

JRD FINANCE LIMITED

Reg. Off.: P-173, Bangur Avenue, Block-B, Ground Floor, Kolkata – 700 055

Email Id: fin.jrd@gmail.com CIN: L65999WB1993PLC058107

DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2014-2015

To,
The Members,

Your directors' take pleasure in presenting the 22nd Annual Report on the business and operations of the Company together with the Audited Statement of Accounts for the year ended 31st March, 2015.

Financial Highlights

During the year under review, performance of your company as under:

Particulars	Year ended 31 st March 2015	Year ended 31 st March 2014
Turnover	4,074,310	3,309,545
Profit/(Loss) before taxation	167,129	211,430
Less: Tax Expense	34,967	43,257
Profit/(Loss) after tax	132,162	168,173
Add: Balance B/F from the previous year	1,307,680	1,217,075
Balance Profit / (Loss) C/F to the next year	1,411,867	1,307,680

State of Company's Affairs and Future Outlook

Your Company has been mainly into investment activities. There has been no change in the business of the Company during the financial year ended 31st March, 2015. The Company has earned a profit of Rs. 167,129/- (P.Y- 211,430) before tax during the year under review and the Directors are hopeful to achieve a better results in future.

Change in nature of business

There is no such changes in nature of business of the company.

Dividend

The Directors do not recommended any dividend for the year because of insufficient profit.

Transfer to Reserves

The Company proposed to transfer ₹ 26,483/- to Special Reserve created under Section 45-IC of the RBI Act, 1934. The Company proposed to retain ₹ 14,11,867/- in the profit and loss account.

Change In Share Capital

Your Company has not issued any equity shares with differential rights/ sweat equity shares/ employees stock options scheme/ bonus shares, during the year under review.

Extract of Annual Return

The extract of Annual Return, in format MGT -9, for the Financial Year 2014-15 has been enclosed with this report.

Number of Board Meetings

Seven Board meetings were held during the financial year ended 31st March, 2015 on 30th April 2014, 20th May 2014, 31st July 2014, 31st October 2014, 26th November 2014, 30th January 2015, 25th March, 2015.

Particulars of Contracts or Arrangements Made With Related Parties

There was no contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review.

Material Changes Affecting the Financial Position of the Company

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relates and the date of this report.

Conservation of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo

The particulars as required under the provisions of Section 134 of the Companies Act, 2013 in respect of Conservation of Energy and Technology Absorption, are not applicable to Company as its activities are not relevant for the same.

There was no Foreign Exchange Earnings and Outgo during the year under review.

Details of Subsidiary, Joint Venture or Associates

The Company does not have any Subsidiary, Joint Venture or an Associates Company.

Risk Management Policy

The Company has developed and implemented a risk management policy which identifies major risks which may threaten the existence of the Company. The same has also been adopted by your Board and is also subject to its review from time to time. Risk mitigation process and measures have been also formulated and clearly spelled out in the said policy.

Directors

In accordance with the requirements of the Companies Act, 2013 and Articles of Association of the Company, Sir Bharath Kedia (DIN- 00259738), director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

During the year, Mr. Purushottam Lal Budia (DIN - 01756901) has been appointed as an additional director w.e.f. 20th May, 2014 and resigned on 26th November, 2014 further Mr. Prem Kumar Kedia has also resign on 20th May, 2014.

Statutory Disclosures

None of the Directors of the Company are disqualified as per the provision of Section 164 of the Companies Act, 2013. All the Directors have made the necessary disclosures as required by the various provisions of the Act.

Adequacy of Internal Financial Control with Reference to the Financial Statements

The Company has in place adequate internal financial controls with reference to financial statements. During the year under review, such controls were tested and no reportable material weakness in the design or operation were observed.

Deposits

The Company has not accepted any deposits from the public and/or others during the year under review.

Declaration by Independent Director

All the Independent Directors have given declaration that they meet the criteria of Independence as laid down under Section 149(6) of Companies Act, 2013.

Corporate Social Responsibility (CSR) Policy

Considering the turnover/ net worth / net profit, the provision of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility are not applicable to the Company.

Particulars of Employees.

There are no employees in respect of which information is required to be given in terms of the provisions of Section 197(12) of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013

There has been no cases lodged under Sexual harassment of Women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

Statutory Auditors

M/s. Shashi Agarwal & Co., Firm Registration No. 322552E, Chartered Accountants, the Statutory Auditors of the Company holds office till the conclusion of 25th Annual General meeting (subject to ratification of their re-appointment at every AGM).

The notes on Financial Statements referred to in the Auditors' Report are self-explanatory and hence do not require any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

Secretarial Audit Report

The Board has appointed Mr. Anand Khandelia, (FCS) Practicing Company Secretary, to carry out the Secretarial Audit pursuant to the provision of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the Financial Year 2014-2015. The Secretarial Audit Report for the Financial Year ended March 31, 2015 is annexed herewith to this report.

Corporate Governance Report

As per Circular No. CIR/CFD/POLICY CELL/7/2014 dated 15th September, 2014, compliance with provisions Clause 49 of the Listing Agreement .i.e. submission of Corporate Governance Report, is not applicable for our Company.

Status of the Company

Your company was only listed with the OTC Exchange of India which was de-recognized by Securities Exchange Board of India vide its order dated 31st March, 2015. Hence, your company as of now has become an unlisted public company. However, appropriate steps are being taken to get Securities Listed on recognized stock exchange.

Directors Responsibility Statement

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that:

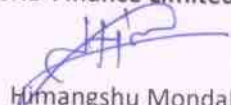
- a) in the preparation of the annual accounts for the financial year ended 31st March, 2015, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2015 and of the profit of the Company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis;
- e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively; and
- f) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

Acknowledgment

An acknowledgment to all with whose help, co operation and hard work the Company is able to achieve the results.

Place-Kolkata
Date- 30.06.2015

For and on behalf of the Board of Directors
JRD Finance Limited


Himangshu Mondal
Chairman

Form No. MGT-9
EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2015
of
J R D FINANCE LIMITED

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i)	CIN	L65999WB1993PLC058107
ii)	REGISTRATION DATE	16/03/1993
iii)	NAME OF THE COMPANY	J R D FINANCE LIMITED
iv)	CATEGORY / SUB-CATEGORY OF THE COMPANY	COMPANY LIMITED BY SHARES / INDIAN NON-GOVERNMENT COMPANY
v)	ADDRESS OF THE REGISTERED OFFICE AND CONTACT DETAILS	P-173, BANGUR AVENUE, BLOCK- B, GROUND FLOOR KOLKATA- 700 055 EMAIL: fin.jrd@gmail.com PHONE NO.: 033-25745533
vi)	WHETHER LISTED COMPANY	YES
vii)	NAME, ADDRESS AND CONTACT DETAILS OF REGISTRAR & TRANSFER AGENTS (RTA), IF ANY	S.K. INFOSOLUTIONS PVT. LTD. 34/1A, SUDHIR CHATTERJEE STREET, KOLKATA - 700 006

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / Services	NIC Code of the Product/ service	% to total turnover of the company
1.	Dealing in Securities and Other financial assets.	6430	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl.	Name And Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
(a) Individual/HUF	-	15270	15270	0.76	-	15270	15270	0.76	-
(b) Central Govt.	-	-	-	-	-	-	-	-	-
(c) State Govt. (s)	-	-	-	-	-	-	-	-	-
(d) Bodies Corp.	-	-	-	-	-	-	-	-	-
(e) Banks / FI	-	-	-	-	-	-	-	-	-
(f) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	-	15270	15270	0.76	-	15270	15270	0.76	-
(2) Foreign									
(a) NRIs -									
Individuals	-	-	-	-	-	-	-	-	-
(b) Other –									
Individuals	-	-	-	-	-	-	-	-	-
(c) Bodies Corp.	-	-	-	-	-	-	-	-	-
(d) Banks / FI	-	-	-	-	-	-	-	-	-
(e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	-	15270	15270	0.76	-	15270	15270	0.76	-
B. Public Shareholding									
(1) Institutions									
(a) Mutual Funds	-	-	-	-	-	-	-	-	-
(b) Banks / FI	-	-	-	-	-	-	-	-	-
(c) Central Govt.	-	-	-	-	-	-	-	-	-
(d) State Govt.(s)	-	-	-	-	-	-	-	-	-
(e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f) Insurance Companies	-	-	-	-	-	-	-	-	-
(g) FIs	-	-	-	-	-	-	-	-	-
(h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
(2) Non-Institutions									
(a) Bodies Corp.									
(i) Indian	-	1608830	1608830	80.44	-	1608830	1608830	80.44	-

(ii) Overseas	-	-	-	-	-	-	-	-	-
(b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	375900	375900	18.80	-	375900	375900	18.80	-
(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	-	-	-	-	-	-	-	-	-
(c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	1984730	1984730	99.24	-	1984730	1984730	99.24	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	-	1984730	1984730	99.24	-	1984730	1984730	99.24	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	2000000	2000000	100	-	2000000	2000000	100	-

(ii) Shareholding of Promoters:

Sl. No.	Shareholder's Name	Shareholding at the beginning of the Year			Shareholding at the end of the Year			% change in share holding during the year
		No. of Shares	% of total shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Rajesh Kumar Sultania	110	0.01	-	140	0.01	-	-
2	Ramniranjan Sharma	110	0.01	-	130	0.01	-	-
3	Virendra Kumar Keshari	10	0	-	0	0	-	-
4	Ashok Kumar Buchha	10	0	-	0	0	-	-
5	Sandip Singh	10	0	-	0	0	-	-
6	Pradeep Kumar Goyal	10	0	-	0	0	-	-
7	Mohuya Sarkar	10	0	-	0	0	-	-
8	Jitendra Kumar Lohia	2500	0.13	-	2500	0.13	-	-
9	Jiwan Kumar Jitendra Kumar (HUF)	2500	0.13	-	2500	0.13	-	-
10	Jitendra Kumar Lohia (HUF)	2500	0.13	-	2500	0.13	-	-

11	Karun Lohia	2500	0.13	-	2500	0.13	-	-
12	Aparna Lohia	2500	0.13	-	2500	0.13	-	-
Total		15270	0.79	-	15270	0.79	-	-

(iii) Change in Promoters' Shareholding (please specify, if there is no change):

Rajesh Kumar Sultania	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	110	0.01	110	0.01
Date: 25.03.2015 Increase in Promoters Share holding during the Year by way of transfer.	30	0	30	0
At the end of the year	140	0.01	140	0.01

Ramniranjan Sharma	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	110	0.01	110	0.01
Date: 25.03.2015 Increase in Promoters Share holding during the Year by way of transfer.	20	0	20	0
At the end of the year	130	0.01	130	0.01

Virendra Kumar Keshari	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	10	0	10	0
Date: 25.03.2015 Decrease in Promoters Share holding during the Year by way of transfer.	(10)	0	(10)	0
At the end of the year	0	0	0	0

	Shareholding at the beginning of the year	Cumulative Shareholding during the year

Ashok Kumar Buchha	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	10	0	10	0
Date: 25.03.2015 Decrease in Promoters Share holding during the Year by way of transfer.	(10)	0	(10)	0
At the end of the year	0	0	0	0

Sandip Singh	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	10	0	10	0
Date: 25.03.2015 Decrease in Promoters Share holding during the Year by way of transfer.	(10)	0	(10)	0
At the end of the year	0	0	0	0

Pradeep Kumar Goyal	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	10	0	10	0
Date: 25.03.2015 Decrease in Promoters Share holding during the Year by way of transfer.	(10)	0	(10)	0
At the end of the year	0	0	0	0

Mohuya Sarkar	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	10	0	10	0
Date: 25.03.2015 Decrease in Promoters Share holding during the Year by way of transfer.	(10)	0	(10)	0
At the end of the year	0	0	0	0

Jitendra Kumar Lohia	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	2500	0.13	2500	0.13
Date wise Increase / Decrease in Share holding during the year	-	-	-	-
At the end of the year	2500	0.13	2500	0.13

Jiwan Kumar Jitendra Kumar (HUF)	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	2500	0.13	2500	0.13
Date wise Increase / Decrease in Share holding during the year	-	-	-	-
At the end of the year	2500	0.13	2500	0.13

Jitendra Kumar Lohia (HUF)	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	2500	0.13	2500	0.13
Date wise Increase / Decrease in Share holding during the year	-	-	-	-
At the end of the year	2500	0.13	2500	0.13

Karun Lohia	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	2500	0.13	2500	0.13
Date wise Increase / Decrease in Share holding during the year	-	-	-	-
At the end of the year	2500	0.13	2500	0.13

	Shareholding at the beginning of the year	Cumulative Shareholding during the year

Aparna Lohia	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	2500	0.13	2500	0.13
Date wise Increase / Decrease in Share holding during the year	-	-	-	-
At the end of the year	2500	0.13	2500	0.13

(iv) **Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDR and ADRs):**

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	Saumya Consultants Ltd				
	At the beginning of the year	112500	5.63	112500	5.63
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the End of the year	112500	5.63	112500	5.63
	B Q R Investment & Credit Co. Ltd.				
	At the beginning of the year	105000	5.25	105000	5.25
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the End of the year	105000	5.25	105000	5.25
	Diamond Shipping & Co. Ltd.				
	At the beginning of the year	100000	5.00	100000	5.00
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the End of the year	100000	5.00	100000	5.00
	Parbati Holdings Ltd.				
	At the beginning of the year	70000	3.50	70000	3.50
	Date wise Increase / Decrease in Share holding during the year specifying the	-	-	-	-

reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
At the End of the year	70000	3.50	70000	3.50
M P Investment & Consultancy Serv. Ltd.	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	70000	3.50	70000	3.50
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
At the End of the year	70000	3.50	70000	3.50
Dhawan Vinimoy Pvt. Ltd.	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	50000	2.50	50000	2.50
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
At the End of the year	50000	2.50	50000	2.50
Vivog Commercial Pvt. Ltd.	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	45000	2.25	45000	2.25
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
At the End of the year	45000	2.25	45000	2.25
Sukanya Trading & Finance Ltd.	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	37800	1.89	37800	1.89
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
At the End of the year	37800	1.89	37800	1.89
Rupsagar Tirup Pvt. Ltd.	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	37800	1.89	37800	1.89
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
At the End of the year	37800	1.89	37800	1.89
RBS Credit & Financial	No. of shares	% of total	No. of shares	% of total

	Development Ltd.		shares of the company		shares of the company
	At the beginning of the year	37800	1.89	37800	1.89
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the End of the year	37800	1.89	37800	1.89

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	BHARATH KEDIA				
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the end of the year	-	-	-	-
2.	PRADEEP KUMAR DROLIA				
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the end of the year	-	-	-	-
3.	HIMANGSHU MONDAL				
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the end of the year	-	-	-	-

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment:

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness

Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
• Addition	-	-	-	-
• Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and / or Manager: **NIL**

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager				Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961					
2.	Stock Option					
3.	Sweat Equity					
4.	Commission - as % of profit - Others, specify...					
5.	Others, please specify					
	Total (A)					
	Ceiling as per the Act					

B. Remuneration to other directors: **NIL**

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
	1. Independent Directors	-	-	-	-
	• Fee for attending board / committee meetings	-	-	-	-
	• Commission	-	-	-	-
	• Others, please specify	-	-	-	-
	Total (1)	-	-	-	-
	2. Other Non-Executive Directors	-	-	-	-
	• Fee for attending board / committee meetings	-	-	-	-
	• Commission	-	-	-	-
	• Others, please specify (Directors Remuneration)	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act				

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD / MANAGER / WTD : **NOT APPLICABLE**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross salary a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 b) Value of perquisites u/s 17(2) Income-tax Act, 1961 c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission - as % of profit - Others, specify...				
5	Others, please specify				
	Total				

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

By Order of the Board of Directors
For J R D FINANCE LTD.


Himangshu Mondal
Chairman

Date : 30.06.2015
Place : Kolkata

Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 2014-15

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
JRD FINANCE LIMITED

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by JRD Finance Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the JRD Finance Limited books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by JRD Finance Limited ("the Company") for the financial year ended on 31st March, 2015 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;



(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999:: not applicable

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008:: not applicable

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and: not applicable

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(vi) (Mention the other laws as may be applicable specifically to the company): not applicable

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchange(s)

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:



I further report that

The Board of Directors of the Company is duly constituted. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Place: Kolkata

Date: 25/05/2015

Anand Khandelia
FCS No - 584



AUDITORS' REPORT

To The Members of M/s JRD Finance Ltd.

Report On the Standalone Financial statements

1. We have audited the accompanying standalone financial statements of M/S. JRD FINANCE LTD ("the Company") which comprises the balance sheet as at 31st March 2015, the Statement of Profit & Loss and the cash flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the companies act, 2013('the act') with respect to the preparation and presentation of these standalone financial statement that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with rule 7 of the companies(Accounts) Rules, 2014. The responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the act of safeguarding the asset of the company and for preventing and detecting frauds and other irregularities ; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and free from material misstatement, whether due to fraud and error.

Auditor's Responsibility

3. Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and Rules made thereunder. We conducted our audit in accordance with Standards on Auditing specified under section 143(10) of the Act. 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.
4. 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 of the financial statement, that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the company's directors, as well as evaluating the overall presentation of the financial statements.

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◆ Delhi ◆ Kolkata ◆ Bangalore ◆ Chandigarh ◆



5. We believe that the audit evidence, we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

6. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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, of the state of the affairs of the company as at 31st March, 2015, and its profit and its cash flows for the year ended on that date.

Report on Other Legal And Regulatory Requirement

7. As required by the Companies (Auditors' Report) Order, 2015 (the Order') issued by the Central Government of India in terms of Sub-Section (11) of Section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the order, to the extent applicable.
8. As required by section 143(3) of the Act, We report that:
- We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - The Balance Sheet and Statement of Profit and Loss and the cash flow statement dealt with by this report are in agreement with the books of account.
 - In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the act, read with rule 7 of the Companies (Accounts) Rules, 2014.
 - On the basis of written representation received from the directors as on 31st March 2015, and taken on record by the Board of directors, none of directors is disqualified as on 31st March 2015 from being appointed as a director in terms of Section 164(2) of the act, and
 - With respect to the other matters to be included in the Auditor's Report in accordance with Rules, 11 of the companies (Audit and Auditors) Rules, 2014 in our opinion and to the best of our information and according to the explanations given to us:
 - the Company has disclosed the impact of pending litigations on its financial position in its financial statements in accordance with the generally accepted accounting practice, wherever applicable.

ii. The company did not have any long-term contracts including derivative contract for

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Shashi Agarwal & Co.
Chartered Accountants

which there were any material foreseeable losses.

iii. The Company is not required to transfer amounts, to the Investor Education and Protection Fund by the Company.

Place: Kolkata
Date: 30th day of June, 2015

For **SHASHI AGARWAL & CO.**
Firm Registration No. 322552E
Chartered Accountants

Vinit Jalan
(CA Vinit Jalan)

Partner

Membership No.-062807



ANNEXURE TO THE AUDITOR'S REPORT

(Referred to in paragraph 7 under 'Report on other Legal and Regulatory Requirements' section of our report of even date)

- (i) In respect of its fixed assets:
- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
- (b) The fixed asset were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (ii) In respect of its inventories:
- (a) The stock of shares are in demat mode with the Depository, Hence question of Physical Verification of stock of Shares at Reasonable interval does not arise.
- (b) As the Shares are in Demat mode this clause does not apply.
- (c) The Company is maintaining the proper records of inventory and no material discrepancies were noticed on verification with the demat statement.
- (iii) The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any major weakness in such internal control system.
- (v) According to the information and explanations given to us, the Company has not accepted any deposit during the year and accordingly the question of complying with section 73 to 76 of the Companies Act 2013 does not arise. According to the information and explanations given to us, no Order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal on the Company.
- (vi) To the best of our knowledge and as explained to us, the Central Government has not prescribed for maintenance of cost record under sub-section (1) of Section 148 of the Companies Act, 2013.
- (vii) According to the information and explanations given to us and according to the books and records as produced and examined by us, in our opinion:
- (a) The Company is regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Sales tax, Wealth

Shashi Agarwal & Co.
Chartered Accountants

Tax, Service Tax, Duty of Customs, duty of Excise, Value Added Tax, Cess and other material statutory dues as applicable with the appropriate authorities.

- (b) The Company is not required to transfer any fund to the Investor Education and Protection Fund in accordance with the relevant provision of the Companies Act, 1956 and rules made there-under.
- (viii) The Company does not have accumulated losses at the end of the financial year and the Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (ix) The Company has neither taken any loan from financial institution or bank nor issued any debentures. Therefore the clause for defaulter in repayment of dues does not arise..
- (x) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank, or other financial institutions.
- (xi) According to the information and explanations given to us, the Company has not taken any term loan.
- (xii) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no significant fraud on the Company has been noticed or reported during the year.

Place: Kolkata
Date: 30th day of June, 2015

For **SHASHI AGARWAL & CO.**
Firm Registration No. 322552E
Chartered Accountants

Vinit Jalan
(CA Vinit Jalan)

Partner

Membership No.-062807



JRD FINANCE LTD.

BALANCE SHEET AS AT 31ST MARCH, 2015

Particulars	Notes	31.03.2015	31.03.2014
<u>EQUITY AND LIABILITIES</u>			
<u>Shareholders' Funds</u>	2	17,535,120	17,535,120
Share Capital	3	1,517,962	1,387,292
Reserves & Surplus			
<u>Non-Current Liabilities</u>	4	101,577	100,085
Long-Term Provisions			
<u>Current Liabilities</u>	5	30,682,800	26,576,743
Other Current Liabilities			
TOTAL		49,837,458	45,599,240
<u>ASSETS</u>			
<u>Non-Current Assets</u>			345
Fixed Assets	6		158,469
Tangible Assets	7		25,077
Non-Current Investments	8	23,934	38,313,283
Deferred Tax Assets (Net)	9	38,929,250	628,534
Long - Term Loans and Advances	10	890,378	
Other Non-Current Assets			
<u>Current Assets</u>	11	7,030,967	419,028
Inventories	12	1,261,473	4,333,885
Cash and Cash Equivalents	13	1,701,456	1,720,619
Other Current Assets			
TOTAL		49,837,458	45,599,240
Summary of Significant Accounting Policies	1		
The accompanying notes are an integral part of the financial statements.	1-26		

As per our Report of even date.
 For **Shashi Agarwal & Co.**
 Firm Registration Number : 322552E
 Chartered Accountants

(Vinit Jalan)
 Partner
 Membership No. 062807



Place : Kolkata
 Date : 30th June, 2015

for & on behalf of
 The Board of Directors

J.R.D. Finance Limited J.R.D. Finance Limited
(Signature) *(Signature)*
 Director Director

JRD FINANCE LTD.

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2015

Particulars	Notes	31.03.2015	31.03.2014
INCOME			
Revenue from Operations	14	4,074,310	3,309,545
Other Income	15	12,700	1,183,975
Total Revenue		4,087,010	4,493,520
EXPENSES			
Purchases of Shares	16	9,340,668 (6,611,940)	4,046,058 (419,028)
Changes in Inventories	17	704,650	460,690
Employee Benefits Expenses	6	345	86
Depreciation and Amortization Expenses		93,093	-
Loss on Sale of Investment	18	393,065	194,284
Other Expenses			
Total Expenses		3,919,881	4,282,090
Earnings before Exceptional Items and Taxes		167,129	211,430
Exceptional Items		-	-
Profit / (Loss) before Tax		167,129	211,430
Tax Expenses		31,846	42,205
Current Tax		1,978	-
MAT Credit Entitlement		1,143	1,052
Deferred Tax		34,967	43,257
Total Tax Expenses		132,162	168,173
Profit/(Loss) for the year			
Earnings per Equity Share per Nominal Value of Share:- Rs 10/-	21	0.07	0.08
Basic		0.07	0.08
Diluted			
Summary of Significant Accounting Policies	1		
The accompanying notes are an integral part of the financial statements.	1-26		

As per our Report of even date.
For **Shashi Agarwal & Co.**
Firm Registration Number : 322552E
Chartered Accountants

Vinit Jalan
(Vinit Jalan)
Partner
Membership No. 062807



Place : Kolkata
Date : 30th June, 2015

for & on behalf of
The Board of Directors

J.R.D. Finance Limited
[Signature]
Director
J.R.D. Finance Limited
[Signature]
Director

J R D FINANCE LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2015

Particulars	For the Year Ended 31.03.2015	For the Year Ended 31.03.2015	For the Year Ended 31.03.2014	For the Year Ended 31.03.2014
	A) Cash Flow from Operating Activities		167,129	
Net Profit as per Profit & Loss Account				
<u>Adjustment for</u>				
Depreciation	345		86	
Dividend Received	-		(320)	
(Profit)/Loss on Sale of Investment	93,093	93,438	(1,183,000)	(1,183,234)
		260,567		(971,804)
<u>Adjustment for</u>				
Decrease/ (Increase) in Inventories	(6,611,939)		(419,028)	
Decrease/ (Increase) in Other Current Assets	19,163		(892,718)	
Decrease/ (Increase) in Other Non-Current Assets	(261,844)		(326,611)	
Decrease/ (Increase) in Loans & Advances	(615,967)		(14,694,465)	
Decrease/(increase) in Short term Loan & Adv.	-		1,000,000	
Increase / (Decrease) in Current Liabilities	4,106,057	(3,364,531)	18,071,398	2,738,576
Cash Generated From Operating Activities		(3,103,964)		1,766,772
Add : MAT Credit Entitlement for Earlier Years		(33,825)		(41,885)
Net Cash Flow from Operating Activities	(A)	(3,137,789)		1,724,887
B) Cash Flow from Investing Activities			320	
Dividend Received	-		-	
Interest Received	-		-	
Purchase of Investment	-		-	
Sale of Fixed Assets	-		-	
Sale of Investment	(B) 65,376	65,376	1,508,000	1,508,000
Net Cash Flow during the Year (A+B)		(3,072,413)		3,232,887
Cash and Bank Equivalent (Opening Balance)		4,333,885		1,100,998
Cash and Bank Equivalent (Closing Balance)		1,261,473		4,333,885
		(3,072,413)		3,232,887

As per our Report of even date.
 For **Shashi Agarwal & Co.**
 Firm Registration Number : 322552E
 Chartered Accountants

Vinit
 (Vinit Jalan)
 Partner
 Membership No.062807



Place : Kolkata
 Date : 30th June, 2015

for & on behalf of
 The Board of Directors

J.R.D. Finance Limited

[Signature]
 Director
 Director

J.R.D. Finance Limited

[Signature]
 Director

Notes to Financial Statements For The Year Ended 31 March 2015

Note 1 - Summary of Significant Accounting Policies**1.1 Corporate Information**

JRD Finance Ltd (CIN No. L65999WB1993PLC058107) (The Company) is a Public Company incorporated under the Companies Act, 1956. The Company operates as an investment and Finance Company and consequently registered as a Non-Banking Financial Institution (Non-Deposit taking) with the Reserve Bank of India and RBI has allotted registration no.B-05-05299 dated 29.08.03.

1.2 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

These financial statements have been prepared on the accrual basis of accounting, under the historical cost convention, in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956.

1.3 USE OF ESTIMATES

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known and materialized.

1.4 FIXED ASSETS

Fixed assets are stated at cost less accumulated depreciation. Cost comprises the purchase price less creditable duties, taxes and levies, and any directly attributable cost of bringing the asset to its working condition for the intended use. Exchange Difference arising on repayment or reinstatement of foreign currency liabilities incurred are adjusted in the carrying amount of respective fixed assets. The amount incurred for capital items not ready for their intended use on reporting date are disclosed under capital work in progress

1.5 DEPRECIATION AND AMORTISATION:

- a. The company follows written down value method of charging depreciation on the fixed assets as per the rates and in the manner prescribed in the schedule II of the Companies Act, 2013.
- b. Depreciation on asset acquired or disposed off or sold during the year are provided on pro-rata basis with reference to the date of addition or disposal of the respective assets.

1.6 INVESTMENTS

Long-term investments are carried individually at cost less provision for diminution in value other than temporary in which case the carrying value is reduced to recognize the decline. Dividends are accounted for as and when received or accrued.

1.7 STOCK-IN-TRADE

Stock-in-Trade has been stated at cost on (Fifo basis) or net realisable value which ever is lower.



1.8 EARNING PER SHARE:

The earnings considered in ascertaining the Company's Earnings Per Share comprise net profit after tax. The number of shares (nominal value of Rs.10/-) used in computing Basic Earnings Per Share is weighted average number of shares outstanding during the year

1.9 ACCOUNTING FOR TAXES ON INCOME:

a. Current Tax is determined as amount of tax payable in respect of taxable income for the year based on applicable tax rates and law.

b. Deferred Tax is recognized, subject to the consideration of prudence, on timing differences, being difference between taxable and accounting income/expenditure that originate in one period and are capable of reversal in one or more subsequent period(s). Deferred tax assets are not recognized unless there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets will be realized.

1.10 EMPLOYEE BENEFITS

Provident Fund Act and/or superannuation Fund is not applicable to the company during the year under review and the Company do not have any other scheme for Provident Fund.

1.11 IMPAIRMENT OF ASSETS:

The Company assesses at each Balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Profit and Loss Account. If at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. Provision for impairment is recognized on each Balance Sheet Date.

1.12 PROVISIONS AND CONTINGENT LIABILITIES:

a. Provisions are recognized when the Company has a legal and constructive obligation as a result of a past event, for which it is probable that a future outflow will be required and a reliable estimate can be made on the amount of the obligation.

b. Contingent Liabilities are disclosed when the Company has a possible obligation or a present obligation and it is probable that a cash outflow will not be required to settle the obligation.



NOTES TO FINANCIAL STATEMENTS

JRD FINANCE LTD.

Note 6 - Fixed Assets

NAME OF ASSETS	WDV Rate	GROSS BLOCK				DEPRECIATION				NET BLOCK		
		As at 01.04.2014	Additions	Deductions/ Adjustments	As at 31.03.2015	Upto 31.03.2014	For the year	On Deductions /Adjustments	Depreciation Upto 31.03.2015	As at 31.03.2015	As at 31.03.2014	
<u>Tangible Assets</u>												
Computer & Peripherals		85,630	-	85,630	-	85,609	-	21	85,630	-	21	
Furniture & Fixture		8,080	-	8,080	-	7,756	-	324	8,080	-	324	
Total		93,710	-	93,710	-	93,365	-	345	93,710	-	345	
Previous Year		93,710	-	-	93,710	93,279	86	-	93,365	345	-	



Note 2 - Share Capital

	31.03.2015	31.03.2014
AUTHORISED:		
22,50,000 (22,50,000) Equity Shares of Rs. 10/- each	22,500,000	22,500,000
ISSUED, SUBSCRIBED & PAID UP:		
20,00,000 (20,00,000) Equity Shares of Rs. 10/- each	20,000,000	20,000,000
Less: Allotment Money Due	2,464,880	2,464,880
	<u>17,535,120</u>	<u>17,535,120</u>

a. Reconciliation of the Shares Outstanding at the beginning and at the end of the Reporting Period

Equity Shares	31.03.2015		31.03.2014	
	Nos.	Amount In`	Nos.	Amount In`
At the beginning of the period	2,000,000	20,000,000	2,000,000	20,000,000
Issued during the period:- Private Placements	-	-	-	-
Issued during the period:- Bonus Issue	-	-	-	-
Outstanding at the end of the period	2,000,000	20,000,000	2,000,000	20,000,000

b. Terms/Rights attached to Equity Shares

The company has only one class of equity shares having a par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c. Details of Shareholders holding more than 5% Shares in the Company

Name of the Shareholder	31.03.2015		31.03.2014	
	Nos.	% of Holding	Nos.	% of Holding
Saumya Consultants Ltd.	112,500	5.63	112,500	5.63
B Q R Investment & Credit Co Ltd.	105,000	5.25	105,000	5.25
Diamond Shipping & Co Ltd.	100,000	5.00	100,000	5.00

Note 3 - Reserve & Surplus

	31.03.2015	31.03.2014
Specific Reserve Fund (U/s 451C of RBI Act)		
Opening Balance	79,612	38,512
Add: Transferred from Profit & Loss Account	26,483	41,100
Closing Balance	<u>106,095</u>	<u>79,612</u>
Net Surplus in the Statement of Profit and Loss		
Balance as per last financial statements	1,307,680	1,217,075
Profit/(Loss) for the year	132,162	168,173
	1,439,842	1,385,248
Add/(Less): Transferred to Specific Reserve Fund	(26,483)	(41,100)
Add/(Less): Contingent Provision against Standard Asset	(1,492)	(36,468)
	<u>1,411,867</u>	<u>1,307,680</u>
Net Surplus/Deficit in the Statement of Profit and Loss	<u>1,517,962</u>	<u>1,387,292</u>
Total Reserve and Surplus	<u>1,517,962</u>	<u>1,387,292</u>



Note 4 - Long-Term Provisions

	31.03.2015	31.03.2014
Contingent Provision against Standard Assets	101,577	100,085
	<u>101,577</u>	<u>100,085</u>

Note 5 - Other Current Liabilities

	31.03.2015	31.03.2014
Other Payables	32,800	26,743
Liabilities for Expenses	30,650,000	26,550,000
Advances	<u>30,682,800</u>	<u>26,576,743</u>

Note 7 - Non-Current Investments

	31.03.2015		31.03.2014	
Investment in Equity Instruments (At Cost)	Face Value	Nos.	Nos.	
Quoted				
Soundcraft Industries Ltd.	10/-	5,000	5,000	-
Suzlon Energy Ltd.	10/-	-	500	50,793
Lanco Infratech Ltd.	10/-	-	950	66,634
The Indian Hotels Co. Ltd.	10/-	-	400	41,042
				<u>158,469</u>
				<u>158,469</u>
Aggregate amount of Quoted Investments				158,469
Aggregate Market Value of Quoted investments				41,244
Aggregate amount of Unquoted Investments				<u>-</u>

Note 8 - Deferred Tax Assets (Net)

	31.03.2015	31.03.2014
Deferred Tax Assets:		
Carried Forward Lossess	23,934	24,823
Depreciation	-	254
Deferred Tax Liabilities:		
	<u>23,934</u>	<u>25,077</u>
Deferred Tax Assets(Net)		

Note 9 - Long - Term Loans and Advances

	31.03.2015	31.03.2014
Other Loans and Advances - Unsecured, considered good Loans	38,929,250	38,313,283
	<u>38,929,250</u>	<u>38,313,283</u>



Note 10 - Other Non-Current Assets

	<u>31.03.2015</u>	<u>31.03.2014</u>
Other Loans and Advances - Unsecured, considered good		
Tax Deducted at Source (net of provision for taxation)	865,594	601,772
MAT Credit Entitlement	24,784	26,762
	<u>890,378</u>	<u>628,534</u>

Note 11 - Inventories

	<u>31.03.2015</u>		<u>31.03.2014</u>	
Stock of equity shares (fully paid up) as taken, valued and certified)	Face Value	Nos.	Nos.	
Escorts Ltd.	10/-	-	100	11,515
Kailash Auto Finance Ltd.	1/-	-	10,000	406,500
Timex Group India Ltd.	1/-	100	100	1,013
Cressanda Solutions Ltd.	10/-	127,000	-	-
Mathew Easow Research Securities Ltd.	10/-	38,769	-	-
		<u>7,030,967</u>		<u>419,028</u>

Note 12 - Cash and Cash Equivalents

	<u>31.03.2015</u>	<u>31.03.2014</u>
Cash and Bank Balances		
Balances with Banks		
In Current Accounts	892,430	3,374,314
Cash On hand	369,043	959,571
	<u>1,261,473</u>	<u>4,333,885</u>

Note 13 - Other Current Assets

	<u>31.03.2015</u>	<u>31.03.2014</u>
Interest accrued and due	1,701,456	1,720,619
Taxes and Duties Refundable	-	-
	<u>1,701,456</u>	<u>1,720,619</u>



Note 14 - Revenue From Operations

	<u>31.03.2015</u>	<u>31.03.2014</u>
Revenue From Operations	4,413,519	4,286,751
Interest on loan (T.D.S. Rs.4,22,688/-, Previous Year Rs.383851/-)		320
Dividend Income	59,492	1,032,608
Sale of Shares	(398,701)	(2,010,134)
Profit/(Loss) on Derivatives		
	<u>4,074,310</u>	<u>3,309,545</u>

Note 15 - Other Income

	<u>31.03.2015</u>	<u>31.03.2014</u>
Interest on Income Tax Refund	12,700	975
Profit /(Loss) on Sale of Investment		1,183,000
	<u>12,700</u>	<u>1,183,975</u>

Note 16 - Changes in Inventories

	<u>31.03.2015</u>	<u>31.03.2014</u>
Opening Stock	419,028	-
Closing Stock	7,030,968	419,028
(Increase)/Decrease in Stock	<u>(6,611,940)</u>	<u>(419,028)</u>

Note 17 - Employee Benefits Expenses

	<u>31.03.2015</u>	<u>31.03.2014</u>
Salaries	660,000	432,000
Staff Welfare Expenses	44,650	28,690
	<u>704,650</u>	<u>460,690</u>

Note 18 - Other Expenses

	<u>31.03.2015</u>	<u>31.03.2014</u>
<u>Auditor's Remuneration</u>	15,730	5,000
- Statutory Audit Fees		-
- Other Services	48,000	48,000
Accounting Charges	6,690	733
Advertisement Expenses	238	-
Bank Charges	3,550	-
Books & Periodicals	98,950	44,680
Conveyance Expenses	601	-
Demat Account Charges	25,200	-
Filling Fees	19,662	18,735
Listing Fees & Registrar Charges	117	-
Postage & Courier Charges	44,890	23,785
Printing & Stationary	38,000	21,500
Professional Charges	1,917	2,618
Telephone Charges	89,520	29,233
Miscellaneous Expenses		
	<u>393,065</u>	<u>194,284</u>



Notes to Financial Statements For The Year Ended 31 March 2015**Note 19 - Segment Reporting**

The company is not having any identifiable different business segment. Since the company does not have any material earnings emanating outside India, the company is considered to operate only in the Domestic Segment.

In view of the general clarification issued by the Institute of Chartered Accountants of India for companies operating in single segment, the disclosure requirements as per Accounting Standard 17 "Segment Reporting" are not applicable to the company.

Note 20 - Related Party Disclosure

As reported by the management there are no transactions with related parties during the year.

Note 21 - Earning per Share

		2014-2015	2013-2014
a) Profit After Tax	Rs.	132,162	168,173
b) Weighted Average number of Equity shares of Rs. 10	Nos	2,000,000	2,000,000
c) Earning Per Share (Basic)	Rs.	0.07	0.08
d) Earning Per Share (Diluted)	Rs.	0.07	0.08

Note 22 -

The company is transferring 20% of its net profit during the year to reserve fund as per the requirement of section 45-1C of RBI (Amended) Act, 1934.

In view of the recent provisions the company has created provisions on standard assets @.25%

Note 23 - Retirement Benefit

No provision for gratuity liabilities or other retirement benefits has been made and will be accounted for as and when paid.

Note 23 -

In the opinion of management devaluation in the securities if any is temporary in nature and accordingly not reflected in financial statement.

Note 24 - Micro, Small and Medium Enterprises Development Act

The Company has not received information from vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure relating to amount unpaid as at year end together with interest paid or payable under this act has not been given.



Note 25 - Figures in Rupees Have been Rounded off to the nearest Rupee.

Note 26 - Presentation and Disclosure of Financial Statements

During the year ended 31 March 2012, the revised Schedule VI notified under the Companies Act 1956, has become applicable to the company, for preparation and presentation of its financial statements. The adoption of revised Schedule VI does not impact recognition and measurement principles followed for preparation of financial statements. However, it has significant impact on presentation and disclosures made in the financial statements. The company has also reclassified the previous year figures in accordance with the requirements applicable in the current year.

As per our Report of even date.

For **Shashi Agarwal & Co.**

Firm Registration Number : 322552E

Chartered Accountants

Vinit

(Vinit Jalan)

Partner

Membership No. 062807



Place : Kolkata

Date : 30th June, 2015

for & on behalf of
The Board of Directors

J.R.D. Finance Limited

[Signature]

Director
Director

J.R.D. Finance Limited

[Signature]

Director
Director