

23rd Annual Report
2015 - 2016



Well Planted

BRD BRD SECURITIES LIMITED

BRD BRD SECURITIES LIMITED

REGISTERED OFFICE

Bethany Complex, Thrissur Road, Kunnankulam - 680 503

BRANCHES

Ist Floor, TKM Complex, Kokkalai, Thrissur - 680 021
BRD Complex, Near St. James Hospital, North Chalakudi - 680 307
BRD Complex, National Highway, Nattika - 680 566
BRD Complex, Near Akamala Temple, Wadakkanchery - 680 590
BRD Complex, NH Bypass, Konikkara, Thrissur - 680 306
Mercy College Junction, Shornur Road, Palakkad - 678 006
Near Sreepuram School, Pallikkunnu, Kannur - 670 004
Opp. St. Joseph College Indoor Stadium, Kodungallur Road, Irinjalakuda - 680 121
BRD Complex, Chelakkara Road, Mullurkara - 680 583
BRD Complex, Kodungallur Road, Karuppadanna - 680 123
Building No. VII/426 H, Chettuva Road, Chavakkad - 680 506
BRD Complex, National Highway, Muringoor - 680 316
BRD Complex, Calicut Road, Parempadam - 680 525
EK Towers, Edarikkode, Kottakkal, Malappuram - 676 501
MRS Green Tower, Pookkayil, Tirur, Malappuram - 676 101
Veepees Building, Kannur Road, Calicut, Malappuram - 673 005
Mankara Complex, Kizakethala, Calicut Road - 676 519
MSM Plaza, Near Priyadarshini Bus Stand, Vadakenchery, Palakkad - 678 683
Opp. Korambayil Hospital, Manjery, Malappuram - 679 322
Roshni Plaza, Angadippuram, Malappuram - 679 322
Fathima Complex, Kodathipadi, Mannarkkad, Palakkad - 678 582
Aslam Tower, Perithalamanna Road, Valanchery, Malappuram
Safa Complex, Kozikode Road, Edappal, Malappuram - 679 576
C.M.K. Complex, Near Govt. Hospital, Cherpulassery, Palakkad - 679 503
Venus Corner, Oposite Co-operative Hospital, Thalassery, Kannur
Mottammel Shopping Mall, Near Lourde Hospital, Kannur, Thaliparambu 670 141
Fathima Complex, Opp. PWD Rest. House, Perambra, Calicut - 673 525
Koolichembra Jn. Keezhur, Thalassery Road, Kannur Dt., Iritty - 670 703
Corporation Bank, Chettianveetil Building, Near Civil Station, Koylady, Kannur Dt. - 673 305

AUDITORS

Balan & Co., Chartered Accountants, Bank Road, Aluva - 683 101

DIRECTORS' REPORT

To,
The Members,

Your directors have pleasure in presenting their 23rd Annual Report on the business and operations of the company together with the Audited Statement of Accounts for the year ended 31st March 2016.

Financial Highlights:

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

	Particulars	31st March 2016	31st March 2015
	Revenue	₹ 56,30,18,493/-	₹ 54,75,75,463/-
	Expense	₹ 47,58,71,309/-	₹ 44,53,32,497/-
	Profit/(Loss) before taxation	₹ 8,71,47,183/-	₹ 10,22,42,966/-
	Less : Tax Expense	₹ 3,59,16,860/-	₹ 3,60,45,355/-
	Profit / Loss) after Tax	₹ 5,12,30,323/-	₹ 6,61,97,611/-

State of the Company's Affairs and Future Outlook:

The Company is systematically important deposit taking NBFC primarily engaged in Hire Purchase Finance in the state of Kerala. The Directors are happy to report that during the year under report the operations of the company has resulted in a profit of ₹ 8,71,47,183/- before tax as against the previous year profit of ₹ 10,22,42,966/-. Revenue from the operations & other income of the company was increased from ₹ 54.75crores to ₹ 56.30crores and expenses were also raised from ₹ 44.53 crores to ₹ 47.58crores including provision for revenue recognition norms required under the relevant rules and regulations.

Change in nature of business, if any:

During the year of report there was no change in the nature of business of the company.

Dividend:

The directors are not recommending any dividend with a view to conserve the resources of the company.

Amounts Transferred to Reserves:

The Board has not proposed to transfer any amount to its General reserves. The company has transferred ₹ 1,02,46,065 towards its Statutory reserve as per the RBI norms, the balance as on 31st March 2016 stands at ₹ 7,26,21,225. The total reserve and surplus as on 31st March 2016 stands at ₹ 36,15,44,614/-

Changes in Share Capital, if any:

During the Financial Year 2015-16, There were no changes in the Authorized share capital of the company, the subscribed, issued and paid up capital of the Company has been increased from 264601970 to 312222480, pursuant to allotment of 47620510 equity shares of Rs 10 each under Bonus Issue on 08.10.2015.

Disclosure regarding Issue of Equity Shares with Differential Rights:

The company has not issued any shares with differential rights during the year.

Disclosure regarding issue of Employee Stock Options:

The company has not issued any shares under an Employee Stock Option scheme during the year.

Disclosure regarding issue of Sweat Equity Shares:

The company has not issued any sweat equity shares during the year.

Extract of Annual Return:

The extract of Annual Return in form no.MGT-9 as required under Section 92 of the Companies Act, 2013 for the financial year ending March 31, 2016 is annexed here to as Annexure 1 and forms part of this report.

Composition of the Board:

The board of directors of the Company comprises of ten directors. Their name designation date of appointment and the number of board meetings attended by each of them are given below:

The particulars of attendance of the directors for the Board meetings are as follows:

Sl. No.	Name of Director	Designation	Date of App.	No. of meetings attended
1	C C William Varghese	Managing Director	09.03.1993	10
2	Mary Williams	Director	09.03.1993	1
3	Appumon C K	Director	06.10.2001	9
4	GigyVerghese P	Director	09.03.1993	10
5	Antony P D	Director	06.10.2001	10
6	Prasad Punnoose	Director	14.12.1996	1
7	A N Vishnu Bhattathirippad	Director	06.10.2001	-
8	Surendran T K	Director	23.03.2006	10
9	Surendran C G	Director	09.03.1993	9

Board Meetings:

During the financial year 2015-16, Ten (10) meetings of the Board of Directors of the company were held. The Board meetings dates and the attendance of directors are given below:

Sl. No.	Date of Meeting	Board Strength	No. of Directors Present
1	09.04.2015	9	7
2	23.04.2015	9	6
3	14.05.2015	9	6
4	28.05.2015	9	6
5	11.06.2015	9	6
6	25.06.2015	9	5
7	25.08.2016	9	6
8	08.10.2015	9	6
9	24.12.2015	9	6
10	23.03.2016	9	6

Particulars of Loan, Guarantees and Investments under Section 186

The company has not given any guarantee or provided security in connection with any loan or made any investment in securities as per the provisions of section 186 of the Companies Act, 2013.

Being a NBFC Company provisions of section 186 of the Companies act 2013 in connection loan not applicable to the Company.

Particulars of Contract or Arrangements with Related Parties:

The particulars of contracts or arrangements with related parties referred to in sub section (1) of section 188 entered by the Company during the financial year ended 31st March, 2016 is annexed here to as Annexure 2 in prescribed Form AOC-2 and forms part of this report.

Explanation to Auditor's Remarks:

The auditor's report do not contain any qualification, reservation or adverse remark or disclaimer and hence the Board has not provided any explanation or comment on the same.

Material Changes Affecting the Financial Position of the Company

No material changes and commitments affecting the financial position of the company have occurred between the end of the financial year and the date of the report.

Conservation of Energy, Technology, Absorption, ForeignExchange Earnings and Outgo:

A) CONSERVATION OF ENERGY:

The Company is engaged in the financial services sector and therefore conservation of energy, technology absorption etc. have a limited application. However, the Company follows a practice of purchase and use of energy efficient electrical and electronic equipment and gadgets in its operations.

B) Technology Absorption :

During the period under review there was no major technology absorption undertaken by the Company.

C) Foreign Exchange Earnings and Outgo

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

Details of Subsidiary, Joint Venture or Associates:

No company has become or ceased to be a Subsidiary, Joint Venture or Associate of the company during the year.

Risk Management Policy:

The company is yet to formulate a policy for management of risk as the elements of risk threatening the company's existence are very minimal.

Details of Directors and Key Managerial Personnel:

The company has not appointed any director during the year of report.

And

The present directors of the company, Shri. A Vishnu Battathirippad Shri. Surendran T K and Shri. C G Surendran are retiring by rotation in the ensuing annual general meeting and being eligible seeks re-appointment.

Details of significant & material orders passed by the regulators or courts or tribunal:

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operation in future.

Statement in Respect of Adequacy of Internal Financial Control with Reference to the Financial Statements:

The company has an effective and adequate financial control system in place. The Board has adopted policies and procedures to ensure the orderly and efficient conduct of its business, safeguarding of its assets, the prevention and detection of frauds and errors and the accuracy and completeness of accounting records..

Deposits:

Deposits accepted during the year (renewal)	Nil		
Deposits remained unpaid or unclaimed as at the end of the year	Nil		
Default in repayment of deposits or payment of interest thereon during the year, if any (indicate no. of cases)	Amount		
	At the beginning of the year	Maximum during the year	At the end of the year
	Nil	Nil	Nil
Deposits which are not in compliance with the requirements of Chapter V of the Act	Nil		

Commission:(for public companies only)

The company has not provided any commission to its MD/WTD and hence the provisions relating to disclosure are not applicable.

Secretarial Audit Report:

The provisions of the Companies Act, 2013 and the rules framed there under relating secretarial audit report are not applicable to the company.

Corporate Social Responsibility (CSR) Policy:

The brief outline of the Corporate Social responsibility (CSR) policy of the Company and the initiatives undertaken by the Company on CSR Activities during the year are set out in Annexure III of this report in the format prescribed in the Companies (CSR Policy) Rules 2014.

Audit Committee:

The company has constituted an Audit Committee comprising of the following members:

1. Shri. C K Appumon
2. Shri. GigyVerghese P
3. Shri. Antony P D

During the Financial Year 2015-16, two (2) meetings of the Audit Committee were held on 11.6.2015 and 08.10.2015 respectively. The details of attendance of the members are as given below:

Name of Director	No. of Meeting attended
C.K. Appumon	2
Gigy Verghese P.	2
Antony P.D.	2

During the year there were no cases of non-acceptance of recommendations of the Audit Committee by the Board of Directors.

Nomination & Remuneration Committee:

The company has constituted a Nomination and Remuneration Committee comprising of the following members:

1. Sri. C C William varghese
2. Sri. GigyVerghese P
3. Sri. T K Surendran

During the financial year one meeting of the committee was held on 08.10.2015, which was attended by all the members.

The committee chiefly deals with matters relating to the size and composition of the Board, succession plans, evaluation of performance, Board diversity and remuneration framework and policies thereon. The committee is in the process of formulating detailed criteria relating to the determination of qualifications, positive attributes and independence of directors and recommendation of candidates to the Board as well as a policy relating to remuneration of directors, key managerial personnel and other employees.

Stakeholders Relationship Committee:

The company has constituted an Stakeholders Relationship Committee comprising of the following members:

1. Shri. CC William Verghese P 2. Shri. Antony PD 3. Shri. Surendran TK

During the Financial Year 2015-16, two (2) meetings of the Stakeholders Relationship Committee were held on 28.05.2015 and 24.12.2015 respectively. The details of attendance of the members are as given below:

Name of Director	No. of Meeting attended
CC William Verghese	2
Antony PD	2
Surendran TK	2

Annual Evaluation:

The Board evaluated the effectiveness of its functioning and that of the Committees and of individual directors by seeking their inputs on various aspects of governance. The main aspects of evaluation included the contribution to governance, participation in planning and fulfillment of obligations and responsibilities.

Disclosure on Establishment of a Vigil Mechanism:

The company has established a vigil mechanism for directors and employees to report genuine concerns.

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

The company has not received any complaints during the financial year.

Disclosure u/s 143(12):

The auditors of the company have not reported any fraud pursuant to section 143(12) of the Companies Act, 2013(Companies (Amendment) Act, 2013).

Statutory Auditors:

The present statutory auditors of the company, M/sBalan& Co, Chartered Accountants, Alwaye, were appointed for a period of Three years in the Annual General Meeting held on 23.08.2014 The appointment is subject to ratification in the subsequent Annual General Meetings of the company pursuant to the provisions in the Companies Act, 2013.

Cost Auditors:

The company is not required to appoint a Cost Auditor pursuant to the provisions of the Companies Act, 2013.

Directors Responsibility Statement:

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

- 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;
- 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;
- 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;
- the directors had prepared the annual accounts on a going concern basis;
- 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.

Acknowledgment:

The Directors express their sincere appreciation to the valued shareholders, bankers and clients for their support

Kunnamkulam
20/09/2016

For and behalf of the Board of Directors,
Sd/-

C.C.WILLIAM VERGHESE (DIN. 00074708)
(Chairman & Managing Director)

EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31.03.2016
[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:

CIN	U67120KL1993PLC007022
Registration Date	09/03/1993
Name of the Company	BRD SECURITIES LTD
Category / Sub-Category of the Company	Company Limited by shares/Indian-Non Government Company
Address of the Registered office and contact details	Door no xiii/436 a2 i Floor Bethany ComplexKunnankulam,Thrissur, Kerala- 680503
Whether listed company Yes / No	No
Name, Address and Contact details of Registrar and Transfer Agent, if any	Nil

I. 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 andDescription of main products/services	NIC Code ofthe Product/service	% to totalturnover of thecompany
1	Hire Purchase Finance	65921	88.75%

II. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of shares held	Applicable Section
1	Nil	Nil	Nil	Nil	Nil

I. 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	Nil	714855	714855	2.70%	Nil	882362	882362	2.82%	23.43%
b) Central Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) State Govt.(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
j) Bodies Corp.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
k) Banks/FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
l) Any Other.....	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (A)(1):-	Nil	714855	714855	2.70%	Nil	882362	882362	2.82%	23.43%
(2). Foreign									
a) NRIs – Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Other – Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Bodies Corp.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Banks/FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Any other.....	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (A)(2):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total shareholding of Promoter(A) = (A)(1) + (A)(2)	Nil	714855	714855	2.70%	Nil	882362	882362	2.82%	23.43%
B. Public Shareholding									
(1). Institutions									
a) Mutual Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Banks/FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Central Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) State Govt(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g) FIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
h) Foreign Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Others(specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(1):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

2. Non-Institutions									
(a). Bodies corp.									
1) Indian	Nil	761863	761863	2.88%	Nil	2569294	2569294	8.23%	237%
11) overseas	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	Nil	7794796	7794796	29.46%	Nil	8141820	8141820	26.08%	4.45%
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	Nil	17188683	17188683	64.96%	Nil	19628772	19628772	62.87%	Nil
c) Others (Specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub Total (B) (2)	Nil	25745342	25745342	97.30%	Nil	30339886	30339886	97.17%	Nil
Total Public Shareholding (B) = (B (1) + (B) (2)	Nil	25745342	25745342	97.30%	Nil	30339886	30339886	97.17%	Nil
C. Share held by Custodian for GDRs and ADRS	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	Nil	26460197	26460197	100%	Nil	31222248	31222248	100%	18%

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 shareholding 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	C C William Varghese	714855	2.7%	Nil	882362	2.82	Nil	23.43%

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

Sl. No.	Shareholder's name	Shareholding at the beginning of the year		Cumulative Shareholding at the beginning of the year		Date wise increase/ decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease	At the end of the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company		No. of shares	% of total shares of the Company
1	C C William Varghese	714855	2.7%	5882362	2.82%	***	882362	2.82%

i). Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	For each of the top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year		Increase/Decrease in Shareholding during the year specifying the date and reasons for increase/decrease
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company	
1	BRD Finance LTD	761863	2.88%	2569294	8.23%	Purchase-28.05.2015-1415505 Bonus Share 08.10.2015-391926
2	Zarine M Punnoose	243640	0.92%	458856	1.47%	Bonus share-08.10.2015-69432 Purchase-28.01.2016-3690 14.05.2015-142094
3	Sunitha AC	318660	1.20%	424929	1.36%	sale-28.01.2016-2200 Bonus Share 08.10.2015-66558, Purchase- 14.08.2015-51111
4	Geogy John Ukken	397600	1.50%	377797	1.21%	***
5	George NV	358050	1.35%	358050	1.15%	Bonus share-08.10.2015-64448, Sale, 25.02.2016-64448
6	Mohan TV	202161	0.76%	308820	0.99%	Bonus Share – 08.10.2015-41976 Purchase- 14.08.2015-31040, 14.01.2016-33643
7	Baby Skaria	260611	0.98%	307520	0.98%	Bonus Share- 08.10.2015-46909
8	Simon Cheru C	253221	0.96%	259600	0.83%	Bonus Share-08.10.2015-43991 Sale, 27.11.2015-39200
9	Griger Cherry Williams	240057	0.91%	283266	0.91%	Bonus Share- 08.10.2015-43209
10	Vijayagopal M	142548	0.54%	168206	0.54%	Bonus Share- 08.10.2015-25658

Geogy John, Bonus Share:- 08.10.2015-59597, Sale 09.04.2015-3000, 23.04.2015-1000, 28.05.2015-50000, 11.06.2015-1000, 25.06.2015-2000, 09.07.2015-1500, 24.07.2015-3000, 14.08.2015-5000, 10.03.2016-129000.

i). 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		Increase/Decrease in Shareholding during the year specifying the date and reasons for increase/decrease
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company	
1	C C William Varghese	714855	2.7%	882362	2.82%	Bonus Share-08.10.2015-134596 Purchase-28.05.2015-32911
2	GigyVerghese P	80322	0.30%	94779	0.30%	Bonus Share- 08.10.2015-14457
3	Surendran T K	91342	0.35%	109129	0.35%	Bonus Share-08.10.2015-16646- Purchase-25.06.2015-1141
4	Surendran C G	192105	0.73%	247229	0.79%	Bonus Share-08.10.2015-37711 Purchase-11.06.2015-17413
5	Antony P D	125264	0.47%	147811	0.47%	Bonus Share- 08.10.2015-22547
6	Prasad Punnoose	519451	1.96%	612952	1.96%	Bonus Share- 08.1.2015-93501
7	A N Vishnu Bhattathirippad	314833	1.19%	371502	1.19%	Bonus Share- 08.1.2015-56669
8	Appumon C K	218041	0.82%	257288	0.82%	Bonus Share- 08.10.2015-39247
9	Mary Williams	135534	0.51%	159984	0.51%	Bonus Share- 08.10.2015-24450

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	1204978457	755756000	3,65,000	196,10,99,457
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	49925756	48287508	11,040	9,82,24,304
Total (i+ii+iii)	125,49,04,213	80,40,43,508	3,76,040	-
Change in indebtedness during the financial year				
Addition	-	-	-	-
Reduction	57368106	40522000	286000	-
Net Change	-57368106	-40522000	-286000	-
Indebtedness at the end of the financial year				
i. Principal Amount	1147610351	350536000	79000	1498225351
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	49323342	72959998	9506	122292846
Total (i+ii+iii)	1196933693	423495998	88506	1620518197

 Kunnamkulam
 20/09/2016

 For and behalf of the Board of Directors,
 Sd/-
C.C.WILLIAM VERGHESE (DIN. 00074708)
 (Chairman & Managing Director)

I. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

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) of the 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:

Name of Directors	Particulars of Remuneration			
	Fee for attending board/ committee meetings	Remuneration	Others, please specify-Allowance	Total
(1) Independent Directors				
-	-	-	-	-
Total (1)	-	-	-	-
(2) Other Non-Executive Directors				
Antony P D	4000	5,58,000	-	5,62,000
Surendran T K	4000	5,46,000	-	5,50,000
GigyVerghese P	4000	5,58,000	-	5,62,000
Appumon C K	3600	-	-	3600
Prasad Punnoose	400	-	-	400
Vishnu Bhattathiripad	-	-	-	-
Mary Williams	400	-	-	400
Surendran C G	3600	-	-	3600
Total (2)	20,000	16,62,000	-	16,82,000
Total (B) = (1) +(2)	20,000	16,62,000	-	16,82,000
Total Managerial Remuneration	Rs. 16,82,000/-			
Overall Ceiling as per the Act	Rs. 56,35,335/-			

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:

Sl. No.	Particulars of Remuneration	Name of MD/WTD Manager			Total
		CEO	Company Secretary	CFO	
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) of the Income tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission				
	- as % of profit	-	-	-	-
	- others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total	-	-	-	-

I. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. DIRECTORS					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. OTHER OFFICERS IN DEFAULT					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis

Sl. No.	Particulars	Details
a.	Name(s) of the related party and nature of relationship	Nil
b.	Nature of contracts/ arrangements/ transactions	Nil
c.	Duration of the contracts / arrangements/ transactions	Nil
d.	Salient terms of the contracts or arrangements or transactions including the value, if any	Nil
e.	Justification for entering into such contracts or arrangements or transactions	Nil
f.	Date(s) of approval by the Board	Nil
g.	Amount paid as advances, if any:	Nil
h.	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	Nil

1. Details of material contracts or arrangement or transactions at arm's length basis

Sl. No.	Particulars	Details		
a	Name(s) of the related party and nature of relationship	GigyVerghese P (Director)	Antony P D (Director)	Surendran T K (Director)
b	Nature of contracts/ arrangements/ transactions	Remuneration to directors appointed in office or place of profit		
c	Duration of the contracts / arrangements/ transaction	Subject to decision of the Board		
d	Salient terms of the contracts or arrangements or transactions including the value, if any:	5,58,000	5,58,000	5,46,000
e	Date(s) of approval by the Board, if any:			
f	Amount paid as advances, if any:	Nil	Nil	Nil

Kunnamkulam
20/09/2016

For and behalf of the Board of Directors,
Sd/-

C.C.WILLIAM VERGHESE (DIN. 00074708)
(Chairman & Managing Director)

ANNEXURE - 3

Annual Report on CSR Activities

1. A Brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and project or programs:

The Company has adopted the corporate Social Responsibility Policy outlining the various activities defined in Schedule VII of the Companies act 2013. The policy envisages the formulations of the CSR Committee which will recommend the amount of expenditure to be incurred on the activities referred to in the Policy to the Board and monitor the project/programs from time to time with reporting of the progress on such project/programs to the board. The execution of the projects/programs is either by way of partnering through the implementation agencies or directly by the Company.

Our CSR policy is aimed at demonstrating care for the community through its focus on education & Skill development, health & wellness and environmental sustainability including biodiversity, energy & water conservation. Also embedded in this objective to support to the marginalized cross section of the society by providing opportunities to improve their quality of life. Also company is planning to contribute to Prime Ministers national Relief Fund

The Corporate Social Responsibility Committee was constituted by way of a Board resolution dated October 23rd 2014. The Committee met 4 times during the year to discuss about the implementation of Company's CSR programs.

2. The Composition of the CSR Committee:The Company has a CSR committee of directors comprising of Mr. C C William Varghese, Mr. GigyVergheese and Mr. Surendran T k

3. Average net profit of the Company for last three financial years:-Rs. 9,28,09,793/-

4. Prescribed CSR Expenditure (two per cent. of the amount as in item 3 above):- Rs. 18,56,196/-

5. Details of CSR spent during the financial year:

- a. Total amount to be spent for the financial year: Rs. 18,56,196/-
- b. Amount unspent, if any; Rs. 16,79,316/-
- c. Manner in which the amount spent during the financial year:Attached.

6. In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for Not spending the amount in its Board report:-

The expenditure under this head can be incurred only after the discussions are finalized with certain Non-Governmental organizations specialized in the field of social welfare activities. The company has spend the entire amount during the financial year 2016-17 in line with policy adopted by the Company.

7. A responsibility statement of the CSR committee that the implementation and monitoring of CSR policy,Is in compliance with CSR objectives and policy of the Company:-

We hereby declare that implementation and monitoring of the CSR policy are in compliance with CSR objectives and policy of the Company.

5(c) manner in which amount spent during the financial year is detailed below

Sl No.	CSR Project or activity Identified	Sector in which the project is covered	Projects or programs1.Local area or other2. Specify the state and district where projects or programs was undertaken	Amount outlay(budget) project or programs	Amount spent on the projectsor programs Sub-head: 1. Direct Expenditure On projects Or Programs 2.Overheads	Cumulative expenditure upto to the reporting period	Amount spent: Direct or through implementing Agency
1	Contribution to trust	Various sectors covered by Schedule VII of C.A 2013	Kunnamkulam Thrissur	100000/-	96000/-	96000/-	Through Trust
2	Support for medical treatment	Health Care	Kunnamkulam Thrissur	50000/-	44,880/-	44,880/-	Direct
3	Contribution to pain & palliative care society	Health Care	Kunnamkulam Thrissur	50000/-	36000/-	36000/-	Through Pain and palliative care
	Total				1,76,880/-	1,76,880/-	

For and behalf of the Board of Directors,
Sd/-

Kunnamkulam
20/09/2016

C.C.WILLIAM VERGHESE (DIN. 00074708)
(Chairman & Managing Director)

INDEPENDENT AUDITOR'S REPORT

To

The Members of BRD SECURITIES LIMITED, Kunnampulam

Report on the Financial Statements:

We have audited the accompanying financial statements of M/s **Brd Securities Limited, Kunnampulam** ("the Company") which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, 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

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 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 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets 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 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 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 the Rules made thereunder.

We conducted our audit in accordance with the 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.

An audit involves performing procedures to obtain audit evidence about the amounts and the 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 financial control relevant to the Company's preparation of the financial statements 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 the 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.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 affairs of the Company as at March 31, 2016, and its Profit/Loss and its Cash Flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, 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**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
 - a. 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;
 - b. 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;
 - c. the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account

- d. in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”.
- g. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 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:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Aluva,
20/09/2016

For BALAN & Co (FRN 00340 S)
Chartered Accountants

Sd/-
P. MOHANDAS. F.C.A
(Membership No. 21262)
(Partner)

“Annexure A” to the Independent Auditors’ Report”

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2016:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
- (c) The title deeds of immovable properties are held in the name of the company.
- 2) In our opinion and according to the information and explanations given to us, the nature of the Company’s business is such that it is not required to hold any inventories.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- 5) With regard to deposits accepted from the public, the Company has complied with the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 of the Companies Act, 2013 and the rules framed there under where ever applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2016 for a period of more than six months from the date on when they become payable.
- b) According to the information and explanation given to us, there are no dues of sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute. The particulars of dues of income tax as at 31st March, 2016 which have not been disputed on dispute, are as follows

Nature of the stature	Nature of Dues	Amount	Period	Forum where pending
Income Tax	IT matters under disputes	5,21,73,710	01.04.2011 to 31.03.2012	CIT (Appeals)

- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks, financial institutions or debenture holders.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- 10) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) The Company is required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 and has obtained the registration.

Aluva,
20/09/2016

For BALAN & Co (FRN 00340 S)
Chartered Accountants

Sd/-
P. MOHANDAS. F.C.A
(Membership No. 21262)
(Partner)

“Annexure B” to the Independent Auditor’s Report of even date on the Financial Statements of BRD Securities Limited Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of **BRD Securities Limited** (“the Company”) as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk.

The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Aluva,
20/09/2016

For BALAN & Co (FRN 00340 S)
Chartered Accountants

Sd/-
P. MOHANDAS. F.C.A
(Membership No. 21262)
(Partner)

BALANCE SHEET AS At 31st MARCH, 2016.

PARTICULARS	Note no.	As at 31st March, 2016	As at 31st March, 2015
I. EQUITY AND LIABILITIES			
1. Share holders' Funds			
(a) Share capital	3	312,222,480.00	264,601,970.00
(b) Reserves and Surplus	4	361,544,614.00	357,934,801.00
(c) Money received against share warrants		0.00	0.00
2. Share application money pending allotment		0.00	0.00
3. Non -Current Liabilities			
(a) Long-term borrowings	5	1,540,329,000	1,535,184,000.00
(b) Deferred tax liabilities (Net)		0.00	0.00
(c) Other Long term Liabilities	6	122,292,846.00	98,224,304.00
(d) Long term provisions	7	62,333,534.00	24,487,995.00
4. Current Liabilities			
(a) Short-term borrowings	8	59,032,351.00	116,400,457.00
(b) Other Current Liabilities	9	136,058,618.00	429,375,938.00
(c) Short term provisions	10	52,596,372.00	43,376,199.00
	Total	<u>2,646,409,814.00</u>	<u>2,869,585,664.00</u>
II. ASSETS			
1. Non current assets			
(a) Fixed Assets			
(i) Tangible Assets	11	60,780,130.00	57,510,094.00
(ii) Intangible Assets		1,629,666.00	1,489,701.00
(iii) Capital work-in-progress		38,092,836.00	44,880,637.00
(iv) Intangible assets under development		200,000.00	200,000.00
(b) Non-current investments	12	2,022,800.00	2,022,800.00
(c) Deferred tax Assets (net)	13	16,745,700.00	6,268,800.00
(d) Long term loans and advances-finance activity	14	1,079,540,981.00	1,026,468,251.00
(e) Long term loans and advances	15	8,111,944.00	8,072,610.00
(f) Other Non-current assets		0.00	0.00
2. Current assets			
(a) Current investments		0.00	0.00
(b) Inventories		0.00	0.00
(c) Trade receivables		0.00	0.00
(d) Cash and cash equivalents	16	126,391,592.00	80,104,607.00
(e) Short term loans & advances Financing Activity	14	817,107,138.00	1,192,464,230.00
(f) Short-term loans and advances	17	184,120,530.00	227,718,187.00
(g) Other current assets	18	311,666,497.00	222,385,747.00
	Total	<u>2,646,409,814.00</u>	<u>2,869,585,664.00</u>
Notes are an integral part of the financial statements In terms of our report attached			

For and on behalf of the board

Sd/-
1. C.C. WILLIAM VERGHESE
(Chairman & Managing Director)

Sd/-
2. P.D. ANTONY
(Director)

Sd/-
3. GIGY VERGHESE. P.
(Director)

Kunnamkulam,
20/09/2016

Auditors' Report:

Vide our report of even date.

For BALAN & Co
(FRN 00340 S)
Chartered Accountants

Sd/-
P.MOHANDAS, F. C. A
(Membership No. 21262)
(Partner)

Aluva,
20/09/2016

PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2016.

PARTICULARS	Note no.	As at 31st March, 2016	As at 31st March, 2015
REVENUE			
Revenue from operations	19	431,155,337	46,70,51,161
Other Income	20	131,863,155	8,05,24,302
Total Revenue		563,018,493	54,75,75,463
Expenses			
Employee benefit expense	21	47,576,823	4,04,90,554
Finance cost	22	224,452,598	23,93,38,978
Depreciation and amortization expenses	23	8,427,283	1,13,69,490
Other expenses	24	195,414,606	15,41,33,473
Total Expenses		475,871,309	44,53,32,496
Profit before tax		87,147,183	10,22,42,967
Tax expense			
Current tax		46,393,760	4,20,68,580
Deferred tax		-10,476,900	-61,53,560
Wealth tax		0.00	1,30,335
		35,916,860	3,60,45,355
Profit (Loss) for the period		51,230,323	6,61,97,612
Earnings per equity share basic and diluted (face value of Rs. 10 each)		1.64	2.50
Adjusted earnings per share (face value of Rs. 10 each)		1.64	2.12
Notes are an integral part of the financial statements In terms of our report attached			

For and on behalf of the board

Sd/-
1. **C.C. WILLIAM VERGHESE**
(Chairman & Managing Director)

Sd/-
2. **P.D. ANTONY**
(Director)

Sd/-
3. **GIGY VERGHESE. P.**
(Director)

Kunnamkulam,
20/09/2016

Auditors' Report:

Vide our report of even date.

For BALAN & Co
(FRN 00340 S)
Chartered Accountants

Sd/-
P.MOHANDAS, F. C. A
(Membership No. 21262)
(Partner)

Aluva,
20/09/2016

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016.
In Terms of AS - 3 Cash Flow Statement under Indirect Method

PARTICULARS	2015 - 2016	2014- 2015
A. Cash Flow from Operating activities	87,147,183.00	102,242,967.00
Net profit before Taxation		
Adjustment for:		
Provision for Depreciation	8,427,283.00	11,369,489.00
Interest on Borrowings	224,452,598.00	239,338,978.00
Provisions for standard assets	-173,488.00	273,149.00
Provision for NPA	38,019,027.00	15,546,167.00
Provision for Suit Filed Loans	5,074,116.00	0.00
Interest Income	-546,976.00	229,480.00
Bad Debts w/off	30,973,963.00	39,688,941.00
Loss on Sale of repossessed vehicles	5,966,995.00	7,945.00
Profit on sale of Fixed Assets	-93,963.00	-140,419.00
	<u>312,099,554.00</u>	<u>306,313,731.00</u>
	399,246,737.00	408,556,698.00
Operating profit before working capital changes		
(Increase) / Decrease in Loans & Advances	285,343,404.00	-372,835,587.00
(Increase) / Decrease in Deposits	-35,088,850.00	27,969,777.00
Increase / (Decrease) in Sundry Creditors & Other Liabilities	-44,779,673.00	20,888,754.00
	<u>205,474,882.00</u>	<u>-323,977,057.00</u>
Cash from Operations	604,721,619.00	84,579,641.00
Income Tax paid	-52832,493.00	-36,416,752.00
Net Cash from operating activities	551,889,126.00	48,162,888.00
B. Cash Flow from Investing activities		
Purchase of Fixed Assets	-15,185,322.00	-10,546,055.00
Capital work-in-progress	6,787,801.00	-44,880,637.00
Sale of Fixed Assets	3,442,000.00	1,353,650.00
Interest Income	546,976.00	-229,480.00
	<u>-15,185,322.00</u>	<u>-10,546,055.00</u>
Net Cash from Investing Activities	-4,408,545.00	-54,302,521.00
C. Cash Flow from Financing activities		
Proceeds from Long term Borrowings	5360,000.00	272,438,385.00
Repayment of Long term Borrowings	-282,101,000.00	-22,175,000.00
Interest on Borrowings	-224,452,598.00	-239,338,978.00
	<u>-501,193,598.00</u>	<u>10,924,407.00</u>
Net Cash Flow from Financing activities	-501,193,598.00	10,924,407.00
Net Increase/Decrease in Cash & Cash Equivalents	46,286,984.00	4,784,774.00
Cash & Cash Equivalents at the begning of the year	80,104,609.00	75,319,835.00
Cash & Cash Equivalents at the end of the year	126,391,593.00	80,104,609.00

For and on behalf of the board

Sd/-
1. C.C. WILLIAM VERGHESE
 (Chairman & Managing Director)

Sd/-
2. P.D. ANTONY
 (Director)

Sd/-
3. GIGY VERGHESE. P.
 (Director)

Kunnamkulam,
 20/09/2016

Auditors' Report:

Vide our report of even date.

For BALAN & Co
 (FRN 00340 S)
 Chartered Accountants

Sd/-
P.MOHANDAS, F. C. A
 (Membership No. 21262)
 (Partner)

Aluva,
 20/09/2016

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2016

1. COMPANY INFORMATION

The Company is a systemically important Non-Banking Financial Company ("NBFC") registered with the Reserve Bank of India (RBI) under section 45-IA of the Reserve Bank of India Act, 1934 and primarily engaged in lending and related activities. The Company has received the certificate of registration A.16 00040 on 28th November, 1998, enabling the Company to carry on business as Non-Banking Financial Company.

The Company offers broad suite of lending and other financial products such as mortgage loan, gold loan, loan against securities.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1. Basis of preparation

The financial statements have been prepared in accordance with the Generally Accepted Accounting Principles (IGAAP) under the historical cost convention as a going concern and on accrual basis and in accordance with the provisions of the Companies Act, 2013 and the Accounting Standards specified under section 133 of the Companies Act, 2013 ("the Act") read with Rule 7 of the Companies (Accounts) Rules 2014 (as amended).

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of services and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

Prudential norms: The Company Complies all the material aspect, with the prudential norms relating to the income recognition, asset classification and provisioning for bad and doubtful debts and other matters ,specified in the direction issued by the Reserve Bank of India in terms of the Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 ("RBI Directions, 2007) ,as applicable to the company.

2.2. Uses of Estimates

The preparation of financial statements requires the management to make estimates and assumptions considered in the reported amount of assets and liabilities (including contingent liabilities) as on the date of financial statements and the reported income and expenses during the reporting period.

Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

2.3. Revenue recognition

General: Revenue is recognised as earned and accrued when it is reasonably certain that its ultimate collection will be made and the revenue is measureable.

Income from loans:

Interest income from loan transactions is accounted for by applying the interest rate implicit in such contracts.

Service charges, documentation charges and other fees on loan transactions are recognised at the commencement of the contract. Delayed payment charges, fee based income and interest on trade advances are recognised when they become measurable and when it is not unreasonable to expect their ultimate collection.

Income on business assets classified as Non-performing Assets, is recognized strictly in accordance with the guidelines issued by The Reserve Bank of India for Non-Banking Financial Companies.

Dividend income: Dividend income is recognized when the Company's right to receive dividend is established by the reporting date. Dividend income is recognised when the right to receive payment is established.

Income from investments: Profit earned from sale of securities recognised on trade date basis .The cost of securities is computed on weighted average basis

Other Income: In respect of the other heads of income, the Company accounts the same on accrual basis.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2016**2.4. Tangible assets**

Tangible fixed assets are carried at the cost of acquisition or construction, less accumulated depreciation and accumulated impairment losses if any. Subsequent expenditures related to an item of tangible asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

The cost of fixed assets comprises of its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use.

Tangible assets not ready for the intended use on the date of Balance Sheet are disclosed as "Capital work-in-progress". Advances given towards acquisition of fixed assets outstanding at each balance sheet date are disclosed as Long Term Loans & Advances. Losses arising from the retirement of, and gains or losses arising from disposal of tangible assets which are carried at cost are recognised in the Statement of Profit and Loss.

Depreciation is provided on a pro-rata basis on the Written down Value method at the rates prescribed under Schedule II to the Companies Act, 2013.

2.5. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over the estimated useful economic life.

2.6. Depreciation and Amortisation

Depreciation on tangible fixed assets is provided using the Written down value Method based on the useful life of the asset and is charged to the Statement of Profit and Loss in the manner prescribed in Schedule II to the Companies Act, 2013.

Intangible Assets are amortised on a Straight Line basis over the estimated useful economic life. Computer Software which is not an integral part of the related hardware is classified as an intangible asset, and amortised over a period of five years, being its estimated useful life.

2.7. Impairment

At Balance Sheet date, an assessment is done to determine whether there is any indication of impairment in the carrying amount of the Company's assets. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount.

An assessment is also done at each Balance Sheet date whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased. If any such indication exists, the asset's recoverable amount is estimated. The carrying amount of the fixed asset is increased to the revised estimate of its recoverable amount but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of impairment loss is recognised in the Statement of Profit and Loss for the year.

After recognition of impairment loss or reversal of impairment loss as applicable, the depreciation charge for the fixed asset is adjusted in future periods to allocate the asset's revised carrying amount, less its residual value (if any), on written down value basis over its remaining useful life.

2.8. Investments

Investments are classified into current and non-current investments. Investments that are readily realisable and are intended to be held for not more than one year from the date on which such investments are made, are classified as Current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. Current investments are stated at the lower of cost and fair value. The comparison of cost and fair value is done separately in respect of each category of investments. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments. Investment in subsidiary company is stated at cost.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2016

2.9. Repossessed Asset.

Asset repossessed against the settlement of loans are carried in the balance sheet at outstanding loan amount. The classification and provisioning is based on the underlying days past due (DPD) of these loans

2.10 Employee Benefits

Short Term Employee Benefits: All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense)

Post-employment benefits:

1. Defined contribution plans: Defined contribution plans are employee state insurance scheme and employee pension scheme all applicable employees and superannuation scheme for eligible employees. The Company's contribution to defined contribution plans are recognised in the Statement of Profit and Loss in the financial year to which they relate.

2. Defined benefit plans: Eligible Employees receives benefit from the provided fund, which is a defined benefit plan. Both the employee and company make monthly contribution to provided fund plan equal to a specified percentage of covered employee's salary.

The Company makes specified monthly contributions towards to the government administrated pension fund. The Company has no obligation other than the contribution payable to provident fund authorities.

3. Gratuity scheme: The Company operates a defined benefit gratuity plan for employees. The gratuity benefit of the Company is administered by a trust formed for this purpose through the group gratuity scheme. The Company contributes to a separate entity (a fund), towards meeting the Gratuity obligation and is on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year. Actuarial gains and losses for defined benefit plan are recognized in full in the period in which they occur in the statement of profit and loss.

Other long term employee benefits: Entitlements to annual leave and sick leave are recognized when they accrue to employees. Sick leave can only be availed while annual leave can either be availed or encased subject to a restriction on the maximum number of accumulation of leave. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

2.11 Borrowing Cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized. All other borrowing costs are expensed in the period they occur.

2.12 Income taxes

Tax expense comprises of current tax (i.e. amount of tax for the period determined in accordance with the Income Tax Act, 1961) and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period).

Current tax is measured at the amount expected to be paid to (recovered from) the taxation authorities using the applicable tax rates and tax laws.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carry forward loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. The carrying amount of deferred tax assets is reviewed at each Balance Sheet date for any write down, as considered appropriate.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

2.13 Cash and Cash equivalents

In the cash flow statement, cash and cash equivalents include cash in hand, term deposits with banks and other short-term highly liquid investments with original maturities of three months or less.

2.14 Earnings per share

The basic earnings per share is calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

2.15 Provisions and Contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2016

PARTICULARS	31st March, 2016	31st March, 2015
-------------	------------------	------------------

Note 3 SHARE CAPITAL.
Authorised Capital:

(35000000 equity shares of ₹ 10/- each) march 31st 2016	350000000.00	350000000.00
---	--------------	--------------

	350000000.00	350000000.00
--	--------------	--------------

Issued, Subscribed and Fully Paid up Capital

(26460197 March 31st 2016: 31222248 equity	312,222,480.00	264,601,970.00
--	----------------	----------------

shares of ₹ 10/- each fully paid)	312,222,480.00	264,601,970.00
-----------------------------------	----------------	----------------

i. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

	No. of Shars	Value	No. of Shares	Value
No: of shares at the beginning of the year	26,460,197.00	26,460,197.00	22424408.00	22424408.00
Add: Issued During the year	0.00	0.00	0.00	0.00
Add: Bonus Issue During the year	4,762,051.00	4,762,051.00	4,035,789.00	4,035,769.00
Outstanding at the end of the year	31,222,248.00	31,222,248.00	26,460,197.00	26,460,197.00

ii 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, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

iii. Aggregate number and class of shares allotted as fully paid up by way of bonus shares.

18304999 Shares out of the issued, subscribed and paid up share capital were allotted as fully paid Bonus Shares, by way of capitalisation of accumulated profits.

Note - 4
Reserves and Surplus
Statutory Reserve - u/s 45IC of the RBI Act.

Amount as per Last Balance Sheet	62,375,160.00	49,135,640.00
----------------------------------	---------------	---------------

(+ Additions/ transfers during the Year	10,246,065.00	13,239,520.00
---	---------------	---------------

Closing Balance	72,621,225.00	62,375,160.00
------------------------	----------------------	----------------------

General Reserve

Amount as per Last Balance Sheet	0.00	0.00
----------------------------------	------	------

(+ Additions/ transfers during the Year	0.00	0.00
---	------	------

Closing Balance	0.00	0.00
------------------------	-------------	-------------

Surplus

Balance as per last financial statements	109,747,591.00	97,283,212.00
--	----------------	---------------

(+ Net profit/(net loss) for the current year	51,230,323.00	66,197,612.00
---	---------------	---------------

(-) Transfer to Statutory Reserve - u/s 45IC of the RBI Act.	10,246,065.00	13,239,520.00
--	---------------	---------------

(-) Allotment of Bonus Shares	47,620,510.00	40,357,890.00
-------------------------------	---------------	---------------

(-) Adjustment relating to Fixed Assets	0.00	135,822.00
---	------	------------

Balance as at the end of the year	103,111,339.00	109,747,591.00
--	-----------------------	-----------------------

Share Premium Account:

As Per last balance sheet	185,812,050.00	185812050.00
---------------------------	----------------	--------------

(+ Additions during the year	0.00	0.00
------------------------------	------	------

	185,812,050.00	185812050.00
--	-----------------------	---------------------

Total	361,544,614.00	357,934,801.00
--------------	-----------------------	-----------------------

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2016

	31st March, 2016	31st March, 2015
Note - 5		
LONG TERM BORROWINGS		
Secured		
Non Convertible debentures	1088578000.00	1088578000.00
Un Secured		
Bond non current	451751000.00	446606000.00
Total	1540329000.00	1535184000.00

Nature of Security

Non Convertible Debentures are secured by way of first charge on the hire purchase/hypothecation assets along with all the receivables of the Company, except Kottakkal, Parempadam, Kannur and Tirur branches of the Company, claims which are now due and owing to the Company in the course of business or which at any time hereinafter become due.

Note - 6

OTHER LONG TERM LIABILITIES

(i) Other than Acceptances		
Interest accrued but not due on borrowings	122292846.00	98224304.00
	122292846.00	98224304.00

Note - 7

LONG TERM PROVISIONS

Contingent Provision against Standard Assets	5303813.00	5477301.00
Contingent Provision for NPA on Gold Loan & Personal Loan	14587673.00	5676956.00
Contingent Provision for NPA on Hire Purchase	42442048.00	13333738.00
	62333534.00	24487995.00

Note - 8

SHORT TERM BORROWINGS

Loans repayable on demand

From Banks

Cash credit (secured) [refer note (i) below

South Indian Bank Ltd. Main Branch, Thrissur	31294699.00	56269587.00
Dhanalaxmi Bank, Kunnamkulam	27737653.00	60130870.00

1 Nature of Security

(a) Loans repayable on demand from Bank

Particulars	Primary	Collateral	Gurantors
Dhanalaxmi Bank	Exclusive Charge on receivables of Kannur, Tirur and Parempadam at 25% margin	EM of Landed properties	Personal : C C William Verghese Corporate : BRD Finance Ltd
South Indian Bank	Exclusive first charge buy way of hypothecation of specific receivables at Kottakkal Branch of the Company covered under hire purchase/vehicle loan agreement which are not overdue as per RBI guidelines with 25% Margin	EM of Landed properties	C C William Verghese C K Appumon Mary William Best Fabricators (Corporate Guarantee)

There is no continuing default as on the date of balance sheet in repayment of loans and interest.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2016
Note 11 FIXED ASSETS-DEPRECIATION AND AMORTISATION EXPENSES

Particular	Gross Block				DEPRECIATION				NET BLOCK	
	01.04.2015	Additions	Deletion	31.03.2016	01.04.2015	Additions	Deletions	31.03.2016	31.03.2016	31.03.2015
Tangible Assets										
Land	39187949.00	0.00	3334584.00	35853365.00	0.00	0.00	0.00	0.00	35853365.00	39187949.00
Building	521153.00	2272640.00	0.00	2793793.00	306318.00	28342.00	0.00	334660.00	2459133.00	214835.00.00
Furniture & Fittings	18325664.00	6515375.00	0.00	24841039.00	7893718.00	3095769.00	0.00	10989487.00	13851552.00	10431946.00
Tools & Equipments	336452.00	0.00	0.00	336452.00	319630.00	0.00	0.00	319630.00	16823.00	16823.00
Electrical Fittings	3623228.00	1418799	0.00	5042027.00	1762670.00	593955.00	0.00	2356625.00	2685402.00	1860558.00
Computer & Accessories	10481932.00	1993122.00	0.00	12475054.00	8163548.00	1875327.00	0.00	10038875.00	2436179.00	2318384.00
Inverter	515092.00	0.00	0.00	515092.00	291910.00	114980.00	0.00	406890.00	108202.00	223182.00
Office Equipments	5277305.00	1304367.00	0.00	6581672.00	2934657.00	1315263.00	0.00	4249920.00	2331752.00	2342648.00
Air Conditioner	377107.00	0.00	0.00	377107.00	246345.00	62704.00	90795.00	309049.00	68058.00	130762.00
Motor Vehicle	612662.00	575000.00	104250.00	1083412.00	453366.00	157844.00	0.00	520414.00	562997.00	159296.00
Motor Vehicle (Bolero)	1715738.00	0.00	0.00	1715738.00	1296577.00	144174.00	0.00	1440751.00	274987.00	419161.00
Motor Vehicle (Innova)	1037428.00	0.00	0.00	1037428.00	838813.00	71660.00	0.00	910473.00	126955.00	198615.00
Photostat Machine	69000.00	0.00	0.00	69000.00	63064.00	1211.00	0.00	64275.00	4725.00	5936.00
Total	82080710.00	14079303.00	3438834.00	92721179.00	24570616.00	7461228.00	90795.00	31941049.00	60780130.00	57510094.00
Intangible Assets:										
Computer Software	4315548.00	1106019	0.00	5421567.00	2825847.00	966055.00	0.00	3791901.00	1629666.00	1489701.00
Total	86396258.00	15185322.00	3438834.00	98142746.00	27396463.00	8427283.00	90795.00	35732950.00	62409796.00	58999795.00
Work in Progress	0.00	44880637.00	0.00	0.00	0.00	0.00	0.00	0.00	38092836.00	44880637.00

For and on behalf of the board

Sd/-

 1. **C.C. WILLIAM VERGHESE**
(Chairman & Managing Director)

Sd/-

 2. **P.D. ANTONY**
(Director)

Sd/-

 3. **GIGY VERGHESE. P.**
(Director)

 Kunnamkulam,
20/09/2016

Auditors' Report:

Vide our report of even date.

For BALAN & Co
(FRN 00340 S)
Chartered Accountants

 Sd/-
P.MOHANDAS, F. C. A
(Membership No. 21262)
(Partner)

 Aluva,
20/09/2016

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2016

	31st March, 2016	31st March, 2015
Note - 9		
Other current liabilities		
a) Current maturities of long-term debt		
(i) Deposits and ICD	27,629,000.00	309,515,000.00
b) Other payable		
(i) HP Outstanding liabilities	22,609,538.00	30,761,092.00
(ii) Statutory remittances (Refer note(i) below)	1,887,090.00	1,906,334.00
(iii) Salaries and Wages Payable	30,886.00	78,762.00
(iv) Expenses Payable	7,325,040.00	3,497,692.00
(v) Interest Accrued on Others	2,653,394.00	6,766,629.00
(vi) Other Advances	13,493,585.00	10,819,464.00
(vii) Chitty Liability	60,430,085.00	66,030,965.00
Total:	<u>136,058,618.00</u>	<u>429,375,938.00</u>
 (i) Statutory dues includes provident fund, employees state insurance, professional tax, withholding taxes and indirect tax payable		
Note 10		
Short term provisions		
(a) Provision for employee benefits:		
(i) Provision for compensated absences	0.00	0.00
(ii) Provision for gratuity	1,128,496.00	1,177,284.00
(b) Provision - Others:		
(i) Provision for Income Tax (Refer note(i) below)	46,393,760.00	42,068,580.00
(i) Wealth Tax Provisions	0.00	130,335.00
(i) Contingent Provisions for Suit Filed Loans	5,074,116.00	0.00
Total:	<u>52,596,372.00</u>	<u>43,376,199.00</u>
Note 12		
Non current investments		
Non-trade investments (valued at cost unless stated otherwise):		
Investment in equity instruments (Quoted)		
(i) of other entities	0.00	0.00
In Government Securities-Quoted and Fully paid up		
20000 units of 7.50% GOI Stock (Face value 2000000)	2022800.00	2,022,800.00
Total:	<u>2022800.00</u>	<u>2,022,800.00</u>
Note - 13		
Defferred tax liability / (Asset)		
Defferred tax liability		
Fixed assets: Impact of difference between tax depreciation and depreciation / amortisation charged for the financial reporting	1,892,100.00	906,100.00
Others	14,853,600.00	5,362,700.00
Net defferred tax liability / (Asset)	<u>16,745,700.00</u>	<u>6,268,800.00</u>

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2016
Note - 14
Long Term Loans and Advance - Financing Activities

	Particulars	31st March, 2016	31st March, 2015
	Non-Current		
	Secured, considered good		
	Stock on Hire	1,079,540,981	1,026,468,251
	Current		
	Secured, considered good		
	Stock on Hire	817,107,138	1,192,464,230
	Total	1896,648,119	2,218,932,481

Note - 15
Long Term Loans and Advances

	Particulars	31st March, 2016	31st March, 2015
	(a) Security Deposits		
	Unsecured, considered good	8,111,944	8,072,610
	Total	8,111,944	8,072,610

Note - 16
Cash and Bank Balances

	Particulars	31st March, 2016	31st March, 2015
	Cash and cash equivalents		
	(a) Cash inhand	61,995,164	27,045,062
	(b) Balance with banks	-	-
	(i) In current accounts	64,396,428	53,059,545
		126,391,592	80,104,607
	Other Bank Balances		
	(i) In deposit accounts	-	-
	(ii) In earmarked accounts	-	-
	Total	126,391,592	80,104,607

Note - 17
Short Term Loans and Advances

	Particulars	31st march, 2016	31st March, 2015
	(a) Loans and advances	-	-
	Demand Loan	105,431,727	127,970,988
	ICD Loans	0.00	20,000,000
	(b) Balance with Government Authorities		
	Unsecured, considered good		
	Income Tax Receivable	506,732	503571
	Income Tax & TDS	44,372,855	33,739,278
	(c) Others (Unsecured, considered good)		
	Vechile Booking Advances	12,049,216	22,260,246
	Other Advances	0.00	1,484,104
	Land Advances	21,760,000	21,760,000
	Total	184,120,530	227,718,187

Advances Recoverable in cash or in kind or for value to be receivable

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2016

Note - 18

Other Current Assets

	Particulars	31st March, 2016	31st March, 2015
	(a) Accruals		
	Interest accrued on deposit/securities	193,665	218,267
	(b) Others		
	Stock on stationery	244,052	239,908
	Repossed vehicles	63,917,890	32,169,025
	Other income receivable	280,541	128,368
	Interest receivable	60,777,922	79,791,032
	HP/VL receivable	186,252,427	109,839,147
	Office furnishing	-	-
	Total	311,666,497	222,385,747

Note - 19

Revenue from Operations

	Particulars	31st March, 2016	31st March, 2015
	Finance charges	414,772,541	447,341,789
	Pronote loan interest	16,382,796	19,709,372
	Total	431,155,337	467,051,161

Note - 20

Other Income

	Particulars	31st March, 2016	31st March, 2015
	(a) Interest Income		
	Interest on Govt. Securities and Bonds	150,000	150,000
	Interest received from IC Deposits	1,105,534	2,499,706
	Interest received from Deposits	396,976	379,480
	Interest on HP overdue	68,523,936	38,760,826
	Interest on Others	323,898	221,702
	(b) Other non-operating income (net of expenses directly attributable to such income)		
	Rental income from investment properties	12,000	12,000
	Profit on Sale of Fixed Assets	93,963	140,419
	Profit on Sale of Repossessed Assets	-	-
	Bad trade and other receivables recovered	48,113,86	13,669,141
	HP Other Income	532,868,09	23,108,810
	Documentation Charges	-	-
	Insurance Commission	2,431,857	1,456,700
	Other Miscellaneous Income	726,796	125,518
	Total	131,863,155	80,524,302

Note - 21

Employee Benefit Expenses

	Particulars	31st March, 2016	31st March, 2015
	Salaries & wages	43,519,854	37,383,689
	Contributions to provident & other funds	4,056,969	3,106,865
	Staff welfare expenses	-	-
	Total	47,576,823	40,490,554

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2016

Details of employees benefits: disclosures required under accounting standard 15 - employee benefits (revised 2005)

- a. Defined Contribution Plans : During the Year, the following amounts have been recognised in the Profit and Loss account on account of defined contribution plan

	Particulars	31st March, 2016	31st March, 2015
	Employers Contribution to Provident Fund	2,530,949	1,771,967
	Employers Contribution to Employee's State Insurance	853,069	969,135

b Defined benefit Plans- Gratuity:

- i. Components of Employer Expense

	Particulars	31st March, 2016	31st March, 2015
	Current service cost	747,121	726,498
	Interest cost	198,968	169,732
	Expected return on plan assets	121,030	81,664
	Actuarial losses/(gains)	(329,188)	(626,552)
	Total expense recognised in the Statement of Profit and Loss	495,871	188,014

- ii. Actual contribution and benefit payments for year

	Particulars	31st March, 2016	31st March, 2015
	Actual benefit payments	25,384	-
	Actual contributions	543,828	363,375

- iii. Net asset / (liability) recognised in the Balance Sheet

	Particulars	31st March, 2016	31st March, 2015
	Present value of defined benefit obligation	(3,078,609)	(2,391,323)
	Fair value of plan assets	1,950,113	1,214,039
	Funded status [Surplus / (Deficit)]	(1,128,496)	(1,177,284)
	Unrecognised past service costs	-	-
	Net asset / (liability) recognised in the Balance Sheet	(1,128,496)	(1,177,284)

- iv. Change in defined benefit obligations (DBO) during the year

	Particulars	31st March, 2016	31st March, 2015
	Present value of DBO at beginning of the year	2,487,092	2,121,645
	Current service cost	747,121	726,498
	Interest cost	198,968	169,732
	Actuarial (gains) / losses	(329,188)	(626,552)
	Benefits paid	(25,384)	-
	Present value of DBO at the end of the year	3,078,609	2,391,323

- v. Change in fair value of assets during the year

	Particulars	31st March, 2016	31st March, 2015
	Plan assets at beginning of the year	1,310,639	769,000
	Acquisition adjustment	-	-
	Expected return on plan assets	121,030	81,664
	Actual company contributions	543,828	363,375
	Actuarial gain / (loss)	-	-
	Benefits paid	(25,384)	-
	Plan assets at the end of the year	1,950,113	1,214,039

- v. Composition of the plan asset is as follows:

	Particulars	31st March, 2016	31st March, 2015
	Government bonds	-	-
	PSU bonds	-	-
	Equity mutual funds	-	-
	Insurer managed funds	1,950,113	1,214,039

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2016

vii. Actuarial assumptions

	Particulars	31st March, 2016	31st March, 2015
	Discount rate	8.00%	8.00%
	Rate of return on plan assets	9.00%	9.00%
	Salary escalation	7.00%	7.00%
	Attrition Rate		

The above disclosures are based on information furnished by the independent actuary and relied upon by the auditors.

The estimates of future Salary increases, considered in the actuarial valuation, takes into account of inflation, seniority, promotion and other relevant factors , such as supply and demand in the employment market.

Note - 22

Finance Cost

	Particulars	31st March, 2016	31st March, 2015
	(a) Interest expense on :		
	(i) Borrowings		
	Interest on Deposits	287,913	437877
	Interest on Debentures	126,716,303	129327941
	Interest on Debenture application	7,109	811741
	Interest on Subordinate Debt	21,966,988	18037335
	Interest Bond	40,087,180	33990269
	Interest on VL Security Deposit	-	-
	Interest on HP Security Deposit	-	3047836
	Interest on Inter corporate Deposit	32,784,247	38715929
	Interest Over Draft	1,578,198	14720099
	Interest - Corporation Bank Vehicle Loan	-	11789
	(ii) Others		
	Interest on delayed payment of income tax	1,024,660	238163
	Total	224,452,598	239338978

Note - 23

Depreciation and Amortisation Expenses

	Particulars	31st March, 2016	31st March, 2015
	Depreciation	7,461,228	10624639
	Amortisation	966,055	744,851
	Total	8,427,283	11,369,490

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2016

PARTICULARS	31st March, 2016	31st March, 2015
Note 24		
OTHER EXPENSES.		
Rent	10179060	8885026
Printing & Stationery	1889706	2360001
Insurance	118724	124934
Travelling expenses	2079840	2199992
Postage & Telegram	282828	551062
Telephone charges	3147165	3026649
Electricity charges	1497305	1376937
Repairs & Maintenance	2604355	3050138
Rates & Taxes	2264904	836888
News paper & Periodicals	21462	20442
Legal charges	988918	1057577
Filing fee	9000	109000
Audit fee	221050	227307
Commission	30017743	17976040
Incentive paid	15080008	13202624
Sales Retainer Expense	3761700	3641226
Collection Retainer Expense	8999777	13797636
Business Promotion	9275085	2264528
Advertisement	218453	349495
Bank charges	2073216	706998
Professional charges	9052015	6498083
Sitting fee	56800	72200
Loss on sale of Repossessed Vehicles	5966995	7945
Bad debts written off	30973963	39688941
Miscellaneous expenses	8129577	7003849
Provision for NPA HP	29108310	9869211
Provision for NPA - Demand Loan	8910717	5676956
Provision for Standard Assets	-173488	273149
Provision for Suit Filled Loans	5074116	-
Accrued Loss on Chitty	3372900	9278640
Swachh Bharath Cess Payable	35523	0.00
Corporate Social Responsibility Expense	176880	0.00
Total:	195414606	154,133,473

Note - 24.1

	Payment to the auditors comprises	31st March, 2016	31st March, 2015
	As auditors - statutory audit	132,250	114,000
	For taxation matters	40,250	34,200
	For other services	28,750	22,800
	Total	201,250	171,000

Note - 25 Earnings per Share (Basic & Diluted)

	31st March, 2016	31st March, 2015
Profit after tax	51,230,323	66,197,611
Weighted average number of share	31222248	264,601,97
Nominal value of shares (Rs.)	10	10
Basic and diluted earnings per share (Rs.)	1.64	2.50
Adjusted earnings per share (Rs.)	1.64	2.12

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

Note 26

Related parties transactions: Details of related parties

Associates

- | | |
|-------------------------------|--------------------------------------|
| a. BRD Finance Limited | b. BRD Motors Limited |
| c. BRD Kuries (INDIA) Limited | d. BRD Chits Limited |
| e. BRD Car World Limited | f. BRD Developers & Builders Limited |

key management personnel

- | | |
|--------------------------|--------------------|
| a. C.C. William Verghese | b. Mary Williams |
| c. Gigy Varghese P. | d. C.K. Appumon |
| e. Vishnu Bhattathiripad | f. Prasad Punnoose |
| g. Surendran T.K. | h. Surendran C.G. |
| i. Antony P.D. | |

Relatives of key management personnel

- Jimson P.A.
- Kathreena
- Kochuthressia M.M.
- Torison P.A.
- Seema Vishnu
- Sheeja P.V.
- Sreedevi Vishnu
- Zarine Punnoose
- Shobhana Surendran

Entities in which KMP/relatives of KMP can exercise significant influence

Details Transaction during the year with related parties

Particulars		KMP	Relatives of KMP	Entities in which KMP/Relatives of KMP have significant influence	Total
Debentures issued during the year	CY	1,620,000	5,315,000	-	6,935,000
	PY	<i>13,130,000</i>	<i>21,647,000</i>	-	<i>34,777,000</i>
Interest paid	CY	413,785	207,185	32,784,247	33,405,217
	PY	<i>64,503</i>	<i>1,128,490</i>	<i>38,715,929</i>	<i>39,908,922</i>
Interested received	CY	-	-	1,105,534	1,105,534
	PY	-	-	<i>2,499,706</i>	<i>2,499,706</i>
Inter corporate deposits accepted	CY	-	-	458,000,000	458,000,000
	PY	-	-	<i>741,650,000</i>	<i>741,650,000</i>
Inter corporate deposits repaid	CY	-	-	238,000,000	238,000,000
	PY	-	-	<i>637,600,000</i>	<i>637,600,000</i>
Remuneration paid	CY	-	-	1,622,000	1,622,000
	PY	-	-	<i>1412,733</i>	<i>1,412,733</i>
Rent received	CY	-	-	12,000	12,000
	PY	-	-	<i>12,000</i>	<i>12,000</i>

Note : Figures in italics relates to the previous year

Previous year figures have been regrouped on rearranged wherever necessary

For and on behalf of the board

Sd/-
1. C.C. WILLIAM VERGHESE
 (Chairman & Managing Director)

Auditors' Report:

Vide our report of even date.

For BALAN & Co
 (FRN 00340 S)
 Chartered Accountants

Sd/-
2. P.D. ANTONY
 (Director)

Sd/-
P.MOHANDAS, F. C. A
 (Membership No. 21262)
 (Partner)

Sd/-
3. GIGY VERGHESE. P.
 (Director)

Kunnamkulam,
 20/09/2016

Aluva,
 20/09/2016