

J R D FINANCE LIMITED
DIRECTORS' REPORT

To,
THE MEMBERS,

The Directors have the pleasure in submitting their Annual Report for the year ended 31st March, 2014.

FINANCIAL POSITION : The Company has earned a profit of Rs.2,11,430/- (P.Y.65,115/-) before tax during the year under review and the Directors are hopeful to achieve a better results in future.

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

BOARD OF DIRECTORS : Sri Purushottam Lal Budia has been appointed on the Board of the Company and Sri Prem Kumar Kedia resigned on 20.05.2014. Sri Pradeep Kumar Drolia, the Director of the Company, retires by rotation and being eligible offers himself for reappointment.

AUDITORS: Your company's Auditors, M/s. S.K. Modi & Associates Chartered Accountants, retire at the conclusion of the forthcoming Annual General Meeting. M/s. S.K. Modi & Associates has expressed their unwillingness for re- appointment. The Company has received the consent of M/s. Shashi Agarwal & Co., Chartered Accountants to act as Statutory Auditors of the Company. The Board of directors therefore, recommends M/s. Shashi Agarwal & Co., Chartered Accountant as Statutory Auditors of the Company from the conclusion of this annual general meeting for a period of five years in accordance with section 139 of the Companies Act, 2013.

Appropriate resolution seeking your approval to the said appointment is appearing in the notice convening Annual General Meeting of the Company -

The Notes on Financial Statements referred to in the Auditors' Report are self explanatory and do not call for any further Comments

SECRETARIAL AUDITOR: Sri Anand Khandelia, Company Secretary in whole time practice, is being appointed as the secretarial Auditor of the Company and compliance Certificate U/s 383A of Companies Act, 1956 is enclosed herewith.

DIRECTOR'S RESPONSIBILITY STATEMENT: In accordance with the provisions of Section 217 (2AA) of the Companies Act, 1956 your Directors state that:

- a) the annual accounts have been prepared by following the applicable accounting standards together with proper explanation relating to material departures;
- b) 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 a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- c) the Directors have taken proper and sufficient care for the maintenance of proper and adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- d) the annual accounts are prepared on a going concern basis.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNING & OUTGO: Since, manufacturing activities are not being carried out by the company, the particulars regarding energy conservation and technology absorption are not required to be furnished.

There is no foreign exchange earning to or outgo from the company.

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PERSONNEL: The Directors wish to place on record their appreciation of the efficient and dedicated efforts put in by all employees during the year which made possible the results achieved in an otherwise adverse business environment.

CORPORATE GOVERNANCE REPORT

General Information for the Shareholders:

1) Board of Directors

- (i) Bharath Kedia
- (ii) Pradeep Kumar Drolia
- (iii) Purushottam Lal Budia

2) General Body Meeting

Annual General Meeting

<u>Date</u>	<u>Location</u>	<u>Time</u>
29.09.2014	P-173, Bangur Avenue, Block- B, Ground Floor, Kolkata 700 055.	11 A.M.

3) Book Closure Date

26th September, 2014 to 29th September, 2014 (both days inclusive)

4) Disclosure

There is no penalties, strictures imposed on the company by the stock exchange or SEBI or any statutory authority for non-compliance by the company, on any matter related to Capital Markets, during last three years.

5) Means of Communication

Quarterly results are submitted to the Stock Exchange in accordance with the listing Agreement and published in the newspaper.

6) Stock Market Data

To the best of our information there has been no trading in the share of the Company during the year.

7) Registrar & Share Transfer Agent

M/s. S.K. Infosolutions (P) Ltd.
34/1A, Sudhir Chatterjee Street,
Kolkata - 700 006

8) Listing on Stock Exchanges

- (i) OTC Exchange of India

By Order of the Board


CHAIRMAN

PLACE : Kolkata

DATED: This 31st day of July, 2014

Independent Auditors' Report

To The Members of
J R D FINANCE LIMITED

Report On The Financial Statements

We have audited the accompanying financial statements of **J R D FINANCE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March 2014, the Statement of Profit & 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 flow of the company in accordance with the accounting standards referred to in sub-section 3C of section 211 of the Companies Act 1956 ("this Act") read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act 2013 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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 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 case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- b) In case of the Statement of Profit & Loss, of the profit for the year ended on that date; and
- c) In the case of the Cash flow Statement, of the cash flows of the Company for the year ended on that date.

Report on Other Legal And Regulatory Requirement

1. As required by the Companies (Auditors' Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we enclose in the annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.
2. As required by section 227(3) of the Act, we report that:
 - a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet, Statement of Profit & Loss and the 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 & Loss and Cash Flow Statement comply with the Accounting Standards referred to in Sub-Section (3C) of Section 211 of the Companies Act, 1956.
 - e) On the basis of written representation received from the directors as on 31st March 2014, and taken on record by the Board of Directors, we report that none of directors are disqualified as on 31st March 2014 from being appointed as a director in terms of Clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

Place: Kolkata
Date 31st day of July, 2014.



For S. K. MODI & ASSOCIATES.
Firm Registration No. 320317E
Chartered Accountants

A handwritten signature in black ink, appearing to be "S.K. Modi".

(S.K. Modi)
Proprietor
Membership No. 055661

Annexure Referred To In Paragraph 1 Under "Report On Other Legal And
Regulatory Requirements" Section Of Our Report Of Even Date

Re : J R D FINANCE LIMITED

1. The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets. All fixed assets have been physically verified by the management during the year. In our opinion, the frequency of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification. The disposal of fixed assets, during the year has not affected the going concern status of the Company.
2. The management has conducted physical verification of inventory at reasonable interval. The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business. The Company is maintaining proper records of inventory. No material discrepancies in inventory were noticed on physical verification.
3. As informed to us, the Company has neither granted nor taken any loans, secured or unsecured to/from Companies, firms or others parties covered in the register maintained Under Section 301 of the Companies Act, 1956.
4. In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchase of inventory and fixed assets and for sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls.
5. Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that the transactions that need to be entered into the register maintained under section 301 have been entered and none of the transaction exceed the value of Rupees five lakhs in respect of any one party in the financial year.
6. The Company has not accepted any deposits from the public within the meaning of provisions of Section 58A and 58AA or any relevant provisions of the Companies Act, 1956 and rules made there under.
7. In our opinion, the company has an internal audit system commensurate with its size and nature of its business.
8. The Central Government has not prescribed for maintenance of cost record under clause (d) of Sub-Section (1) of Section 209 of the Companies Act, 1956.
9. According to the records of the Company, the Company is regular in depositing undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Sales Tax, Income Tax, Wealth Tax, Service Tax, Custom duty, Excise duty, cess and any other Statutory dues applicable to it with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom duty, Excise duty which were outstanding, at the year end for a period of more than six months from the date they become payable.




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10. In our opinion the Company is not having any accumulated losses at the end of the financial year and company has not incurred any cash losses during the financial year.
11. As per information and explanations given to us, the Company has not defaulted in any repayment of dues to a Financial Institution or Bank. The company has not issued any debentures.
12. Based on our examination of records and information and explanation given to us, the Company has not granted any loans and/or advances on the basis of security by way of pledge of shares, debentures and other securities.
13. Activities of the Company do not attract any special statute applicable to chit fund and Nidhi /Mutual Benefit Fund / Society.
14. The Company has maintained proper records regarding transactions and contracts in respect of trading in shares, securities & other investments and finally entries have been made in such records. The investments are held by the Company in its own name.
15. 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.
16. The Company has not availed of any term loan during the year.
17. We have been informed by the management that the funds raised on short term basis have not been used for long term investment. The Company has not raised any fund for long term during the year.
18. The company has not made any preferential allotment of share during the year.
19. The Company did not have any outstanding debentures during the year.
20. The Company has not raised any money by way of public issue during the year covered by our report.
21. As per information and explanations given to us no fraud on or by the company has been noticed or reported during the year.

Place: Kolkata
Date: 31st day of July, 2014.

For S. K. MODI & ASSOCIATES
Firm Registration No. 320317E
Chartered Accountants


(S. K. Modi)
Proprietor
Membership No. 055661



JRD FINANCE LTD.

BALANCE SHEET AS AT 31ST MARCH, 2014

Particulars	Notes	31.03.2014 ₹	31.03.2013 ₹
<u>EQUITY AND LIABILITIES</u>			
<u>Shareholders' Funds</u>			
Share Capital	2	17,535,120	17,535,120
Reserves & Surplus	3	1,387,292	1,255,587
<u>Non-Current Liabilities</u>			
Long- Term Provisions	4	100,085	63,617
<u>Current Liabilities</u>			
Other Current Liabilities	5	26,576,743	8,505,345
TOTAL		45,599,240	27,359,669
<u>ASSETS</u>			
<u>Non-Current Assets</u>			
Fixed Assets			
Tangible Assets	6	345	431
Non-Current Investments	7	158,469	483,469
Deferred Tax Assets (Net)	8	25,077	26,129
Long - Term Loans and Advances	9	38,313,283	23,618,818
Other Non-Current Assets	10	628,534	301,923
<u>Current Assets</u>			
Inventories	11	419,028	-
Cash and Cash Equivalents	12	4,333,885	1,100,998
Short - Term Loans and Advances	13	-	1,000,000
Other Current Assets	14	1,720,619	827,901
TOTAL		45,599,240	27,359,669

Summary of Significant Accounting Policies

1

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

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As per our Report of even date,
S. K. MODI & ASSOCIATES
 Firm Registration Number : 320317E
 Chartered Accountants

for & on behalf of
The Board of Directors

(Signature)

(S. K. MODI)
 Proprietor
 Membership No. 055661

(Signature)

Director

(Signature)

Director

Place : Kolkata
 Date : 31st July, 2014



JRD FINANCE LTD.

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2014

Particulars	Notes	31.03.2014	31.03.2013
INCOME			
Revenue from Operations	15	3,309,545	1,806,429
Other Income	16	1,183,975	(21,626)
Total Revenue		4,493,520	1,784,803
EXPENSES			
Purchase of Shares		4,046,058	883,087
Change in Inventories		(419,028)	-
Employee Benefits Expenses	17	460,690	526,760
Depreciation and Amortization Expenses		86	112
Other Expenses	18	194,284	309,730
Total Expenses		4,282,090	1,719,689
Earnings before Exceptional Items and Taxes		211,430	65,115
Exceptional Items		-	-
Profit / (Loss) before Tax		211,430	65,115
Tax Expenses			
Current Tax		42,205	12,330
MAT Credit Entitlement		-	(12,330)
MAT Credit Entitlement for Earlier Years		-	-
Deferred Tax		1,052	27,785
Total Tax Expenses		43,257	27,785
Profit/(Loss) for the year		168,173	37,330
Earnings per Equity Share per Nominal Value of Share:- Rs 10/-	21		
Basic		0.08	0.02
Diluted		0.08	0.02
Summary of Significant Accounting Policies	1		
The accompanying notes are an integral part of the financial statements.	1-27		

As per our Report of even date.
 For S. K. MODI & ASSOCIATES
 Firm Registration Number : 320317E
 Chartered Accountants

for & on behalf of
 The Board of Directors

(S. K. MODI)
 Proprietor
 Membership No. 055661



P. Doshi
 Director

P. L. Bud
 Director

Place : Kolkata
 Date : 31st July, 2014

J R D FINANCE LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014

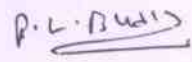
Particulars		For the Year	For the Year	For the Year	For the Year
		Ended 31.03.2014	Ended 31.03.2014	Ended 31.03.2013	Ended 31.03.2013
A)	Cash Flow from Operating Activities				
	Net Profit as per Profit & Loss Account		211,430		65,115
	<u>Adjustment for</u>				
	Depreciation	86		112	
	Dividend Received	(320)		(400)	
	(Profit)/Loss on Sale of Investment	(1,183,000)	(1,183,234)	21,626	21,338
			(971,804)		86,453
	<u>Adjustment for</u>				
	Decrease/ (Increase) in Inventories	(419,028)			
	Decrease/ (Increase) in Other Current Assets	(1,373,502)		(560,028)	
	Decrease/ (Increase) in Other Non-Current Assets	(368,816)		(139,350)	
	Decrease/ (Increase) in Loans & Advances	(13,375,681)		(16,039,578)	
	Increase / (Decrease) in Current Liabilities	18,071,398	2,534,371	8,465,914	(8,273,042)
	Cash Generated From Operating Activities		1,562,567		(8,186,589)
	Add :MAT Credit Entitlement for Earlier Years		-		-
	Net Cash Flow from Operating Activities	(A)	1,562,567		(8,186,589)
B)	Cash Flow from Investing Activities				
	Dividend Received	320		400	
	Sale of Investment	(B) 1,508,000	1,508,320	8,813,214	8,813,614
	Net Cash Flow during the Year (A+B)		<u>3,070,887</u>		<u>627,025</u>
	Cash and Bank Equivalent (Opening Balance)		1,100,998		473,973
	Cash and Bank Equivalent (Closing Balance)		4,333,885		1,100,998
			<u>3,232,887</u>		<u>627,025</u>

As per our Report of even date.
 For S. K. MODI & ASSOCIATES
 Firm Registration Number : 320317E
 Chartered Accountants

for & on behalf of
 The Board of Directors


 (S. K. MODI)
 Proprietor
 Membership No. 055661


 Director


 Director



Place : Kolkata
 Date : 31st July, 2014

Notes to Financial Statements For The Year Ended 31 March 2014**Note 1 - Summary of Significant Accounting Policies****1.1 Corporate Information**

The Company is a listed company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The company has been registered as NBFC 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 XIV to the Companies Act, 1956.
- 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 whichever 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)



