	3400
JBF Industries Ltd.	10	200	200	12500	12500

NOTE -8
NON-CURRENT INVESTMENTS

(Amount in ₹)

Particulars	FACE VALUE	NO.OF CUR.YEAR	SHARES/DEB. PRV.YEAR	CURRENT YEAR	PREVIOUS YEAR
J.K.Cement Limited	10	11000	11000	1628000	1628000
Manglore Refinery & Petrochemicals Ltd.	10	150	150	13772	13772
Nath Pulp & Paper Mills Ltd.	10	50	50	3700	3700
National Organic Chem. Industries Ltd.	10	260	260	32076	32076
Reliance Capital Ltd.	10	19	19	3900	3900
Reliance Communication Ltd.	5	390	390	1950	1950
Reliance Industries Ltd.	5	780	780	70399	70399
Reliance Infrastructure Ltd.	10	29	29	3900	3900
Reliance Power Ltd.	5	97	97	1950	1950
Sagar Cements Ltd.	10	100	100	2000	2000
Uco Bank	10	3200	3200	38400	38400
Union Bank Of India.	10	2291	2291	252010	252010
Videocon Industries Ltd.	10	12	12	3476	3476
Vippy Industries Ltd.	10	2497	2497	26625	26625
TOTAL (A)				2220272	2220272
(B) MUTUAL FUND UNDER D-MAT MODE					
Kotak Global Emerging Market Fund	10	50000	50000	500000	500000
ICICI Prudential AMC Fund	10	150000	150000	1500000	1500000
Reliance Natural Resources Fund	10	50000	50000	500000	500000
SBI Mutual Fund	10	1000	1000	10000	10000
TOTAL (B)				2510000	2510000
(C) DEBENTURES/BONDS					
a. NON CONVERTIBLE DEBENTURES (Redeemable)					
14% Hindustan Devlopment Corporation Ltd.	40	150	150	4500	4500
12.5% JF Laboratories Ltd.	35	60	60	1560	1560
15% Core Healthcare Ltd.	70	50	50	2800	2800
TOTAL (C)				8860	8860
GRAND TOTAL (A+B+C)				4739132	4739132
Less : Provision for diminution in the value of Investments				84685	86057
TOTAL				4654447	4653075
Aggregate Cost Of Quoted Investment				4739132	4739132
Aggregate Market Value Of Quoted Investment				6876572	5942364



AD-MANUM FINANCE LIMITED

NOTE-9

Long-term loans and advances

(Amount in ₹)		
Particulars	As at 31 March 2013	As at 31 March 2012
Unsecured, considered good		
a. Security Deposits		
Deposits With Govt. and private bodies	681842	572092
b. Other loans and advances		
- Compounding Fees to coustom Department, Mumbai	1000000	1000000
- Income Tax Under Protest	1602226	4883593
Total	3284068	6455685

NOTE-10

Trade Receivables

(Amount in ₹)		
Particulars	As at 31 March 2013	As at 31 March 2012
Overdue for more than Six Months		
Secured, considered good	----	----
Unsecured, considered good	----	----
Doubtful debts	39496671	23060259
Less: Provision on doubtful debts (NPA)	5334868	3794814
	34161803	19265445
Others		
Secured, considered good	1032481158	1116501074
Less: Provision on Standard Assets	2581203	2791253
(Trade Receivables are secured against the hypothecation of Vehicles)		
	1029899955	1113709821
Wind Power Receivables		
-More than 6 months	4577933	3546928
- Others	3422894	1595717
	8000827	5142645
Total	1072062585	1138117911

NOTE-11

Cash and cash equivalents

(Amount in ₹)		
Particulars	As at 31 March 2013	As at 31 March 2012
a. Balances with banks		
In unpaid dividend A/c	1037238	946148
In Current account with schedule Banks	1540915	718623
In Fixed Deposit (Pledged against overdraft)		
- for more than 12 months	3705189	3793317
- for less than 12 months	80000000	0
In Fixed deposit free from encumbrances		
- HDFC Bank Ltd.	54401	54401
b. Cash on hand	15556188	11239732
Total	101893931	16752221

NOTE-12

Short-term loans and advances

(Amount in ₹)		
Particulars	As at 31 March 2013	As at 31 March 2012
Unsecured, considered good		
Advance to staff & Others	1853042	2015001
Rent Deposits to related party	150000	150000
Total	2003042	2165001



AD-MANUM FINANCE LIMITED

NOTE-13

Revenue From operation

(Amount in ₹)

Particulars	For the year ended 31 March 2013	For the year ended 31 March 2012
Income from Finance Activities		
- Interest (Net)	314475747	250748430
- Other financial services	988808	132378
Income From Wind Mill		
- Wind power sale	14660603	13159307
- Compensation form Suppliers	0	900000
Total	330125158	264940115

NOTE-14

Other income

(Amount in ₹)

Particulars	For the year ended 31 March 2013	For the year ended 31 March 2012
Dividend Income	91822	82381
Interest on F.D	242633	260537
Profit on sale of Assets	0	124131
Royalty Income	0	248
Surrender Value of Keyman Insurance	1068110	-----
Total	1402565	467297

NOTE-15

Finance Costs

(Amount in ₹)

Particulars	For the year ended 31 March 2013	For the year ended 31 March 2012
i) Interest expense		
- To Bank on term loan	1095096	1535357
- To Bank on Working Capital Loan	86064226	73167395
- To Others	21764591	21971016
ii) Other Borrowing Cost		
- Bank Charges	5353434	2490512
Total	114277347	99164280



AD-MANUM FINANCE LIMITED

NOTE- 16

Employee Benefits Expense

(Amount in ₹)

Particulars	For the year ended 31 March 2013	For the year ended 31 March 2012
(a) Salaries, Bonus and incentives		
- Director	9487998	4082552
- Others	17880584	16732680
(b) Contributions to -		
- Provident fund, ESIC , Gratuity	1568531	1273458
(c) Staff welfare expenses	152322	139615
Total	29089435	22228305

NOTE-17

Other Expense

(Amount in ₹)

Particulars	For the year ended 31 March 2013	For the year ended 31 March 2012
Brokerage & Commission	9827154	12540159
Bad Debts Written off	6247741	6297730
Donation	4652100	5317504
Legal & Professional Charges	5100515	4637129
Rent	3675835	3343548
Retainership	2516521	2721455
Conveyance	1893781	1592341
Repairs & Maintenance (Others)	1721101	1364354
Keyman Insurance	1108940	1175672
Insurance	371995	195262
Auditors Remuneration	494946	168540
Rates & Taxes	93535	98416
Repair & Maintainance (Vehicle)	92155	31941
Loss on sale of assets	57196	-----
Miscellaneous Expenses	8791462	11850329
Total	46644977	51334380

NOTE - 18**SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS :****1. SIGNIFICANT ACCOUNTING POLICIES :****BASIS FOR PREPARATION OF ACCOUNTS**

The financial Statements are prepared under the historical cost convention on an accrual basis of accounting in accordance with the generally accepted accounting principles, Accounting Standards notified under section 211(3C) of the Companies Act, 1956 and the relevant provisions thereof along with the applicable guidelines issued by Reserve Bank of India ("RBI").

USE OF ESTIMATES

The preparation of financial statement requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities as of the date of financial statements and the reported income and expenses during the reporting period. Management believes that estimates used in preparation of financial statements are prudent and reasonable. Future results could differ from these estimates.

REVENUE RECOGNITION:

- (a) Income from Loan transactions is accounted for by applying the interest rate implicit in such contract on IRR basis. The interest is not recognized as income on ascertained NPA as per RBI norms.
- (b) Dividend income and interest on debentures are recognized as Income on receipt basis.
- (c) In view of uncertainty of regular payment of installments by the Loan debtors, the penal interest, and regular payment rebates etc. are accounted for on Cash basis and adjusted in interest account.
- (d) Brokerage & Commission on finance is accounted for as per the terms of agreement with Brokers.

FIXED ASSETS

Fixed assets are capitalized at Cost inclusive of expenses on acquisition.

DEPRECIATION:

Depreciation on fixed assets is provided on straight line method as per the rates prescribed in schedule XIV to the Companies Act, 1956 according to the period of use.

RECOGNITION OF NPA:

Non performing Assets (NPA) are recognized as per the prudential norms of NBFC Rules and Regulations of Reserve Bank of India.

INVESTMENTS:

Investments are stated at cost plus expenses.

TRADE RECEIVABLES:

The Outstandings for more than six months are shown in case where the installments are due and outstanding for more than six months.

DEFERRED TAX:

As per the accounting standard-22 issued by the Institute of Chartered Accountants Of India the deferred Tax Liability/Assets is accounted for in respect of Timing differences.

RETIREMENT BENEFITS:

The company has not calculated the liability on account of retirement benefits as per AS-15. However the same are treated in the books as under:-

- 1) Retirement benefits in the form of Provident Fund & Other Fund are charged to the Profit and Loss account of the year when contributions to the respective Funds are due.
- 2) Gratuity liability under the Payment of Gratuity Act, is charged to the Profit and Loss account of the year when contributions to the LIC Group Gratuity trust is due.
- 3) The liability on account of encashment of leave to employees is provided on estimated basis.

NOTE-19:

OTHER NOTES

1. The Company is contingently liable in respect:-

	Current Year ₹ in Lacs	Previous Year ₹ in Lacs
a) Disputed demand of Income Tax not provided for against which a sum of ₹ Nil Lacs (Pr. Yr. ₹ 58.11 Lacs) paid under protest.	56.15	312.95
b) Disputed demand of Custom related to F.Y.1996-97 fully paid but not provided for.	10.00	10.00
2. In accordance with accounting standard (AS) 13 the long term investments held by the company are to be carried at cost. All the investments of the Company have been considered by the management to be of long-term nature.		
3. The company has identified doubtful debt of ₹ 3.95 crore (Pr.yr. ₹ 2.31 crore) and there against made NPA Provision of ₹ 53.35 Lacs (Pr. Yr. ₹ 37.95 Lacs) as per prudential norms of RBI Act and rules.		
4. The Company has taken Corporate Guarantees from Agarwal Coal Corporation Pvt. Ltd. of ₹ 100 Crores (Pr. Yr. ₹70 Crores) and from Agarwal Transport Corporation Pvt.Ltd. of ₹ 100Crores(Pr.Yr.₹70Crores) under stipulation with the lending banks.		

5. Earning Per Share :

Particulars	Current Year ₹	Previous Year ₹
Profit after Tax	82654091	51471062
No. of equity shares outstanding	7500000	7500000
No. of equity shares as per time weighted average	7500000	7500000
Basic Earning Per Share on weighted average no.of shares	11.02	6.86
Diluted Earning per Share	11.02	6.86

6. The accumulated Deferred Tax Liability comprise of the following:

Deferred tax Liability	Current Year ₹	Previous Year ₹
(a) Timing difference in Tax effect of depreciation on fixed assets as per Income Tax & Financial books.	13693863	15357201
(b) Less: Deferred tax Assets Tax effect of provision for NPA	1813322	1231227
(c) Net deferred tax liability (a)-(b)	11880541	14125974
(d) Already provided in previous years	14125974	11906522
Deferred tax Assets/liability (c) – (d)	(-)2245433	2219452

7. Auditor's Remuneration:

Particulars	Current Year ₹	Previous Year ₹
a. Audit Fees	200000	125000
b. Tax Audit Fees	25000	25000
c. Certification & other charges	269946	18540
TOTAL	494946	168540

8. Segment Reporting

Based on the accounting principles given in Accounting Standard AS - 17 "Segment Reporting" issued by the Institute of Chartered Accountants of India, the size of operation of wind power segment does not come under Reportable segment. Accordingly the company has no reportable segment other than finance.

9. RELATED PARTY DISCLOSURE AS PER ACCOUNTING STANDARD – 18 :

- a) Key Management Personnel : Mr. Vinod K. Agarwal- M.D.
Mr. J.N. Choudhury - Director-In-Charge
- b) Relative(s) of Key Management Personnel : Smt. Neena Devi Agarwal - Wife of M.D.
Tapan Agarwal - Son of M.D.
Smt. Dolly Choudhury - Wife of Mr. J.N. Choudhury, Director-In-Charge
Devraj Agarwal - Brother of M.D.
- c) Associates : Agarwal Coal Corporation Pvt. Ltd.
Agarwal Transport Corporation Pvt. Ltd.
Agarwal Coal Corporation (s) PTE. Ltd.
Available Finance Ltd.

- d) The above information regarding related parties have been determined to the extent such parties have been identified on the basis of information available with the Company.

e) Particulars of transaction and balances with related parties:-

(Amount in ₹)

NAME OF THE PARTY	RELATION SHIP	NATURE OF TRANSACTION	VOLUME OF TRANSACTION	AMOUNT O/S	AMOUNT W/O
1) V.K. AGARWAL	M.D	REMUNERATION & PERQUISITES	7272805	NIL	NIL
		RENT PAID	820452	NIL	NIL
		UNSECURED LOAN	(-)63719	0.31 CRORE	NIL
		INTEREST	465000	418500	NIL
		SURRENDER VALUE OF KEYMAN INSURANCE	1068110	NIL	NIL
2) NEENA AGARWAL	WIFE OF M.D	RENT PAID	486798	NIL	NIL
3) MASTER TAPAN AGARWAL	SON OF M.D.	HOUSE RENT	250425	NIL	NIL
4) J.N. CHOUDHURY	DIRECTOR-IN-CHARGE	REMUNERATION & PERQUISITES	2215193	NIL	NIL
5) DEVJEET FINANCIAL SERVICES	PROPRIETOR IS WIFE OF DIRECTOR-IN- CHARGE	COMMISSION	414423	NIL	NIL
6) MRS.DOLLY CHOUDHURY	WIFE OF DIRECTOR-IN- CHARGE	SALARY	270000	NIL	NIL
6) AGARWAL COAL CORPORATION PVT.LTD.	ASSOCIATE	CORPORATE GUARANTEE TAKEN	100 CRORE	NIL	NIL
7) AGARWAL TRANSPORT CORPORATION PVT.LTD.	ASSOCIATE	CORPORATE GUARANTEE TAKEN	100 CRORE	NIL	NIL
8) AGARWAL COAL CORPORATION (S) PTE.LTD.	ASSOCIATE	DIVIDEND	2770000	NIL	NIL
9) AVAILABLE FINANCE LTD.	ASSOCIATE	UNSECURED LOAN TAKEN	8.23 CRORE	NIL	NIL
		LOAN GIVEN	3.15 CRORE	3.15 CRORE	NIL
		INTEREST	0.99 CRORE	0.89 CRORE	NIL
10) Devraj Agarwal	Brother of MD	COMMISSION	1413800	NIL	NIL



AD-MANUM FINANCE LIMITED

10. There are no dues payable to small scale industrial undertaking in view of the business of the nature of the company.
11. Additional Information as required under part II (VIII) of revised Schedule VI of the Companies Act, 1956 in respect of foreign exchange earnings and outgo etc. are :-
 - a) Director's Foreign Travelling Expenditure ₹ NIL (Pr. yr. ' 51842)
 - b) Remittance in foreign currency on account of dividend to Agarwal Coal Corporation (S) PTE Ltd. (Related Party) for the financial year 2011-12 in respect of 2770000 equity shares of ₹ 10/- each held by them at the rate ₹ 1/- share amounting to ₹ 2770000 (Pr. Yr. 561590)
12. As per AS-3 the cash flow statement is enclosed herewith.
13. Disclosure in the Balance Sheet under Non-Banking Financial Company as required by RBI as per their Circular RBI/2008-09116 DNBS(PD).CC.No.125/ 03.05.002/2008-2009, Guidelines for NBFC-ND-SI as regards capital adequacy, liquidity and disclosure norms is enclosed as per statement-"A".
14. The figures have been rounded off to the nearest multiple of a rupee.

As Per our report of even date attached

Sd/-
(V.K. AGARWAL)
Managing Director

Sd/-
(J.N. CHOUDHURY)
Director-In-Charge

Sd/-
(CS. MOHD. RAEES SHEIKH)
Company Secretary

Place: INDORE
Date : 29 - 05 - 2013

Statutory Auditors
For MAHENDRA BADJATYA & COMPANY
CHARTERED ACCOUNTANTS
F.R.N 001457C

Sd/-
CA. M.K Badjatya
(Partner)
M.No 070578



AD-MANUM FINANCE LIMITED

STATEMENT – “A”

1. Capital Risk Adequacy Ratio:

	Items	F.Y.2012-13	F.Y.2011-12
i)	CRAR (%)	35.88%	27.33%
ii)	CRAR – Tier I Capital (%)	35.88%	27.33%
iii)	CRAR – Tier II Capital (%)	NIL	NIL

2. Exposure to Real Estate Sector:

		Direct Exposure	F.Y.2012-13	F.Y.2011-12
a)	(I)	Residential Mortgages- Lending secured by mortgages on residential Property that is or will be occupied by the borrower or that is rented; (Individual housing loans up to Rs.15 lacks may be shown separately)	NIL	NIL
	(II)	Commercial Real Estate- Lending secured by mortgage on commercial real estates (office buildings, retail space, multipurpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels land acquisition, development and construction, etc.) Exposure would also include non-fund based (NFB) limits;	NIL	NIL
	(III)	Investments in Mortgage Baked Securities (MBS) and other securitized exposures- a) Residential b) Commercial Real Estate	NIL NIL	NIL NIL
b)		Indirect Exposure		
		Fund based and non-fund based exposures on National Housing Bank (NHB) and Housing Finance Companies (HFCs).	NIL	NIL

3. Asset Liability Management

Maturity pattern of certain items of assets and liabilities: (₹ in Crores)

Liabilities:	1 day to 30/31 days (one month)	Over one month to 2 months	Over 2 months upto 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1 year to 3 years	Over 3 years to 5 years	Over 5 years	Total
Borrowings from banks	-	-	-	-	72.43	0.32	-	-	72.75
Market Borrowings	-	-	-	-	7.13	-	-	-	7.13
Assets:									
Advances	2.20	0.58	0.73	3.64	15.49	83.92	0.64	-	107.20
Investments	-	-	-	-	-	0.47	-	-	0.47



AD-MANUM FINANCE LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31.03.2013

(Amount in ₹)

Particulars	As at 31 March 2013	As at 31 March 2012
A) CASH FLOW FROM OPERATING ACTIVITIES		
Profit before Income Tax & Extraordinary Items	129491819	80597081
Add : Adjustment for :		
Depreciation	12024145	12083366
Loss on Sale of Fixed Assets	57196	(124131)
Profit on sale of Investment	(150926)	0
Adjustment related to previous year	0	0
Interest Paid	114277347	99164280
Operating Profit before Working Capital Changes	255699581	191720596
Add : Adjustment for :		
Trade and Other Receivables	69388902	(314392705)
Trade Payable	5680111	(5756587)
Deferred Tax Liability	(2245433)	2219452
Income Tax (Including Deferred Tax)	(43255939)	(27212154)
Proposed Dividend (Including Corporate Dividend Tax)	(8774625)	(8716688)
NPA	(3171994)	(4265080)
Diminution in value of securities	1372	(7298)
Cash Generated from Operations Before Prior Period & Extra Ordinary Items	273321975	(166410464)
Earlier Year Tax adjustment	(412539)	2365811
Net Cash Inflow/(outflow) from Operating Activities [A]	272909436	(164044653)
B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Investment	(25000000)	0
Sale of Investment	25000000	0
Profit on sale of Investment	150926	0
Purchase of Fixed Assets	(877133)	(2130086)
Sale of Fixed Assets	56900	359100
Net Cash Inflow/(outflow) from Investing Activities [B]	(669307)	(1770986)
C) CASH FLOW FROM FINANCING ACTIVITIES		
Issue of Shares	0	0
Share Premium Received	0	0
Receipt of Loan	(72821072)	268354961
Interest Paid	(114277347)	(99164280)
Net Cash Inflow/(outflow) from Financing Activities [C]	(187098419)	169190681
Net Increase in Cash & Cash Equivalents (A+B+C)	85141710	3375042
Cash & Cash Equivalents at the Beginning of the Year	16752221	13377179
Cash & Cash Equivalents at the Close of the Year	101893931	16752221

Sd/-
(V.K. AGARWAL)
Managing Director

Sd/-
(J.N. CHOUDHURY)
Director-In-Charge

Sd/-
(CS. MOHD. RAEES SHEIKH)
Company Secretary

Place: INDORE
Date : 29 - 05 - 2013

As Per our report of even date attached

Statutory Auditors
For MAHENDRA BADJATYA & COMPANY
CHARTERED ACCOUNTANTS
F.R.N 001457C

Sd/-
CA. M.K Badjatya
(Partner)
M.No 070578



AD-MANUM FINANCE LIMITED

Annexure A as per Para (6) of Director's Report.

SCHEDULE TO THE BALANCE SHEET OF A NON-BANKING FINANCIAL COMPANY

(A required in terms of Paragraph 9BB of Non-Banking Financial Companies
Prudential Norms (Reserve Bank) Directions, 1998)

Particulars	(₹ In Lakhs)	
-------------	--------------	--

Liabilities side :

	Amount out-standing	Amount overdue
(1) Loan and advances availed by the NBFCs Inclusive of interest accrued thereon but not paid:		
(a) Debentures : Secured	N.A	N.A
: Unsecured (other than falling within the meaning of public deposits)		
(b) Deferred Credits	N.A	N.A
(c) Term Loans	65.63	N.A
(d) Inter-corporate loans and borrowing	712.78	NIL
(e) Commercial Paper		
(f) Public Deposits		
(g) Other Loans (specify nature)(Bank)	7224.65	NIL
Please see Note 1 below		

(2) **Break-up of (1)(f) above (Outstanding public deposits Inclusive of interest accrued thereon but not paid):**

- (a) In the form of unsecured debentures
- (b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security
- (c) Other public deposits
- Please see Note 1 below

———— NIL ————

Assets side :

	Amount outstanding
(3) Break-up of Loans and Advance including bills receivables [other than those included in (4) below] :	
(a) Secured	NIL
(b) Unsecured	NIL

(4) Break-up of Leased Assets and stock on hire and hypothecation. loans counting towards EL/HP activities

(i) Lease assets including lease rentals under sundry debtors :	
(a) Financial lease	NIL
(b) Operating lease	NIL
(ii) Stock on hire including hire charges under sundry debtors :	
(a) Assets on hire	NIL
(b) Repossessed Asset	NIL
(iii) Hypothecation loans counting toward EL/HP activities	
(a) Loans where assets have been repossessed	NIL
(b) Loans other than (a) above	10640.62

(5) Break-up of Investment

Current Investment :

1. Quoted :

- (i) Shares : (a) Equity
- (b) Preference
- (ii) Debentures and Bonds
- (iii) Units of mutual funds
- (iv) Government Securities
- (v) Others (please specify)

NIL

2. Unquoted :

- (i) Shares : (a) Equity
- (b) Preference
- (ii) Debentures and Bonds
- (iii) Units of mutual funds
- (iv) Government Securities
- (v) Others (please specify)

NIL

Long Term investments :

1. Quoted :

- (i) Share : (a) Equity
- (b) Preference
- (ii) Debentures and Bonds
- (iii) Units of mutual funds
- (iv) Government Securities
- (v) Others (please specify)

22.20
NIL
0.09
25.10
NIL
NIL

2. Unquoted :

- (i) Shares : (a) Equity
- (b) Preference
- (ii) Debentures and Bonds
- (iii) Units of mutual funds
- (iv) Government Securities
- (v) Others (please specify)

NIL



AD-MANUM FINANCE LIMITED

(6) Borrower group - wise classification of all leased assets, stock on hire and loans and advances :

category	secured	Amount net of provisions Unsecured	Total
1. Related Parties :			
(a) Subsidiaries			
(b) Companies in the same group			NIL
(c) Other related parties			
2. Other than related parties			
Total			

(7) Investor group-wise classification of all investment (current and long term) in shares and securities (both quoted and unquoted) :

category	Market Value / Break up or fair value or NAV	Book Value (Net of provisions)
1. Related Parties		
(a) Subsidiaries		
(b) Companies in the same group		NIL
(c) Other related parties		
TOTAL		

* * As per Accounting Standard of ICAI (Please see Note 3)

(8) Other Information

Particulars	AMOUNT
(I) Gross Non-Performing Assets	
(a) Related Parties	NIL
(b) Other than related parties	394.97
(II) Provision on Non-Performing Assets	
(a) Related Parties	NIL
(b) Other than related parties	53.35
(III) Assets acquired in satisfaction of debt	NIL
(IV) Gross Standard Assets	
(a) Related Parties	NIL
(b) Other than related parties	10324.81
(V) Provision on Standard Assets	
(a) Related Parties	NIL
(b) Other than related parties	25.81

For and behalf of the Board

Place: INDORE

Date : 29 - 05 - 2013

Sd/-
(Vinod K. Agarwal)
Managing Director